

OBJECTION DEADLINE: June 20, 2016 at 4:00 p.m. (Eastern Time)
HEARING DATE AND TIME: June 27, 2016 at 11:00 a.m. (Eastern Time)

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

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In re: : Chapter 11
: :
MOTORS LIQUIDATION COMPANY, *et al.*, : No. 09-50026 (MG)
f/k/a GENERAL MOTORS CORP., *et al.*, : :
: (Jointly Administered)
Debtors. :
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**LEAD AND DESIGNATED COUNSEL'S RESPONSE TO MOTION BY
GENERAL MOTORS LLC PURSUANT TO 11 U.S.C. §§ 105 AND 363 TO
ENFORCE THE BANKRUPTCY COURT'S JULY 5, 2009 SALE ORDER
AND INJUNCTION, AND THE RULINGS IN CONNECTION THEREWITH**

**VERONICA ALAINE FOX
CLAUDIA LEMUS
TAMMIE CHAPMAN
CONSTANCE HAYNES-TIBBETTS**

Co-Lead Counsel in the multidistrict litigation captioned In re Gen. Motors LLC Ignition Switch Litig., No. 14-MD-2543 (JMF) (S.D.N.Y.) (the “MDL”) and Designated Counsel in the Bankruptcy Court for the Ignition Switch Plaintiffs¹ and Certain Non-Ignition Switch Plaintiffs² (collectively, the “MDL Class Plaintiffs”) respectfully submit this response to the *Motion by General Motors LLC Pursuant to 11 U.S.C. §§ 105 and 363 to Enforce the Bankruptcy Court’s July 5, 2009 Sale Order and Injunction, and the Rulings in Connection Therewith*, dated June 1, 2016 [ECF No. 13634] (the “Motion”), and state as follows:

RESPONSE AND RESERVATION OF RIGHTS

1. The MDL Class Plaintiffs respond to the Motion to provide the Court a complete picture of the status of General Motor LLC’s (“New GM”) various motions to enforce the Sale Order and otherwise reserve all rights. In the Motion, New GM asserts, *inter alia*, that the State Court Plaintiffs, as Non-Ignition Switch Plaintiffs, must amend their complaints to strike claims against New GM involving Old GM vehicles and parts based solely on New GM’s own, independent, post-Closing acts or conduct (“Independent Claims”). The State Court Plaintiffs have now done so, and their cases are now pending in their respective State courts. However, the Motion fails to note that the Bankruptcy Court’s authority to enjoin Independent Claims asserted

¹ “Ignition Switch Plaintiffs” shall mean those plaintiffs who own or lease a vehicle with the Ignition Switch Defect involved in the February and March 2014 Recalls (Recall No. 14-V-047). Thus, the term Ignition Switch Plaintiffs as used in this response includes only plaintiffs who own or lease those vehicles, and does not include those plaintiffs who own or lease other vehicles with defective ignition switches that were recalled in June and July 2014.

² “Non-Ignition Switch Plaintiffs” shall mean all plaintiffs that have commenced a lawsuit against New GM asserting economic losses based on or arising from an alleged defect, other than the Ignition Switch in the vehicles subject to Recall No. 14-V-047, or based on or arising from economic losses and diminution in value of their Old GM vehicles based on the Ignition Switch Defect or other alleged defects in Old GM vehicles.

by Non-Ignition Switch Plaintiffs is an issue subject to the appeal *sub judice* in the Second Circuit.³

2. The MDL Class Plaintiffs reserve all rights to supplement this response and be heard at the hearing on the Motion.

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³ See Br. for Appellant Ignition Switch Plaintiffs, Elliott v. General Motors LLC (In re Motors Liquidation Co.), Appeal Nos. 15-2844(L), 15-2847(XAP), 15-2848(XAP) (2d Cir. Nov. 16, 2015) (ECF No. 235), at 39-44; Response and Reply Br. for Appellant-Cross-Appellee Ignition Switch Plaintiffs, Elliott v. General Motors LLC (In re Motors Liquidation Co.), Appeal Nos. 15-2844(L), 15-2847(XAP), 15-2848(XAP) (2d Cir. Feb. 1, 2016) (ECF No. 315), at 30-33. Although Co-Lead Counsel amended the MDL Class Plaintiffs' complaint in the MDL in light of the Bankruptcy Court's rulings such that the only Old GM vehicle owners and lessees bringing claims are Ignition Switch Plaintiffs, that amendment is subject to a reservation of rights to amend the complaint to reinstate claims on behalf of *all* Old GM vehicle owners and lessees when and if the Bankruptcy Court's rulings are altered by the Second Circuit or other court of competent jurisdiction. See Third Am. Consol. Compl., In re Gen. Motors LLC Ignition Switch Litig., 14-MD-2543 (JMF) (S.D.N.Y. Dec. 18, 2015) (ECF No. 1915), at 1. The Second Circuit reserved decision following oral argument held on March 15, 2016.

Dated: New York, New York
June 20, 2016

Respectfully submitted,

HAGENS BERMAN SOBOL SHAPIRO LLP

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