



GRANTED

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

In re:

GEARBOX, LLC,
a Delaware limited liability company,

Assignor,

To:

GEARBOX ABC, LLC
a Delaware series limited liability
company,

Assignee.

C.A. No. 2021-0005-KSJM

ORDER (I) DISCHARGING ASSIGNEE AND (II) CLOSING THE CASE

Upon consideration of the motion (the “**Motion**”) of Gearbox ABC, LLC (“**Assignee**”), solely in its capacity as the Assignee of Gearbox, LLC (“**Gearbox**” or “**Assignor**”) under the general assignment for the benefit of Assignor’s creditors (the “**Assignment**”), for an order (i) discharging Assignee and (ii) closing the case; and good and sufficient cause appearing therefor, it is hereby ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. Assignee is hereby discharged from any further obligations and duties relating to the Assignment.
3. The Assignee is and shall be authorized, subject to applicable law and the procedures of this Court, to terminate the Assignment and take any and all actions

necessary to close these cases, including but not limited to the payment of outstanding administrative expenses of these cases from available funds, if any.

4. A copy of this Order shall be served on all parties in interest of the assignment estate.

5. The Court shall retain exclusive jurisdiction to hear any matters or disputes arising from or relating to this Order.

6. The above-captioned case is hereby closed.

DATED: _____, 2021

VICE CHANCELLOR KATHALEEN S. MCCORMICK

This document constitutes a ruling of the court and should be treated as such.

Court: DE Court of Chancery Civil Action

Judge: Kathaleen St Jude McCormick

File & Serve

Transaction ID: 66537048

Current Date: May 05, 2021

Case Number: 2021-0005-KSJM

Case Name: Gearbox, LLC a Delaware limited liability company To: Gearbox ABC, LLC, a Delaware series limited liability company

Court Authorizer: Kathaleen St Jude McCormick

/s/ Judge Kathaleen St Jude McCormick