

Joint Stipulation and Order Authorizing Set Off of Prepetition Obligations (the “DuPont Setoff Stipulation”).

By the DuPont Setoff Stipulation, E.I. du Pont de Nemours and Company (“DuPont”) and Debtor Great Lakes Chemical Corporation (“Great Lakes” and, together with DuPont, the “Parties”) seek relief from the automatic stay to setoff certain prepetition debts owing between the Parties.

Prior to March 18, 2009 (the “Petition Date”), Great Lakes purchased sulfur trioxide from DuPont, and DuPont purchased anhydrous bromide from Great Lakes. The Parties allege that, as of the Petition Date, (i) DuPont owed Great Lakes \$405,278.53 (the “Great Lakes Credit”) on account of prepetition purchases of anhydrous bromide, and (ii) Great Lakes owed DuPont \$427,054.13 (the “Great Lakes Debt”) on account of prepetition purchases of sulfur trioxide. The Parties further allege that, prior to the Petition Date, they agreed to setoff the Great Lakes Credit against the Great Lakes Debt, but Great Lakes failed to properly remove the Great Lakes Debt from its books and records. As a result, Great Lakes’ schedules of assets and liabilities (the “Great Lakes Schedules”) indicate that DuPont holds an unsecured claim against Great Lakes in the amount of \$375,280.15.¹

The Parties now seek relief from the automatic stay in order to setoff the Great Lakes Credit against the Great Lakes Debt. The Parties allege that the Great Lakes Credit and the Great Lakes Debt are the types of debts that are entitled to be setoff because the Great Lakes Credit and the Great Lakes Debt (i) are owed between Great Lakes and DuPont and not any affiliate, subsidiary or other related entity of either Party, (ii) are due and owing between Great Lakes and DuPont in the same capacity and (iii) are prepetition obligations. In addition, the Parties allege that neither the Great Lakes Credit nor the Great Lake Debt were transferred by any entity to Great Lakes or DuPont or incurred for the purposes of obtaining a setoff right.

¹ The Parties allege that Great Lakes concluded that the Great Lakes Schedules understated DuPont’s unsecured claim by \$51,773.98 after reviewing additional prepetition invoices that were not available at the time the Great Lakes Schedules were prepared.