

ORIGINAL

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

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<i>In re</i>	:	Chapter 11
	:	
WASHINGTON MUTUAL, INC., <u>et al.</u> , ¹	:	Case No. 08-12229 (MFW)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----X		Re: Docket No. 9238

**ORDER, PURSUANT TO SECTION 105(A) OF THE
BANKRUPTCY CODE AND BANKRUPTCY RULE 9019, APPROVING
SETTLEMENT BETWEEN WASHINGTON MUTUAL, INC. AND THE
UNITED STATES WITH RESPECT TO THE AMERICAN SAVINGS LITIGATION**

Upon the motion, dated December 21, 2011 (the "Motion"),² of Washington Mutual, Inc. ("WMI") and WMI Investment Corp., as debtors and debtors in possession (collectively, the "Debtors"), for entry of an order pursuant to section 105(a) of title 11 of the United States Code (the "Bankruptcy Code"), and Rule 9019 of the Federal Rules of Bankruptcy Procedure, approving a compromise and settlement (the "Settlement") between WMI (as successor in interest to American Savings Bank, F.A. ("ASB"), Keystone Holdings, Inc. ("Keystone"), and certain related parties (collectively, the "American Savings Plaintiffs")) and the United States of America (the "United States"), with respect to that certain litigation styled *American Savings Bank, F.A. v. United States*, No. 92-872C (the "American Savings Litigation"), currently pending in the United States Court of Federal Claims (the "Court of Federal Claims"), all as more fully set forth in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and

¹ 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.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.



consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to all parties entitled to receive notice thereof, and no other or further notice being required; and the Court having determined that the relief sought in the Motion is in the best interest of the Debtors, their creditors, and all parties in interest; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is GRANTED; and it is further

ORDERED that the Settlement is fair and reasonable as to WMI, and the Debtors and the United States are authorized to take all steps necessary to consummate the Settlement; and it is further

ORDERED that the United States shall ~~(i) if paid~~⁷⁰ on or prior to December 30, 2011, pay \$50 million into the Registry Funds, ~~and (ii) if paid during the period from December 30, 2011 up to and including January 15, 2012, pay \$50.75 million into the Registry Funds;~~ and it is further

ORDERED that, upon consummation of the Global Settlement Agreement, the Registry Funds shall be turned over to WMI; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: December 29, 2011
Wilmington, Delaware



THE HONORABLE MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE