

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
FUHU, INC., *et al.*,<sup>1</sup> ) Case No. 15-12465 (CSS)  
Debtors. ) (Joint Administration Requested)  
Re: Docket No. 6

**ORDER (A) AUTHORIZING DEBTORS TO HONOR CERTAIN OBLIGATIONS TO CUSTOMERS AND TO MAINTAIN CUSTOMER PROGRAMS AND (B) GRANTING RELATED RELIEF**

Upon the motion (the “Motion”)<sup>2</sup> of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for the entry of an order (the “Order”), pursuant to Sections 105(a), 363(b), and 503(b)(1) of the Bankruptcy Code, to honor their outstanding obligations on account of their Customer Programs and to continue the Customer Programs in the ordinary course of business, all as more fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and this Court

<sup>1</sup> The Debtors, together with the last four digits of each Debtor’s tax identification number, are: Fuhu, Inc. (7896) and Fuhu Holdings, Inc. (9761). The location of the Debtors’ headquarters and service address is 909 N. Sepulveda Blvd., Suite 540, El Segundo, CA 90245.

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.



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having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT:**

1. The Motion is granted as set forth herein.
2. The Debtors are authorized, but not directed, to take the following actions

with respect to the Customer Programs. The Debtors are authorized to:

- a) honor any orders placed by customers on the Debtors' website, allowing the Debtors to fulfill the orders and ship goods to customers with the assistance of third-party vendors, as necessary and applicable;
- b) honor customers' requests for returns or exchanges of products purchased in the pre-petition period, in the Debtors' discretion and in the ordinary course of business;
- c) honor customers' warranty claims under the nabi Cares program, consistent with past practices, even if a claim may have arisen pre-petition;
- d) honor any ongoing promotions or discounts that were in effect during the pre-petition period and had been expected to be in effect until a date in the post-petition period;
- e) honor all outstanding nabi Coins when tendered or cashed in by customers;
- f) honor all nabi Pass and nabi Pass Tab subscriptions, even to the extent that they constitute pre-petition claims; and
- g) allow payments made by customers to the Debtors for the purchase of content delivered by third-party content providers to be remitted to those third parties in the

ordinary course of business, even in the event that a portion of the period covered by such purchase includes the pre-petition period, in order to allow the customers' access to that content to remain uninterrupted.

3. The Debtors, in their business judgment, are authorized to continue, renew, implement, and/or terminate Customer Programs as they deem appropriate, and the Debtors are authorized to pay, honor, or provide credits for them in the ordinary course of business without further application to the Court; provided however, that the Debtors will not honor in excess of \$10,000.00 in nabi Coins.

4. Notwithstanding the relief granted herein and any actions taken hereunder, nothing contained in the Motion or this Order or any payment made pursuant to this Order shall constitute, nor is it intended to constitute, an admission as to the validity or priority of any claim or lien against the Debtors, a waiver of the Debtors' rights to subsequently dispute such claim or lien, or the assumption or adoption of any agreement, contract, or lease under section 365 of the Bankruptcy Code.

5. The banks and financial institutions on which checks were drawn or electronic payment requests made in payment of the prepetition obligations approved herein are authorized to receive, process, honor, and pay all such checks and electronic payment requests when presented for payment, and all such banks and financial institutions are authorized to rely on the Debtors' designation of any particular check or electronic payment request as approved by this Order.

6. Notwithstanding anything in this Order to the contrary, the payments authorized by, and any authorizations contained in, this Order are subject to the respective terms and requirements set forth in any order authorizing use of cash collateral.

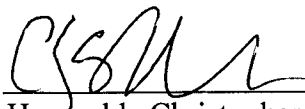
7. Notice of the Motion satisfies the requirements of Bankruptcy Rule 6004(a).

8. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order are immediately effective and enforceable upon its entry.

9. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

10. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: December 9, 2015



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Honorable Christopher S. Sontchi  
United States Bankruptcy Judge