

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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<i>In re</i>	:	Chapter 11
	:	
WASHINGTON MUTUAL, INC. <i>et al.</i> , ¹	:	Case No. 08-12229 (MFW)
	:	
Debtors.	:	(Jointly Administered)
	:	
	:	Re: Docket No. 12686
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**FINAL REPORT OF WMI LIQUIDATING TRUST ON BEHALF OF WASHINGTON
MUTUAL, INC. AND WMI INVESTMENT CORP.**

Pursuant to Rule 3022-1(c) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Court”), the following is the final report (the “Final Report”)² of WMI Liquidating Trust (“WMILT” or the “Trust”), filed on behalf of and as successor to Washington Mutual, Inc. (“WMI”) and WMI Investment Corp. (collectively, the “Debtors”), in connection with the above-referenced chapter 11 cases:

1. Upon consideration of the final fee applications of the professionals of the Debtors’ chapter 11 estates, on August 1, 2012, the Court entered the *Omnibus Order Awarding Final Allowance of Compensation for Services Rendered and for Reimbursement of Expenses* [Docket No. 10476] (the “Final Fee Order”). Pursuant to the Final Fee Order, the Debtors or WMILT, as applicable, paid a total of \$271,085,212.87 in fees and expenses for services

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 principal offices of WMILT, as defined herein, are located at 800 Fifth Avenue, Suite 4100, Seattle, Washington 98104. Subsequent to the Effective Date, as defined below, WMI Investment Corp. was dissolved in accordance with applicable law.

² This Final Report is filed in connection with the *Application of WMI Liquidating Trust for an Order Pursuant to Section 350 of the Bankruptcy Code, Bankruptcy Rule 3022 and Local Rule 3022-1, Authorizing, Among Other Things, (A) Closing the Chapter 11 Cases of Washington Mutual, Inc., and WMI Investment Corp. and (B) Authorizing the Wind-Up and Dissolution of the Liquidating Trust* [Docket No. 12686], dated as of November 14, 2019 (the “Final Decree Application”). Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to such terms in the Final Decree Application.



rendered during the period from the Petition Date up to and including the Effective Date. In addition to the amounts approved to be paid to Grant Thornton LLP (“Grant Thornton”) pursuant to the Final Fee Order for hourly fees and expenses incurred during the cases, on September 5, 2018, the Bankruptcy Court entered that certain *Order Approving Settlement Agreement with Grant Thornton LLP* [D.I. 12505] approving a settlement agreement among WMILT and Grant Thornton pursuant to which WMILT agreed to pay Grant Thornton LLP \$4,300,000 with respect to a contingency fee in connection with Grant Thornton’s engagement agreement.

2. No trustee was appointed in these chapter 11 cases. Accordingly, no fees or expenses were incurred with respect to any trustee.

3. The Court appointed Joshua R. Hochberg as the examiner in these chapter 11 cases (the “Examiner”), and counsel to the Examiner was McKenna Long & Aldridge LLP (“MLA”) and Cole, Schotz, Meisel, Forman & Leonard, P.A. (“Cole Schotz”) in connection with a review and analysis of the Initial GSA. The Debtors or WMILT, as applicable, paid a total of \$6,311,630.68 in fees and expenses due for services rendered by the Examiner, MLA and Cole Schotz.

4. All expenses arising from the administration of the Debtors’ estates and these chapter 11 cases, including, without limitation, U.S. Trustee fees, have been paid or will be paid as and when such expenses come due.

5. The Plan has been substantially consummated and all distributions that were to be made pursuant to the Plan have been made, or will be made, in accordance with the Plan.³ As noted in the Final Decree Application (*see* Final Decree Application, ¶¶ 3, 56, 59), WMILT

³ For details on distributions and payments made pursuant to the Plan, please refer to the “Post-Confirmation Summary Reports” filed with the Bankruptcy Court by WMILT on a quarterly basis since the Effective Date, and also available on WMILT’s website, www.wmitrust.com.

currently anticipates making a final distribution pursuant to the Plan no later than the first quarter of 2020.

6. Other than one pending appeal,⁴ all motions, contested matters, claims and other proceedings that were before this Court with respect to the Debtors' chapter 11 cases have been resolved, dismissed, or withdrawn.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: December 5, 2019
Wilmington, Delaware

/s/ John Maciel
John Maciel
Chief Financial Officer

⁴ Alice Griffin appealed to the United States District Court for the District of Delaware (the "District Court") from this Court's order entered on April 24, 2019 Order [Docket No. 12619]. The appeal has been docketed with the District Court, been assigned case number Civ. A. No. 19-00775, and been fully briefed and submitted to the District Court. Also, as described in the Final Decree Application (*see* Final Decree Application, ¶ 33), WMILT has a pending tax refund claim from the State of Washington Department of Revenue (the "DOR") in the approximate amount of \$4.3 million. This matter is not currently before this Court and WMILT expects that such claim will be resolved consensually with the DOR.