

HARD COPY

RECEIVED
OCT 12 2016
OFFICE OF THE SECRETARY

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

-----	X	
In the Matter of,	:	
	:	
LYNN TILTON	:	Administrative Proceeding
PATRIARCH PARTNERS, LLC,	:	File No. 3-16462
PATRIARCH PARTNERS VIII, LLC,	:	
PATRIARCH PARTNERS XIV, LLC and	:	Judge Carol Fox Foelak
PATRIARCH PARTNERS XV, LLC	:	
	:	
Respondents.	:	
	:	
-----	X	

**RESPONDENTS' MOTION TO PRECLUDE THE DIVISION'S WITNESS,
MATTHEW MACH, FROM TESTIFYING AND FOR EXPEDITED BRIEFING**

Pursuant to Rules 111, 180(a)(1), and 300 of the U.S. Securities and Exchange Commission (the "Commission") Rules of Practice (the "Rules"), 17 C.F.R. §§ 201.111, 201.180(a)(1), 201.300, upon the accompanying Memorandum of Law and the accompanying Declaration of Mary Beth Maloney, both dated October 11, 2016, and the record of proceedings herein, Respondents Lynn Tilton, Patriarch Partners, LLC, Patriarch Partners VIII, LLC, Patriarch Partners XIV, LLC, and Patriarch Partners XV, LLC (collectively, "Patriarch" or "Respondents"), respectfully move for an order precluding the Commission's Division of Enforcement (the "Division") from eliciting testimony from May Call Witness Matthew Mach, of Varde Partners, Inc. ("Varde") during the hearing in this matter, or, in the alternative, to require that Varde immediately produce all documents responsive to Respondents' subpoenas dated August 17, 2015 and August 30, 2016. Respondents also respectfully request oral argument and expedited briefing concerning the issues addressed herein, in light of the fact that the hearing is to commence in less than two weeks, with Varde's witness expected to testify on

the first day. Specifically, Respondents request that the Division's brief in opposition be due Friday, October 14, and that Respondents' reply be due Monday, October 17.

Dated: New York, New York
October 11, 2016

GIBSON, DUNN & CRUTCHER LLP

By: Randy M. Mastro/N6

Randy M. Mastro
Reed Brodsky
Barry Goldsmith
Caitlin J. Halligan
Mark A. Kirsch
Monica Loseman
Lawrence J. Zweifach
Lisa H. Rubin

200 Park Avenue
New York, NY 10166
Telephone: 212.351.4000
Fax: 212.351.4035

Susan E. Brune
BRUNE LAW P.C.
450 Park Avenue
New York, NY 10022

Counsel for Respondents


CERTIFICATE OF SERVICE

I hereby certify that I served a true and correct copy of 1) Respondents' Motion to Preclude the Division's Witness, Matthew Mach, From Testifying and for Expedited Briefing and a memorandum of law in support thereof, and 2) Declaration of Mary Beth Maloney in Support of Respondents' Motion to Preclude the Division's Witness, Matthew Mach, From Testifying and for Expedited Briefing and its exhibits, on this 11th day of October, 2016, in the manner indicated below:

United States Securities and Exchange Commission
Office of the Secretary
Attn: Secretary of the Commission Brent J. Fields
100 F Street, N.E.
Mail Stop 1090
Washington, D.C. 20549
Fax: (202) 772-9324
(By Facsimile and original and three copies by Federal Express)

Hon. Judge Carol Fox Foelak
100 F. Street N.E.
Mail Stop 2557
Washington, D.C. 20549
(By Federal Express)

Dugan Bliss, Esq.
Division of Enforcement
Securities and Exchange Commission
Denver Regional Office
1961 Stout Street, Ste. 1700
Denver, CO 80294
(By Email pursuant to parties' agreement)



Nilly Gezgin