



**Attn: Trading and Market Making/Legal and Compliance/Operations/Systems**  
**UNIFORM PRACTICE ADVISORY (UPC #22-24) 05/03/2024 Nogin, Inc**  
**(NOGNQ, NOGWQ)**

Notice has been received that the above Company's Joint Chapter 11 Plan of Nogin, Inc and Its Debtor Affiliates became effective on 5/3/2024. Pursuant to the plan, On the Effective Date, Equity Interests shall be cancelled, released, and extinguished, and be of no further force or effect, whether surrendered for cancellation or otherwise; provided, however, that, in the event the Debtors consummate an Equity Sale Transaction pursuant to an Equity Purchase Agreement, the Reorganized Debtors' corporate structure shall be reflected in the Restructuring Steps Memorandum and shall not otherwise be adversely affected by the Plan.

Please consult the company's Joint Chapter 11 Plan of Nogin, Inc and Its Debtor Affiliates for further details.<sup>1</sup>

Members are reminded of their obligations under FINRA Rule 2111 if they continue to engage in transactions in the above security after the effective date.

Pursuant to FINRA Rule 11530, members are advised that, among other things, in contracts for securities where a public announcement or publication of general circulation discloses that the securities have been deemed worthless, deliveries shall consist a) the worthless securities or; or b) a Letter of Indemnity which shall grant the purchaser any rights and privileges which might accrue to the holders of the physical securities. Such deliveries shall operate to close-out the contract and shall be settled at the existing contract price pursuant to FINRA Rule 11530.

Questions regarding this notice should be directed to: FINRA Market Operations- 1-866-7760800.

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<sup>1</sup> See e.g., *In re: Nogin, Inc. et al., Debtors. Chapter 11 Case No. 23-11945 (CTG) & Joint Chapter 11 Plan of Nogin, Inc and Its Debtor Affiliates*