

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:  BOXED INC., <i>et al.</i> , <sup>1</sup>  <div style="text-align: right;">Debtors.</div>	Chapter 11  Case No. 23-10397-BLS  (Jointly Administered)  <b>Re: D.I. 733, 735</b>
JONATHAN GASS, on behalf of himself and all others similarly situated,  <div style="text-align: right;">Plaintiff,</div> <div style="text-align: center;">V.</div> BOXED, LLC, <sup>2</sup>  <div style="text-align: right;">Defendant.</div>	Adv. Proc. No. 23-50325-BLS   <b>Re: D.I. 25, 27</b>

**ORDER (i) PRELIMINARILY APPROVING SETTLEMENT AGREEMENT, (ii) APPROVING NOTICE TO CLASS MEMBERS, (iii) SCHEDULING A FINAL FAIRNESS HEARING, AND (iv) RELATED RELIEF**

The Court has considered the joint motion of RSR Consulting, LLC, solely in its capacity as the Post-Effective Date Estate Representative of Boxed, LLC, *et al.*, as successor to Debtor Boxed, Inc. ("Defendant") and Jonathan Gass, on behalf of himself and all others similarly situated (the "Plaintiff" and the "Class Representative"), pursuant to Rule 23 of the Federal Rules of Civil Procedure (the "Federal Rules") as made applicable by Rule 23 of the Federal Rules of

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each debtor's federal tax identification number, are: Boxed, Inc. (6188); Boxed, LLC (8041); Ashbrook Commerce Solutions LLC (4046); Jubilant LLC (2107); and BOXED MAX LLC (5987).

<sup>2</sup> Pursuant to the *Debtors' Second Amended Combined Joint Chapter 11 Plan of Liquidation and Disclosure Statement of Boxed, Inc. and its Debtor Affiliates* [Docket No. 409] and the *Order Granting Final Approval of Disclosure Statement and Confirming Debtors' Joint Chapter 11 Plan of Liquidation* [Docket No. 424], RSR Consulting is authorized to perform all functions of the Post-Effective Date Estate Representative under the Plan including defending, resolving and/or settling this Adversary Proceeding

Bankruptcy Procedure (the "Bankruptcy Rules"), for entry of an Order: (i) preliminarily approving settlement, (ii) approving the class notice), (iii) scheduling a fairness hearing to consider final approval of the Settlement, and (iv) related relief (the "Joint Motion").

The Court finds that:

1. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §1334, and this matter is a core proceeding pursuant to 28 U.S.C. §157(b)(2);

2. The Court having considered the Joint Motion and any opposition thereto; and the Court having found that proper and sufficient notice of the Joint Motion has been given and that no further notice of the Joint Motion is required except as set forth herein; and that based on the range of possible outcomes and the cost, delay, and uncertainty associated with further litigation, the Settlement Agreement is reasonable, and preliminary approval of the Settlement Agreement is warranted;

3. Notice given constituted the best notice practicable under the circumstances and adequate opportunity has been offered to the parties-in-interest to participate in the hearing on the Joint Motion.

**IT IS HEREBY ORDERED THAT:**

1. The Settlement and the Settlement Agreement are preliminarily approved, subject to final approval at the Fairness Hearing.

2. The Defendant is authorized to take all action required to comply with the Settlement, the terms of which are preliminarily approved and incorporated in this Preliminary Approval Order.

3. The retention of American Legal Claim Services, LLC as the Administrator is hereby approved.

4. The Class Notice, substantially in the form attached to the Joint Motion, is approved.

5. Notice of the settlement to the Class Members by first class mail, postage prepaid, at their last known address is reasonable and the best notice practicable under the circumstances and constitutes due and sufficient notice to all Class Members in full compliance with the notice requirements of Fed. R. Civ. Pro. Rule 23 and Rule 7023 of the Federal Rules of Bankruptcy Procedure.

6. Class Counsel shall cause to be mailed the Class Notice to Class Members at their last known addresses as updated by Class Counsel no later than fifteen (15) days after entry of this Preliminary Approval Order. If a Class Notice is returned as undeliverable, the Administrator shall mail the Class Notice to the corrected address of the Class Member as may be determined by the Administrator or Class Counsel through a search of a national database or as may otherwise be obtained by the Parties.

7. Within ten (10) days of mailing the Class Notice, Class Counsel shall file and serve a statement under oath attesting to the mailing of the Class Notice to Class Members.

8. Any Class member may object to the Settlement Agreement by mailing timely written notice of such objection to Class Counsel and counsel to the Defendant and filing such objection with the Court, as set forth in the Class Notice, no later than **June 8, 2026**.

9. No later than **June 12, 2026**, Class Counsel shall file and serve a statement under oath listing the names of any Class Members who objected to the Settlement.

10. The Fairness Hearing to determine whether to approve the Settlement Agreement on a final basis shall be held on **June 17, 2026 at 10:00 a.m. prevailing Eastern Time**. The Fairness Hearing may be continued from time to time by the Court without further notice other than the announcement of the adjourned date(s) at the Fairness Hearing or any continued hearing. If no Class Member objects to the Settlement Agreement, the Court may enter a Final Order upon presentment.

11. The Court shall retain jurisdiction over all matters arising pursuant to or related to the relief granted by this Order.

AND IT IS SO ORDERED.

Dated: April 15th, 2026  
Wilmington, Delaware

  
BRENDAN L. SHANNON  
UNITED STATES BANKRUPTCY JUDGE