

**ORIGINAL**

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

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<i>In re</i>	:	<b>Chapter 11</b>
	:	
<b>WASHINGTON MUTUAL, INC., <u>et al.</u></b> <sup>1</sup>	:	<b>Case No. 08-12229 (MFW)</b>
	:	
<b>Debtors.</b>	:	<b>(Jointly Administered)</b>
	:	
-----X		<b>Re: Docket Nos. 5971, 6560 &amp; 6602</b>

**REVISED ORDER ESTIMATING MAXIMUM AMOUNT OF  
LTW CLAIMS FOR PURPOSES OF ESTABLISHING RESERVES**

Upon considering (i) the motion (the "Motion") of Washington Mutual, Inc. ("WMI") and WMI Investment Corp. ("WMI Investment" and together with WMI, the "Debtors"), dated November 17, 2010, for an order estimating the maximum amount of certain claims for purposes of establishing certain reserves under the Debtors' proposed chapter 11 plan of reorganization, (ii) the objection to the Motion filed by Broadbill Investment Corp., Nantahala Capital Partners, LP and Blackwell Capital Partners, LLC, dated December 6, 2010, on behalf of themselves and all holders (the "LTW Holders") of Litigation Tracking Warrants (the "LTWs"), (iii) the Debtors' omnibus response to objections to the Motion, dated December 14, 2010; and (iv) the Debtors' motion for reconsideration of the *Order Estimating Maximum Amount of LTW Claims for Purposes of Establishing Reserves* [Docket No. 6560] (the "Original Order"), dated January 14, 2010; and the Court having held a hearing to consider the Motion on January 6, 2010 (the "Hearing"); at the conclusion of the Hearing the Court having estimated the maximum amount of the LTW Holders' claims (the "LTW Claims") at \$337 million; and the Court finding that (a)

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<sup>1</sup> The Debtors in these chapter 11 cases along with the last four digits of each Debtor's federal tax identification number are: (i) Washington Mutual, Inc. (3725); and (ii) WMI Investment Corp. (5395). The Debtors' principal offices are located at 925 Fourth Avenue, Seattle, Washington 98104.



the Court has jurisdiction over the Motion pursuant to 28 U.S.C. § 157 and 1334 and (b) the Motion is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having determined that legal and factual bases establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor and for the reasons set forth in the Hearing and in the Opinion,

It is hereby ORDERED as follows:

1. This Order shall supersede the Original Order in all respects.
2. The LTW Claims are hereby estimated in the aggregate maximum amount of \$337 million for the purposes of determining the reserves to be set for the LTW Claims.
3. The estimated amount of \$337 million is the maximum amount for which the LTW Claims can be allowed in the bankruptcy proceeding regardless of the outcome of any pending objection or defense to the claim, state or federal court litigation, or other proceeding.
4. The estimation of the LTW Claims is without prejudice to the rights, defenses and objections of the Debtors to the merits of the LTW Claims and, by estimating the LTW Claims, this Court is not making a determination that the Debtors or the Debtors' estates are liable on account of the LTW Claims in any amount.
5. The rights of the Debtors to object to, and defend against, the LTW Claims are preserved.
6. This Order shall be effective and enforceable immediately upon entry.

7. This Court retains jurisdiction to interpret, implement, and enforce the provisions of this Order.

Dated: February 8, 2011  
Wilmington, Delaware

  
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THE HONORABLE MARY F. WALRATH  
UNITED STATES BANKRUPTCY JUDGE