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Co-Counsel for Reorganized Debtors

Co-Counsel for Reorganized Debtors

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re:

WEWORK INC., *et al.*,

Reorganized Debtors.¹

Chapter 11

Case No. 23-19865 (JKS)

(Jointly Administered)

NOTICE OF THE REORGANIZED DEBTORS' OBJECTION TO YOUR CLAIM

PLEASE TAKE NOTICE that the above- captioned debtors and debtors in possession (collectively, the "Reorganized Debtors") are objecting to your Claim(s)² pursuant to the attached objection (the "Objection").

¹ The Reorganized Debtor with an open case remaining in these chapter 11 cases (along with the last four digits of its federal tax identification number) is WeWork Inc. (4904). A complete list of each of the Reorganized Debtors whose chapter 11 cases have been closed may be obtained on the website of the Reorganized Debtor's claims and noticing agent at <https://dm.epiq11.com/WeWork>. The location of the Reorganized Debtor's principal place of business is 71 5th Avenue, 2nd Floor, New York, NY 10003; the Reorganized Debtor's service address in these chapter 11 cases is WeWork Inc. c/o Epiq Corporate Restructuring, LLC 10300 SW Allen Blvd. Beaverton, OR 97005.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Objection Procedures (as defined herein).

Important Information Regarding the Objection

YOU SHOULD LOCATE YOUR REFERENCE NUMBER OR CLAIM NUMBER AND YOUR CLAIM(S) ON THE SCHEDULES ATTACHED HERETO. PLEASE TAKE NOTICE THAT YOUR CLAIM(S) MAY BE DISALLOWED, EXPUNGED, RECLASSIFIED, REDUCED, OR OTHERWISE AFFECTED AS A RESULT OF THE OBJECTION. THEREFORE, PLEASE READ THIS NOTICE AND THE ACCOMPANYING OBJECTION VERY CAREFULLY AND DISCUSS THEM WITH YOUR ATTORNEY. IF YOU DO NOT HAVE AN ATTORNEY, YOU MAY WISH TO CONSULT ONE.

Grounds for the Objection. Pursuant to the Objection, the Debtors have objected to your Claim(s) on the grounds set forth in the Objection. The Claim(s) subject to the Objection may also be found on the schedule attached to the Objection, a copy of which has been provided with this notice.

Objection Procedures. On May 8, 2024, the United States Bankruptcy Court for the District of New Jersey (the “Court”) entered an order [Docket No. 1892] (the “Order”) approving procedures for filing and resolving objections to Claims asserted against the Debtors in these chapter 11 cases (the “Objection Procedures”), which are attached to the Order at Exhibit 1. ***Please review the Objection Procedures carefully to ensure your response to the Objection, if any, is filed and served timely and correctly. You may obtain a copy of the Order as set forth in the Additional Information section below.***

Resolving the Objection(s) to Your Claim(s)

1. Resolving Objections. Claimants that hold Claims subject to a pending Objection shall, prior to filing a response to such pending Objection, attempt to consensually resolve such Objection in good faith by contacting (i) co-counsel to the Reorganized Debtors, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn.: Ciara Foster (ciara.foster@kirkland.com), Oliver Paré (oliver.pare@kirkland.com), and Jimmy Ryan (jimmy.ryan@kirkland.com) and Kirkland & Ellis LLP, 300 North LaSalle, Chicago, IL 60654, Attn.: Connor Casas (connor.casas@kirkland.com); (ii) co-counsel to the Reorganized Debtors, Cole Schotz P.C., Court Plaza North, 25 Main Street, Hackensack, New Jersey 07601, Attn.: Michael D. Sirota, Esq. (msirota@coleschotz.com), Warren A. Usatine, Esq. (WUsatine@coleschotz.com), Ryan T. Jareck, Esq. (RJareck@coleschotz.com), and Felice R. Yudkin, Esq. (FYudkin@coleschotz.com); (iii) co-counsel to the Committee, Paul Hastings LLP, 200 Park Avenue, New York, NY 10166, Attn.: Gabe Sasson (gabesasson@paulhastings.com) and Frank Merola (frankmerola@paulhastings.com); and (iv) co-counsel to the Committee, Riker Danzig LLP, Headquarters Plaza, One Speedwell Avenue, Morristown, NJ 07962, Attn: Joseph Schwartz (jschwartz@riker.com) and Tara Schellhorn (tschellhorn@riker.com) within ten (10) calendar days following the date of the applicable Objection Notice or such other date as the Reorganized Debtors may agree in writing (email being sufficient). Please have your Proof(s) of Claim and any related material available for any such discussions.

2. Parties Required to File a Response. If you are not able to resolve the Objection filed with respect to your Claim(s) as set forth above consensually, you must file a response (each, a “Response”) with the Court in accordance with the following procedures:

3. Response Contents. Each Response must contain the following (at a minimum):

- a. a caption stating the name of the Court, the name of the Reorganized Debtors, the case number, the title of the Omnibus Objection to which the Response is directed, and, if applicable, the Proof of Claim number(s) related thereto from the Claims Register;
- b. a concise statement setting forth the reasons why the Court should not grant the Omnibus Objection with respect to such Claim, including the factual and legal bases upon which the claimant will rely in opposing the Omnibus Objection;
- c. a copy of any other documentation or other evidence of the Claim, to the extent not already included with the Proof of Claim (if applicable), upon which the claimant will rely in opposing the Omnibus Objection; *provided, however*, that the claimant need not disclose confidential, proprietary, or otherwise protected information in the Response; *provided further, however*, that the claimant shall disclose to the Reorganized Debtors all information and provide copies of all documents that the claimant believes to be confidential, proprietary, or otherwise protected and upon which the claimant intends to rely in support of its Claim, subject to appropriate confidentiality constraints; and
- d. the following contact information for the responding party:
 - i. the name, address, telephone number, and email address of the responding claimant or the claimant’s attorney or designated representative to whom the attorneys for the Reorganized Debtors should serve a reply to the Response, if any; or
 - ii. the name, address, telephone number, and email address of the party with authority to reconcile, settle, or otherwise resolve the Omnibus Objection on the claimant’s behalf.
- e. For the avoidance of doubt, a Response may also, but is not required to, include a statement that discovery is necessary to resolve the Omnibus Objection. The statement needs only to clarify that the affected claimant believes discovery is necessary, but does not need to set forth the discovery

requested. If the affected claimant includes such statement in his or her Response, such claimant must serve notice of his or her request in accordance with the below. The scheduled hearing will then be treated as a status conference during which the parties will request that the Court issue a scheduling order to discuss what, if any, discovery is necessary to facilitate dismissal or resolution of the litigation. Such notice must be provided in a separate notice.

4. Filing and Serving the Response. A Response shall be deemed timely only if it is filed with the Court and served on all of the following parties (the “Notice Parties”) so as to be actually received **by or before 4:00 p.m. (prevailing Eastern Time) on the day that is seven (7) calendar days before the Hearing (defined below) on the Objection(s) and Response(s)** (the “Response Deadline”), unless the Reorganized Debtors consent to an extension in writing:

- a. Reorganized Debtors’ Counsel. (i) Co-counsel to the Reorganized Debtors, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn.: Ciara Foster (ciara.foster@kirkland.com), Oliver Paré (oliver.pare@kirkland.com), and Jimmy Ryan (jimmy.ryan@kirkland.com) and Kirkland & Ellis LLP, 300 North LaSalle, Chicago, IL 60654, Attn.: Connor Casas (connor.casas@kirkland.com); and (ii) co-counsel to the Reorganized Debtors, Cole Schotz P.C., Court Plaza North, 25 Main Street, Hackensack, New Jersey 07601, Attn.: Michael D. Sirota, Esq. (msirota@coleschotz.com), Warren A. Usatine, Esq. (WUsatine@coleschotz.com), Ryan T. Jareck, Esq. (RJareck@coleschotz.com), and Felice R. Yudkin, Esq. (FYudkin@coleschotz.com);
- b. Committee Counsel. (i) Co-counsel to the Committee, Paul Hastings LLP, 200 Park Avenue, New York, NY 10166, Attn.: Gabe Sasson (gabesasson@paulhastings.com) and Frank Merola (frankmerola@paulhastings.com); and (ii) co-counsel to the Committee, Riker Danzig LLP, Headquarters Plaza, One Speedwell Avenue, Morristown, NJ 07962, Attn: Joseph Schwartz (jschwartz@riker.com) and Tara Schellhorn (tschellhorn@riker.com); and
- c. U.S. Trustee. Office of the United States Trustee for the District of New Jersey, One Newark Center, Suite 2100, Newark, NJ 07102, Attn.: Fran Steele (Fran.B.Steele@usdoj.gov) and Peter D’Auria (Peter.DAuria@usdoj.gov).

5. Failure to Respond. A Response that is not filed with the Court and served in accordance with the procedures set forth herein on or before the Response Deadline or such other date as agreed with the Reorganized Debtors, in accordance with the procedures set forth herein, may not be considered at the Hearing before the Court. **Absent reaching an agreement with the Reorganized Debtors in writing (email being sufficient) resolving the Omnibus Objection to a Claim, failure to both timely file and serve a Response as set forth herein may result in the**

Court granting the Omnibus Objection without further notice or hearing. Affected creditors shall be served with such order once it has been entered.

Hearing on the Objection

6. **Date, Time, and Location.** A hearing (the “Hearing”) on the Objection will be held on **March 11, 2025, at 10:00 a.m.**, prevailing Eastern Time, before the Honorable John K. Sherwood, United States Bankruptcy Judge for the District of New Jersey. The Hearing will be conducted virtually using Zoom for Government. To the extent parties wish to present their argument at the Hearing, a request for “Presenter Status” must be submitted to the Court at least one (1) business day prior to the Hearing by emailing Chambers (chambers_of_jks@njb.uscourts.gov) and providing the following information: (i) name of presenter, (ii) email address of presenter, (iii) presenter’s connection to the case, and/or (iv) what party or interest the presenter represents. If the request is approved, the presenter will receive appropriate Zoom credentials and further instructions via email. The Hearing may be adjourned to a subsequent date in these cases in the Court’s or Reorganized Debtors’ discretion. You must attend the Hearing if you disagree with the Objection and have filed a Response that remains unresolved prior to the Hearing. If such Claims cannot be resolved and a hearing is determined to be necessary, the Reorganized Debtors shall file with the Court and serve on the affected claimants a notice of the Hearing to the extent the Reorganized Debtors did not file a notice of Hearing previously.

7. **Reply to a Response.** The Reorganized Debtors shall be permitted to file a reply to any Response no later than one (1) business day before the Hearing with respect to the relevant Notice of Satisfaction.

8. **Discovery.** If the Reorganized Debtors determine that discovery is necessary in advance of a Hearing on an Omnibus Objection, the Reorganized Debtors shall serve notice on the affected claimant and its counsel of record that the scheduled Hearing shall be treated as a status conference during which the parties shall request that the Court issue a scheduling order to facilitate dismissal or resolution of the litigation. Such notice may be incorporated into the initial agenda letter for the hearing or may be provided in a separate notice. Unless otherwise agreed between the Reorganized Debtors and the applicable claimant, the first Hearing on any contested Omnibus Objection with respect to a particular Claim will not be an evidentiary Hearing, and there is no need for any witnesses to appear at such Hearing unless the Court orders otherwise.

Additional Information

9. Copies of these procedures, the Order, the Motion, or any other pleadings filed in these chapter 11 cases are available for free online at <https://dm.epiq11.com/WeWork>. Copies of these documents may also be obtained upon written request to Epiq, the Reorganized Debtors’ Notice and Claims Agent by (i) accessing the Reorganized Debtors’ restructuring website at <https://dm.epiq11.com/WeWork>; (ii) writing to WeWork Inc. Ballot Processing, c/o Epiq Corporate Restructuring, LLC, 10300 SW Allen Blvd., Beaverton, OR 97005; (iii) emailing WeWorkinfo@epiqglobal.com; or (iv) calling the balloting agent at the following number: (877) 959-5845 (U.S. /Canada Toll-Free), +1 (503) 852-9067 (International).

Reservation of Rights

10. NOTHING IN ANY NOTICE SHALL BE DEEMED TO CONSTITUTE A WAIVER OF ANY RIGHTS OF THE REORGANIZED DEBTORS OR ANY OTHER PARTY IN INTEREST TO DISPUTE ANY CLAIMS, ASSERT COUNTERCLAIMS, EXERCISE RIGHTS OF OFFSET OR RECOUPMENT, RAISE DEFENSES, OBJECT TO ANY CLAIMS ON ANY GROUNDS NOT PREVIOUSLY RAISED IN AN OBJECTION (UNLESS THE COURT HAS ALLOWED THE CLAIM OR ORDERED OTHERWISE), OR SEEK TO ESTIMATE ANY CLAIM AT A LATER DATE. AFFECTED PARTIES WILL BE PROVIDED APPROPRIATE NOTICE THEREOF AT SUCH TIME.

Dated: February 7, 2025

/s/ Michael D. Sirota

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**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re:

WEWORK INC., *et al.*,

Reorganized Debtors.¹

Chapter 11

Case No. 23-19865 (JKS)

(Jointly Administered)

**THE REORGANIZED DEBTORS' SEVENTH OMNIBUS OBJECTION TO CERTAIN
ADMINISTRATIVE, SECURED, AND PRIORITY CLAIMS**

TO THE HONORABLE JOHN K. SHERWOOD,
JUDGE, UNITED STATES BANKRUPTCY COURT:

The above-captioned reorganized debtors (the “Reorganized Debtors”), by and through its undersigned counsel, hereby files this seventh omnibus objection (the “Objection”), seeking entry of an order, substantially in the form attached hereto as **Exhibit A** (the “Proposed Order”),

¹ The Reorganized Debtor with an open case remaining in these chapter 11 cases (along with the last four digits of its federal tax identification number) is WeWork Inc. (4904). A complete list of each of the Reorganized Debtors whose chapter 11 cases have been closed may be obtained on the website of the Reorganized Debtor’s claims and noticing agent at <https://dm.epiq11.com/WeWork>. The location of the Reorganized Debtor’s principal place of business is 71 5th Avenue, 2nd Floor, New York, NY 10003; the Reorganized Debtor’s service address in these chapter 11 cases is WeWork Inc. c/o Epiq Corporate Restructuring, LLC 10300 SW Allen Blvd. Beaverton, OR 97005.

overruling and disallowing the putative administrative and cure claims listed on **Schedule 1** for which a motion or objection was filed with the Court (the “**No Liability Settled Claims**”). The Reorganized Debtors have (a) reached an agreement in principle, or (b) are in the process of negotiating a resolution, with each holder of a No Liability Settled Claims. The Reorganized Debtors file this Objection solely out of an abundance of caution, and respectfully represents as follows:

JURISDICTION AND VENUE

1. The United States Bankruptcy Court for the District of New Jersey (this “**Court**”) has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157(a)-(b) and 1334(b) the *Standing Order of Reference to the Bankruptcy Court Under Title 11* of the United States District Court for the District of New Jersey, dated September 18, 2012 (Simandle, C.J.). This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b).

2. Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The bases for the relief requested herein are section 502 of title 11 of the United States Code (the (“**Bankruptcy Code**”), Rule 3007 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 3007 of the Local Rules of the United States Bankruptcy Court for the District of New Jersey (the “**Local Rules**”).

BACKGROUND

A. The Chapter 11 Cases

4. On November 6, 2023 (the “**Petition Date**”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code (the “**Chapter 11 Cases**”).²

² A detailed description of the Reorganized Debtors and their businesses, including the facts and circumstances giving rise to the Reorganized Debtors’ chapter 11 cases, is set forth in the *Declaration of David*

5. On May 30, 2024, the Court confirmed the Plan and entered the *Findings of Fact, Conclusions of Law, and Order (I) Approving the Debtors' Disclosure Statement and (II) Confirming the Third Amended Joint Chapter 11 Plan of Reorganization of WeWork Inc. and Its Debtor Subsidiaries* [Docket No. 2060] (the "Confirmation Order").³ The Confirmation Order is final, non-appealable, and not subject to any pending appeal.

6. On June 11, 2024, the Reorganized Debtors substantially consummated the transactions contemplated under the Plan, and the Effective Date occurred.⁴

B. The Claims Reconciliation Process

7. Pursuant to the Plan, the Reorganized Debtors are empowered to, among other things, control and effectuate the claims reconciliation process with respect to the Administrative Claims, including by objecting to, seeking to reclassify, and reconciling or settling any Administrative Claims. Since the Effective Date, the Reorganized Debtors have been working diligently on multiple open issues relating to the consummation of the Plan, including analyzing and reconciling Administrative Claims and other Claims filed against the Reorganized Debtors' estates.

RELIEF REQUESTED

8. By this Objection, the Reorganized Debtors object to the putative Administrative Claims set forth on Schedule 1 to the Proposed Order pursuant to section 502(b) of the Bankruptcy Code, Bankruptcy Rule 3007, and the Claims Objection Procedures Order. The

Tolley, Chief Executive Officer of WeWork Inc., in Support of Chapter 11 Petitions and First Day Motions [Docket No. 21] (the "First Day Declaration").

³ Capitalized terms used but not defined herein shall have the meaning ascribed to such terms in the Confirmation Order and the Plan (as defined in the Confirmation Order), as applicable.

⁴ See *Notice of (I) Entry of an Order Confirming the Third Amended Joint Chapter 11 Plan of Reorganization of WeWork Inc. and Its Debtor Subsidiaries and (II) Occurrence of Effective Date (Further Technical Modifications)* [Docket No. 2099].

Reorganized Debtors respectfully request entry of the Proposed Order overruling and disallowing the No Liability Scheduled Claims on Schedule 1 to the Proposed Order.

OBJECTION

9. A party moving for administrative expense priority treatment bears a heavy burden to establish entitlement to priority treatment. *Howard Delivery Serv., Inc. v. Zurich Am. Ins. Co.*, 547 U.S. 651, 667 (2006) (“To give priority to a claimant not clearly entitled thereto is not only inconsistent with the policy of equality of distribution; it dilutes the value of the priority for those creditors Congress intended to prefer.”) (citation omitted); *Calpine Corp. v. O’Brien Env’tl. Energy, Inc. (In re O’Brien Env’tl. Energy, Inc.)*, 181 F.3d 527, 533 (3d Cir. 1999) (“A party seeking payment of costs and fees as an administrative expense must . . . carry the heavy burden of demonstrating that the costs and fees for which it seeks payment provided an actual benefit to the estate and that such costs and expenses were necessary to preserve the value of the estate assets.”) (citation omitted); *In re Bernard Techs., Inc.*, 342 B.R. 174, 177 (Bankr. D. Del. 2006) (“In order to hold administrative expenses to a minimum and to maximize the value of the bankruptcy estate, section 503(b) is narrowly construed.”) (citing *Burlington N. R.R. Co. v. Dant & Russell, Inc. (In re Dant & Russell, Inc.)*, 853 F.2d 700, 706 (9th Cir.1988)); *Woburn Assocs. v. Kahn (In re Hemingway Transp., Inc.)*, 954 F.2d 1, 4-5 (1st Cir. 1992) (“The traditional presumption favoring ratable distribution among all holders of unsecured claims counsels strict construction of the Bankruptcy Code provisions governing requests for priority payment of administrative expenses.”) (citing *S. Ry. Co. v. Johnson Bronze Co.*, 758 F.2d 137 (3d Cir. 1985)). To meet its burden, a party moving for payment of an administrative priority claim generally must demonstrate that the claim (i) arises from a post-petition transaction between the party claiming the administrative priority and debtor in possession, and (ii) conferred benefit

upon the bankruptcy estate. *See In re Energy Future Holdings Corp.*, 990 F.3d 728, 741 (3d Cir. 2021) (*citing In re Women First Healthcare, Inc.*, 332 B.R. 115, 121 (Bankr. D. Del. 2005)).

10. The Reorganized Debtors have either negotiated a settlement with the holders of putative Administrative Claims identified on Schedule 1 or expect to do so in the near term. Solely to preserve their ability to object to the Administrative Claims on substantive grounds should final documentation not be agreed or settlements not be reached, the Debtors hereby object to the No Liability Settled Claims. The Debtors reserve the right to schedule a hearing with the Court to adjudicate the No Liability Settled Claims, in accordance with the Plan.

RESERVATION OF RIGHTS

11. The Reorganized Debtors hereby reserve their right to amend, modify, and supplement this Seventh Omnibus Claims Objection, prior to the hearing before the Court on this Seventh Omnibus Claims Objection, if any; *provided, however*, that nothing in this Seventh Omnibus Claims Objection shall affect the Reorganized Debtors' or the GUC Trustee's right to object to any other proof of claim at a future date on a basis other than as set forth in this Seventh Omnibus Claims Objection as permitted by bankruptcy and nonbankruptcy law, subject to any limitations set forth in the Local Rules or in the Order.

12. Notwithstanding anything to the contrary herein, nothing contained in this Seventh Omnibus Claims Objection or any actions taken pursuant to any order granting the relief requested by this Seventh Omnibus Claims Objection is intended or should be construed as (a) an implication or admission as to the amount of, basis for, or validity of any particular claim against the Seventh Claims Objection under the Bankruptcy Code or other applicable nonbankruptcy law; (b) a waiver of the Reorganized Debtors', the GUC Trustee's, or any other party in interest's rights to dispute any particular claim on any grounds; (c) a promise or

requirement to pay any particular claim; (d) an implication, admission, or finding that any particular claim is an administrative expense claim, other priority claim or otherwise of a type specified or defined in this Seventh Omnibus Claims Objection or any order granting the relief requested by this Seventh Omnibus Claims Objection; (e) a request or authorization to assume, adopt, or reject any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; (f) an admission by the Reorganized Debtors as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Reorganized Debtors' estates; (g) a waiver or limitation of the Reorganized Debtors', the GUC Trustee's, or any other party in interest's claims, causes of action, or other rights under the Bankruptcy Code or any other applicable law; (h) an approval, assumption, adoption, or rejection of any agreement, contract, lease, program, or policy under section 365 of the Bankruptcy Code; (i) a concession by the Reorganized Debtors that any liens (contractual, common law, statutory, or otherwise) that may be satisfied pursuant to the relief requested in this Seventh Omnibus Claims Objection are valid, and the rights of all parties in interest are expressly reserved to contest the extent, validity, or perfection or seek avoidance of all such liens; or (j) otherwise affecting the Reorganized Debtors' rights under section 365 of the Bankruptcy Code to assume or reject any executory contract or unexpired lease.

SEPARATE CONTESTED MATTERS

13. Each of the Claims objected to by the Reorganized Debtors in the Objection constitutes a separate contested matter under Bankruptcy Rule 9014. The Reorganized Debtors respectfully request that any order entered by the Court with respect to an objection asserted in this Objection shall be deemed a separate order with respect to each claim.

WAIVER OF MEMORANDUM OF LAW

14. The Reorganized Debtors respectfully requests that the Court waive the requirement set forth in Local Rule 9013-1(a)(3) that any motion be accompanied by a memorandum of law stating the legal basis of the relief requested because the legal basis upon which the Reorganized Debtors rely is incorporated herein.

NO PRIOR REQUEST

15. No prior request for the relief sought in the Objection has been made to this or any other court.

NOTICE

16. Reorganized Debtors will provide notice of this Motion to the following parties or their respective counsel: (a) the U.S. Trustee for the District of New Jersey; (b) the Committee; (c) the UCC Settlement Trustee; (d) Davis Polk & Wardwell LLP and Greenberg Traurig, LLP, as counsel to the Ad Hoc Group; (e) Weil, Gotshal & Manges LLP and Wollmuth Maher & Deutsch LLP, as counsel to the SoftBank Parties; (f) Cooley LLP, as counsel to Cupar Grimmond, LLC; (g) the agents under each of the Reorganized Debtors' prepetition secured credit facilities and counsel thereto; (h) the office of the attorney general for each of the states in which the Reorganized Debtors operate; (i) the United States Attorney's Office for the District of New Jersey; (j) the Securities and Exchange Commission; (k) the Internal Revenue Service; (l) the monitor in the CCAA proceeding and counsel thereto; (m) any party that has requested notice pursuant to Bankruptcy Rule 2002; and (n) the parties listed on Schedule 1 to the Proposed Order. In light of the nature of the relief requested, no other or further notice need be given.

CONCLUSION

WHEREFORE, for the reasons stated herein, the Reorganized Debtors respectfully request that the Court enter an order, substantially in the form attached hereto as **Exhibit A**, granting the relief requested in the Objection and such other and further relief as the Court deems just and proper.

Dated: February 7, 2025

/s/ Michael D. Sirota

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Co-Counsel for Reorganized Debtors

EXHIBIT A

Proposed Order

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

Caption in Compliance with D.N.J. LBR 9004-1(b)

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Co-Counsel for Reorganized Debtors

In re:

WEWORK INC., *et al.*,

Reorganized Debtors.¹

Chapter 11

Case No. 23-19865 (JKS)

(Jointly Administered)

¹ The Reorganized Debtor with an open case remaining in these chapter 11 cases (along with the last four digits of its federal tax identification number) is WeWork Inc. (4904). A complete list of each of the Reorganized Debtors whose chapter 11 cases have been closed may be obtained on the website of the Reorganized Debtor's claims and noticing agent at <https://dm.epiq11.com/WeWork>. The location of the Reorganized Debtor's principal place of business is 71 5th Avenue, 2nd Floor, New York, NY 10003; the Reorganized Debtor's service address in these chapter 11 cases is WeWork Inc. c/o Epiq Corporate Restructuring, LLC 10300 SW Allen Blvd. Beaverton, OR 97005.

**ORDER GRANTING THE REORGANIZED DEBTORS' SEVENTH
OMNIBUS OBJECTION TO CERTAIN ADMINISTRATIVE,
SECURED, AND PRIORITY CLAIMS**

The relief set forth on the following pages, numbered three (3) through five (5), is hereby
ORDERED.

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Debtors: WeWork Inc., *et al.*

Case Nos. 23-19865 (JKS)

Caption of Order: ORDER GRANTING THE REORGANIZED DEBTORS' SEVENTH OMNIBUS OBJECTION TO CERTAIN ADMINISTRATIVE, SECURED, AND PRIORITY CLAIMS

Upon consideration of the *Reorganized Debtors' Seventh Omnibus Objection to Certain Administrative, Secured, and Priority Claims* (the "Objection")¹ on behalf of above-captioned reorganized debtors (the "Reorganized Debtors"), and the Court having jurisdiction over this core proceeding under 28 U.S.C. §§ 157 and 1334; and venue of this matter in the District of New Jersey being proper under 28 U.S.C. §§ 1408 and 1409; and the Court having reviewed the Objection, the Claims listed on Schedule 1 hereto, any responses to the Objection, and any replies to those responses; and due notice of the Objection having been provided; and it appearing that no other or further notice of the Objection need be provided; and the Court having found and determined that the relief sought in the Objection and granted herein is in the best interests of the Reorganized Debtors, their estate and creditors, and all parties in interest, and that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor

IT IS HEREBY ORDERED THAT:

1. The Objection is **GRANTED** as forth herein.
2. Each No Liability Settled Claim listed on Schedule 1 hereto is hereby overruled and disallowed.
3. The Reorganized Debtors are authorized to take any action necessary or appropriate to give effect to this Order and the relief granted therein.

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Objection.

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Debtors: WeWork Inc., *et al.*

Case Nos. 23-19865 (JKS)

Caption of Order: ORDER GRANTING THE REORGANIZED DEBTORS' SEVENTH OMNIBUS OBJECTION TO CERTAIN ADMINISTRATIVE, SECURED, AND PRIORITY CLAIMS

4. Epiq Corporate Restructuring, LLC, the Court-appointed claims agent in the Chapter 11 Case, is hereby authorized and directed to make such revisions to the official claims register as are necessary to reflect the relief granted in this Order.

5. The Reorganized Debtors, their estates, the GUC Trustee, any successors thereto, and any other party in interest shall retain and shall have the right to object in the future to any of the Claims listed on Schedule 1 on any additional grounds, and the Reorganized Debtors shall retain and shall have the right to amend, modify and/or supplement the Objection as may be necessary.

6. The Reorganized Debtors' objection to each Claim addressed in the Objection constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate order with respect to each Claim. Any stay of this Order pending appeal by any of the claimants subject to this Order shall only apply to the contested matter which involves such claimant and shall not act to stay the applicability and/or finality of this Order with respect to the other contested matters covered hereby.

7. This Order is without prejudice rights of the Reorganized Debtors, the Reorganized Debtors' estates, the GUC Trustee, any successors thereto, and any other party in interest to object to any other claim filed in the Chapter 11 Cases.

8. The requirement set forth in Local Rule 9013-1(a)(3) that any motion or other request for relief be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Objection or otherwise waived.

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Debtors: WeWork Inc., *et al.*

Case Nos. 23-19865 (JKS)

Caption of Order: ORDER GRANTING THE REORGANIZED DEBTORS' SEVENTH OMNIBUS OBJECTION TO CERTAIN ADMINISTRATIVE, SECURED, AND PRIORITY CLAIMS

9. The Court shall retain jurisdiction over the claimants whose claims are subject to the Objection with respect to any matter arising from or related to the Objection or this Order, including the interpretation, enforcement and implementation of the Order.

10. Notwithstanding anything in the Federal Rules of Bankruptcy Procedure to the contrary, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

SCHEDULE 1

CLAIMANT	MOTION/CURE OBJECTION	DOCKET NO.
Crown Castle Fiber LLC	Crown Castle Fiber LLC's Limited Objection/Cure Objection and Reservation of Rights Regarding Debtors' Third Amended Joint Chapter 11 Plan of Reorganization of WeWork, Inc. and its Debtor Subsidiaries	2029
Lightpath LLC, a/k/a Cablevision Lightpath LLC	Lightpath LLC's Limited Objection/Cure Objection and Reservation of Rights Regarding Debtors' Third Amended Joint Chapter 11 Plan of Reorganization of WeWork, Inc. and its Debtor Subsidiaries	2020
Lincoln Street Property Owner, LLC	Lincoln Street Property Owner, LLC's Motion for Entry of an Order Allowing Administrative Expense Claim	2213
Oracle America, Inc.	Oracle America, Inc.'s Cure Objection and Reservation of Rights Regarding Debtors' Third Amended Joint Chapter 11 Plan of Reorganization of WeWork, Inc. and its Debtor Subsidiaries	2000
Oracle America, Inc.	Oracle America, Inc.'s Cure Objection and Reservation of Rights Regarding Debtors' Third Amended Joint Chapter 11 Plan of Reorganization of WeWork, Inc. and its Debtor Subsidiaries	2001