

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

In re

LEHMAN BROTHERS INC.,

Debtor.

Case No. 08-01420 (JMP) SIPA

**ORDER PURSUANT TO SECTION 503(a) OF THE BANKRUPTCY  
CODE AND BANKRUPTCY RULE 3003(c)(3) ESTABLISHING THE DEADLINE  
FOR FILING REQUESTS FOR PAYMENT OF CERTAIN ADMINISTRATIVE  
EXPENSES AND PROCEDURES RELATING THERETO AND APPROVING  
THE FORM AND MANNER OF NOTICE THEREOF**

Upon the motion, dated August 28, 2013 (the “Motion”),<sup>1</sup> of James W. Giddens (the “Trustee”), as Trustee for the liquidation of the business of Lehman Brothers Inc. (the “Debtor” or “LBI”) under the Securities Investor Protection Act of 1970, as amended, 15 U.S.C. sections 78aaa *et seq.* (“SIPA”),<sup>2</sup> for entry of an order pursuant to section 503(a) of the Bankruptcy Code and Bankruptcy Rule 3003(c)(3) to: (a) establish the deadline for each person or entity (including, without limitation, individuals, partnerships, corporations, joint ventures, governmental entities, and trusts) to file a proof of claim for certain Administrative Expenses (an “Administrative Proof of Claim”) against the LBI estate on or before **October 31, 2013 at 5:00 p.m. (Eastern Time)**, or such other date as this Court directs, with respect to Administrative Expenses arising between September 19, 2008 and August 31, 2013 (the “Administrative Bar

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1. Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.
  2. References to SIPA refer to the statutory sections in effect as of the commencement of LBI’s liquidation.

Date”), and (b) approve the (i) proposed model Administrative Proof of Claim form (the “Administrative Proof of Claim Form”) attached as Annex I hereto, (ii) proposed procedures for filing Administrative Proofs of Claim, and (iii) proposed procedures for notice of the Administrative Bar Date (the “Administrative Bar Date Notice”), including, among other things, the form of notice substantially in the form attached as Annex II hereto, all as more fully described in the Motion; and due and proper notice of the Motion having been provided, and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the Motion is in the best interests of the LBI estate, its creditors, and all parties in interest and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is granted as provided herein; and it is further

ORDERED that the following procedures for filing Administrative Proofs of Claim are approved:

- (a) Administrative Proofs of Claims against the LBI estate must: (i) be written in the English language; (ii) be denominated in lawful currency of the United States; (iii) conform substantially to the Administrative Proof of Claim Form, which can be obtained from the Trustee’s website ([www.lehmantrustee.com](http://www.lehmantrustee.com)); (iv) set forth with specificity the legal and factual basis for the alleged claim; (v) include supporting documentation or an explanation as to why such documentation is not available; and (vi) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant;
- (b) Administrative Proofs of Claim shall be deemed timely filed only if **actually received** by the Trustee’s Court-approved claims agent, Epiq Bankruptcy Solutions, LLC (“Epiq”), on or before the Administrative Bar Date at the following address:

If by hand delivery or overnight courier:

Lehman Brothers Inc. Claims Processing Center

c/o Epiq Bankruptcy Solutions, LLC  
757 Third Avenue, 3rd Floor  
New York, New York 10017

If by first-class mail:

Lehman Brothers Inc. Claims Processing Center  
c/o Epiq Bankruptcy Solutions, LLC  
FDR Station, P.O. Box 5071  
New York, New York 10150-5071

- (c) Administrative Proofs of Claim sent by facsimile, telecopy, or electronic mail transmission **will not** be accepted.
- (d) The following persons or entities are **not** required to file an Administrative Proof of Claim on or before the Administrative Bar Date, with respect to the claims described below:
  - (i) any person or entity that holds a claim for Administrative Expenses that has been allowed by an order of this Court entered on or before the Administrative Bar Date;
  - (ii) any person or entity whose claim for Administrative Expenses has been paid or otherwise satisfied in full;
  - (iii) any person or entity who is a professional advisor (i.e. counsel, financial advisors, accountants, claims agents) retained by the Trustee, including all counsel retained pursuant to orders of the Bankruptcy Court and the District Court, and all other professionals retained, with permission from SIPC, pursuant to SIPA section 78fff-1(a)(1), and SIPC itself;
  - (iv) any person or entity whose claim for Administrative Expenses arises after the Administrative Bar Date; and
  - (v) any holder of a claim for Administrative Expenses who has already properly filed an Administrative Proof of Claim with Epiq.

and it is further

ORDERED that any holder of a claim for Administrative Expenses against the LBI estate that is required but fails to file an Administrative Proof of Claim in accordance with this Administrative Bar Date Order on or before the Administrative Bar Date shall be forever barred, estopped and enjoined from asserting such claim for administrative expenses against the

LBI estate (or filing any proof of claim with respect thereto), and the LBI estate, its successors, and property shall be forever discharged from any and all indebtedness or liability with respect to such claim for Administrative Expenses; and it is further

ORDERED that the Administrative Proof of Claim Form, substantially in the form annexed hereto as Annex I, and the proposed notice of the Administrative Bar Date, substantially in the form annexed hereto as Annex II (the “Administrative Bar Date Notice”), are hereby approved; and it is further

ORDERED that the following notice procedures are hereby approved:

- (a) By no later than September 25, 2013, the Trustee shall cause to be mailed an Administrative Bar Date Notice and an Administrative Proof of Claim Form to the following parties (the “Notice Parties”):
  - (i) all taxing authorities actually known to the Trustee as having filed pre-Filing Date claims against the LBI estate;
  - (ii) all vendors or other parties actually known to the Trustee as having provided services to the LBI estate;
  - (iii) SIPC, the United States Department of Treasury, the United States Attorney’s Office for the Southern District of New York, and all applicable governmental entities; and
  - (iv) all parties who have requested notice pursuant to Bankruptcy Rule 2002 and are otherwise listed on the LBI Master Service List pursuant to the Amended Case Management Order (ECF No. 3466) entered in this proceeding.
- (b) The Trustee shall cause the Administrative Proof of Claim Form and Administrative Bar Date Notice to be posted on his website ([www.lehmantrustee.com](http://www.lehmantrustee.com));

and it is further

ORDERED that the Trustee shall publish notice of the Administrative Bar Date, with any necessary modifications for ease of publication, once in *The Wall Street Journal* at least **thirty-five** days prior to the Administrative Bar Date, which publication is hereby approved and

shall be deemed good, adequate, and sufficient publication notice of the Administrative Bar Date and the procedures for filing Administrative Proofs of Claim in this case; and it is further

ORDERED that the language substantially in the form contained in the following two paragraphs shall be included in the notice publication of the Administrative Bar Date, which language is hereby approved and shall be deemed good, adequate, and sufficient publication notice of the Administrative Bar Date and the procedures for filing Administrative Proofs of Claim in this case.

To be inserted in the notice publication:

On September [ ], 2013, the Court entered an order (the “Administrative Bar Date Order”) establishing the deadline for each person or entity (including, without limitation, individuals, partnerships, corporations, joint ventures, governmental units, and trusts) to file a proof of claim for certain administrative expenses (an “Administrative Proof of Claim”) against the Lehman Brothers Inc. (“LBI”) estate on or before **October 31, 2013 at 5:00 p.m. (Eastern Time)** with respect to administrative expenses arising between September 19, 2008 and August 31, 2013 (the “Administrative Bar Date”). To obtain an Administrative Proof of Claim form and for more information as to who needs to file and the procedures to fill out an Administrative Proof of Claim, please visit [www.lehmantrustee.com](http://www.lehmantrustee.com). If you do not have internet access, an Administrative Proof of Claim form may be obtained by calling (866) 841-7868 (domestic) or (503) 597-7690 (international).

Any holder of a claim for an administrative expense who fails to file an Administrative Proof of Claim on or before the Administrative Bar Date in the appropriate form in accordance with the procedures described in this Notice for any claims for administrative expenses such claimant holds or wishes to assert against the LBI estate will be forever barred, estopped, and enjoined from asserting the claim for administrative expenses against the LBI estate (or filing any proof of claim with respect thereto), and the LBI estate, its successors, and property will be forever discharged from any and all indebtedness or liability with respect to the claim for administrative expenses;

and it is further

ORDERED that the Trustee may, in his sole discretion, publish the notice publication of the Administrative Bar Date in other newspapers, trade journals, or similar publications; and it is further

ORDERED that the Trustee is authorized and empowered to take such steps and perform such acts as may be necessary to implement and effectuate the terms of this Administrative Bar Date Order; and it is further

ORDERED that notification of the relief granted by this Administrative Bar Date Order as provided herein is fair and reasonable and will provide good, sufficient, and proper notice to all creditors of their rights and obligations in connection with claims for Administrative Expenses they may have against the LBI estate; and it is further

ORDERED that entry of this Order is without prejudice to the right of the Trustee to seek a further order of this Court fixing the date by which holders of administrative claims **not** subject to the Administrative Bar Date established herein must file such claims against the LBI estate or be forever barred from doing so; and it is further

ORDERED that nothing in this Order shall in any way extend or otherwise alter the Pre-Filing Date Claim Bar Date established in the Claims Process Order; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: New York, New York  
[\_\_\_\_\_], 2013

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HONORABLE JAMES M. PECK,  
UNITED STATES BANKRUPTCY JUDGE

**ANNEX I**

**Administrative Proof of Claim Form**



UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF NEW YORK  
 Lehman Brothers Inc. Claims Processing Center  
 c/o Epiq Bankruptcy Solutions, LLC  
 FDR Station, P.O. Box 5071  
 New York, NY 10150-5071

**ADMINISTRATIVE  
EXPENSE CLAIM**

|                             |                            |
|-----------------------------|----------------------------|
| Name of Debtor:             | Case Number:               |
| <b>Lehman Brothers Inc.</b> | <b>08-01420 (JMP) SIPA</b> |

This form should be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.

|   |  |
|---|--|
| Name of Creditor<br><i>(The person or other entity to whom the debtor owes money or property)</i> | <input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy or statement giving particulars.<br><br><input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case.<br><br><input type="checkbox"/> Check box if this address differs from the address on the envelope sent to you by the court. |
| Name and Address Where Notices Should be Sent   |  |
| Telephone No.   |  |

THIS SPACE IS FOR  
COURT USE ONLY

|  |   |
|--|---|
| ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR: | Check here <input type="checkbox"/> replaces<br>if this claim <input type="checkbox"/> amends a previously filed administrative expense<br>claim, dated _____ |
|--|---|

|   |  |
|---|--|
| 1. BASIS FOR CLAIM<br><input type="checkbox"/> Goods sold<br><input type="checkbox"/> Services performed<br><input type="checkbox"/> Money loaned<br><input type="checkbox"/> Personal injury/wrongful death<br><input type="checkbox"/> Taxes<br><input type="checkbox"/> Other (describe briefly) | <input type="checkbox"/> Wages, salaries, and compensation (Fill out below)<br>Your social security number _____<br>Unpaid compensation for services performed<br>from _____ to _____<br>(date) (date) |
|---|--|

|                           |                                      |
|---------------------------|--------------------------------------|
| 2. DATE DEBT WAS INCURRED | 3. IF COURT JUDGMENT, DATE OBTAINED: |
|---------------------------|--------------------------------------|

|   |
|---|
| 4. Pursuant to 11 U.S.C. § 503(a), "an entity may timely file a request for payment of an administrative expense, or may tardily file such request if permitted by the court for cause." 11 U.S.C. § 503(b) describes those administrative expenses which may be allowed in this proceeding |
|---|

|  |
|--|
| 5. TOTAL AMOUNT OF ADMINISTRATIVE CLAIM  |
| \$ _____   |
| <input type="checkbox"/> Check this box if claim includes charges in addition to the principal amount of the claim. Attach itemized statement of all additional charges. |

|  |  |
|--|--|
| 6. SUPPORTING DOCUMENTS: <u>Attach copies of supporting documents.</u> If the documents are not available, explain. If the documents are voluminous, attach a summary. | THIS SPACE IS FOR<br>COURT USE ONLY  |
| 7. TIME-STAMPED COPY: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.            |  |
| Date:  | Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power attorney, if any) |

## **ANNEX II**

### **Administrative Bar Date Notice**

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

In re

LEHMAN BROTHERS INC.,

Debtor.

Case No. 08-01420 (JMP) SIPA

**NOTICE OF DEADLINE FOR FILING ADMINISTRATIVE PROOFS OF CLAIM**

TO ALL PERSONS AND ENTITIES WITH A CLAIM FOR ADMINISTRATIVE EXPENSES AGAINST THE DEBTOR SET FORTH BELOW:

| Name of Debtor       | Case Number | Tax<br>Identification<br>Number | Other Names Used by Debtor in the<br>Past 8 Years |
|----------------------|-------------|---------------------------------|---|
| Lehman Brothers Inc. | 08-01420    | 13-2518466                      | None  |

PLEASE TAKE NOTICE THAT, on September \_\_, 2013, the United States Bankruptcy Court for the Southern District of New York (the “**Court**”), having jurisdiction over the SIPA liquidation of Lehman Brothers Inc. (the “**Debtor**” or “**LBI**”) entered an order (the “**Administrative Bar Date Order**”) establishing the deadline for each person or entity (including, without limitation, individuals, partnerships, corporations, joint ventures, and trusts) to file a proof of claim for certain administrative expenses (an “**Administrative Proof of Claim**”) against the LBI estate as **October 31, 2013 at 5:00 p.m. (Eastern Time)** with respect to administrative expenses arising between September 19, 2008 and August 31, 2013 (the “**Administrative Bar Date**”).

The Administrative Bar Date Order, the Administrative Bar Date, and the procedures set forth below for the filing of Administrative Proofs of Claim apply to all administrative claims against the LBI estate other than those set forth below as being specifically excluded. The Administrative Bar Date Order **does not relate to any claim that arose prior to September 19, 2008**. The deadline for asserting customer or general creditor claims that arose prior to September 19, 2008 was June 1, 2009 and any such claim is now time-barred.

**If you have any questions relating to this Notice, please contact the offices of the Trustee at (866) 841-7868 (domestic) or (503) 597-7690 (international) or by e-mail at [teamlehman@hugheshubbard.com](mailto:teamlehman@hugheshubbard.com).**

**THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM FOR ADMINISTRATIVE EXPENSES OR THAT THE TRUSTEE OR THE COURT BELIEVES THAT YOU HAVE A CLAIM FOR ADMINISTRATIVE EXPENSES.**

**YOU SHOULD NOT FILE AN ADMINISTRATIVE PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM FOR ADMINISTRATIVE EXPENSES AGAINST THE LBI ESTATE.**

**DEFINITIONS OF WHO MUST FILE AN ADMINISTRATIVE PROOF OF CLAIM ARE PROVIDED BELOW, TOGETHER WITH DEFINITIONS OF THOSE WHO NEED NOT FILE AN ADMINISTRATIVE PROOF OF CLAIM AT THIS TIME.**

**YOU SHOULD CONSULT AN ATTORNEY IF YOU HAVE ANY QUESTIONS, INCLUDING WHETHER YOU SHOULD FILE AN ADMINISTRATIVE PROOF OF CLAIM.**

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

You **MUST** file an **Administrative Proof of Claim** to obtain payment on account of **a claim for administrative expenses** arising between **September 19, 2008 and August 31, 2013** that is not one of the types of claims described in Section 2 below. Claims for administrative expenses are specifically described in sections 503 and 507 of the U.S. Bankruptcy Code.

**2. WHO NEED NOT FILE AN ADMINISTRATIVE PROOF OF CLAIM**

You need not file an Administrative Proof of Claim if:

- (a) You hold a claim for administrative expenses that has been allowed by an order of this Court entered on or before the Administrative Bar Date;
- (b) Your claim for administrative expenses has been paid or otherwise satisfied in full;
- (c) You are a professional advisor (i.e. counsel, financial advisors, accountants, claims agents) retained by the Trustee, including all counsel retained pursuant to orders of the Bankruptcy Court and the District Court, and all other professionals retained, with permission from the Securities Investor Protection Corporation (“**SIPC**”), pursuant to SIPA section 78fff-1(a)(1), and SIPC itself;
- (d) Your claim for Administrative Expenses arises after the Administrative Bar Date; and
- (e) You are a holder of a claim for administrative expenses who has already properly filed an Administrative Proof of Claim with Epiq Bankruptcy Solutions LLC (“**EPIQ**”).

If your claim for administrative expenses falls within any of the above exceptions, you do **NOT** have to file an Administrative Proof of Claim at this time. Any other person or entity with a claim for administrative expenses must file an Administrative Proof of Claim as described herein.

**3. WHEN AND WHERE TO FILE**

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

If by overnight courier or hand delivery to:

Lehman Brothers Inc. Claims Processing Center  
c/o Epiq Bankruptcy Solutions, LLC  
757 Third Avenue, 3rd Floor  
New York, New York 10017

If by first-class mail, to:

Lehman Brothers Inc. Claims Processing Center  
c/o Epiq Bankruptcy Solutions, LLC  
FDR Station, P.O. Box 5071  
New York, New York 10150-5071

Administrative Proofs of Claim will be deemed timely filed only if **actually received** by Epiq on or before the Administrative Bar Date. Administrative Proofs of Claim may **not** be delivered by facsimile, telecopy, or electronic mail transmission.

**4. WHAT TO FILE**

If you file an Administrative Proof of Claim, your filed Administrative Proof of Claim must: (i) be written in the English language; (ii) be denominated in lawful currency of the United States; (iii) conform substantially to the form provided with this Notice or located at the following website: [www.lehmantrustee.com](http://www.lehmantrustee.com) (the

“**Administrative Proof of Claim Form**”); (iv) set forth with specificity the legal and factual basis for the alleged claim for administrative expenses; (v) include supporting documentation or an explanation as to why such documentation is not available; and (vi) be **signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant.

**YOU SHOULD ATTACH TO YOUR COMPLETED PROOF OF CLAIM FORM COPIES OF ANY WRITINGS UPON WHICH YOUR CLAIM IS BASED. IF THE DOCUMENTS ARE VOLUMINOUS, YOU SHOULD ATTACH A SUMMARY.**

**5. CONSEQUENCES OF FAILURE TO FILE AN ADMINISTRATIVE PROOF OF CLAIM BY THE ADMINISTRATIVE BAR DATE**

*Except with respect to claims for administrative expenses of the type set forth in Section 2 above, any creditor who fails to file an Administrative Proof of Claim on or before the Administrative Bar Date in the appropriate form in accordance with the procedures described in this Notice for any claims for administrative expenses such creditor holds or wishes to assert against the LBI estate will be forever barred, estopped, and enjoined from asserting the claim for administrative expenses against the LBI estate (or filing any proof of claim with respect thereto), and the LBI estate, its successors, and property will be forever discharged from any and all indebtedness or liability with respect to such claim for administrative expenses.*

To obtain an Administrative Proof of Claim Form, please visit [www.lehmantrustee.com](http://www.lehmantrustee.com). If you do not have internet access, an Administrative Proof of Claim Form may be obtained by calling (866) 841-7868 (domestic) or (503) 597-7690 (international).

**If you have any questions, such as whether you should file an Administrative Proof of Claim, you should contact your own attorney. Neither the Trustee nor his attorneys can advise you in this matter.**

DATED: September \_\_, 2013  
New York, New York

BY ORDER OF THE COURT

HUGHES HUBBARD & REED LLP  
One Battery Park Plaza  
New York, New York 10004  
(212) 837-6000

ATTORNEYS FOR JAMES W. GIDDENS,  
TRUSTEE FOR THE SIPA LIQUIDATION OF  
LEHMAN BROTHERS INC.