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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

In re: HIGHLAND CAPITAL MANAGEMENT, L.P.,[1] Reorganized Debtor.	Chapter 11 Case No. 19-34054-sgj11
In re: CHARITABLE DAF FUND, L.P., AND CLO HOLDCO LTD., Plaintiffs, vs. HIGHLAND CAPITAL MANAGEMENT, L.P., HIGHLAND HCF ADVISOR, LTD., AND HIGHLAND CLO FUNDING, LTD. Defendants.	Adv. Pro. No. 21-03067-sgj

[1] The Reorganized Debtor's last four digits of its taxpayer identification number are (8357). The headquarters and service address for the Reorganized Debtor is 100 Crescent Court, Suite 1850, Dallas, TX 75201.

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DEFENDANT HIGHLAND CAPITAL MANAGEMENT, L.P.'S
RENEWED MOTION TO DISMISS COMPLAINT

Highland Capital Management, L.P. ("Highland"), a defendant in the above-captioned adversary proceeding, by and through its undersigned counsel, files this renewed motion (the "Motion") seeking entry of an order dismissing the *Original Complaint* [Docket No. 1] (the "Complaint") filed by Plaintiffs Charitable DAF Fund, L.P. (the "DAF") and CLO Holdco, Ltd. ("CLOH") (together, "Plaintiffs"). In support of its Motion, Highland states as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction over the Motion pursuant to 28 U.S.C. §§ 157 and 1334.

2. This is a core proceeding pursuant to 28 U.S.C. 157(b).

3. Venue is proper in this district pursuant to 28 U.S.C. § 1409.

RELIEF REQUESTED

4. Highland requests that this Court issue the proposed form of order attached as **Exhibit A** (the "Proposed Order") pursuant to Rule 12(b) of the Federal Rules of Civil Procedure, made applicable herein by Rule 7012 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules").

5. For the reasons set forth more fully in the *Memorandum of Law in Support of Defendant Highland Capital Management, L.P.'s Renewed Motion to Dismiss Complaint* (the "Memorandum of Law") filed contemporaneously with this Motion, Highland requests that the Court: (a) dismiss the Complaint in its entirety and (b) grant Highland such other and further relief as the Court deems just and proper under the circumstances.

6. In accordance with Rule 7007-1(g) of the *Local Bankruptcy Rules of the United States Bankruptcy Court for the Northern District of Texas*, contemporaneously herewith and in support of this Motion, Highland is filing: (a) its Memorandum of Law, and (b) the *Appendix in*

Support of Defendant Highland Capital Management L.P.'s Renewed Motion to Dismiss the Complaint (the "Appendix") together with the exhibits annexed thereto.

7. Based on the exhibits annexed to the Appendix, and the arguments contained in the Memorandum of Law, Highland is entitled to the relief requested herein as set forth in the Proposed Order.

8. Notice of this Motion has been provided to all parties. Highland submits that no other or further notice need be provided.

WHEREFORE, Highland respectfully requests that the Court (i) enter the Proposed Order substantially in the formed annexed hereto as **Exhibit A** granting the relief requested herein, and (ii) grant Highland such other and further relief as the Court may deem proper.

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Dated: October 14, 2022

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EXHIBIT A

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

In re: HIGHLAND CAPITAL MANAGEMENT, L.P.,[1] Reorganized Debtor.	Chapter 11 Case No. 19-34054-sgj11
In re: CHARITABLE DAF FUND, L.P., AND CLO HOLDCO LTD., Plaintiffs, vs. HIGHLAND CAPITAL MANAGEMENT, L.P., HIGHLAND HCF ADVISOR, LTD., AND HIGHLAND CLO FUNDING, LTD. Defendants.	Adv. Pro. No. 21-03067-sgj

ORDER GRANTING DEFENDANT HIGHLAND CAPITAL MANAGEMENT, L.P.'S RENEWED MOTION TO DISMISS COMPLAINT

[1] The Reorganized Debtor's last four digits of its taxpayer identification number are (8357). The headquarters and service address for the Reorganized Debtor is 100 Crescent Court, Suite 1850, Dallas, TX 75201.

Before the Court is *Defendant Highland Capital Management L.P.'s Renewed Motion to Dismiss Complaint* [Docket No. __] (the "Motion"). Having considered: (a) the Motion; (b) the *Memorandum of Law in Support of Defendant Highland Capital Management, L.P.'s Renewed Motion to Dismiss Complaint* [Docket No. __] (the "Memorandum of Law");[2] and (c) the *Appendix in Support of Defendant Highland Capital Management, L.P.'s Renewed Motion to Dismiss Complaint* [Docket No. __] (the "Appendix") and the exhibits annexed thereto; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334 and 28 U.S.C. § 157; and this Court having found that venue of this proceeding and the Motion in this District is proper pursuant to 28 U.S.C. § 1409; and this Court having found that (a) Counts 2 and 5 are barred by judicial estoppel, and (b) the Complaint should be dismissed in its entirety because the Complaint fails to allege any Claim for relief that is plausible for relief under Rule 12(b)(6) of the Federal Rules of Civil Procedure, made applicable in this adversary proceeding pursuant to Rule 7012 of the Federal Rules of Bankruptcy Procedure; and this Court having found that the Highland's notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and that no other notice need be provided; and this Court having determined that the legal and factual bases set forth in the Motion establish good cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor and for the reasons set forth in the record on this Motion, it is **HEREBY ORDERED THAT**:

1. The Motion is **GRANTED** as set forth herein.
2. The Complaint is dismissed in its entirety.

###End of Order###

[2] Capitalized terms not otherwise defined in this Order shall have the meanings ascribed to them in the Memorandum of Law.