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*Counsel to the Plan Administrator  
for the Debtors*

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

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	:	
In re	:	Chapter 11
	:	
Gawker Media LLC, <i>et al.</i> , <sup>1</sup>	:	Case No. 16-11700 (SMB)
	:	
Debtors.	:	(Jointly Administered)
	:	
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**NOTICE OF PRESENTMENT OF STIPULATION AND ORDER  
BETWEEN THE PLAN ADMINISTRATOR AND THE IRS REGARDING  
DETERMINATION OF 2013, 2014 AND 2015 FEDERAL TAX LIABILITY**

**PLEASE TAKE NOTICE** that the United States of America, Department of Treasury, Internal Revenue Service (the “IRS”) filed Claim Nos. 317, 323, 333, and 338 against Gawker Media LLC (“Gawker Media”) with respect to claims for taxes due during the 2014 and 2015 tax years (the “Proofs of Claim”);

<sup>1</sup> The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Gawker Hungary Kft. (f/k/a Kinja Kft.) (5056). Gawker Media LLC and Gawker Media Group, Inc.’s mailing addresses are c/o Opportune LLP, Attn: William D. Holden, Chief Restructuring Officer, 10 East 53rd Street, 33rd Floor, New York, NY 10022. Gawker Hungary Kft.’s mailing address is c/o Opportune LLP, Attn: William D. Holden, 10 East 53rd Street, 33rd Floor, New York, NY 10022.

**PLEASE TAKE FURTHER NOTICE** that following good-faith, arm's-length negotiations between the Plan Administrator for Gawker Media and the IRS, the parties entered into the stipulation and order attached hereto as **Exhibit A** in respect of the Proofs of Claim (the "**Stipulation and Order**");

**PLEASE TAKE FURTHER NOTICE** that, absent objections, the undersigned will present the Stipulation and Order for signature to the Court on **August 21, 2017 at 4:00 p.m.**; and

**PLEASE TAKE FURTHER NOTICE** that responses or objections to the Stipulation and Order, if any, shall be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, shall set forth the basis for the response or objection and the specific grounds therefore, and shall be filed with the Court electronically in accordance with General Order M-399 by registered users of the Court's case filing system (the User's Manual for the Electronic Case Filing System can be found at <http://www.nysb.uscourts.gov>, the official website for the Court), with a hard copy delivered directly to chambers and served so as to be actually received no later than **August 17, 2017 at 4:00 p.m.** (prevailing Eastern Time), upon (i) the Plan Administrator for the Debtors, Attn: William D. Holden ([profinvoices@gawker.com](mailto:profinvoices@gawker.com)); (ii) counsel to the Plan Administrator for the Debtors, Ropes & Gray LLP, 1211 Avenue of the Americas, New York, NY 10036, Attn: Gregg M. Galardi ([gregg.galardi@ropesgray.com](mailto:gregg.galardi@ropesgray.com)); (iii) the Office of the United States Trustee for the Southern District of New York, 201 Varick Street, Suite 1006, New York, NY 10014, Attn: Greg Zipes & Susan Arbeit; (iv) counsel for the IRS, Andrew E.

Krause, United States Attorney's Office Southern District of New York, 86 Chambers Street, 3rd Floor, New York, New York 10007; and (v) those persons who have formally appeared and requested service in these cases pursuant to Bankruptcy Rule 2002.

Dated: August 4, 2017  
New York, New York

/s/ Gregg M. Galardi  
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*Counsel to the Plan Administrator for  
the Debtors*

**EXHIBIT A**

Stipulation and Order

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
:   
In re : Chapter 11  
:   
Gawker Media LLC, *et al.*,<sup>1</sup> : Case No. 16-11700 (SMB)  
:   
Debtors. : (Jointly Administered)  
:   
-----X

**STIPULATION AND ORDER BETWEEN THE PLAN  
ADMINISTRATOR AND THE IRS REGARDING  
DETERMINATION OF 2013, 2014 AND 2015 FEDERAL TAX LIABILITY**

The Plan Administrator for Gawker Media LLC (“Gawker Media”), as a debtor and debtor in possession in the above-referenced jointly administered bankruptcy cases (the “Bankruptcy Cases”) and the United States of America, Department of Treasury, Internal Revenue Service (the “IRS” and together with Gawker Media, the “Parties”) by and through their respective counsel, hereby enter into this stipulation (the “Stipulation and Order”) for an agreed order regarding the IRS Claims (as defined below).

**Recitals**

WHEREAS, Gawker Media filed a petition for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) on June 10, 2016;

WHEREAS, the IRS filed Claim Nos. 317, 323, and 333 against Gawker Media with respect to claims for taxes due during the 2014 and 2015 tax years (collectively, the “Original IRS Claims”);

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<sup>1</sup> The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Gawker Hungary Kft. (f/k/a Kinja Kft.) (5056). Gawker Media LLC and Gawker Media Group, Inc.’s mailing addresses are c/o Opportune LLP, Attn: William D. Holden, Plan Administrator, 10 East 53rd Street, 33rd Floor, New York, NY 10022. Gawker Hungary Kft.’s mailing address is c/o Opportune LLP, Attn: William D. Holden, 10 East 53rd Street, 33rd Floor, New York, NY 10022.

WHEREAS, Gawker Media filed *Gawker Media's (I) Objection to IRS Claims Pursuant to Bankruptcy Code Section 502(b) and (II) Motion for a Determination of 2013, 2014 and 2015 Federal Tax Liability Pursuant to Bankruptcy Code Sections 502(b) and 505(a)* [Docket No. 769] (the "Objection");

WHEREAS, after multiple adjournments of the hearing on the Objection, the IRS has now completed its audit for the 2014 and 2015 tax years and determined that no tax is due for such tax years;

WHEREAS, on June 30, 2017, the IRS further amended the Original IRS Claims by filing Claim No. 338 in the amount of \$10,153.35 (the "Late Fee Claim") for fees related to Gawker Media's late filing of its tax return for the 2015 tax year;

WHEREAS the Late Fee Claim also removed the liabilities previously asserted in the Original IRS Claims for the 2014 and 2014 tax years, and superseded the Original IRS Claims;

WHEREAS, Gawker Media is willing to agree to pay the Late Fee Claim;

WHEREAS, the Parties therefore wish to stipulate to the withdrawal of the Objection and agree to the payment in full of the Late Fee Claim;

**NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, AND SO ORDERED THAT:**

1. The Objection is deemed withdrawn.
2. Gawker Media is authorized and directed to pay the Late Fee Claim in the amount of \$10,153.35 to the IRS within 14 days of entry of this Stipulation and Order.
3. Prime Clerk LLC, as claims agent in the Bankruptcy Cases, is authorized and directed to amend the claims register to remove the Original IRS Claims (Claim Nos. 317, 323, and 333 only) as having been superseded by the Late Fee Claim .

4. Prime Clerk LLC, as claims agent in the Bankruptcy Cases, is authorized and directed to amend the claims register to reflect that the Late Fee Claim (Claim No. 338 only) is satisfied.

5. The Court shall retain exclusive jurisdiction over all matters pertaining to the implementation, interpretation, and enforcement of this Stipulation and Order.

Dated: August 4, 2017  
New York, New York

Dated: August 4, 2017  
New York, New York

/s/ Gregg M. Galardi  
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/s/ Andrew E. Krause  
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Southern District of New York  
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*Counsel for the Internal Revenue Service*

SO ORDERED:

HONORABLE STUART M. BERNSTEIN  
UNITED STATES BANKRUPTCY JUDGE