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

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In re : **Chapter 11 Case No.**
: **08-13555 (JMP)**
LEHMAN BROTHERS HOLDINGS INC., et al., : **(Jointly Administered)**
: **Debtors.**
-----X

AMENDMENT TO SCHEDULE F

Schedule F (Unsecured Nonpriority Claims)

Note 1: The attached replaces in the entirety the entries on Schedule F that relate to the securities with the same CUSIP numbers set forth below. The attached does not have any affect on any other entries on Schedule F that do not relate to securities with the same CUSIP numbers set forth below.

Note 2: All notes and disclaimers referenced in LBHI's Schedules of Assets and Liabilities, Schedules of Current Income and Expenditure, and Schedules of Executory Contracts and Unexpired Leases and Statements of Financial Affairs filed with the Bankruptcy Court on March 12, 2009, and amended on June 15, 2009 [Dkt. Nos. 3053 and 3918] are incorporated by reference as if fully set forth at length herein.

In re Lehman Brothers Holdings Inc. et al.,
Debtor

Case No. 08-13555 (JMP)
(if known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

I declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 2 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date _____

Signature: _____
Debtor

Date _____

Signature: _____
(Joint Debtor, if any)

[If joint case, both spouses must sign.]

DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h) and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required by that section.

Printed or Typed Name and Title, if any,
of Bankruptcy Petition Preparer

Social Security No.
(Required by 11 U.S.C. § 110.)

If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, responsible person, or partner who signs this document.

Address

X _____
Signature of Bankruptcy Petition Preparer

_____ Date

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document, unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional signed sheets conforming to the appropriate Official Form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

Executive Vice President &

I, the Chief Financial Officer [the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership] of the Corporation [corporation or partnership] named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 2 sheets (Total shown on summary page plus 1), and that they are true and correct to the best of my knowledge, information, and belief.

Date 9/30/11

Signature: _____
William J. Fox
[Print or type name of individual signing on behalf of debtor.]

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.

In re Lehman Brothers Holdings Inc.,
Debtor

Case No. 08-13555 (JMP)
(if known)

AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112. and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data..

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i> | CODEBTOR | HUSBAND, WIFE, JOINT, OR COMMUNITY | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT OF CLAIM |
|---|----------|------------------------------------|--|------------|--------------|----------|------------------|
| ACCOUNT NO. See attached rider: Schedule F Debt | | | | | | | \$20,026,504.00 |
| ACCOUNT NO. | | | | | | | |
| ACCOUNT NO. | | | | | | | |
| ACCOUNT NO. | | | | | | | |
| Subtotal ▶ | | | | | | | \$ 20,026,504.00 |
| Total ▶ | | | | | | | \$ 20,026,504.00 |

1 continuation sheets attached

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)

Schedule F:
Creditors Holding Unsecured Nonpriority Claims
Debt

| Agency/Trustee Name | CDSE Number | Address 1 | City | State | Country | Issuance or Maturity Date | Original Principal Amount | Original Par Value | Original Par Value (USD) | Amended Principal Amount | Amended Par Value (USD) | Amended Total Amount* |
|----------------------|--------------|-------------------|--------------|--------|----------------|--|---------------------------|--------------------|--------------------------|--------------------------|-------------------------|-----------------------|
| The Bank of New York | XS0186298219 | One Canada Square | Canary Wharf | London | UNITED KINGDOM | Structure Long Term Debt - 10YR CMS | \$ 13,922,370.00 | \$ 13,922,370.00 | \$ 13,922,370.00 | \$ 13,922,370.00 | \$ 13,922,370.00 | \$ 13,480,492.00 |
| The Bank of New York | XS0345259805 | One Canada Square | Canary Wharf | London | UNITED KINGDOM | Structure Long Term Debt - 5Y CALLABLE EUR USD RANGE - ISSUER SWAP | \$ 5,000,000.00 | \$ 5,000,000.00 | \$ 5,000,000.00 | \$ 5,000,000.00 | \$ 5,000,000.00 | \$ 5,000,000.00 |
| The Bank of New York | XS0178222179 | One Canada Square | Canary Wharf | London | UNITED KINGDOM | Structure Long Term Debt - US IMP ATION LINKED BOND | \$ 355,000.00 | \$ 355,000.00 | \$ 355,000.00 | \$ 355,000.00 | \$ 355,000.00 | \$ 355,000.00 |
| Citibank, NA | XS0326095749 | 138 Park Avenue | New York | NY | UNITED STATES | Structure Long Term Debt - 4 YR BC 1 YR LEHMAN CALLABLE | \$ 1,190,811.92 | \$ 1,190,811.92 | \$ 1,190,811.92 | \$ 1,190,811.92 | \$ 1,190,811.92 | \$ 1,190,812.00 |
| TOTAL: | | | | | | | | | | | \$ 20,028,504.00 | |

* For Amended Total Amount, ISIN X0019628219 was valued at fair market value, net outstanding principal amount