IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re: WOODBRIDGE GROUP OF COMPANIES, LLC, *et al.*,[1] 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 Claimant Coltrin Brothers LLC* (the "Stipulation") entered into by the above-captioned debtors and debtors in possession (the "Debtors") and Coltrin Brothers LLC ("Coltrin"). Pursuant to the Stipulation, upon the Effective Date[2] of the Plan and the formation of the Liquidation Trust, Coltrin will be deemed, without further action, to have contributed its 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.

[1] 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, or by contacting the undersigned counsel for the Debtors.

[2] 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: December 3, 2018
Wilmington, Delaware

/s/ Betsy L. Feldman

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EXHIBIT A

Stipulation

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
WOODBRIDGE GROUP OF COMPANIES, LLC, *et al.*,[1]	Case No. 17-12560 (KJC)
	(Jointly Administered)
Debtors.	

STIPULATION REGARDING CONTRIBUTED CLAIMS ELECTION
OF CLAIMANT COLTRIN BROTHERS LLC

This Stipulation is entered into by and between, on the one hand, Coltrin Brothers LLC ("Coltrin") and, on the other hand, Woodbridge Group of Companies, LLC *et al.* (the "Debtors," and with Coltrin, the "Parties" and each a "Party").

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"),[2] and the *Disclosure Statement for the First Amended Joint Chapter 11 Plan of Liquidation of Woodbridge Group of Companies, LLC and its Affiliated Debtors* [Docket No. 2398] (as it may be amended, supplemented, or modified from time to

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[2] Capitalized terms used but not defined herein shall have the meaning ascribed to such terms in the Plan.

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] (the "Disclosure Statement Order");

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**, Coltrin holds a Class 3 Standard Note Claim (the "Claim");

F. **WHEREAS**, in accordance with the Disclosure Statement Order, the Debtors mailed a Class 3 Ballot to Coltrin at its address on record;

G. **WHEREAS**, Coltrin elected on its Ballot to contribute its Contributed Claims to the Liquidation Trust, but did not return its Ballot to the Claims Agent until after the October 8, 2018 deadline for creditors to return their Ballots;

H. **WHEREAS**, Coltrin asserts that the individual with authority to execute its Ballot was traveling internationally during the period in which ballots were to be submitted; and

I. **WHEREAS**, Coltrin represents and warrants that its 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 Coltrin's ability to contribute such Contributed Claims to the Liquidation Trust.

NOW THEREFORE, the Parties agree as follows:

1. Recitals A through I, inclusive, are true and correct and are an integral part of this Stipulation.

2. Coltrin shall be deemed to have elected to contribute its Contributed Claims to the Liquidation Trust as if Coltrin had made such election on its Class 3 Ballot.

3. Coltrin 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: Dec. 3, 2018

WOODBRIDGE GROUP OF COMPANIES, LLC, ET AL.

By: _____
Name: Bradley D. Sharp
Title: Chief Restructuring Officer

COLTRIN BROTHERS LLC

By: _____
Name: David H. Coltrin
Title: Managing Member

Dated: 22 Nov., 2018

WOODBRIDGE GROUP OF COMPANIES, LLC, ET AL.

By:_____
Name: Bradley D. Sharp
Title: Chief Restructuring Officer

COLTRIN BROTHERS LLC

By:_____
Name: David H. Coltrin
Title: Managing Member