

**Fill in this information to identify your case:**

United States Bankruptcy Court for the:

**DISTRICT OF DELAWARE**

Case number (if known) \_\_\_\_\_ Chapter 11

Check if this an amended filing

Official Form 201

**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

4/19

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name High Ridge Brands Co.

2. All other names debtor used in the last 8 years  
 Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 27-4025871

<p>4. Debtor's address</p> <p><b>Principal place of business</b></p> <p><u>333 Ludlow Street</u>  <u>South Tower 2<sup>nd</sup> Floor</u>  <u>Stamford, Connecticut 06902</u>                  Number, Street, City, State &amp; ZIP Code</p> <p><u>Fairfield</u>                  County</p>	<p><b>Mailing address, if different from principal place of business</b></p> <p>_____</p> <p>P.O. Box, Number, Street, City, State &amp; ZIP Code</p> <p><b>Location of principal assets, if different from principal place of business</b></p> <p>_____</p> <p>Number, Street, City, State &amp; ZIP Code</p>
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5. Debtor's website (URL) www.highridgebrands.com

6. Type of debtor

Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

Partnership (excluding LLP)

Other. Specify: \_\_\_\_\_

Debtor High Ridge Brands Co.  
Name

Case number (if known) \_\_\_\_\_

7. Describe debtor's business

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.

See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

3256

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625 (amount subject to adjustment on 4/01/22 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- No
- Yes

If more than 2 cases, attach a separate list.

District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
 District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- No
- Yes

List all cases. If more than 1, attach a separate list

Debtor See Attachment 1 Relationship Affiliate  
 District Delaware When \_\_\_\_\_ Case number, if known \_\_\_\_\_

Debtor **High Ridge Brands Co.**  
Name \_\_\_\_\_

Case number (if known) \_\_\_\_\_

**11. Why is the case filed in this district?** *Check all that apply:*  
 Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.  
 A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**  No  Yes  
 Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention? (Check all that apply.)**

- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
 What is the hazard? \_\_\_\_\_
- It needs to be physically secured or protected from the weather.
- It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- Other \_\_\_\_\_

**Where is the property?** \_\_\_\_\_

Number, Street, City, State & ZIP Code

**Is the property insured?**

- No
- Yes Insurance agency \_\_\_\_\_  
 Contact name \_\_\_\_\_  
 Phone \_\_\_\_\_

**Statistical and administrative information**

**13. Debtor's estimation of available funds** *Check one:*  
 Funds will be available for distribution to unsecured creditors.  
 After any administrative expenses are paid, no funds will be available to unsecured creditors.

**14. Estimated number of creditors (on a consolidated basis)**

<input type="checkbox"/> 1-49	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 25,001-50,000
<input type="checkbox"/> 50-99	<input type="checkbox"/> 5001-10,000	<input type="checkbox"/> 50,001-100,000
<input type="checkbox"/> 100-199	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> More than 100,000
<input checked="" type="checkbox"/> 200-999		

**15. Estimated Assets (on a consolidated basis)**

<input type="checkbox"/> \$0 - \$50,000	<input type="checkbox"/> \$1,000,001 - \$10 million	<input type="checkbox"/> \$500,000,001 - \$1 billion
<input type="checkbox"/> \$50,001 - \$100,000	<input type="checkbox"/> \$10,000,001 - \$50 million	<input type="checkbox"/> \$1,000,000,001 - \$10 billion
<input type="checkbox"/> \$100,001 - \$500,000	<input type="checkbox"/> \$50,000,001 - \$100 million	<input type="checkbox"/> \$10,000,000,001 - \$50 billion
<input type="checkbox"/> \$500,001 - \$1 million	<input checked="" type="checkbox"/> \$100,000,001 - \$500 million	<input type="checkbox"/> More than \$50 billion

**16. Estimated liabilities (on a consolidated basis)**

<input type="checkbox"/> \$0 - \$50,000	<input type="checkbox"/> \$1,000,001 - \$10 million	<input checked="" type="checkbox"/> \$500,000,001 - \$1 billion
<input type="checkbox"/> \$50,001 - \$100,000	<input type="checkbox"/> \$10,000,001 - \$50 million	<input type="checkbox"/> \$1,000,000,001 - \$10 billion
<input type="checkbox"/> \$100,001 - \$500,000	<input type="checkbox"/> \$50,000,001 - \$100 million	<input type="checkbox"/> \$10,000,000,001 - \$50 billion
<input type="checkbox"/> \$500,001 - \$1 million	<input type="checkbox"/> \$100,000,001 - \$500 million	<input type="checkbox"/> More than \$50 billion

Debtor High Ridge Brands Co.  
Name

Case number (if known) \_\_\_\_\_

**Request for Relief, Declaration, and Signatures**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature of authorized representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 12/18/19  
MM / DD / YYYY

**X Isl M. Benjamin Jones**  
Signature of authorized representative of debtor  
  
Title Chief Restructuring Officer

**M. Benjamin Jones**  
Printed name

**18. Signature of attorney**

**X Isl Edmon L. Morton**  
Signature of attorney for debtor

Date 12/18/19  
MM / DD / YYYY

**Edmon L. Morton**  
Printed name

**Young Conaway Stargatt & Taylor, LLP**  
Firm name

**Rodney Square  
1000 N. King Street  
Wilmington, Delaware 19801**  
Number, Street, City, State & ZIP Code

Contact phone (302) 571-6600 Email address emorton@ycst.com

**3856 (Delaware)**  
Bar number and State

**Attachment 1****Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor**

On the date hereof, each of the affiliated entities listed below, including the debtor in this chapter 11 case, filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532, in the United States Bankruptcy Court for the District of Delaware (the “Court”). A motion will be filed with the Court requesting that the chapter 11 cases of the entities listed below be consolidated for procedural purposes only and jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure.

<b>Company</b>	<b>Tax ID #</b>
High Ridge Brands Co.	27-4025871
High Ridge Brands Holdings, Inc.	81-2965996
HRB Midco, Inc.	81-2898170
HRB Buyer, Inc.	81-2893945
Golden Sun, Inc.	95-3024712
Continental Fragrances, Ltd.	38-2442541
Freshcorp, Inc.	45-5223238
Children Oral Care, LLC	Disregarded entity for tax purposes
Dr. Fresh, LLC	38-3875167



Peter Fazioli	1,500	14 Muriel Lane, Schaghticoke, NY 12154
Lee Feldman	1,000	5749 Dawn Creek, Playa Vista, CA 90094
Michael Milano	1,000	5143 Fordon Court, Cincinnati, OH 45244
Jayne Chu	650	45 Pumpkin Hill Road, Westport, CT 06880
Alex Terranova	600	3 Arnold Dr, Randolph, NJ 07869
Matt Sawtelle	500	78 Deer Hill Drive, Ridgefield CT 06877
Diya Talwar	1,000	45 Tudor City Place #1008, New York, NY 10017
William Sansome	500	35 Janice Road, Stamford, CT 06905
John Arora	500	7156 Hoover Way, Buena Park, CA 90620
Geoff Carroll	1,000	3862 Berryman Ave, Los Angeles, CA 90066
Sandip Grewal	1,000	1006 Miramar Place, Fullerton, CA 92831
Mark Walsh	3,000	23872 Via Monte, Coto de Caza, CA 92679

2. Debtor High Ridge Brands Holdings, Inc. owns 100% of the common stock equity interest in Debtor HRB Midco, Inc., and indirectly owns 100% of the equity interests in the remaining Debtors.

3. Debtor HRB Midco, Inc. owns 100% of the common stock equity interest in Debtor HRB Buyer, Inc., and indirectly owns 100% of the equity interests in the remaining Debtors.

4. Debtor HRB Buyer, Inc. owns 100% of the common stock equity interest in Debtor High Ridge Brands Co., and indirectly owns 100% of the equity interests in the remaining Debtors.

5. Debtor High Ridge Brands Co. owns 100% of the common stock equity interest in each of Debtors Golden Sun, Inc., Freshcorp. Inc., and Continental Fragrances, Ltd., and indirectly owns 100% of the equity interests in the remaining Debtors.

6. Debtor Freshcorp. Inc. owns 100% of the equity interests in each of Debtors Children Oral Care, LLC and Dr. Fresh, LLC.



**Fill in this information to identify the case:**

Debtor name: High Ridge Brands Co., et al.  
 United States Bankruptcy Court for the District of Delaware  
 Case number (if known): \_\_\_\_\_

 Check if this is an amended filing
**Official Form 204****Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 50 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 50 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
1 Mercer QJF Fund PLC - Mercer Investment Fund 1 Attn: Brian Connolly 399 Boylston St. Suite 501 Boston, MA 02116	Mercer QJF Fund PLC - Mercer Investment Fund 1 Attn: Brian Connolly PHONE: 617-939-0032 FAX: EMAIL: bconnolly@millstreet.com	Bondholder	N/A			\$27,425,000
2 Barings Global Special Situations 3 S.A.R.L. Attn: Mike Searles 300 South Tryon St. Suite 2500 Charlotte, NC 28202	Barings Global Special Situations 3 S.A.R.L. Attn: Mike Searles PHONE: 980-417-5696 FAX: EMAIL: michael.searles@barings.com	Bondholder	N/A			\$26,960,000
3 Millstreet Credit Fund LP Attn: Brian Connolly 399 Boylston St. Suite 501 Boston, MA 02116	Millstreet Credit Fund LP Attn: Brian Connolly PHONE: 617-939-0032 FAX: EMAIL: bconnolly@millstreet.com	Bondholder	N/A			\$22,925,000
4 Principal Funds, Inc. - Global Diversified Income Fund Attn: David Breazzano 130 Turner St. Building 3, Suite 600 Waltham, MA 02453	Principal Funds, Inc. - Global Diversified Income Fund Attn: David Breazzano PHONE: 781-283-8500 FAX: EMAIL: dbreazzano@ddjcap.com	Bondholder	N/A			\$15,607,000
5 JPMorgan Investment Funds - Global High Yield Bond Fund Attn: Greg Seketa 1 E. Ohio St. 6th Floor Indianapolis, IN 46032	JPMorgan Investment Funds - Global High Yield Bond Fund Attn: Greg Seketa PHONE: 317-236-5669 FAX: EMAIL: greg.seketa@jpmorgan.com	Bondholder	N/A			\$10,865,000
6 PIMCO Horseshoe Fund, LP Attn: Andrew Jessop 650 Newport Center Dr. Newport Beach, CA 92600	PIMCO Horseshoe Fund, LP Attn: Andrew Jessop PHONE: 949-720-6000 FAX: EMAIL: andrew.jessop@pimco.com	Bondholder	N/A			\$10,000,000
7 Barings Global High Yield Credit Strategies Limited Attn: Mike Searles 300 South Tryon St. Suite 2500 Charlotte, NC 28202	Barings Global High Yield Credit Strategies Limited Attn: Mike Searles PHONE: 980-417-5696 FAX: EMAIL: michael.searles@barings.com	Bondholder	N/A			\$9,000,000
8 BMO Capital Markets Corp. Attn: Evan Brown 3 Times Square New York, NY 10036	BMO Capital Markets Corp. Attn: Evan Brown PHONE: 212-702-1200 FAX: EMAIL: Evan.Brown@bmo.com	Bondholder	N/A			\$7,700,000
9 Geode Capital Management LP Attn: Jeffrey Miller 100 Summer St. 12th Floor Boston, MA 02110	Geode Capital Management LP Attn: Jeffrey Miller PHONE: 617-563-3499 FAX: EMAIL: jeffrey.miller@geodecapital.com	Bondholder	N/A			\$7,430,000
10 Caterpillar Inc. Master Retirement Trust Attn: David Breazzano 130 Turner St. Building 3, Suite 600 Waltham, MA 02453	Caterpillar Inc. Master Retirement Trust Attn: David Breazzano PHONE: 781-283-8500 FAX: EMAIL: dbreazzano@ddjcap.com	Bondholder	N/A			\$6,500,000

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
11 Principal Funds, Inc. - High Yield Fund Attn: David Breazzano 130 Turner St. Building 3, Suite 600 Waltham, MA 02453	Principal Funds, Inc. - High Yield Fund Attn: David Breazzano PHONE: 781-283-8500 FAX: EMAIL: dbreazzano@ddjcap.com	Bondholder	N/A			\$4,938,000
12 Scott's Cove Management, LLC Attn: Philip Acinapuro 400 Madison Ave. 10th Floor New York, NY 10017	Scott's Cove Management, LLC Attn: Philip Acinapuro PHONE: 781-899-3577 FAX: EMAIL: acinapuro@scottscove.com	Bondholder	N/A			\$4,732,000
13 Strichting Bewaarder Syntrus Achmea Global High Yield Pool Attn: David Breazzano 130 Turner St. Building 3, Suite 600 Waltham, MA 02453	Strichting Bewaarder Syntrus Achmea Global High Yield Pool Attn: David Breazzano PHONE: 781-283-8500 FAX: EMAIL: dbreazzano@ddjcap.com	Bondholder	N/A			\$4,520,000
14 Bank of Nova Scotia Attn: Fatima Rego 150 King St. West 5th Floor Toronto, ON M5H 3T9 Canada	Bank of Nova Scotia Attn: Fatima Rego PHONE: 416-863-7828 FAX: EMAIL: fatima.rego@scotiabank.com	Bondholder	N/A			\$3,750,000
15 C.H. Robinson Worldwide Attn: Elisabeth Leister P.O. Box 9121 Minneapolis, MN 55480-9121	C.H. Robinson Worldwide Attn: Elisabeth Leister PHONE: 610-260-6100 x3240 FAX: EMAIL: elisabeth.leister@chrobinson.com	Trade Creditor	Unliquidated			\$3,625,952
16 Aerofil Technology Inc Attn: Neva Thiessen c/o UMB Bank, NA PO Box 870928 Kansas City, MO 64187-0928	Aerofil Technology Inc Attn: Neva Thiessen PHONE: 573-468-1471x1159 FAX: EMAIL: cmclaughlin@aerofil.com	Trade Creditor	Unliquidated			\$3,444,685
17 Mercer QJF Fund PLC - Mercer Investment Fund 1 Attn: David Breazzano 130 Turner St. Building 3, Suite 600 Waltham, MA 02453	Mercer QJF Fund PLC - Mercer Investment Fund 1 Attn: David Breazzano PHONE: 781-283-8500 FAX: EMAIL: dbreazzano@ddjcap.com	Bondholder	N/A			\$3,410,000
18 District of Columbia Retirement Board Attn: David Breazzano 130 Turner St. Building 3, Suite 600 Waltham, MA 02453	District of Columbia Retirement Board Attn: David Breazzano PHONE: 781-283-8500 FAX: EMAIL: dbreazzano@ddjcap.com	Bondholder	N/A			\$3,250,000
19 Cosway Company Inc. Attn: Dennis Kaprielian P.O. Box 840876 Los Angeles, CA 90084-0876	Cosway Company Inc. Attn: Dennis Kaprielian PHONE: 310-900-4100 FAX: EMAIL: dkaprielian@cosway.com	Trade Creditor	Unliquidated			\$3,094,958
20 Crown Managed Accounts SPC Acting for and on Behalf of Crown/BA 2 SP Attn: Mike Searles 300 South Tryon St. Suite 2500 Charlotte, NC 28202	Crown Managed Accounts SPC Acting for and on Behalf of Crown/BA 2 SP Attn: Mike Searles PHONE: 980-417-5696 FAX: EMAIL: michael.searles@barings.com	Bondholder	N/A			\$3,000,000
21 Barings Global Short Duration High Yield Fund Attn: Mike Searles 300 South Tryon St. Suite 2500 Charlotte, NC 28202	Barings Global Short Duration High Yield Fund Attn: Mike Searles PHONE: 980-417-5696 FAX: EMAIL: michael.searles@barings.com	Bondholder	N/A			\$2,982,000
22 The State of Connecticut Acting Through its Treasurer Attn: David Breazzano 130 Turner St. Building 3, Suite 600 Waltham, MA 02453	The State of Connecticut Acting Through its Treasurer Attn: David Breazzano PHONE: 781-283-8500 FAX: EMAIL: dbreazzano@ddjcap.com	Bondholder	N/A			\$2,920,000

Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured		Deduction for value of collateral or setoff	Unsecured Claim
23	PIMCO Funds: Global Investors Series plc, US High Yield Bond Fund Attn: Andrew Jessop 650 Newport Center Dr. Newport Beach, CA 92600	PIMCO Funds: Global Investors Series plc, US High Yield Bond Fund Attn: Andrew Jessop PHONE: 949-720-6000 FAX: EMAIL: andrew.jessop@pimco.com	Bondholder	N/A			\$2,500,000
24	Newport Global Opportunities Fund I-A LP Attn: Anthony Longi, Jr. 21 Waterway Ave. Suite 150 The Woodlands, TX 77380	Newport Global Opportunities Fund I-A LP Attn: Anthony Longi, Jr. PHONE: 713-559-7400 FAX: EMAIL: tlongi@ngalp.com	Bondholder	N/A			\$2,500,000
25	1199SEIU Health Care Employees Pension Fund Attn: David Breazzano 130 Turner St. Building 3, Suite 600 Waltham, MA 02453	1199SEIU Health Care Employees Pension Fund Attn: David Breazzano PHONE: 781-283-8500 FAX: EMAIL: dbreazzano@ddjcap.com	Bondholder	N/A			\$2,430,000
26	JPMorgan Strategic Income Opportunities Fund Attn: Greg Seketa 1 E. Ohio St. 6th Floor Indianapolis, IN 46032	JPMorgan Strategic Income Opportunities Fund Attn: Greg Seketa PHONE: 317-236-5669 FAX: EMAIL: greg.seketa@jpmorgan.com	Bondholder	N/A			\$2,425,000
27	Commingled Pension Trust Fund (Corporate High Yield) of JPMorgan Chase Bank, N.A. Attn: Greg Seketa 1 E. Ohio St. 6th Floor Indianapolis, IN 46032	Commingled Pension Trust Fund (Corporate High Yield) of JPMorgan Chase Bank, N.A. Attn: Greg Seketa PHONE: 317-236-5669 FAX: EMAIL: greg.seketa@jpmorgan.com	Bondholder	N/A			\$2,285,000
28	DDJ Capital Management Group Trust - DDJ Custom High Yield Investment Fund Attn: David Breazzano 130 Turner St. Building 3, Suite 600 Waltham, MA 02453	DDJ Capital Management Group Trust - DDJ Custom High Yield Investment Fund Attn: David Breazzano PHONE: 781-283-8500 FAX: EMAIL: dbreazzano@ddjcap.com	Bondholder	N/A			\$2,269,000
29	Strichting Pensioenfond Hoogovens Attn: David Breazzano 130 Turner St. Building 3, Suite 600 Waltham, MA 02453	Strichting Pensioenfond Hoogovens Attn: David Breazzano PHONE: 781-283-8500 FAX: EMAIL: dbreazzano@ddjcap.com	Bondholder	N/A			\$2,010,000
30	Credit Suisse High Yield Bond Fund Attn: Michael Chaisanguanthum 11 Madison Ave. New York, NY 10010	Credit Suisse High Yield Bond Fund Attn: Michael Chaisanguanthum PHONE: 212-538-4178 FAX: EMAIL: michael.chaisanguanthum@credit-suisse.com	Bondholder	N/A			\$2,000,000
31	Marathon Asset Management L.P. Attn: Louis Hanover One Bryant Park 38th Floor New York, NY 10036	Marathon Asset Management L.P. Attn: Louis Hanover PHONE: 212-500-3128 FAX: EMAIL:	Bondholder	N/A			\$2,000,000
32	DDJ Capital Management Group Trust - DDJ Custom High Yield Fund 2017 Attn: David Breazzano 130 Turner St. Building 3, Suite 600 Waltham, MA 02453	DDJ Capital Management Group Trust - DDJ Custom High Yield Fund 2017 Attn: David Breazzano PHONE: 781-283-8500 FAX: EMAIL: dbreazzano@ddjcap.com	Bondholder	N/A			\$1,910,000
33	Changzhou Daya Imp & Exp Corp Attn: Steve Hu Room 402-404 25 Taihuzhong Road Xinbei District Changzhou Jiangsu China, CN 213022 China	Changzhou Daya Imp & Exp Corp Attn: Steve Hu PHONE: 86-519-810-4387 FAX: EMAIL: stevehu@jmail.com.cn	Trade Creditor	Unliquidated			\$1,876,609
34	ABN AMRO Multi-Manager Funds Attn: Mike Searles 300 South Tryon St. Suite 2500 Charlotte, NC 28202	ABN AMRO Multi-Manager Funds Attn: Mike Searles PHONE: 980-417-5696 FAX: EMAIL: michael.searles@barings.com	Bondholder	N/A			\$1,868,000

Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
35	PIMCO Funds: PIMCO High Yield Spectrum Fund Attn: Andrew Jessop 650 Newport Center Dr. Newport Beach, CA 92600	PIMCO Funds: PIMCO High Yield Spectrum Fund Attn: Andrew Jessop PHONE: 949-720-6000 FAX: EMAIL: andrew.jessop@pimco.com	Bondholder	N/A			\$1,750,000
36	Fidelity National Title Insurance Company Attn: Anthony Longi, Jr. 21 Waterway Ave. Suite 150 The Woodlands, TX 77380	Fidelity National Title Insurance Company Attn: Anthony Longi, Jr. PHONE: 713-559-7400 FAX: EMAIL: tlongi@ngalp.com	Bondholder	N/A			\$1,750,000
37	Barings Global Multi-Credit Strategy 2 Limited Attn: Mike Searles 300 South Tryon St. Suite 2500 Charlotte, NC 28202	Barings Global Multi-Credit Strategy 2 Limited Attn: Mike Searles PHONE: 980-417-5696 FAX: EMAIL: michael.searles@barings.com	Bondholder	N/A			\$1,663,000
38	Russell Investment Company - Multi-Strategy Income Fund Attn: David Breazzano 130 Turner St. Building 3, Suite 600 Waltham, MA 02453	Russell Investment Company - Multi-Strategy Income Fund Attn: David Breazzano PHONE: 781-283-8500 FAX: EMAIL: dbreazzano@ddjcap.com	Bondholder	N/A			\$1,640,000
39	FedEx Corporation Employees' Pension Trust Attn: David Breazzano 130 Turner St. Building 3, Suite 600 Waltham, MA 02453	FedEx Corporation Employees' Pension Trust Attn: David Breazzano PHONE: 781-283-8500 FAX: EMAIL: dbreazzano@ddjcap.com	Bondholder	N/A			\$1,591,000
40	Chen Zhou Wealthwise Attn: Auyeung Shou Fo Road No. 402 Zixing City Chenzhou, Hunan, CN China	Chen Zhou Wealthwise Attn: Auyeung PHONE: 86-735-3357818 FAX: EMAIL: h.auyeung@wealthwise.cn	Trade Creditor	Unliquidated			\$1,557,542
41	UAW Retiree Medical Benefits Trust (GM Separate Retiree Account) Attn: David Breazzano 130 Turner St. Building 3, Suite 600 Waltham, MA 02453	UAW Retiree Medical Benefits Trust (GM Separate Retiree Account) Attn: David Breazzano PHONE: 781-283-8500 FAX: EMAIL: dbreazzano@ddjcap.com	Bondholder	N/A			\$1,540,000
42	Marietta Corporation Attn: Julia Chea Dept CH 14106 Palatine, IL 60055-4106	Marietta Corporation Attn: Julia Chea PHONE: 905-660-0444 x200299 FAX: EMAIL: jchea@kikcorp.com	Trade Creditor	Unliquidated			\$1,486,839
43	JPMorgan Strategic Income Opportunities Fund Attn: Greg Seketa 1 E. Ohio St. 6th Floor Indianapolis, IN 46032	JPMorgan Strategic Income Opportunities Fund Attn: Greg Seketa PHONE: 317-236-5669 FAX: EMAIL: greg.seketa@jpmorgan.com	Bondholder	N/A			\$1,463,000
44	Credit Suisse Asset Management Income Fund, Inc. Attn: Michael Chaisanguanthum 11 Madison Ave. New York, NY 10010	Credit Suisse Asset Management Income Fund, Inc. Attn: Michael Chaisanguanthum PHONE: 212-538-4178 FAX: EMAIL: michael.chaisanguanthum@credit-suisse.com	Bondholder	N/A			\$1,350,000
45	J.C. Penney Corporation, Inc. Pension Plan Trust Attn: David Breazzano 130 Turner St. Building 3, Suite 600 Waltham, MA 02453	J.C. Penney Corporation, Inc. Pension Plan Trust Attn: David Breazzano PHONE: 781-283-8500 FAX: EMAIL: dbreazzano@ddjcap.com	Bondholder	N/A			\$1,340,000
46	NTCC High Yield Bond Fund FEBT Attn: David Breazzano 130 Turner St. Building 3, Suite 600 Waltham, MA 02453	NTCC High Yield Bond Fund FEBT Attn: David Breazzano PHONE: 781-283-8500 FAX: EMAIL: dbreazzano@ddjcap.com	Bondholder	N/A			\$1,280,000

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
47 National Railroad Retirement Investment Trust Attn: David Breazzano 130 Turner St. Building 3, Suite 600 Waltham, MA 02453	National Railroad Retirement Investment Trust Attn: David Breazzano PHONE: 781-283-8500 FAX: EMAIL: dbreazzano@ddjcap.com	Bondholder	N/A			\$1,210,000
48 MIGROS-PENSIONSKASSE FONDS Attn: Greg Seketa 1 E. Ohio St. 6th Floor Indianapolis, IN 46032	MIGROS-PENSIONSKASSE FONDS Attn: Greg Seketa PHONE: 317-236-5669 FAX: EMAIL: greg.seketa@jpmorgan.com	Bondholder	N/A			\$1,205,000
49 DDJ/TAF Strategic Income Fund Attn: David Breazzano 130 Turner St. Building 3, Suite 600 Waltham, MA 02453	DDJ/TAF Strategic Income Fund Attn: David Breazzano PHONE: 781-283-8500 FAX: EMAIL: dbreazzano@ddjcap.com	Bondholder	N/A			\$1,172,000
50 Russell Investment Company PLC Russell Global High Yield Fund Attn: David Breazzano 130 Turner St. Building 3, Suite 600 Waltham, MA 02453	Russell Investment Company PLC Russell Global High Yield Fund Attn: David Breazzano PHONE: 781-283-8500 FAX: EMAIL: dbreazzano@ddjcap.com	Bondholder	N/A			\$1,130,000

Fill in this information to identify the case:

Debtor name High Ridge Brands Co.  
United States Bankruptcy Court for the: DISTRICT OF DELAWARE  
Case number (if known) \_\_\_\_\_

Check if this is an amended filing

Official Form 202

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- Amended Schedule
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration Corporate Ownership Statement and List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 12/18/19

X Isl M. Benjamin Jones  
Signature of individual signing on behalf of debtor

M. Benjamin Jones  
Printed name

Chief Restructuring Officer  
Position or relationship to debtor

**HIGH RIDGE BRANDS CO.**

Unanimous Written Consent of the Board of

Directors to Action Without a Meeting

December 18, 2019

THE UNDERSIGNED, being all of the members of the Board of Directors (the “Board”) of High Ridge Brands Co., a Delaware corporation (the “Company”), hereby unanimately consent in writing, as permitted by Section 141(f) of the Delaware General Corporation Law and by Section 5.01 of the Bylaws of the Corporation, to the adoption of the following resolutions:

**WHEREAS**, the Board has reviewed and considered the financial and operational condition of the Company and the Company’s business on the date hereof, including the historical performance of the Company, the assets of the Company, the current and long-term liabilities of the Company, the market for the Company’s assets, and credit market conditions; and

**WHEREAS**, the Board has received, reviewed and considered the recommendations of the senior management of the Company and the Company’s legal, financial, and other advisors as to the relative risks and benefits of pursuing a bankruptcy proceeding under the provisions of chapter 11 of Title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”).

**NOW, THEREFORE, BE IT:**

**Appointment of CRO**

**RESOLVED**, that M. Benjamin Jones of Ankura Consulting Group, LLC (“Ankura”) is hereby appointed as Chief Restructuring Officer of the Company on the terms provided in that certain Engagement Letter, dated as of August 22, 2019, by and between Ankura and the Company; and it is further

**Commencement and Prosecution of Bankruptcy Case**

**RESOLVED**, that, in the judgment of the Board, it is desirable and in the best interests of the Company, its creditors, stockholders and other interested parties, that a voluntary petition (the “Petition”) be filed by the Company in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) commencing a case (the “Bankruptcy Case”) under the provisions of chapter 11 of the Bankruptcy Code; and it is further

**RESOLVED**, that each officer of the Company (each, an “Officer” and collectively, the “Officers”), be, and each of them, acting alone or in any combination, hereby is, authorized, directed and empowered, on behalf of the Company, to execute, acknowledge, deliver, and verify the Petition and to cause the same to be filed with the Bankruptcy Court at such time as such Officer may determine; and it is further

**RESOLVED**, that the Officers be, and each of them, acting alone or in any combination, hereby is, authorized, directed and empowered on behalf of the Company, to execute, acknowledge, deliver and verify and file any and all petitions, schedules, statements of affairs, lists and other papers and to take any and all related actions that such Officers may deem necessary or proper in connection with the filing of the Petition and commencement of the Bankruptcy Case; and it is further

**RESOLVED**, that the Officers be, and each of them, acting alone or in any combination, hereby is, authorized, directed and empowered, from time to time in the name and on behalf of the Company, to perform the obligations of the Company under the Bankruptcy Code, with all such actions to be performed in such manner, and all such certificates, instruments, guaranties, notices and documents to be executed and delivered in such form, as the Officer performing or executing the same shall approve, and the performance or execution thereof by such Officer shall be conclusive evidence of the approval thereof by such Officer and by the Company; and it is further

**RESOLVED**, that the Officers be, and each of them, acting alone or in any combination, hereby is, authorized, directed and empowered from time to time in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file, record and perform such agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities, certificates or other documents, to pay all expenses, including filing fees, and to take such other actions, as in the judgment of such Officers, shall be necessary, proper and desirable to prosecute to a successful completion the Bankruptcy Case and to effectuate the restructuring or liquidation of the Company’s debt, other obligations, organizational form and structure and ownership of the Company, all consistent with the foregoing resolutions and to carry out and put into effect the purposes of these resolutions, and the transactions contemplated by these resolutions, their authority thereunto to be evidenced by the taking of such actions; and it is further

**Retention of Professionals**

**RESOLVED**, that the law firm of Young Conaway Stargatt & Taylor, LLP (“Young Conaway”) be, and hereby is, authorized, directed



and empowered to represent the Company as bankruptcy counsel to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights, including the preparation of pleadings and filings in its Bankruptcy Case; and in connection therewith, the Officers be, and each of them, acting alone or in any combination, hereby is, authorized, directed and empowered, on behalf of and in the name of the Company to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the Bankruptcy Case, and to cause to be filed an appropriate application for authority to retain the services of Young Conaway; and it is further

**RESOLVED**, that the law firm of Debevoise & Plimpton LLP ("Debevoise") be, and hereby is, authorized, directed and empowered to represent the Company as corporate, finance and litigation counsel in connection with corporate law issues and related matters in connection with any case commenced by the Company under the Bankruptcy Code; and in connection therewith, the Officers be, and each of them, acting alone or in any combination, hereby is, authorized, directed and empowered, on behalf of and in the name of the Company to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the Bankruptcy Case, and to cause to be filed an appropriate application for authority to retain the services of Debevoise; and it is further

**RESOLVED**, that Ankura be, and hereby is, authorized, directed and empowered to provide to the Company the Chief Restructuring Officer, along with additional personnel, as restructuring advisors to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations in connection with the Bankruptcy Case; and in connection therewith, the Officers other than the Chief Restructuring Officer be, and each of them, acting alone or in any combination, hereby is, authorized, directed, and empowered, on behalf of and in the name of the Company, to execute appropriate retention agreements, pay appropriate retainers, if required, prior to and immediately upon the filing of the Bankruptcy Case, and to cause to be filed an appropriate motion or application for authority to retain the services of Ankura; and it is further

**RESOLVED**, that PJT Partners LP ("PJT") be, and hereby is, authorized, directed and empowered to serve as investment banker to represent and assist the Company in connection with the potential sale of the Company's business and in carrying out its duties under the Bankruptcy Code and to take any and all actions to advance the Company's rights and obligations in connection with the Bankruptcy Case; and in connection therewith, the Officers be, and each of them, acting alone or in any combination, hereby is, authorized, directed, and empowered, on behalf of and in the name of the Company, to execute appropriate retention

agreements, pay appropriate retainers, if required, prior to and immediately upon the filing of the Bankruptcy Case, and to cause to be filed an appropriate application for authority to retain the services of PJT; and it is further

**RESOLVED**, that Prime Clerk, LLC (“Prime Clerk”) be, and hereby is, authorized, directed and empowered to serve as the notice, claims, solicitation and balloting agent in connection with the Bankruptcy Case; and in connection therewith, the Officers be, and each of them, acting alone or in any combination, hereby is, authorized, directed and empowered, on behalf of and in the name of the Company to execute appropriate retention agreements, pay appropriate retainers, if required, prior to and immediately upon the filing of the Bankruptcy Case, and to cause to be filed an appropriate application for authority to retain the services of Prime Clerk; and it is further

**RESOLVED**, that the Officers be, and each of them, acting alone or in any combination, hereby is, authorized, directed and empowered, on behalf of and in the name of the Company to employ any other individual and/or firm as professionals, consultants, financial advisors, or investment bankers to the Company as are deemed necessary to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and in connection therewith, the Officers be, and each of them, acting alone or in any combination, hereby is, authorized, directed and empowered, on behalf of and in the name of the Company to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the Bankruptcy Case, and to cause to be filed an appropriate application for authority to retain the services of such firms; and it is further

#### **Postpetition Financing**

**RESOLVED**, that the Officers be, and each of them, acting alone or in any combination, hereby is, authorized, directed and empowered, on behalf of and in the name of the Company, to obtain post-petition financing according to terms negotiated, or to be negotiated, by the management of the Company, including under debtor-in-possession credit facilities or relating to the use of cash collateral, if any; and to enter into any guarantees and to pledge and grant liens on its assets as may be contemplated by or required under the terms of such post-petition financing or cash collateral agreements; and in connection therewith, the Officers be, and each of them, acting alone or in any combination, hereby is authorized, directed and empowered to execute appropriate loan agreements, cash collateral agreements and related ancillary documents; and it is further

**RESOLVED**, that the Officers be, and each of them, acting alone or in any combination, hereby is, authorized, directed and empowered, on behalf of and in the name of the Company, to secure the payment and

performance of any post-petition financing by (i) (a) pledging or granting liens or mortgages on, or security interests in, all or any portion of the Company's assets, including all or any portion of the issued and outstanding membership interests of any subsidiaries of the Company, whether now owned or hereafter acquired, and (b) causing any subsidiary of the Company, if any, to pledge or grant liens or mortgages on, or security interests in, all or any portion of such subsidiary's assets, whether now owned or hereafter acquired, and (ii) entering into or causing to be entered into, including, without limitation, causing any subsidiaries of the Company to enter into, such credit agreements, guarantees, other debt instruments, security agreements, pledge agreements, control agreements, inter-creditor agreements, mortgages, deeds of trust, and other agreements as are necessary, appropriate or desirable to effectuate the intent of, or matters reasonably contemplated or implied by, this resolution in such form, covering such collateral and having such other terms and conditions as are approved or deemed necessary, appropriate, or desirable by the Officer executing the same, the execution thereof by such Officer to be conclusive evidence of such approval or determination; and it is further

### **Sale**

**RESOLVED**, that the Officers be, and each of them, acting alone or in any combination, hereby is, authorized, directed and empowered, on behalf of and in the name of the Company, to commence the marketing for sale of the Company's assets and pursue negotiations with any interested parties regarding one or more sales of such assets pursuant to Section 363 of the Bankruptcy Code or otherwise, in each case subject to further authorization of the Board, of any such sale; and it is further

### **General Resolutions**

**RESOLVED**, that all actions heretofore taken, and all agreements, instruments, reports and documents executed, delivered or filed through the date hereof, by any Officer of the Company in, for and on behalf of the Company, in connection with the matters described in or contemplated by the foregoing resolutions, are hereby approved, adopted, ratified and confirmed in all respects as the acts and deeds of the Company as of the date such action or actions were taken; and it is further

**RESOLVED**, that this unanimous written consent of the Board may be executed in multiple counterparts, each of which shall be considered an original and all of which shall constitute one and the same instrument; and it is further

**RESOLVED**, that the executed copy of this unanimous written consent of the Board shall be filed with the minutes of the proceedings of the Board.

IN WITNESS WHEREOF, the undersigned have executed and delivered this Unanimous Written Consent of the Board of Directors as of the date first written above.



\_\_\_\_\_  
John C. Compton

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Patricia Lopez

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Vindi Banga

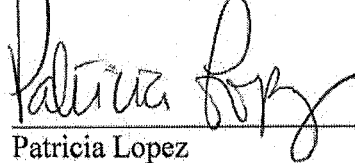
\_\_\_\_\_  
Kenneth A. Giuriceo

\_\_\_\_\_  
Gregory L. Pasqua

\_\_\_\_\_  
Steven R. Gross

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John C. Compton

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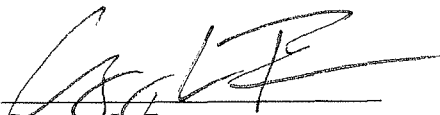
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Vindi Banga

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Kenneth A. Giuriceo



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Gregory L. Pasqua

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Steven R. Gross



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