

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	: Chapter 11
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WAYPOINT LEASING	: Case No. 18-13648 (SMB)
HOLDINGS LTD., <i>et al.</i> ,	:
	: (Jointly Administered)
Debtors.	:
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**ORDER GRANTING THE MOTION OF THE WAC7 AGENT SEEKING
RELIEF FROM THE AUTOMATIC STAY SO THAT THE WAC 7 AGENT MAY
APPLY THE AMOUNTS ON DEPOSIT IN THE WAC7 SEGREGATED ACCOUNTS
AGAINST THE AMOUNTS OWING UNDER THE WAC 7 CREDIT AGREEMENT**

Upon the Motion for Relief from the Automatic Stay (the “Motion”)¹ filed by SunTrust Bank (“SunTrust”) as administrative agent and collateral agent (in such capacity, “WAC7 Agent”) in respect of that certain Amended and Restated Credit Agreement dated as of April 28, 2017 (the “WAC7 Credit Agreement”) between the lenders thereunder (the “WAC7 Lenders”) and Waypoint Leasing Holdings Ltd., an exempted company incorporated under the laws of the Cayman Islands (“Holdings”), Waypoint Leasing (Luxembourg) S.à r.l., a Luxembourg private limited liability company (société à responsabilité limitée) (“Luxco”), and Waypoint Leasing (Ireland) Limited, a company incorporated under the laws of Ireland (“Manager”), Waypoint Asset Co 4 Limited, a company incorporated under the laws of Ireland (“WAC4”) and Waypoint Asset Co 5 Limited, a company incorporated under the laws of Ireland (“WAC5”, and together with Holdings, Luxco, Manager, and WAC4, the “Guarantors” and each a “Guarantor”), as guarantors, Waypoint Asset Co 7 Limited, a company incorporated under the laws of Ireland (“WAC7”) and Waypoint Asset Euro 7A Limited, a company incorporated under the laws of Ireland (“WAC7A”, and together

¹ Terms not defined herein shall have the meaning given to them in the Motion.



with WAC7, the “Borrowers”, and each a “Borrower”, and together with the Guarantors, the “WAC7 Obligors”) pursuant to section 362(d)(1) and 362(d)(2) of title 11 of the United States Code (the “Bankruptcy Code”) and Rules 4001(a) and 9014 of the Federal Rules of Bankruptcy Procedure, for relief from the automatic stay so that the WAC7 Agent may apply certain cash collateral held by the WAC7 Agent to reduce a portion of the remaining prepetition debt owing under the WAC7 Credit Agreement and granting to SunTrust such other and further relief as is just and proper; and the WAC7 Agent having filed a Certificate of No Objection (Docket No. 774) certifying that no objections or other responses have been filed with respect to the Motion; the Court finds; and for good cause shown, it is hereby:

ORDERED that the automatic stay is lifted solely with respect to the WAC7 Segregated Accounts and the WAC7 Agent is authorized to apply the amounts on deposit in the WAC7 Segregated Accounts against the WAC7 Prepetition Amount; and it is further

ORDERED that the WAC7 Prepetition Amount shall be reduced by the amount in the WAC7 Segregated Accounts; and it is further

ORDERED that the notice provided for in the Motion was sufficient to satisfy Rules 4001(a)(1) and 9013 of the Federal Rules of Bankruptcy Procedure; and it is further

ORDERED that the 14-day stay under Rule 4001(a)(3) of the Federal Rules of Bankruptcy Procedure is waived; and it is further

ORDERED that nothing herein shall be deemed a waiver of the WAC7 Lenders’ remaining claim against the WAC7 Obligors; and it is further

ORDERED that the WAC7 Agent shall have such other and further relief as is necessary to effectuate this order.

SO ORDERED, this 15th day of May 2019.

/s/ STUART M. BERNSTEIN
THE HONORABLE STUART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE