

FROST BROWN TODD LLC
Mark A. Platt, Esq.
Texas Bar No. 00791453
2101 Cedar Springs Road, Suite 900
Dallas, Texas 75201
Tel: 214-545-3474
Fax: 214-545-3473
Email: mplatt@fbtlaw.com

JENNER AND BLOCK, LLP
Terri L. Mascherin
353 North Clark Street
Chicago, IL 60654-3456
(312) 222-9350
Email: TMascherin@jenner.com

Marc B. Hankin
919 3rd Avenue
New York, NY 10022
(212) 891-1647
Email: MHankin@jenner.com

*Counsel for the Redeemer Committee of the Highland Crusader Fund
and the Crusader Funds*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§	
	§	Chapter 11
HIGHLAND CAPITAL MANAGEMENT,	§	
L.P.,	§	Case No. 19-34054-sgj11
	§	
Debtor.	§	

**REDEEMER COMMITTEE OF THE HIGHLAND CRUSADER FUND
AND THE CRUSADER FUNDS' MOTION FOR PARTIAL SUMMARY JUDGMENT
AND JOINDER IN THE DEBTOR'S MOTION FOR PARTIAL SUMMARY
JUDGMENT ON PROOF OF CLAIM NOS. 190 AND 191
OF UBS AG, LONDON BRANCH AND UBS SECURITIES LLC**



1934054201019000000000008

Pursuant to Federal Rule of Bankruptcy Procedure 7056, and Local Bankruptcy Rule 7056-1(c), (i) the Redeemer Committee of the Highland Crusader Funds (the “Redeemer Committee”) and (ii) Highland Crusader Offshore Partners, L.P., Highland Crusader Fund, L.P., Highland Crusader Fund, Ltd. and Highland Crusader Fund II, Ltd. (collectively, the “Crusader Funds”) respectfully move (the “Motion”) for entry of an order granting summary judgment in favor of the Redeemer Committee and the Crusader Funds and against UBS AG London Branch and UBS Securities, LLC (together, “UBS”) with respect to the relief requested in the Objection to Proof of Claim Nos. 190 and 191 (“Crusader Objection”) [ECF No. 933], with respect to Proof of Claim Nos. 190 and 191 submitted by UBS (such claims, the “UBS Claim”), and join the Motion for Partial Summary Judgment on the UBS Claim submitted by Highland Capital Management, L.P. (“Highland” or the “Debtor”).¹ For the reasons set forth in the accompanying Memorandum of Law, partial summary judgment in the Redeemer Committee and the Crusader Funds’ favor concerning the Crusader Objection should be granted. Among other reasons, the majority of the UBS Claim is barred by res judicata and UBS released the Debtor from much of the relief that UBS now seeks in the UBS Claim. *See* Crusader Objection, ECF No. 933 at 17-25.

Contemporaneously herewith and in support hereof, the Redeemer Committee and the Crusader Funds are filing (a) the Memorandum of Law; and (b) the Appendix.

Each of the matters required by Local Bankruptcy Rule 7056-1(c)(1) shall be set forth in the accompanying Memorandum of Law.

Notice hereof has been provided to the Debtor and UBS and all parties of interest participating in the CM/ECF system. The Redeemer Committee and the Crusader Funds submit that no other or further notice need be provided.

¹ *See* Debtor’s Motion for Partial Summary Judgment on Proof of Claim Nos. 190 and 191 of UBS Securities, LLC and UBS AG, London Branch, *In re Highland Capital Mgmt., L.P.*, 19-34054-sgj11 (N.D. Tex. Oct. 16, 2020)

WHEREFORE, the Redeemer Committee and Crusader Funds respectfully request that the Court enter summary judgment as to the Crusader Objection in the form of the proposed order attached hereto as Exhibit A and grant to the Redeemer Committee and Crusader Funds such other and further relief as the Court may deem proper.

Dated this 16th day of October, 2020

Respectfully submitted,

/s/ Mark A. Platt

FROST BROWN TODD LLC
Mark A. Platt, Esq.
Texas Bar No. 00791453
2101 Cedar Springs Road, Suite 900
Dallas, Texas 75201
Tel: 214-545-3474
Fax: 214-545-3473
Email: mplatt@fbtlaw.com

– and –

JENNER AND BLOCK, LLP
Terri L. Mascherin
353 North Clark Street
Chicago, IL 60654-3456
(312) 222-9350
Email: TMascherin@jenner.com

Marc B. Hankin
919 3rd Avenue,
New York, NY 10022
(212) 891-1647
Email: MHankin@jenner.com

*Counsel for the Redeemer Committee of the
Highland Crusader Fund and the Crusader Funds²*

² Frost Brown Todd LLC is counsel only for the Redeemer Committee and Jenner & Block, LLP is counsel to the Redeemer Committee, and for the limited purpose of this Motion, the Crusader Funds.

CERTIFICATE OF SERVICE

The undersigned hereby certifies, that on this 16th day of October, 2020, he caused to be served a true and correct copy of the *Redeemer Committee of the Highland Crusader Fund and the Crusader Funds' Motion For Partial Summary Judgment And Joinder In The Debtor's Motion For Partial Summary Judgment On Proof Of Claim Nos. 190 And 191*, by electronically filing it with the Court using the CM/ECF system, which sent notification to all parties of interest participating in the CM/ECF system.

/s/ Mark A. Platt

Mark A. Platt

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§	
	§	Chapter 11
HIGHLAND CAPITAL MANAGEMENT,	§	
L.P.,	§	Case No. 19-34054-sgj11
	§	
Debtor.	§	

**ORDER GRANTING REDEEMER COMMITTEE OF THE HIGHLAND CRUSADER
FUND AND THE CRUSADER FUNDS' MOTION
FOR PARTIAL SUMMARY JUDGMENT**

This matter came before the court on the motion (the “Motion”) of (i) the Redeemer Committee of the Highland Crusader Funds (the “Redeemer Committee”) and (ii) Highland Crusader Offshore Partners, L.P., Highland Crusader Fund, L.P., Highland Crusader Fund, Ltd. and Highland Crusader Fund II, Ltd. (collectively, the “Crusader Funds”) for summary judgment concerning their Objection to Proof of Claim Nos. 190 and 191 [ECF No. 933] in their favor and

against UBS AG London Branch and UBS Securities, LLC (together, “UBS”) with respect to Proof of Claim Nos. 190 and 191 submitted by UBS (such claims, the “UBS Claim”).

It is hereby FOUND AND DETERMINED that:

- A. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334.
- B. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A) and (B).
- C. Notice of the Motion was sufficient under the circumstances.
- D. Based on this Court’s review of the pleadings, the documents submitted in connection with the Motion, discovery materials on file, and other documents submitted during the Debtor’s bankruptcy case, there is no genuine issue as to any material fact in respect of the relief sought in the Motion.

E. The Redeemer Committee and the Crusader Funds are entitled to summary judgment concerning (i) the application of res judicata to the UBS Claim, and (ii) the release of UBS’s claims for losses or other relief arising from the March 2009 asset transfers to the Crusader Funds and the Credit Strategies Fund, such that judgment must be, and hereby is, entered in the Redeemer Committee and the Crusader Funds’ favor concerning the Crusader Objection as requested in the Motion.

Accordingly, the Court having determined that the Redeemer Committee and the Crusader Funds are entitled to summary judgment on the relief requested in the Motion based on the legal and factual bases set forth in the Motion, the Memorandum of Law submitted in support of the Motion, and the arguments of counsel at the hearing on the Motion:

It is hereby ORDERED that:

- 1. The Motion is **GRANTED**.

2. Capitalized terms not defined herein shall have the meanings ascribed to them in the Motion or Memorandum of Law.

3. Summary judgment is hereby entered in the Redeemer Committee and Crusader Funds' favor on the Crusader Objection, as requested in the Motion.

4. The UBS Claim is hereby disallowed to the extent that it seeks to hold the Debtor liable for (i) damages based on breaches or other conduct that occurred before February 24, 2009; and (ii) damages arising from the March 2009 Transfers to the Credit Strategies Fund and the Crusader Funds, including in each case as relief for the Debtor's alleged breach of the covenant of good faith and fair dealing.

5. This Order shall be effective immediately upon entry by the Court.

###END OF ORDER###

Submitted by:

/s/ Mark A. Platt

FROST BROWN TOD D LLC
Mark A. Platt, Esq.
Texas Bar No. 00791453
2101 Cedar Springs Road, Suite 900
Dallas, Texas 75201
Tel: 214-545-3474
Fax: 214-545-3473
Email: mplatt@fbtlaw.com

– and –

JENNER AND BLOCK, LLP
Terri L. Mascherin
353 North Clark Street
Chicago, IL 60654-3456
(312) 222-9350

Email: TMascherin@jenner.com

Marc B. Hankin
919 3rd Avenue,
New York, NY 10022
(212) 891-1647
Email: MHankin@jenner.com

*Counsel for the Redeemer Committee of the
Highland Crusader Fund and the Crusader
Funds¹*

¹ Frost Brown Todd LLC is counsel only for the Redeemer Committee and Jenner & Block, LLP is counsel to the Redeemer Committee, and for the limited purpose of this Motion, the Crusader Funds.