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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**SCHEDULE 13E-3  
(Amendment No. 2)  
RULE 13E-3 TRANSACTION STATEMENT UNDER SECTION 13(E)  
OF THE SECURITIES EXCHANGE ACT OF 1934**

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**GUESS?, Inc.**

(Name of the Issuer)

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Guess?, Inc.  
Authentic Brands Group LLC  
Glow Holdco 1, Inc.  
Glow Merger Sub 1, Inc.  
Paul Marciano  
Paul Marciano Trust  
Paul Marciano Foundation  
G Financial Holdings, LLC  
G Financial Holdings II, LLC  
ENRG Capital LLC  
PM 2021 Exempt Trust  
G2 Trust  
Exempt G2 Trust  
Nicolai Marciano  
Carlos Alberini  
Alberini Family LLC  
Carlos and Andrea Alberini Trust  
Maurice Marciano Family Foundation  
Maurice Marciano Trust  
Next Step Capital LLC  
Next Step Capital II LLC  
Exempt Gift Trust under the Next Step Trust  
Nonexempt Gift Trust under the Next Step Trust  
Carolem Capital, LLC  
MM 2020 Exempt Trust  
MM CRUT LLC  
MM CRUT II LLC  
Maurice Marciano Charitable Remainder Unitrust  
Maurice Marciano Charitable Remainder Unitrust II  
Maurice & Paul Marciano Art Foundation  
William Payne  
Olivia Marciano  
Maurice Marciano  
Michael Karlin  
Steven Lockshin  
Mark Silah  
David Tordjman  
(Names of Persons Filing Statement)

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Common Stock, par value \$0.01 per share  
(Title of Class of Securities)  
401617105  
(CUSIP Number of Class of Securities)

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Guess?, Inc.  
Strada Regina 44  
Bioggio, Switzerland CH-6934  
(213) 765-3100  
Attn: Anne Deedwania, General Counsel

Paul Marciano  
Paul Marciano Trust  
Paul Marciano Foundation  
G Financial Holdings, LLC  
G Financial Holdings II, LLC  
ENRG Capital LLC  
PM 2021 Exempt Trust  
G2 Trust  
Exempt G2 Trust  
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Maurice & Paul Marciano Art Foundation  
William Payne  
Olivia Marciano  
Maurice Marciano  
Michael Karlin  
Steven Lockshin  
Mark Silah  
David Tordjman  
c/o Guess?, Inc.  
1444 South Alameda Street  
Los Angeles, California 90021  
(213) 765-3100

Authentic Brands Group LLC  
1411 Broadway  
21st Floor  
New York, New York 10018  
(212) 760-2410

Glow Holdco 1, Inc.  
Glow Merger Sub 1, Inc.  
1411 Broadway  
21st Floor  
New York, New York 10018  
(212) 760-2410

(Name, Address, and Telephone Numbers of Person Authorized to Receive Notices and Communications on Behalf of the Persons Filing Statement)

*With copies to*

John Laco  
Adam Ackerman  
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This statement is filed in connection with (check the appropriate box):

- a.  The filing of solicitation materials or an information statement subject to Regulation 14A, Regulation 14C or Rule 13e-3(c) under the Securities Exchange Act of 1934.

b.  The filing of a registration statement under the Securities Act of 1933.

c.  A tender offer.

d.  None of the above.

Check the following box if the soliciting materials or information statement referred to in checking box (a) are preliminary copies:

Check the following box if the filing is a final amendment reporting the results of the transaction:

**Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of this transaction, passed upon the merits or fairness of this transaction or passed upon the adequacy or accuracy of the disclosure in this transaction statement on Schedule 13E-3. Any representation to the contrary is a criminal offense.**

## Introduction

This Amendment No. 2 to the Transaction Statement on Schedule 13E-3 (as amended, this “Transaction Statement”) is being filed with the U.S. Securities and Exchange Commission (the “SEC”) pursuant to Section 13(e) of the Securities Exchange Act of 1934, as amended (together with the rules and regulations promulgated thereunder, the “Exchange Act”), by (1) Guess?, Inc. (“Guess”), (2) Authentic Brands Group LLC (“Authentic”), (3) Glow Holdco 1, Inc. (“Parent”), (4) Glow Merger Sub 1, Inc. (“Merger Sub”), (5) Paul Marciano, (6) Paul Marciano Trust, (7) Paul Marciano Foundation, (8) G Financial Holdings, LLC, (9) G Financial Holdings II, LLC, (10) ENRG Capital LLC, (11) PM 2021 Exempt Trust, (12) G2 Trust, (13) Exempt G2 Trust, (14) Nicolai Marciano, (15) Carlos Alberini, (16) Alberini Family LLC, (17) Carlos and Andrea Alberini Trust, (18) Maurice Marciano Family Foundation, (19) Maurice Marciano Trust, (20) Next Step Capital LLC, (21) Next Step Capital II LLC, (22) Exempt Gift Trust under the Next Step Trust, (23) Nonexempt Gift Trust under the Next Step Trust, (24) Carolem Capital LLC, (25) MM 2020 Exempt Trust, (26) MM CRUT LLC, (27) MM CRUT II LLC, (28) Maurice Marciano Charitable Remainder Unitrust, (29) Maurice Marciano Charitable Remainder Unitrust II, (30) Maurice & Paul Marciano Art Foundation, (31) William Payne, as the investment director for MM CRUT II LLC, as the sole member of the investment committee of Palma Fiduciary, LLC for the Maurice Marciano Charitable Remainder Unitrust and as a director of the Maurice & Paul Marciano Art Foundation and the Maurice Marciano Family Foundation, (32) Olivia Marciano, as the sole member of the investment committee of Palma Fiduciary, LLC for the Maurice Marciano Charitable Remainder Unitrust II and as a director of the Maurice & Paul Marciano Art Foundation and the Maurice Marciano Family Foundation, (33) Maurice Marciano, (34) Michael Karlin, as the sole member of the tax committee of Palma Fiduciary, LLC for the MM 2020 Exempt Trust, (35) Steven Lockshin, as the sole member of the tax committee of Palma Fiduciary, LLC for the PM 2021 Exempt Trust, (36) Mark Silah, as the investment director of MM CRUT LLC, and (37) David Tordjman, as the adviser of the G2 Trust and Exempt G2 Trust and as the sole member of the investment committee of Palma Fiduciary, LLC of the MM 2020 Exempt Trust and PM 2021 Exempt Trust (each of (1) through (37) a “Filing Person,” and collectively, the “Filing Persons”).

This Transaction Statement relates to the Agreement and Plan of Merger, dated as of August 20, 2025 (as it may be amended, supplemented or modified from time to time, the “Merger Agreement”), by and among Guess, Authentic, Parent, and Merger Sub, pursuant to which, subject to the terms and conditions set forth therein and among other things, Merger Sub, a wholly owned subsidiary of Parent, will be merged with and into Guess with Guess surviving as the surviving corporation (the “Surviving Corporation”) and a wholly owned subsidiary of Parent (the “Merger”).

Upon the terms and subject to the conditions set forth in the Merger Agreement, at the effective time of the Merger (the “Effective Time”), each share of Guess common stock, \$0.01 par value per share (“Guess Common Stock”) issued and outstanding as of immediately prior to the Effective Time (other than shares of Guess Common Stock owned by Authentic, Parent, Merger Sub or any other controlled affiliate of Authentic or Parent, Guess or any wholly owned subsidiary of Guess, and in each case not held on behalf of third parties, or shares owned beneficially or of record by Paul Marciano, Carlos Alberini, certain trusts, foundations and/or affiliates of each of them and of Maurice Marciano, and Nicolai Marciano (the “Rolling Stockholders”), as of immediately prior to the Effective Time, or shares of Guess Common Stock outstanding immediately prior to the Effective Time and that are held by any stockholder who has duly and validly demanded appraisal pursuant to Section 262 of the General Corporation Law of the State of Delaware (the “DGCL”) and has not effectively withdrawn or otherwise waived or lost such right to appraisal under Section 262 of the DGCL) will be cancelled and converted into the right to receive \$16.75 in cash, without interest (the “Per Share Merger Consideration”), less any required tax withholdings. Upon completion of the Merger, all such shares of Guess Common Stock will be delisted from the New York Stock Exchange and no longer be publicly traded, and holders of such shares of Guess Common Stock that have been converted into the right to receive the Per Share Merger Consideration will cease to own any shares of capital stock of the Surviving Corporation.

Concurrently with the execution and delivery of the Merger Agreement, Authentic and Guess entered into a voting and support agreement (the “Voting Agreement”) with Paul Marciano, Carlos Alberini, certain trusts, foundations and/or affiliates of each of them and of Maurice Marciano and certain other Guess stockholders

parties thereto (collectively, the “Supporting Stockholders”). Pursuant to the Voting Agreement, the Supporting Stockholders have agreed to, among other things, vote all shares of Guess Common Stock owned by them in favor of any proposal to adopt the Merger Agreement and approve the Merger and Disposition (as defined below), including the Merger Proposal (as defined below), and against certain actions that are intended or would reasonably be expected to impede, interfere with, delay, postpone, adversely affect or prevent the consummation of the Merger, the Disposition or the other Transactions (as defined below). Each Supporting Stockholder also agreed pursuant to the Voting Agreement to effect the transactions set forth in the Pre-Closing Restructuring Plan (which are to be effected by such person) and to take certain actions under the Merger Agreement as if references to Parent and Merger Sub in the Merger Agreement were to the Rolling Stockholders. From and after the consummation of the Parent Equity Transfer, each OpCo Investor agrees to cause Parent and Merger Sub to take all actions required by Parent and Merger Sub under the Merger Agreement. The Voting Agreement terminates automatically upon the earlier of (i) the termination of the Merger Agreement in accordance with its terms and (ii) written agreement of the parties thereto. The Voting Agreement also includes certain restrictions on the transfer of Guess Common Stock by the Supporting Stockholders. The Supporting Stockholders held approximately 49.972% of the issued and outstanding shares of Guess Common Stock as of the Capitalization Time (as defined in the Merger Agreement).

Also concurrently with the execution and delivery of the Merger Agreement, Authentic and the Rolling Stockholders entered into an interim investors agreement (the “Interim Investors Agreement”). Pursuant to the Interim Investors Agreement, Authentic and the Rolling Stockholders have agreed to, among other things, effect the transactions (to the extent such transactions are to be effected by such person) set forth in the Pre-Closing Restructuring Plan and cooperate with respect to various aspects of the Transactions. The Interim Investors Agreement terminates upon the earlier of (i) the termination of the Merger Agreement in accordance with its terms and (ii) written agreement of the parties thereto.

A Special Committee composed solely of independent and disinterested directors (the “Special Committee”) was formed by Guess’ Board of Directors (the “Guess Board”) and, with the assistance of its own independent financial and legal advisors, considered, evaluated and negotiated the Per Share Merger Consideration and the other terms of the Merger Agreement. The Special Committee unanimously (i) determined that the Merger Agreement, the Voting Agreement, and the transactions contemplated by the Merger Agreement, including the Merger and Disposition (the “Transactions”), are fair to, and in the best interests of, the holders of the outstanding shares of Guess Common Stock, excluding (a) Authentic, Parent, and Merger Sub and their respective controlled affiliates (if applicable), (b) the Supporting Stockholders and their respective affiliates, (c) certain additional family members of the Supporting Stockholders, (d) the members of the Guess Board, and (e) any person that Guess has determined to be an “officer” of Guess within the meaning of Section 16a-1(f) of the Exchange Act (such holders, the “Unaffiliated Company Stockholders”), and (ii) recommended to the Guess Board that it (x) approve and declare advisable the Merger Agreement, the Voting Agreement, and the Transactions, including the Merger and Disposition, (y) determine that the Merger Agreement, the Voting Agreement, and the Transactions, including the Merger and Disposition, are fair to, and in the best interests of, the Unaffiliated Company Stockholders, and (z) recommend that Guess stockholders adopt the Merger Agreement and approve the Merger and Disposition at any meeting of Guess’ stockholders. Acting on the unanimous recommendation of the Special Committee, the Guess Board (with Messrs. Marciano and Alberini recusing themselves) (i) approved and declared advisable the Merger Agreement, the Voting Agreement, and the Transactions, including the Merger and Disposition; (ii) determined that the Merger Agreement, the Voting Agreement, and the Transactions, including the Merger and Disposition, are fair to, and in the best interests of, Guess and its stockholders, including the Unaffiliated Company Stockholders, (iii) resolved to recommend that Guess’ stockholders adopt the Merger Agreement and approve the Merger and Disposition at any meeting of Guess’ stockholders; and (iv) directed that the Merger Agreement, including the Merger and Disposition, be submitted to Guess’ stockholders for their adoption and approval at a special meeting held on November 21, 2025 (the “Special Meeting”).

The Special Meeting was called to approve the proposal to adopt the Merger Agreement and approve the Merger and a resolution approving (a) the purchase by Authentic (or its designee(s)) of all right, title and interest in and to at least 51% of the issued and outstanding equity interests of certain newly-formed subsidiaries of Guess (the “Company IPCos”) and (b) at Parent’s option, the purchase by IPCo Holdings (or its designee) of all right, title and interest in up to 19% of the issued and outstanding equity interests of the Company IPCos (such

purchases, collectively, the “Disposition”) (the “Merger Proposal”). The Merger Proposal required the affirmative vote of (a) the holders of a majority of the outstanding shares of Guess Common Stock entitled to vote on the Merger Proposal and (b) a majority of the votes cast by the disinterested stockholders (as such term is defined in Section 144 of the DGCL, and excluding any stockholder that is not an Unaffiliated Company Stockholder).

Guess previously filed with the SEC a definitive proxy statement (the “Proxy Statement”) under Regulation 14A of the Exchange Act, pursuant to which the Guess Board solicited proxies from stockholders of Guess in connection with the Merger Proposal. The Proxy Statement is attached hereto as Exhibit (a)(1). Copies of the Merger Agreement, Voting Agreement and Interim Investors Agreement are attached to the Proxy Statement as **Annex A**, **Annex D** and **Annex E**, respectively, and are incorporated herein by reference. Terms used but not defined in this Transaction Statement have the meanings assigned to them in the Proxy Statement.

Pursuant to General Instruction F to Schedule 13E-3, the information in the Proxy Statement, including all annexes thereto, is expressly incorporated by reference herein in its entirety, and responses to each item herein are qualified in their entirety by the information contained in the Proxy Statement and the annexes thereto. The cross-references below are being supplied pursuant to General Instruction G to Schedule 13E-3 and show the location in the Proxy Statement of the information required to be included in response to the items of Schedule 13E-3.

While each of the Filing Persons acknowledges that the Merger may be deemed a “going private” transaction for purposes of Rule 13e-3 under the Exchange Act, the filing of this Transaction Statement shall not be construed as an admission by any Filing Person, or by any affiliate of a Filing Person, that Guess is “controlled” by any of the Filing Persons and/or their respective affiliates.

The information concerning Guess contained in, or incorporated by reference into, this Transaction Statement and the Proxy Statement was supplied by Guess. Similarly, all information concerning each other Filing Person contained in, or incorporated by reference into, this Transaction Statement and the Proxy Statement was supplied by such Filing Person. No Filing Person, including Guess, is responsible for the accuracy of any information supplied by any other Filing Person.

#### **Item 15. Additional Information**

(c) *Other material information.* Item 15(c) is hereby amended and supplemented as follows:

On November 21, 2025, at the Special Meeting, the Company’s stockholders voted to (i) approve the Merger Proposal and (ii) approve, on a non-binding, advisory basis, the compensation that will or may become payable by Guess to its named executive officers in connection with the Merger. In light of the approval of the Merger Proposal, the Adjournment Proposal was rendered moot and was not presented at the Special Meeting.

The Merger Proposal was approved by both the affirmative vote of (a) the holders of a majority of the outstanding shares of Guess Common Stock entitled to vote on the Merger Proposal and (b) a majority of the votes cast by the disinterested stockholders (as such term is defined in Section 144 of the DGCL, and excluding any stockholder that is not an Unaffiliated Company Stockholder). Each outstanding share of Guess Common Stock owned of record as of the close of business on October 20, 2025 was entitled to one vote for each matter considered at the Special Meeting.

#### **Item 16. Exhibits**

(a)(1) [Definitive Proxy Statement of Guess?, Inc. \(the “Proxy Statement”\) \(included in the Schedule 14A filed on October 21, 2025 with the SEC and incorporated herein by reference\).](#)

(a)(2) [Form of Proxy Card \(included in the Proxy Statement and incorporated herein by reference\).](#)

(a)(3) [Letter to Guess Stockholders \(included in the Proxy Statement and incorporated herein by reference\).](#)

- (a)(4) [Notice of Special Meeting of Stockholders \(included in the Proxy Statement and incorporated herein by reference\).](#)
- (a)(5) [Press Release, dated August 20, 2025 \(incorporated herein by reference to Exhibit 99.1 to Guess' Current Report on Form 8-K filed on August 20, 2025\).](#)
- (a)(6) [Current Report on Form 8-K, dated August 20, 2025 \(included in Schedule 14A filed on August 20, 2025 and incorporated herein by reference\).](#)
- (a)(7) [Email to Guess Employees, dated August 20, 2025 \(included in Schedule 14A filed on August 20, 2025 and incorporated herein by reference\).](#)
- (a)(8) [Transcript of Video sent to Guess Employees, dated August 20, 2025 \(included in Schedule 14A filed on August 20, 2025 and incorporated herein by reference\).](#)
- (a)(9) [Paul Marciano communication from Instagram account on August 21, 2025 \(included in Schedule 14A filed on August 22, 2025 and incorporated herein by reference\).](#)
- (a)(10) [Nicolai Marciano communication from Instagram account on August 20, 2025 \(included in Schedule 14A filed on August 22, 2025 and incorporated herein by reference\).](#)
- (a)(11) [Transaction FAQs \(included in Schedule 14A filed on September 8, 2025 and incorporated herein by reference\).](#)
- (a)(12) [Supplemental Disclosure No. 1 \(included in Schedule 14A filed on November 3, 2025 and incorporated by reference\).](#)
- (a)(13) [Supplemental Disclosure No. 2 \(included in Schedule 14A filed on November 13, 2025 and incorporated by reference\).](#)
- (b) Not applicable.
- (c)(1)\* [Discussion Materials, dated August 19, 2025, prepared by Solomon Partners Securities, LLC \("Solomon"\) for the Special Committee.](#)
- (c)(2)\* [Executive Summary, dated August 19, 2025, prepared by Solomon for the Special Committee.](#)
- (c)(3) [Opinion of Solomon, dated August 20, 2025 \(incorporated herein by reference to Annex B of the Proxy Statement\).](#)
- (c)(4)\* [Discussion Materials, dated August 12, 2025, prepared by Matthews South, LLC.](#)
- (d)(1) [Agreement and Plan of Merger, by and among Guess?, Inc., Authentic Brands Group LLC, Glow Holdco 1, Inc. and Glow Merger Sub 1, Inc., dated August 20, 2025 \(incorporated herein by reference to Annex A of the Proxy Statement\).](#)
- (d)(2) [Voting and Support Agreement, dated as of August 20, 2025, by and among Authentic Brands Group LLC, Guess?, Inc. and the stockholders party thereto \(incorporated herein by reference to Annex D of the Proxy Statement\).](#)
- (d)(3) [Interim Investors Agreement, dated as of August 20, 2025, by and among Authentic Brands Group LLC and the stockholders party thereto \(incorporated herein by reference to Annex E of the Proxy Statement\).](#)
- (f) [Section 262 of the General Corporation Law of the State of Delaware \(incorporated herein by reference to Annex C of the Proxy Statement\).](#)

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(g) Not applicable.

107\* [Filing Fee Table](#).

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\* Previously filed with the Transaction Statement on Schedule 13E-3 filed with the SEC on October 3, 2025.

**SIGNATURES**

After due inquiry and to the best of each of the undersigned's knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: November 25, 2025

**GUESS?, INC.**

By: /s/ Carlos Alberini  
Name: Carlos Alberini  
Title: Chief Executive Officer

**AUTHENTIC BRANDS GROUP LLC**

By: /s/ Jay Dubiner  
Name: Jay Dubiner  
Title: Chief Legal Officer

**GLOW HOLDCO 1, INC.**

By: /s/ Jay Dubiner  
Name: Jay Dubiner  
Title: Treasurer and Secretary

**GLOW MERGER SUB 1, INC.**

By: /s/ Jay Dubiner  
Name: Jay Dubiner  
Title: Treasurer and Secretary

**PAUL MARCIANO**

By: /s/ Paul Marciano  
Name: Paul Marciano

**PAUL MARCIANO TRUST**

By: /s/ Paul Marciano  
Name: Paul Marciano  
Title: Trustee of the Paul Marciano Trust,  
dated February 20, 1986

**PAUL MARCIANO FOUNDATION**

By: /s/ Paul Marciano  
Name: Paul Marciano  
Title: President

**G FINANCIAL HOLDINGS, LLC**

By: /s/ Michael Karlin  
Name: Michael Karlin  
Title: Manager

**G FINANCIAL HOLDINGS II, LLC**

By: /s/ Michael Karlin  
Name: Michael Karlin  
Title: Manager

**ENRG CAPITAL LLC**

By: /s/ William F. Payne  
Name: William F. Payne  
Title: Manager

**PM 2021 EXEMPT TRUST**

By: /s/ Palma Fiduciary, LLC  
Name: Palma Fiduciary, LLC  
Title: Trustee of the PM 2021 Exempt Trust,  
dated July 12, 2021  
By: Robert E. Armstrong  
Title: Trust Officer

**G2 TRUST**

By: /s/ David Tordjman  
Name: David Tordjman  
Title: Trustee of the G2 Trust, dated June 29,  
2010

**EXEMPT G2 TRUST**

By: /s/ David Tordjman  
Name: David Tordjman  
Title: Trustee of the Exempt G2 Trust, dated  
June 29, 2010

**NICOLAI MARCIANO**

By: /s/ Nicolai Marciano  
Name: Nicolai Marciano

**CARLOS ALBERINI**

By: /s/ Carlos Alberini  
Name: Carlos Alberini

**ALBERINI FAMILY LLC**

By: /s/ Carlos Alberini  
Name: Carlos Alberini  
Title: Manager

**CARLOS AND ANDREA ALBERINI TRUST**

By: /s/ Carlos Alberini  
Name: Carlos Alberini  
Title: Trustee of the Carlos and Andrea  
Alberini Trust

**MAURICE MARCIANO FAMILY FOUNDATION**

By: /s/ William F. Payne  
Name: William F. Payne  
Title: President

**MAURICE MARCIANO TRUST**

By: /s/ Paul Marciano  
Name: Paul Marciano  
Title: Trustee of the Maurice Marciano Trust,  
dated February 24, 1986

**NEXT STEP CAPITAL LLC**

By: /s/ Michael Karlin  
Name: Michael Karlin  
Title: Manager

**NEXT STEP CAPITAL II LLC**

By: /s/ Michael Karlin  
Name: Michael Karlin  
Title: Manager

**EXEMPT GIFT TRUST UNDER THE NEXT STEP TRUST**

By: /s/ Paul Marciano  
Name: Paul Marciano  
Title: Trustee of the Exempt Gift Trust under  
the Next Step Trust, dated July 6, 2011

**NONEXEMPT GIFT TRUST UNDER THE NEXT STEP TRUST**

By: /s/ Paul Marciano  
Name: Paul Marciano  
Title: Trustee of the Nonexempt Gift Trust  
under the Next Step Trust, dated July 6,  
2011

**CAROLEM CAPITAL, LLC**

By: /s/ William F. Payne  
Name: William F. Payne  
Title: Manager

**MM 2020 EXEMPT TRUST**

By: /s/ Palma Fiduciary, LLC  
Name: Palma Fiduciary, LLC  
Title: Trustee of the MM 2020 Exempt Trust,  
dated February 19, 2020  
By: Robert E. Armstrong  
Title: Trust Officer

**MM CRUT LLC**

By: /s/ Mark Silah  
Name: Mark Silah  
Title: Manager

**MM CRUT II LLC**

By: /s/ Michael Karlin  
Name: Michael Karlin  
Title: Manager

**MAURICE MARCIANO CHARITABLE REMAINDER  
UNITRUST**

By: /s/ Palma Fiduciary, LLC  
Name: Palma Fiduciary, LLC  
Title: Trustee of the Maurice Marciano  
Charitable Remainder Unitrust, dated  
October 13, 2014  
By: Robert E. Armstrong  
Title: Trust Officer

**MAURICE MARCIANO CHARITABLE REMAINDER  
UNITRUST II**

By: /s/ Palma Fiduciary, LLC  
Name: Palma Fiduciary, LLC  
Title: Trustee of the Maurice Marciano  
Charitable Remainder Unitrust II, dated  
September 30, 2015  
By: Robert E. Armstrong  
Title: Trust Officer

**MAURICE & PAUL MARCIANO ART FOUNDATION**

By: /s/ Paul Marciano  
Name: Paul Marciano  
Title: President

**WILLIAM PAYNE**

By: /s/ William Payne  
Name: William Payne  
Title: Investment director for MM CRUT II  
LLC, as the sole member of the  
investment

committee of Palma Fiduciary, LLC for the Maurice Marciano Charitable Remainder Unitrust and as a director of the Maurice & Paul Marciano Art Foundation and the Maurice Marciano Family Foundation

**OLIVIA MARCIANO**

By: /s/ Olivia Marciano  
Name: Olivia Marciano  
Title: Sole member of the investment committee of Palma Fiduciary, LLC for the Maurice Marciano Charitable Remainder Unitrust II and as a director of the Maurice & Paul Marciano Art Foundation and the Maurice Marciano Family Foundation

**MAURICE MARCIANO**

By: /s/ Paul Marciano  
Name: Paul Marciano  
Title: Attorney-in-Fact for Maurice Marciano

**MICHAEL KARLIN**

By: /s/ Michael Karlin  
Name: Michael Karlin  
Title: Sole member of the tax committee of Palma Fiduciary, LLC for the MM 2020 Exempt Trust

**STEVEN LOCKSHIN**

By: /s/ Steven Lockshin  
Name: Steven Lockshin  
Title: Sole member of the tax committee of Palma Fiduciary, LLC for the PM 2021 Exempt Trust

**MARK SILAH**

By: /s/ Mark Silah  
Name: Mark Silah  
Title: Investment director of MM CRUT LLC

**DAVID TORDJMAN**

By: /s/ David Tordjman

Name: David Tordjman

Title: Adviser of the G2 Trust and Exempt G2 Trust and as the sole member of the investment committee of Palma Fiduciary, LLC of the MM 2020 Exempt Trust and PM 2021 Exempt Trust