

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re :
 : Chapter 11 Case No.
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 MOTORS LIQUIDATION COMPANY, *et al.*, : 09-50026 (REG)
 f/k/a General Motors Corp., *et al.* :
 :
 Debtors. : (Jointly Administered)
 :
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 MOTORS LIQUIDATION COMPANY, :
 et al., :
 :
 :
 Plaintiffs, : Adversary No. 10-5006 (REG)
 :
 :
 vs. :
 :
 :
 BAYERISCHE MOTOREN WERKE :
 AKTIENGESELLSCHAFT, :
 :
 :
 Defendant. :
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STIPULATION AND ORDER

Motors Liquidation Company (f/k/a General Motors Corporation) (“MLC”) and its affiliated debtors, as debtors in possession (collectively, the “Debtors”), on the one hand, and Bayerische Motoren Werke Aktiengesellschaft (“BMW AG,” and collectively with the Debtors, the “Parties”), on the other hand, by and through their respective undersigned counsel, hereby enter into this Stipulation and Order (the “Stipulation”), and stipulate as follows:

RECITALS

A. On January 25, 2010, the Debtors commenced the above-captioned adversary proceeding against BMW AG.

B. On May 17, 2010 this Court entered an order establishing BMW AG's time to answer or move as June 15, 2010, and further ordered that a pre-trial conference be held on May 27, 2010 [Docket No. 8].

C. On May 27, 2010, a status conference (the "**Status Conference**") was held during which the parties agreed to extend the deadline for BMW AG to answer or otherwise move in response to the adversary complaint under the terms and conditions set forth at the Status Conference and as memorialized in this Stipulation.

STIPULATION

NOW, THEREFORE, EACH OF THE PARTIES HEREBY STIPULATES AND AGREES AS FOLLOWS:

1. A pre-trial conference will be held before the Honorable Robert E. Gerber on September 17, 2010 at 9:45 a.m.;
2. The deadline for BMW AG to answer or otherwise move in response to the adversary complaint will be October 8, 2010, subject to further agreement between the Parties and/or Order of this Court;
3. Nothing herein is intended to be, or shall be construed as, an appearance in this adversary proceeding by the undersigned counsel on behalf of BMW AG other than for the purpose of executing and entering this Stipulation;
4. BMW AG expressly reserves and does not waive any jurisdictional, venue or other defenses or other rights with respect to this action; and

5. A faxed copy of this Stipulation shall be deemed an original for the purpose of filing same with the Court. This Stipulation may be executed in counterparts.

Dated: New York, New York
June 15, 2010

Dated: New York, New York
June 14, 2010

/s/ Joseph H. Smolinsky

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Attorneys for BMW AG

So Ordered this 17th day of June 2010

s/ Robert E. Gerber

UNITED STATES BANKRUPTCY JUDGE