

DISTRICT COURT, GRAND COUNTY, COLORADO 307 Moffat Avenue Hot Sulphur Springs, CO 80451	DATE FILED: November 22, 2023 12:11 PM DOCKET ID: D5F216BD5B84F CASE NUMBER: 2021CV30008
<p>Plaintiff: GRANBY RANCH METROPOLITAN DISTRICT, a quasi-municipal corporation and political subdivision of the State of Colorado,</p> <p>v.</p> <p>Defendants: HEADWATERS METROPOLITAN DISTRICT, a quasi-municipal corporation and political subdivision of the State of Colorado; GRAY JAY VENTURES, LLC.; REDWOOD CAPITAL FINANCE CO., LLC, GRANBY PRENTICE, LLC; and GR TERRA, LLC.</p>	
<p><i>Attorneys for Headwaters Metropolitan District and GR Terra LLC:</i> Jamie H. Steiner, #49304 JoAnn T. Sandifer (<i>Admitted Pro Hac Vice</i>) Husch Blackwell LLP 1801 Wewatta St., Suite 1000 Denver, CO 80202 Phone: 303-749-7200 Fax: 303-749-7272 E-mail: jamie.steiner@huschblackwell.com joann.sandifer@huschblackwell.com</p>	<p style="text-align: center;">▲ COURT USE ONLY ▲</p> <p>Case No. 2021CV30008</p> <p>Division 1</p>
STIPULATION FOR PARTIAL DISMISSAL OF COUNTERCLAIMS	

Defendants/Counterclaim Plaintiffs Headwaters Metropolitan District (“Headwaters”) and GR Terra LLC (“GR Terra”) and Plaintiff/Counterclaim Defendant Granby Ranch Metropolitan District (“GRMD”) (collectively, the “Parties”), pursuant to C.R.C.P. 41(a)(1)(B) and 41(c), through undersigned counsel, stipulate to dismissal of some of these Defendants’ pending Counterclaims, or portions thereof, specifically:

1. The Parties stipulate to dismissal, with prejudice, of Counts II and III of Headwaters’

Counterclaims against GRMD filed on November 3, 2022.

2. Headwaters stipulates that it is withdrawing any claim for damages in Count IV of its Counterclaims against GRMD filed on November 3, 2022. Headwaters' request for injunctive relief in Count IV remains.

3. The Parties stipulate to the dismissal, without prejudice, of Counts V and VI of Headwaters' Counterclaims filed on November 3, 2022 on the ground that these claims are moot and/or redundant of other claims decided by the Court.

4. The Parties stipulate to dismissal, with prejudice, of Count V of GR Terra's Counterclaims against GRMD filed on November 3, 2022.

5. GR Terra stipulates that it is withdrawing any claim for damages in Count IV of its Counterclaims against GRMD filed on November 3, 2022. GR Terra's request for injunctive relief in Count IV remains.

6. The Parties stipulate that dismissal of the claims identified in paragraphs 1 and 4 above, with prejudice, shall not be deemed an adjudication on the merits for purposes of any fee or cost requests by any of the Parties.

7. GRMD maintains its position, as stated in its October 25, 2023, Motion for Entry of Final Judgment that all claims between all parties have been resolved, and it enters into this Stipulation in order to narrow the disputes between the Parties. Headwaters and GR Terra dispute GRMD's position in the October 25, 2023 Motion.

8. To the extent necessary, Defendants Gray Jay Ventures, LLC and Granby Prentice, LLC, consent to dismissal of the claims as set forth above and terms set forth herein.

Dated: November 22, 2023

HUSCH BLACKWELL LLP

/s/ Jamie H. Steiner

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CERTIFICATE OF SERVICE

I hereby certify that on November 22, 2023 a true and correct copy of the foregoing **STIPULATION FOR PARTIAL DISMISSAL** was served via the Colorado Courts e-filing system addressed to the following:

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