

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE

In re: ENERGY FUTURE HOLDINGS CORP., <i>et al.</i> , Debtors.
AVENUE CAPITAL MANAGEMENT II, LP, <i>et al.</i> , Plaintiffs/Appellants, v. FIDELITY INVESTMENTS, <i>et al.</i> , Defendants/Appellees

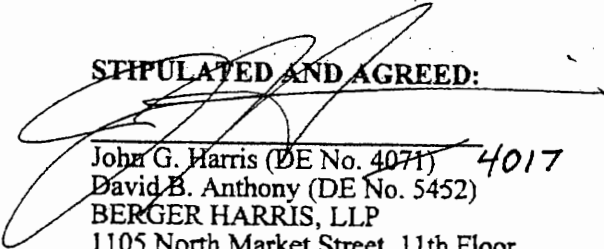
Case No. 14-10979 (CSS)  
Chapter 11  
Adv. Proc. No. 14-50797 (CSS)  
  
Civil Action No. 15-00210 (LPS)

**STIPULATION AND ORDER OF DISMISSAL WITH PREJUDICE**

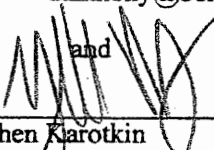
Pursuant to Rule 41 of the Federal Rules of Civil Procedure and Rule 8023 of the Federal Rules of Bankruptcy Procedure, the Plaintiffs/Appellants and the Defendants/Appellees, being all the parties who have appeared in the above-captioned action, by and through their counsel, stipulate and agree as follows:

1. The above-captioned adversary proceeding (the "Adversary Proceeding"), including the appeal pending in this Court of the *Order Dismissing Adversary Complaint* [Adv. Proc. D.I. 57], which was entered in the Adversary Proceeding on January 20, 2015 by the Honorable Christopher S. Sontchi (the "Appeal"), and all claims asserted in, related to, or arising from and in connection with the Adversary Proceeding and Appeal are hereby voluntarily dismissed with prejudice; and
2. Each of the Plaintiffs/Appellants and the Defendants/Appellees, respectively, shall bear their own costs and attorneys' fees incurred in connection with the Adversary Proceeding and the Appeal.

**STIPULATED AND AGREED:**

  
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Dated: November 12, 2015  
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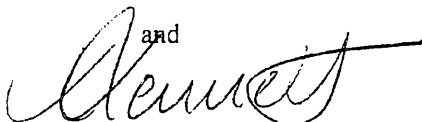
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*Counsel for Defendants/Appellees*

Dated: November 11, 2015  
Wilmington, Delaware

IT IS SO ORDERED, this 1<sup>ST</sup> day of December, 2015.

A handwritten signature in black ink, appearing to read "L.P. Stark", written over a horizontal line.

The Honorable Leonard P. Stark  
UNITED STATES DISTRICT JUDGE