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

<i>In re</i> MARKEL CATCO REINSURANCE FUND LTD. Debtor in a Foreign Proceeding.	Chapter 15 Case No. 21-11733 (LGB) (Joint Administration Requested)
<i>In re</i> CATCO REINSURANCE OPPORTUNITIES FUND LTD. Debtor in a Foreign Proceeding.	Chapter 15 Case No. 21-11734 (LGB) (Joint Administration Requested)
<i>In re</i> MARKEL CATCO INVESTMENT MANAGEMENT LTD.	Chapter 15 Case No. 21-11735 (LGB)

Debtor in a Foreign Proceeding.	(Joint Administration Requested)
<i>In re</i>	Chapter 15
MARKEL CATCO RE LTD.	Case No. 21-11736 (LGB)
Debtor in a Foreign Proceeding.	(Joint Administration Requested)

**MOTION FOR ENTRY OF AN ORDER
(I) DIRECTING JOINT ADMINISTRATION OF THE
DEBTORS' CHAPTER 15 CASES AND (II) AUTHORIZING THE FOREIGN
REPRESENTATIVES TO FILE CONSOLIDATED LISTS OF INFORMATION**

Simon Appell of AlixPartners UK LLP and John C. McKenna of Finance & Risk Services Ltd., in their capacities as the joint provisional liquidators and authorized foreign representatives (in such capacities, the “**JPLs**” or the “**Foreign Representatives**”) of the above-captioned foreign debtors (collectively, the “**Debtors**”) seeking recognition of liquidation proceedings (the “**Provisional Liquidation Proceedings**”) under Part XIII of the Companies Act 1981 (as amended, the “**Bermuda Companies Act**”), currently pending before the Supreme Court of Bermuda (the “**Bermuda Court**”), and proposed reorganization proceedings concerning schemes of arrangement under section 99 of the Bermuda Companies Act (the “**Schemes**”) that will be filed before the Bermuda Court (the “**Scheme Proceedings**,” and together with the Provisional Liquidation Proceedings, the “**Bermuda Proceedings**”), by and through their undersigned counsel, respectfully submit this motion (this “**Motion**”)¹ and represent as follows:

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the *Verified Petition for (I) Recognition of Foreign Main Proceedings, (II) Recognition of Foreign Representatives, and (III) Certain Related Relief* (the “**Verified Petition**”), filed contemporaneously herewith.

RELIEF REQUESTED

1. The Foreign Representatives respectfully request entry of an order, substantially in the form attached as **Exhibit A** hereto (the “**Proposed Order**”), (a) directing the joint administration of the Debtors’ chapter 15 cases (the “**Chapter 15 Cases**”) for procedural purposes only and (b) authorizing the Foreign Representatives to file consolidated lists of information required by Bankruptcy Rule 1007(a)(4).

2. Specifically, the Foreign Representatives request that the Court maintain one file and one docket for the Chapter 15 Cases under the case of Markel CATCo Reinsurance Fund Ltd., and that the Chapter 15 Cases be administered under the following caption:

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

In re

MARKEL CATCO REINSURANCE FUND
LTD., *et al.*,

Debtors in Foreign Proceedings.¹

Chapter 15

Case No. 21-11733 (LGB)

(Jointly Administered)

^{1.} The Debtors are Bermuda companies registered with the Registrar of Companies in Bermuda. The Debtors’ respective registration numbers are as follows: Markel CATCo Reinsurance Fund Ltd. (50599); CATCo Reinsurance Opportunities Fund Ltd. (44855); Markel CATCo Investment Management Ltd. (50576); Markel CATCo Re Ltd. (50602). Each of the Debtors has its registered office located at Crawford House, 50 Cedar Avenue, Hamilton HM11, Bermuda.

3. The Foreign Representatives further request that the Court order that the foregoing caption satisfies the requirements set forth in Bankruptcy Code section 342(c)(1).

4. In addition, the Foreign Representatives request that the Court authorize and direct that a notation similar to the following be entered on the docket for each Debtor’s chapter 15 case (except in the case of Markel CATCo Reinsurance Fund Ltd.) to reflect the joint administration of the Chapter 15 Cases:

An order has been entered in this case consolidating this case with the case of Markel CATCo Reinsurance Fund Ltd., in Case No. 21-11733 (LGB) for procedural purposes only and providing for the joint administration in accordance with the terms thereof. The docket in Case No. 21-11733 (LGB) should be consulted for all matters affecting this case.

5. The Foreign Representatives also request that the Court authorize them to use a combined service list for the jointly administered cases and that combined notices be sent to the Debtors' creditors and other parties-in-interest, as applicable.

JURISDICTION AND VENUE

6. This Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference M-431*, dated January 31, 2012 (Preska, C.J.). This matter is a core proceeding under 28 U.S.C. § 157(b)(2)(P). Venue is proper under 28 U.S.C. § 1410.

7. The Chapter 15 Cases have been properly commenced pursuant to section 1504 of title 11 of the United States Code (the “**Bankruptcy Code**”) by the filing of voluntary petitions for relief for recognition of the Bermuda Proceedings under Bankruptcy Code section 1515 on behalf of the Debtors (the “**Chapter 15 Petitions**”).

8. The legal predicates for the relief requested herein are Bankruptcy Code sections 101(2) and 105(a), and rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”).

BACKGROUND

9. On September 27, 2021, the Debtors commenced the Provisional Liquidation Proceedings by filing winding-up petitions (the “**Winding-Up Petitions**”) with the Bermuda Court seeking the appointment of the JPLs as joint and several provisional liquidators of the Debtors with limited “light-touch” powers.

10. On the date hereof (the “**Petition Date**”), the Foreign Representatives filed the Chapter 15 Petitions. A description of the Debtors’ business and the events leading up to the commencement of the Bermuda Proceedings and the Chapter 15 Cases is included in (a) the Verified Petition; (b) the *Declaration of Simon Appell in Support of the Verified Petition for (I) Recognition of Foreign Main Proceedings, (II) Recognition of Foreign Representatives, and (III) Certain Related Relief* (the “**Appell Declaration**”); and (c) the *Declaration of Kehinde George in Support of the Verified Petition for (I) Recognition of Foreign Main Proceedings, (II) Recognition of Foreign Representatives, and (III) Certain Related Relief* (the “**George Declaration**”); each filed contemporaneously herewith and incorporated herein by reference.

BASIS FOR RELIEF REQUESTED AND APPLICABLE AUTHORITY

I. Joint Administration Is Appropriate in These Chapter 15 Cases.

11. An order of joint administration concerns the routine administration of multiple cases and may be entered by the Court on an *ex parte* basis. Bankruptcy Rule 1015(b) provides, in relevant part, “[i]f a joint petition or two or more petitions are pending in the same court by or against . . . a debtor and an affiliate, the court may order a joint administration of the estates.” Fed. R. Bankr. P. 1015(b).

12. As set forth in the Chapter 15 Petitions and the Appell Declaration, the Debtors are “affiliates” as such term is defined in Bankruptcy Code section 101(2) and as used in Bankruptcy Rule 1015(b).

13. Joint administration will be an administrative convenience for the Court, the clerk’s office, and other interested parties. Entry of an order directing joint administration of these Chapter 15 Cases will avoid duplicative notices and motions, thereby saving the Debtors, the Foreign Representatives, and all other parties-in-interest considerable time and expense. This Motion will

not adversely affect the rights of interested parties because it requests only administrative consolidation of these Chapter 15 Cases. Joint administration will not affect any claims, interests, or other rights that creditors and other interested parties have in or against a particular Debtor, and will permit creditors and other interested parties to look to one bankruptcy case docket with regard to relief that may be sought or ordered with respect to the Debtors. Granting this motion will also relieve the Court of the burden of entering duplicative orders and maintaining duplicative files.

14. The Foreign Representatives submit that joint administration of these Chapter 15 Cases is in the best interests of the Debtors, their creditors, and all other parties-in-interest, and that no conflict of interest should arise as a result of joint administration. The Foreign Representatives anticipate that most of the various notices, motions, hearings, orders, and other pleadings in these Chapter 15 Cases will affect all of the Debtors. Requiring separate administration of these Chapter 15 Cases would subject the Debtors (who would be forced to file documents on numerous dockets) and creditors and other interested parties (who would be forced to monitor numerous dockets) to unnecessary administrative burdens.

15. Courts in this district have approved joint administration relief similar to that requested herein in other chapter 15 cases. *See, e.g., In re Virgin Austl. Holdings Ltd*, No. 20-11024 (SHL) (Bankr. S.D.N.Y. May 1, 2020); *In re Comsale Grp. Inc.*, No 19-13625 (JLG) (Bankr. S.D.N.Y. Nov. 19, 2019); *In re Kingate Glob. Fund, Ltd.*, No. 19-12853 (SMB) (Bankr. S.D.N.Y. Sept. 9, 2019); *In re Quintis Limited*, No. 18-12739 (MG) (Bankr. S.D.N.Y. Sep. 13, 2018).

16. For all of the foregoing reasons, the Foreign Representatives respectfully request entry of an order providing for the joint administration of these Chapter 15 Cases.

II. The Court Should Permit the Foreign Representatives to File a Consolidated Bankruptcy Rule 1007(a)(4) List.

17. The Court should also permit the Foreign Representatives to file information required by Bankruptcy Rule 1007(a)(4) on a consolidated basis across all the Debtors. In pertinent part, Bankruptcy Rule 1007(a)(4) provides that:

a foreign representative filing a petition for recognition under Chapter 15 shall file with the petition: (A) a corporate ownership statement containing the information described in Rule 7007.1; and (B) unless the court orders otherwise, a list containing the names and addresses of all persons or bodies authorized to administer foreign proceedings of the debtor, all parties to litigation pending in the United States in which the debtor is a party at the time of the filing of the petition, and all entities against whom provisional relief is being sought under [section] 1519 of the [Bankruptcy] Code.

Fed. R. Bankr. P. 1007(a)(4).

18. The Foreign Representatives submit that the filing of a consolidated Bankruptcy Rule 1007(a)(4) list will be more efficient and that no interested party will be prejudiced by the filing of consolidated schedules containing similar information as separate schedules. Accordingly, the Foreign Representatives seek authority to file a consolidated list that identifies the information required by Bankruptcy Rule 1007(a)(4).

19. Courts in this district have approved the filing of consolidated Bankruptcy Rule 1007(a)(4) lists in other chapter 15 cases. *See, e.g., In re Virgin Australia Holdings Ltd.*, No. 20-11024 (SHL) (Bankr. S.D.N.Y. May 1, 2020); *In re Ocean Rig UDW Inc.*, No. 17-10736 (MG) (Bankr. S.D.N.Y. Mar. 28, 2017); *In re Edcon Holdings Ltd.*, No. 16-13475 (SCC) (Bankr. S.D.N.Y. Dec. 14, 2016); *In re Pacific Expl. & Prod. Corp.*, No. 16-11189 (JLG) (Bankr. S.D.N.Y. May 2, 2016).

NOTICE

20. Notice of this Motion will be provided to: (a) the Debtors, (b) the Office of the United States Trustee for the Southern District of New York, (c) parties entitled to notice under Bankruptcy Rule 2002(q)(1), (d) all other parties that request notice in these cases pursuant to Bankruptcy Rule 2002 prior to the date of such service, (e) all parties the Foreign Representatives believe to be affected by the Relief Requested pursuant to Local Bankruptcy Rule 9013-1, and (f) all other parties that this Court may direct. The Foreign Representatives submit that, in view of the facts and circumstances, such notice is sufficient and no other or further notice need be provided.

NO PRIOR REQUEST

21. No previous request for the relief requested herein has been made to this or any other court.

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CONCLUSION

WHEREFORE, the Foreign Representatives respectfully request that this Court enter the Proposed Order, substantially in the form annexed hereto, granting the relief requested herein and such other and further relief as may be just and proper.

Dated: October 5, 2021
New York, New York

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Counsel to the Foreign Representatives

EXHIBIT A

Proposed Order

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

<i>In re</i> MARKEL CATCO REINSURANCE FUND LTD. Debtor in a Foreign Proceeding.	Chapter 15 Case No. 21-11733 (LGB) (Joint Administration Requested)
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<i>In re</i> MARKEL CATCO RE LTD. Debtor in a Foreign Proceeding.	Chapter 15 Case No. 21-11736 (LGB) (Joint Administration Requested)

**ORDER (I) DIRECTING JOINT ADMINISTRATION OF THE
DEBTORS' CHAPTER 15 CASES AND (II) AUTHORIZING THE FOREIGN
REPRESENTATIVES TO FILE CONSOLIDATED LISTS OF INFORMATION**

Upon the motion (the “**Motion**”)¹ of the Foreign Representatives of the above-captioned Debtors, for entry of an order (a) directing joint administration of the Chapter 15 Cases

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

for procedural purposes only and (b) authorizing the Foreign Representatives to file consolidated lists of information; and this Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. § 1410; and adequate and sufficient notice of the filing of the Motion having been given by the Foreign Representatives under the circumstances; and it appearing that no other or further notice need be provided; and it appearing that the relief sought in the Motion is necessary and beneficial to the Debtors; and after due deliberation and sufficient cause appearing therefor; it hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is GRANTED as set forth herein.
2. Each of the above-captioned Chapter 15 Cases are hereby consolidated for procedural purposes only and shall be, and hereby are, jointly administered by this Court under Case No. 21-11733 (LGB).
3. The caption of each of these Chapter 15 Cases shall be modified to reflect the joint administration of these cases, in the following form:

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

In re

MARKEL CATCO REINSURANCE FUND
LTD., *et al.*,

Debtors in Foreign Proceedings.¹

Chapter 15

Case No. 21-11733 (LGB)

(Jointly Administered)

1. The Debtors are Bermuda companies registered with the Registrar of Companies in Bermuda. The Debtors' respective registration numbers are as follows: Markel CATCo Reinsurance Fund Ltd. (50599); CATCo Reinsurance Opportunities Fund Ltd. (44855); Markel CATCo Investment Management Ltd. (50576); Markel CATCo Re Ltd. (50602). Each of the Debtors has its registered office located at Crawford House, 50 Cedar Avenue, Hamilton HM11, Bermuda.

4. The foregoing caption satisfies the requirements set forth in Bankruptcy Code section 342(c)(1).

5. A docket entry shall be made on the docket for each of the Debtors' cases (except in the case of Markel CATCo Reinsurance Fund Ltd.), substantially as follows:

An order has been entered in this case consolidating this case with the case of Markel CATCo Reinsurance Fund Ltd., in Case No. 21-11733 (LGB) for procedural purposes only and providing for the joint administration in accordance with the terms thereof. The docket in Case No. 21-11733 (LGB) should be consulted for all matters affecting this case.

6. This Order shall apply to any future filing of any affiliate of the Debtors, *provided, however*, the Debtors shall file notice with the Court identifying the cases of such affiliates and stating that this Order shall apply to such cases.

7. The clerk of the Court shall keep one consolidated docket, one file, and one consolidated service list in these Chapter 15 Cases. The Foreign Representatives and any noticing agent employed in these Chapter 15 Cases are authorized to send, as applicable, combined notices to the Foreign Debtors' creditors, members, and other parties-in-interest.

8. The Foreign Representatives are authorized to file a consolidated list of the information required by Bankruptcy Rule 1007(a)(4).

9. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effectuating a substantive consolidation of the Debtors in any of these Chapter 15 Cases.

10. The Foreign Representatives are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

11. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

12. This Court shall retain exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: New York, New York

_____, 2021

HON. LISA G. BECKERMAN
UNITED STATES BANKRUPTCY JUDGE