

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

In re:

WOODBRIIDGE GROUP OF COMPANIES, LLC,  
*et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

**Ref. Docket No. 2903**

**NOTICE OF STIPULATION**

**PLEASE TAKE NOTICE** that attached hereto as Exhibit A is a copy of the *Stipulation Regarding Contributed Claims Election of Thomas P. Martin* (the “Stipulation”) entered into by the above-captioned debtors and debtors in possession (the “Debtors”) and Mr. Martin. Pursuant to the Stipulation, upon the Effective Date<sup>2</sup> of the Plan and the formation of the Liquidation Trust, Mr. Martin will be deemed, without further action, to have contributed his Contributed Claims to the Liquidation Trust and shall be deemed a Contributing Claimant.

**PLEASE TAKE FURTHER NOTICE** that, prior to filing this Notice of Stipulation, the Debtors conferred with the Unsecured Creditors’ Committee, the Noteholder Committee, and the Unitholder Committee, each of which confirmed it did not object to the Debtors’ entry into the Stipulation.

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<sup>1</sup> The last four digits of Woodbridge Group of Companies, LLC’s federal tax identification number are 3603. The mailing address for Woodbridge Group of Companies, LLC is 14140 Ventura Boulevard #302, Sherman Oaks, California 91423. Due to the large number of debtors in these cases, which are being jointly administered for procedural purposes only, a complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses are not provided herein. A complete list of this information may be obtained on the website of the Debtors’ noticing and claims agent at [www.gardencitygroup.com/cases/WGC](http://www.gardencitygroup.com/cases/WGC), or by contacting the undersigned counsel for the Debtors.

<sup>2</sup> Capitalized terms used herein, but not otherwise defined, have the meanings given to them in the *First Amended Joint Chapter 11 Plan of Liquidation of Woodbridge Group of Companies, LLC and Its Affiliated Debtors* [Docket No. 2903, Ex. A] (the “Plan”).

Dated: November 15, 2018  
Wilmington, Delaware

/s/ Betsy L. Feldman  
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-and-

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**EXHIBIT A**

**Stipulation**

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

In re:

WOODBIDGE GROUP OF COMPANIES,  
LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

**STIPULATION REGARDING CONTRIBUTED CLAIMS ELECTION  
OF CLAIMANT THOMAS P. MARTIN**

This Stipulation is entered into by and between, on the one hand, Thomas P. Martin (“Martin”) and, on the other hand, Woodbridge Group of Companies, LLC *et al.* (the “Debtors,” and with Martin, the “Parties” and each a “Party”), by and through their respective undersigned counsel.

A. **WHEREAS**, on December 4, 2017, the Debtors commenced voluntary cases under chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”);

B. **WHEREAS**, on August 22, 2018, the Debtors filed the *First Amended Joint Chapter 11 Plan of Liquidation of Woodbridge Group of Companies, LLC and its Affiliated Debtors* [Docket No. 2397] (as it may be amended, supplemented, or modified from time to time pursuant to the terms thereof, the “Plan”),<sup>2</sup> and the *Disclosure Statement for the First Amended Joint Chapter 11 Plan of Liquidation of Woodbridge Group of Companies, LLC and its Affiliated*

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<sup>1</sup> The last four digits of Woodbridge Group of Companies, LLC’s federal tax identification number are 3603. The mailing address for Woodbridge Group of Companies, LLC is 14140 Ventura Boulevard #302, Sherman Oaks, California 91423. Due to the large number of debtors in these cases, which are being jointly administered for procedural purposes only, a complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses are not provided herein. A complete list of such information may be obtained on the website of the Debtors’ noticing and claims agent at [www.gardencitygroup.com/cases/WGC](http://www.gardencitygroup.com/cases/WGC), or by contacting the undersigned counsel for the Debtors.

<sup>2</sup> Capitalized terms used but not defined herein shall have the meaning ascribed to such terms in the Plan.

*Debtors* [Docket No. 2398] (as it may be amended, supplemented, or modified from time to time, the “Disclosure Statement”);

C. **WHEREAS**, on August 22, 2018, the Bankruptcy Court entered an order approving the Disclosure Statement and authorizing the Debtors to solicit votes to accept the Plan [Docket No. 2396];

D. **WHEREAS**, the Plan provides, *inter alia*, that each Holder of a Class 3 Standard Note Claim may agree, by electing on its Ballot, to contribute its Contributed Claims to the Liquidation Trust;

E. **WHEREAS**, Martin holds a Class 3 Standard Note Claim (the “Claim”);

F. **WHEREAS**, Martin’s Net Note Claim is in the amount of \$42,622.24 (without taking into account the Contributing Claimants Enhancement Multiplier);

G. **WHEREAS**, on or about September 7, 2018, the Debtors mailed a Class 3 Ballot to Martin at his address on record;

H. **WHEREAS**, Martin asserts that he has moved and that as a result of the delay in his mail being forwarded to his new address, he did not receive his Ballot until after the October 8, 2018 deadline for creditors to return their Ballots;

I. **WHEREAS**, while Martin concedes he did not inform the Debtors of his change of address and that the fact that he did not receive his Ballot in time to vote on the Plan (and to make any of the Ballot elections, including choosing to be a Contributing Claimant) was not the Debtors’ fault, he nonetheless desires to assign his Contributed Claims to the Liquidation Trust and to become a Contributing Claimant; and

J. **WHEREAS**, Martin represents and warrants that his Contributed Claims are free and clear of any pledge, lien, security interest, charge, claim, equity, option, proxy, voting

restriction, right of first refusal, or other limitation on disposition or encumbrance of any kind that would adversely affect in any way such Martin's ability to contribute such Contributed Claims to the Liquidation Trust.

**NOW THEREFORE**, the Parties agree as follows:

1. Recitals A through J, inclusive, are true and correct and are an integral part of this Stipulation.
2. Martin shall be deemed to have elected to contribute his Contributed Claims to the Liquidation Trust as if Martin had made such election on his Class 3 Ballot.
3. Martin shall be deemed a Contributing Claimant under the Plan and shall receive the treatment set forth in the Plan (including, without limitation, under Section 3.4 of the Plan) for Holders of Class 3 Standard Note Claims who are Contributing Claimants.
4. The Bankruptcy Court shall have exclusive jurisdiction and power to resolve any dispute arising out of, relating to, or deriving from this Stipulation and has the jurisdiction and power to enter a final order thereon.

*[Remainder of page intentionally left blank]*

Dated: Nov. 14, 2018

WOODBIDGE GROUP OF COMPANIES,  
LLC, ET AL.

By: 

Name: Bradley D. Sharp

Title: Chief Restructuring Officer

THOMAS P. MARTIN

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Dated: 11/5/2018, 2018

WOODBIDGE GROUP OF COMPANIES,  
LLC, ET AL.

By: \_\_\_\_\_  
Name: Bradley D. Sharp  
Title: Chief Restructuring Officer

THOMAS P. MARTIN

