

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MISSOURI  
EASTERN DIVISION

In re:

CHROME HOLDING CO. (f/k/a 23ANDME  
HOLDING CO.), *et al.*,<sup>1</sup>

Debtors.

Case No. 25-40976-357

Chapter 11

(Jointly Administered)

Related Doc. 1334

**ORDER (I) PRELIMINARILY APPROVING THE PIXEL CLASS SETTLEMENT  
AGREEMENT BETWEEN THE DEBTORS AND THE PIXEL PLAINTIFFS;  
(II) PRELIMINARILY CERTIFYING A CLASS FOR SETTLEMENT PURPOSES  
ONLY; (III) APPROVING THE FORM AND MANNER OF NOTICE TO CLASS  
MEMBERS OF THE CLASS CERTIFICATION AND SETTLEMENT;  
(IV) SCHEDULING A FAIRNESS HEARING TO CONSIDER FINAL APPROVAL OF  
THE PIXEL SETTLEMENT AGREEMENT; AND (V) GRANTING RELATED RELIEF**

Upon the motion (the “Motion”)<sup>2</sup> of the Debtors and the Pixel Plaintiffs for entry of an order (this “Order”) (a) preliminarily approving the settlement (the “Settlement”) contemplated in the settlement agreement attached hereto as **Exhibit A** (the “Settlement Agreement”), between the Debtors and the Pixel Plaintiffs, on behalf of the Pixel Settlement Class (together with the Debtors, the “Parties”); (b) certifying the Pixel Settlement Class for settlement purposes only; (c) approving the form and manner of notice to Pixel Settlement Class Members (the “Pixel Class Notice”) attached hereto as **Exhibit B**; (d) approving the claim form (the “Pixel Claim Form”) attached hereto as **Exhibit C**; (e) approving the Pixel Settlement Class Benefits Plan

<sup>1</sup> The Debtors in each of these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Chrome Holding Co. (0344), ChromeCo, Inc. (7371), Chrome Pharmacy Holdings, Inc. (4690), Lemonaid Community Pharmacy, Inc. (7330), Lemonaid Health, Inc. (6739), Lemonaid Pharmacy Holdings Inc. (6500), LPharm CS LLC (1125), LPharm INS LLC (9800), LPharm RX LLC (7746), LPRXOne LLC (3447), LPRXThree LLC (3852), and LPRXTwo LLC (1595). The Debtors’ service address for purposes of these chapter 11 cases is: 870 Market Street, Room 415, San Francisco, CA 94102.

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

attached hereto as **Exhibit D**; (f) approving the form and manner by which Pixel Settlement Class Members may exclude themselves from the Settlement (the “**Pixel Opt-Out Form**”) attached hereto as **Exhibit E**; (g) scheduling a fairness hearing to consider final approval of the Settlement Agreement; and (h) granting related relief, all as more fully set forth in the Motion; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having found that it 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, the Pixel Settlement Class and other parties in interest; and this Court having found that the Debtors’ notice of the Motion and opportunity for a hearing, if any, 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; 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. Pursuant to sections 105 and 363(b) of the Bankruptcy Code, Bankruptcy Rules 7023 and 9019, Rule 23 of the FRCP and all applicable law, the Settlement Agreement is hereby preliminarily authorized and approved on the terms set forth herein.
3. The Settlement Agreement was negotiated in good faith and is hereby preliminarily approved, subject to a final hearing.

4. The Court preliminarily certifies, for settlement purposes only, pursuant to Rule 23 of the Federal Rules of Civil Procedure, made applicable hereto by Bankruptcy Rule 7023, the Pixel Settlement Class defined in the Motion as follows: any individual who visited <https://www.lemonaidhealth.com/> (the “Website”) between June 30, 2019 (*i.e.*, four years prior to the filing of the complaint in the Pixel Action) through July 14, 2025 (the “Class Period”).

5. The Court preliminarily finds that the Pixel Settlement Class satisfies the requirements of Federal Rule of Civil Procedure 23(a) for settlement purposes: (a) the Pixel Settlement Class is sufficiently numerous that joinder of all members is impracticable, (b) there are questions of law or fact common to the Pixel Settlement Class, (c) the Pixel Plaintiffs’ claims are typical of those of the Pixel Settlement Class, and (d) the Pixel Plaintiffs fairly and adequately protect the interests of the Settlement Class. The Court further preliminarily finds that the Pixel Settlement Class satisfies the requirements of Federal Rule of Civil Procedure 23(b)(3) for settlement purposes; that common questions of law and fact predominate over questions affecting individual members, and a class action is a superior method for fairly and efficiently adjudicating the claims of the Pixel Plaintiffs and class members.

6. The Court additionally finds that the Pixel Plaintiffs and Pixel Class Counsel have adequately represented the class, the Settlement Agreement was negotiated at arm’s length, the relief provided by the Settlement is adequate, and the Settlement treats class members equitably relative to each other. The Court has preliminarily determined that the Settlement is fair, reasonable, and adequate based on the merits of the plaintiffs’ case weighed against the terms of the settlement, the debtors’ financial condition, the complexity and expense of further litigation, and the amount of opposition to the Settlement at this juncture.

7. Pixel Plaintiffs Michelle Igoe, A.J., H.G., L.V., M.M are hereby appointed as

settlement class representatives.

8. The law firms of Migliaccio & Rathod LLP and Almeida Law Group are hereby appointed as Pixel Class Counsel.

9. The following schedule relating to the approval process for the Settlement Agreement is approved; *provided* that the schedule may be modified as mutually agreed between the Debtors and Pixel Class Counsel without further order of the Court; *provided, further*, that any such modification(s) to the schedule do not shorten the time periods in respect of the Notice Deadline, the Objection and Opt-Out Deadline, and the Claims Deadline:

EVENT	DEADLINE
23andMe shall serve or cause to be served the notice required by the CAFA	10 days following the filing of the Motion for Preliminary Approval
23andMe shall, for the purpose of facilitating Pixel Class Notice, provide or cause to be provided to the Pixel Claims Administrator information about the Pixel Settlement Class Members to effectuate the Notice Plan	No later than 30 days following entry of the Preliminary Approval Order
Plan Confirmation Hearing	November 19, 2025 or as soon as reasonably practicable
Notice plan substantial completion deadline (“ <u>Notice Deadline</u> ”)	10 days following the Plan Confirmation Hearing
Pixel Class Counsel shall file a motion for fees, expenses, costs, and Service Awards	25 days following the Plan Confirmation Hearing
Deadline for objections and opt outs (“ <u>Objection and Opt-Out Deadline</u> ”)	40 days following the Plan Confirmation Hearing
Pixel Class Counsel shall file all papers in support of the application for the Final Approval Order and Final Judgment	55 days following the Plan Confirmation Hearing
Hearing on Final Approval of the Settlement	January 20, 2026 at 10:00 a.m., prevailing Central Time

EVENT	DEADLINE
Deadline for submitting a claim (“ <u>Claims Deadline</u> ”)	90 days following the Plan Confirmation Hearing

10. The forms of the Class Notice to Pixel Settlement Class Members (in substantially the form attached hereto as **Exhibit B**) concerning the Settlement Agreement and the process Pixel Settlement Class Members must follow to exclude themselves from or object to the Settlement Agreement are hereby approved.

11. The Claim Form attached hereto as **Exhibit C** and the method of distributing benefits to Pixel Settlement Class Members, including the method of processing class-member claims as set forth in the Motion, are hereby approved.

12. The Pixel Settlement Class Benefits Plan attached hereto as **Exhibit D** including the allocation of the Pixel QSF is hereby approved.

13. The Pixel Opt-Out Form attached hereto as **Exhibit E** and the manner and method by which Pixel Settlement Class Members may exclude themselves from or object to the Settlement are hereby approved.

14. Kroll Notice Media Solutions (“Kroll”) is hereby authorized to serve as the Settlement Administrator for the Pixel Settlement Class.

15. Pixel Class Counsel or their designee, including the Settlement Administrator, shall bear the responsibility of the preparation and service of the Class Notice by (a) email using the same email list the Pixel Defendants used to notify their affected customers of the Bar Dates; and (b) via publication, as described in the SA. *See* SA., Ex. A, Term Sheet for Pixel Class Benefits Plan.

16. Eligible Pixel Class Members shall be provided with the opportunity to opt out of the Pixel Settlement Class by timely and validly making the appropriate election in the

Solicitation Materials in accordance with the solicitation procedures approved by the Court in connection with the Disclosure Statement Motion.

17. Nothing herein modifies the Bar Date Order, including with respect to the General Bar Date, for any individual who did not timely file a Pixel POC.

18. Pixel Class Members who wish to object to the Settlement must send such objection, according to the instructions set out in the Class Notice, such that it is received by the Parties and filed with the Court no later than the objection deadline set forth in this Order and the Class Notice, which shall be set at forty (40) days following the Plan Confirmation Hearing.

19. The Court shall, if objections are filed, conduct a hearing for final consideration and approval of the Settlement Agreement and the award of Pixel Class Counsel's fees and expenses, which hearing shall take place at least sixty (60) days after the Plan Confirmation Hearing.

20. No creditor, other than the Pixel Settlement Class Members defined in the Settlement Agreement, shall gain any rights by reason of the Settlement Agreement. Nor shall the Settlement Agreement be admissible and/or used in any fashion in any action by any creditors.

21. All of the Debtors' rights and defenses to any claim that is not the subject of this Settlement Agreement are expressly reserved.

22. In furtherance of this Order, the Settlement Agreement and any related agreements, documents, or other instruments may be modified, amended, or supplemented by mutual agreement of the Parties without further order of the Court, provided such modification, amendment, or supplement is not material.

23. The failure to mention any provision of the Settlement in this Order shall not

impair its efficacy, it being the intent and effect of this Order that the Settlement and the compromises and agreements contained therein are preliminarily approved in all respects and all relief contemplated by the Settlement is hereby granted; *provided* that, for the avoidance of doubt, the releases contemplated in Section III of the Settlement Agreement are subject to entry of the Final Approval Order and upon entry thereof, such releases will be effective as of the Plan Effective Date.

24. Notwithstanding the relief granted herein and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an admission as to the amount of, basis for, or validity of any claim against a Debtor entity under the Bankruptcy Code or other applicable non-bankruptcy law; (b) a waiver of the Debtors' or any other party in interest's right to dispute any claim on any grounds; (c) a promise or requirement to pay any claim unless expressly contemplated herein; (d) an implication or admission that any particular claim is of a type specified or defined in the Motion or any order granting the relief requested by the Motion or a finding that any particular claim is an administrative expense claim or other priority claim; (e) a request or authorization to assume, adopt, or reject any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; (f) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; (g) a waiver or limitation of the Debtors' or any other party in interest's rights under the Bankruptcy Code or any other applicable law; (h) a waiver of the obligation of any party in interest to file a proof of claim; or (i) a concession by the Debtors that any liens (contractual, common law, statutory, or otherwise) that may be satisfied pursuant to the relief requested in the Motion are valid, and the rights of all parties in interest are expressly reserved to contest the extent, validity, or perfection or seek avoidance of all such liens.

25. Notice of the Motion as provided therein is hereby deemed good and sufficient notice of such Motion, and the requirements of the Bankruptcy Rules and the Local Rules are satisfied by such notice.


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

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

28. No later than two business days after the date of this Order, the Debtors shall serve on the Notice Parties a copy of the Order and shall file a certificate of service no later than 24 hours after service.

29. The Final Approval Hearing is set for January 20, 2026 at 10:00 a.m., prevailing Central Time.

Dated: October 2, 2025  
St. Louis, Missouri  
cjs

  
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Brian C. Walsh  
United States Bankruptcy Judge



**Order Prepared By:**

**Carmody MacDonald P.C.**

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