

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

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*In re* : Chapter 11  
:   
WASHINGTON MUTUAL, INC., et al.,<sup>1</sup> : Case No. 08-12229 (MFW)  
:   
: (Jointly Administered)  
Debtors. :   
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**NOTICE OF DEADLINES FOR FILING PROOFS OF CLAIMS**

**TO ALL PERSONS AND ENTITIES WITH CLAIMS AGAINST THE FOLLOWING ENTITIES (COLLECTIVELY, THE “DEBTORS”):**

Washington Mutual, Inc., Case No. 08-12229	WMI Investment Corp., Case No. 08-12228
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**PLEASE TAKE NOTICE THAT**, on September 26, 2008, each of the Debtors filed a voluntary petition for relief under chapter 11 of title 11, United States Code (the “Bankruptcy Code”).

**PLEASE TAKE FURTHER NOTICE THAT**, on January 29, 2009, the United States Bankruptcy Court for the District of Delaware (the “Court”) having jurisdiction over the Debtors’ chapter 11 cases entered an order (the “Bar Date Order”) establishing **March 31, 2009 at 5:00 p.m. (prevailing Eastern Time)** (the “Bar Date”) as the deadline for each person or entity (including, without limitation, individuals, partnerships, corporations, joint ventures, trusts, and Governmental Units (as defined in section 101(27) of the Bankruptcy Code)) to file a proof of claim (“Proof of Claim”) against any of the Debtors that arose on or prior to **September 26, 2008**.

**PLEASE TAKE FURTHER NOTICE THAT**, depositors and other creditors of WMB and WMBfsb do not have claims against the Debtors as a result of such deposits or other claims and are not required to file a Proof of Claim in these cases. Such persons or entities

<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 1301 Second Avenue, Seattle, Washington 98101.



should contact the Federal Deposit Insurance Corporation for information regarding the receivership of WMB.

**A CLAIMANT SHOULD CONSULT AN ATTORNEY IF THE CLAIMANT HAS ANY QUESTIONS, INCLUDING WHETHER TO FILE A PROOF OF CLAIM.**

**If you have any questions with respect to this notice, you may contact the Debtors' claim agent, Kurtzman Carson Consultants ("KCC") at (866) 381-9100 or the Washington Mutual Restructuring Hotline at (888) 830-4644.**

**1. WHO MUST FILE A PROOF OF CLAIM**

You **MUST** file a Proof of Claim if you have a claim that arose on or prior to September 26, 2008, and it is not a claim described in Section 2 below. Acts or omissions of the Debtors that arose on or prior to September 26, 2008 may give rise to claims against the Debtors that must be filed by the Bar Date, notwithstanding that such claims may not have matured or become fixed or liquidated as of September 26, 2008.

Under section 101(5) of the Bankruptcy Code and as used herein, the word "claim" means: (i) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (ii) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

**2. WHO NEED NOT FILE A PROOF OF CLAIM**

You need **not** file a Proof of Claim if:

- (a) You have **already** properly filed a Proof of Claim against the Debtors with the Clerk of the United States Bankruptcy Court for the District of Delaware or KCC in a form substantially similar to Official Bankruptcy Form No. 10;
- (b) Your claim is listed on a Debtor's Schedule D, E, or F (collectively, the "Schedules"), and (i) the claim is **not** described as "disputed," "contingent," or "unliquidated"; (ii) you agree with the amount, nature, and priority of the claim set forth in the Schedules; **and** (iii) you agree that the claim is an obligation of the specific Debtor which has listed the claim in its Schedules;
- (c) Your claim has been allowed by order of the Court prior to the Bar Date;
- (d) Your claim has been satisfied in full prior to the Bar Date;
- (e) You are a Debtor holding a claim against another Debtor;

- (f) You are an officer, director, or employee asserting **only** a claim for indemnification, contribution, or reimbursement; **provided, however**, you must file a Proof of Claim if you wish to assert any other claims against any of the Debtors, unless another exception identified herein applies;
- (g) Your claim is allowable under sections 503(b) or 507(a) of the Bankruptcy Code as an administrative expense of the Debtors' chapter 11 cases;
- (h) You hold an interest in any Debtor, which interest is based **exclusively** upon the ownership of common or preferred stock, membership interests, partnership interests, or warrants or rights to purchase, sell or subscribe to such a security or interest; **provided, however**, that, if you wish to assert any claim (as opposed to ownership interest) against any of the Debtors that arises out of or relates to the ownership or purchase of an interest, including claims arising out of or relating to the sale, issuance, or distribution of the interest, you must file a Proof of Claim on or before the Bar Date, unless another exception identified herein applies;
- (i) You are a holder of a claim (a "Noteholder") for repayment of outstanding principal or interest arising under, or with respect to, the Debtors' unsecured notes and related documents (collectively, the "Notes") set forth below:

<u>Principal Amount</u> <sup>2</sup>	<u>CUSIP</u>	<u>Description</u>	<u>Due Date</u>
\$1,000,000,000	939322AL7	4.00% Fixed Rate Notes	due 2009
\$500,000,000	939322AW3	Floating Rate Notes	due 2009
\$600,000,000	939322AP8	4.2% Fixed Rate Notes	due 2010
\$250,000,000	939322AQ6	Floating Rate Notes	due 2010
\$500,000,000	939322AE3	8.250% Subordinated Notes	due 2010
\$400,000,000	939322AX1	5.50% Fixed Rate Notes	due 2011
\$400,000,000	939322AT0	5.0% Fixed Rate Notes	due 2012
\$450,000,000	939322AS2	Floating Rate Notes	due 2012
\$500,000,000	939322AU7	Floating Rate Notes	due 2012
\$750,000,000	939322AN3	4.625% Subordinated Notes	due 2014
\$750,000,000	939322AV5	5.25% Fixed Rate Notes	due 2017
\$500,000,000	939322AY9	7.250% Subordinated Notes	due 2017
\$1,150,000,000	93933U08/ 939322848/ 93933U407/	5.375% Junior Subordinated Deferrable Interest Debentures/Trust PIERS <sup>3</sup>	due 2041

<sup>2</sup> Principal Amount due as of date of issuance.

<sup>3</sup> "Trust PIERS" refers to the Trust Preferred Income Equity Redeemable Securities Units, issued by Washington Mutual Capital Trust 2001.

**provided, however,** that (i) the foregoing exclusion shall not apply to the indenture trustee under each of the indentures pursuant to which the Notes were issued (each an “Indenture Trustee” and, collectively, the “Indenture Trustees”), (ii) each Indenture Trustee shall be required to file one proof of claim on or before the Bar Date for principal, interest, other applicable fees and charges, and/or any amounts due in respect, or on account, of the applicable Notes, (iii) any Noteholder that wishes to assert a claim arising out of or related to the Notes, other than a claim for repayment of outstanding prepetition principal and interest thereunder, shall be required to file a proof of claim on or before the Bar Date, and (iv) the Proof of Claim filed by Wells Fargo Bank, N.A. (“Wells Fargo”) in connection with the Note Documents (as defined in the Bar Date Order) for the Trust PIERS, including with respect to the Declaration of Trust, dated as of April 30, 2001, shall also be recognized and deemed to have been filed by Wells Fargo with respect to any principal and interest due to each beneficial holder in connection with such Declaration of Trust; or

- (j) The Court has already fixed a specific deadline for a Proof of Claim to be filed with respect to your claim.

**YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST ANY OF THE DEBTORS.**

**THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM OR THAT THE DEBTORS OR THE COURT BELIEVE THAT YOU HAVE A CLAIM.**

### **3. CLAIMS ARISING UNDER EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

If you are a party to an executory contract or unexpired lease with a Debtor and assert a claim for amounts accrued and unpaid on September 26, 2008 pursuant to such executory contract or unexpired lease (other than a rejection damages claim), you must file a Proof of Claim for such amounts on or before the Bar Date, unless an exception in Section 2 otherwise applies.

If you hold a claim that arises from the rejection of an executory contract or unexpired lease, you **must** file a Proof of Claim based on such rejection on or before the later of (i) the Bar Date, or (ii) the date that is twenty (20) days following the effective date of such rejection (unless the order authorizing such rejection provides otherwise).

#### 4. WHEN AND WHERE TO FILE

All Proofs of Claim must be filed so as to be **received** on or before **the Bar Date**, at the following address:

Washington Mutual Claims Processing  
c/o Kurtzman Carson Consultants LLC  
2335 Alaska Ave.  
El Segundo, CA 90245

(the "Washington Mutual Claims Processing Center").

Proofs of Claims will be deemed timely filed only if **actually received** by the Washington Mutual Claims Processing Center on or before the Bar Date. Proofs of Claims may **not** be delivered by facsimile, telecopy, or electronic mail transmission.

#### 5. WHAT TO FILE

You may receive a Debtor-specific Proof of Claim form for use in these chapter 11 cases. If your claim is scheduled by a Debtor, the form will also set forth the amount of your claim as scheduled by the Debtors, the specific Debtor against which the claim is scheduled, and whether the claim is scheduled as disputed, contingent, or unliquidated. You will receive a different Proof of Claim form for each claim scheduled in your name by the Debtors. You may utilize the Proof of Claim form(s) provided by the Debtors to file your claim. Additional Proof of Claim forms may be obtained at <http://www.uscourts.gov/bkforms> or <http://www.kccllc.net/wamu>.

If you file a Proof of Claim, your filed Proof of Claim must (i) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant; (ii) include supporting documentation (if voluminous, attach a summary) or explanation as to why documentation is not available; (iii) be in the English language; (iv) be denominated in United States currency; and (v) conform substantially with the Proof of Claim Form approved pursuant to the Bar Date Order or Official Bankruptcy Form No. 10.

Any holder of a claim against more than one Debtor must file a separate Proof of Claim with each Debtor and all holders of claims must identify on their Proof of Claim the specific Debtor against which the claim is asserted and the case number of that Debtor's bankruptcy case. The Debtors' names and case numbers are set forth above.

If you file a Proof of Claim and wish to receive a clocked-in copy by return mail, you must include with your Proof of Claim an additional copy of your Proof of Claim and a self-addressed, postage-paid envelope.

**YOU SHOULD ATTACH TO YOUR COMPLETED PROOF OF CLAIM FORM COPIES OF ANY WRITINGS UPON WHICH YOUR CLAIM IS BASED.**

**6. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE BAR DATE**

Except with respect to claims described in Section 2 above, any creditor who fails to file a Proof of Claim on or before the Bar Date (whether notice of the Bar Date was actually or constructively received) shall not be permitted to vote on any chapter 11 plan or participate in any distribution in such Debtor's chapter 11 case on account of such claim or to receive further notices regarding such claim or with respect to such Debtor's chapter 11 case.

**7. THE DEBTORS' SCHEDULES AND ACCESS THERETO**

You may be listed in the Schedules as the holder of a claim against the Debtors.

To determine if and how you are listed on the Schedules, please refer to the description set forth on the customized Proof of Claim you have received regarding the nature, amount, and status of your claim(s). If you received postpetition payments from the Debtors (which payments were authorized by the Court) on account of your claim(s), the Proof of Claim form(s) will reflect the net amount of your claim(s) (*i.e.*, the amount listed in the Schedules reduced by the postpetition payments). If the Debtors believe that you hold claims against more than one Debtor, you will receive multiple Proofs of Claim, each of which will reflect the nature and amount of your claims, as listed in the Schedules.

If you rely on the Debtors' Schedules, it is your responsibility to determine that the claim is accurately listed in the Schedules.

As set forth above, if you agree with the nature, amount, and status of your claim as listed in the Debtors' Schedules, and if you do not dispute that your claim is only against the Debtor specified, and if your claim is not described as "disputed," "contingent," or "unliquidated," you need not file a Proof of Claim. Otherwise, or if you decide to file a Proof of Claim, you must do so before the Bar Date, in accordance with the procedures set forth in this Notice.

If the Debtors amend or supplement their Schedules subsequent to the date hereof, and if an amendment to the Schedules reduces the liquidated amount of a scheduled claim, or reclassifies a scheduled, undisputed, liquidated, non-contingent claim as disputed, unliquidated, or contingent and the affected claimant has not filed a proof of claim, you may file a proof of claim on the later of (i) the Bar Date or (ii) the first business day following thirty (30) calendar days after the mailing of the notice of such amendment in accordance with Bankruptcy Rule 1009(a), but, in the case of any amendment to the Schedules after the Bar Date where you did not file a proof of claim prior to the Bar Date, only to the extent such proof of claim does not exceed the amount scheduled for such claim before the amendment; provided, however, that you are not entitled to an extension of the Bar Date if an amendment to the Schedules increases the scheduled amount of an undisputed, liquidated, non-contingent claim.

**8. EFFECT OF SUBSEQUENT NOTICE**

If the Debtors determine after the mailing date of this Notice that an additional party or parties should appropriately receive the Bar Date Notice, the date by which a proof of claim must be filed by such party or parties shall be the later of (i) the Bar Date or (ii) the date that is thirty (30) days from the mailing date of an amended notice to such additional party or parties.

Notwithstanding the above, the last day for any entity asserting a claim arising from the recovery of a voidable transfer will be the later of (i) the Bar Date, or (ii) the first business day that is at least thirty (30) calendar days after the mailing of notice of entry of any order approving the avoidance of the transfer.

[CONTINUED ON NEXT PAGE]

Interested parties may examine copies of the Schedules at <http://www.kccllc.net/wamu> or on the Court's electronic docket <http://ecf.deb.uscourts.gov> (a PACER login and password are required and can be obtained through the PACER Service Center at <http://pacer.psc.uscourts.gov>).

DATED: Wilmington, Delaware  
January \_\_, 2009

BY ORDER OF THE COURT

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