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HEARING DATE AND TIME: August 11, 2020
@ 2:00 p.m. EDT

OBJECTION DEADLINE: August 4, 2020
@ 4:00 p.m. EDT

*Attorneys for the Motors Liquidation Company
GUC Trust Administrator*

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

In re

**MOTORS LIQUIDATION COMPANY, *et al.*,
f/k/a General Motors Corp., *et al.***

Debtors.

Chapter 11 Case No.

09-50026 (MG)

(Jointly Administered)

**NOTICE OF HEARING ON WILMINGTON TRUST COMPANY'S
MOTION FOR APPROVAL OF PARTICIPATING UNITHOLDERS' REQUESTED
REIMBURSEMENT OF ATTORNEYS FEES AND EXPENSES**

PLEASE TAKE NOTICE that on July 22, 2020, Wilmington Trust Company, solely in its capacity as trust administrator and trustee (in such capacity, the **"GUC Trust Administrator"**), of the Motors Liquidation Company GUC Trust (the **"GUC Trust"**), formed by the above-captioned debtors (collectively, the **"Debtors"**) in connection with the Debtors' Second Amended Joint Chapter 11 Plan dated March 18, 2011, filed a motion (the **"Motion"**) for an order approving the Participating Unitholders' (as defined in the Motion) requested reimbursement of certain past and future attorneys' fees incurred and paid by Participating Unitholders in connection with, among other things, resolving the ongoing contingent late claims being asserted against the GUC Trust, and that a hearing (the **"Hearing"**) on the Motion will be held before the Honorable Judge Martin Glenn, United States Bankruptcy Judge, in Room 523 of the United States Bankruptcy Court for the Southern District of New York, One

Bowling Green, New York, New York 10004, on **August 11, 2020 at 2:00 p.m. (Eastern Daylight Time)**, or as soon thereafter as counsel may be heard.

PLEASE TAKE FURTHER NOTICE that any responses or objections to this Motion must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court, and shall be filed with the Bankruptcy Court (a) electronically in accordance with General Order M-399 (which can be found at www.nysb.uscourts.gov) by registered users of the Bankruptcy Court's filing system, and (b) by all other parties in interest, on a CD-ROM or 3.5 inch disk, in text-searchable portable document format (PDF) (with a hard copy delivered directly to Chambers), in accordance with the customary practices of the Bankruptcy Court and General Order M-399, to the extent applicable, and served in accordance with General Order M-399 and on (i) McDermott Will & Emery LLP, attorneys for Wilmington Trust Company as GUC Trust Administrator, 340 Madison Avenue, New York, New York 10173 (Attn: Kristin K. Going, Esq.); (ii) FTI Consulting, as the GUC Trust Monitor, 3 Times Square, 11th Floor New York, NY 10036 (Attn: Conor Tully); (iii) Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, Bank of America Tower, New York, New York 10036 (Attn: David Zensky, Esq.); and (iv) the Office of the United States Trustee for the Southern District of New York, U.S. Federal Office Building, 201 Varick Street, Room 1006, New York, New York 10014 (Attn: William K. Harrington, Esq.), so as to be received no later than **August 4, 2020 at 4:00 p.m. (Eastern Time)** (the "**Objection Deadline**").

PLEASE TAKE FURTHER NOTICE that in the event the Hearing is held remotely, the provisions of General Order M-543 ("**General Order M-543**"), dated March 20, 2020, will apply, and the Hearing will be conducted telephonically. In such case, any parties wishing to participate in the Hearing must make arrangements through CourtSolutions LLC. Instructions to register for CourtSolutions LLC are attached to General Order M-543.

PLEASE TAKE FURTHER NOTICE that if no objections are timely filed and served with respect to the Motion, Wilmington Trust Company, acting in its capacity as GUC Trust Administrator may, on or after the Objection Deadline, submit to the Bankruptcy Court an order substantially in the form of the proposed order annexed to the Motion, which order may be entered with no further notice or opportunity to be heard offered to any party.

Dated: New York, New York
July 22, 2020

McDERMOTT WILL & EMERY LLP

By: /s/ Kristin K. Going
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*Attorneys for the Motors Liquidation Company
GUC Trust Administrator*

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

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| | : |
| In re: | : Chapter 11 |
| | : |
| MOTORS LIQUIDATION COMPANY, et al., | : Case No. 09-50026 (MG) |
| f/k/a General Motors Corp., et al. | : |
| | : (Jointly Administered) |
| Debtors. | : |
| | : |
| -----X | : |

**WILMINGTON TRUST COMPANY’S MOTION FOR APPROVAL
OF THE PARTICIPATING UNITHOLDERS’ REQUESTED
REIMBURSEMENT OF ATTORNEYS FEES AND EXPENSES**

Wilmington Trust Company (“Wilmington”), in its capacity as the trust administrator and trustee of the Motors Liquidation Company General Unsecured Creditors Trust (the “GUC Trust”), hereby moves the Court (the “Motion”) for approval of the Participating Unitholders’ (as defined herein) requested reimbursement of certain past and future attorneys’ fees incurred and paid by Participating Unitholders in connection with, among other things, resolving the ongoing contingent late claims being asserted against the GUC Trust.

Jurisdiction and Venue

1. The United States Bankruptcy Court for the Southern District of New York (the “Court”) has jurisdiction to consider this Motion under 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the Southern*

District of New York, dated January 31, 2012 (Preska, C.J.). Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding under 28 U.S.C. § 157(b).

Background

A. Old GM's Bankruptcy and the Creation of the GUC Trust

2. On June 1, 2009, General Motors Corporation ("Old GM") and certain of its affiliates (collectively, the "Debtors") filed for protection under chapter 11 of the Bankruptcy Code and entered into an agreement to sell substantially all of its assets to NGMCO, Inc. (now known as "New GM") in exchange for, *inter alia*, New GM common stock and warrants. *See In re Motors Liquidation Co.*, 529 B.R. 510, 535 (Bankr. S.D.N.Y. 2015). On July 5, 2009, the sale was approved by the Bankruptcy Court. *See Elliott v. General Motors LLC*, 829 F.3d 135, 146-47 (2d Cir. 2016).

3. In September 2009, the Court established November 30, 2009 (the "Bar Date") as the deadline for filing proofs of claim against Old GM. *See In re Motors Liquidation Co.*, 529 B.R. at 535.

4. On March 29, 2011, the Court entered an order confirming Old GM's *Second Amended Joint Chapter 11 Plan*, which, among other things, provided for the establishment of the GUC Trust pursuant to the terms set forth in the GUC Trust Agreement. *See id.* at 535-36. Under the Plan and the GUC Trust Agreement, the GUC Trust is responsible for, among other things, making distributions to the holders of allowed claims against the Debtors, resolving and satisfying disputed claims asserted against the Debtors and distributing any excess assets of the GUC Trust to the holders (collectively, the "Unitholders") of beneficial interests in the GUC Trust (each, a "GUC Trust Unit").

B. Recalls and Subsequent Proceedings in the Bankruptcy Court and Second Circuit

5. In February and March 2014, over four years after the Bar Date, New GM publicly disclosed the existence of the defective ignition switches and conducted a recall, NHTSA Recall Number 14v047, impacting approximately 2.1 million Old GM vehicles. After this recall, New GM conducted additional recalls in 2014 affecting approximately 10 million additional Old GM vehicles (collectively, with NHTSA Recall Number 14v047, the “Recalls”).

6. Owners and lessees of Old GM vehicles subject to the Recalls (collectively, the “Plaintiffs”) filed more than 100 actions against New GM. In April and August 2014, New GM sought to enjoin certain litigation by filing motions to enforce the order approving the sale to New GM in this Court (the “Motions to Enforce”). Following the filing of the Motions to Enforce, the Court issued a scheduling order setting forth certain issues (the “Threshold Issues”) raised by the Motions to Enforce, including whether the Plaintiffs’ claims may be claims against Old GM or the GUC Trust and whether such claims, to the extent were found to be claims against Old GM, must be disallowed on the grounds of equitable mootness. The parties to the proceedings, including the GUC Trust and the Participating Unitholders, briefed and argued the Threshold Issues.

7. On April 15, 2015, the Court issued its Decision on Motion to Enforce Sale Order, *In re Motors Liquidation Co.*, 529 B.R. 510 [ECF No. 13109]. The Court held that the “Ignition Switch Plaintiffs” were known creditors who did not receive constitutionally adequate notice of the Sale from Old GM. *See id.* The Court further held that while “late claims” filed by claimants might still be allowed against the GUC Trust, assets transferred to the GUC Trust under the Plan could not now be tapped to pay them under the doctrine of equitable mootness. *Id.* at 529; *see also* June 2015 Judgment ¶ 6. On direct appeal, the Second Circuit vacated this

equitable mootness ruling as an advisory opinion and remanded for further proceedings, including a determination as to whether those certain non-ignition switch plaintiffs received constitutionally adequate notice of the Sale. *See Elliott*, 829 F.3d at 166-69.

C. Developments Following The Second Circuit’s Decision

8. In December 2016, after remand by the Second Circuit, the Bankruptcy Court issued the *Order to Show Cause Regarding Certain Issues Arising from Lawsuits with Claims Asserted Against General Motors LLC That Involve Vehicles Manufactured by General Motors Corporation* [ECF No. 13802] (the “Order to Show Cause”). The Order to Show Cause identified five threshold issues (the “2016 Threshold Issues”) for resolution in light of the Second Circuit decision including whether “the Ignition Switch Plaintiffs and/or Non-Ignition Switch Plaintiffs satisfy the requirements for authorization to file late proof(s) of claim against the GUC Trust and/or are such claims equitably moot.”¹

9. The Order to Show Cause also established a December 22, 2016 deadline to file motions seeking authority to file late claims. *See Order to Show Cause* at 5 ¶ 1. In accordance with the Order to Show Cause, on December 22, 2016, the Plaintiffs filed motions seeking the Court’s permission to file late proofs of claim against the GUC Trust.² The motions attached proposed proofs of claim, including proposed class proofs of claim asserted on behalf of

¹ *Order to Show Cause Regarding Certain Issues Arising from Lawsuits with Claims Asserted Against General Motors LLC (“New GM”) that Involve Vehicles Manufactured by General Motors Corporation (“Old GM”)*, dated Dec. 13, 2016 [ECF No. 13802], at 2-3.

² *See Motion for an Order Granting Authority to File Late Class Proofs of Claim*, dated Dec. 22, 2016 [ECF No. 13806] (the “Economic Loss Late Claim Motion”); *Omnibus Motion by Certain Pre-Closing Accident Plaintiffs for Authority to File Late Proofs of Claim for Personal Injuries and Wrongful Deaths*, dated Dec. 22, 2016 [ECF No. 13807]; *Supplemental Omnibus Motion by Certain Pre-Closing Accident Plaintiffs for Authority to File Late Proofs of Claim for Personal Injuries and Wrongful Deaths in Connection with Settlement with the Motors Liquidation Company GUC Trust* [ECF No. 14325]; *Motion by Additional Ignition Switch Pre-Closing Accident Plaintiffs for Authority to File Late Proofs of Claim for Personal Injuries and Wrongful Deaths* [ECF No. 14018], as supplemented on August 10, 2017, September 19, 2017, December 12, 2017, and July 19, 2018 [ECF Nos. 14046, 14112, 14195, 14346].

purported class representatives for Ignition Switch Plaintiffs and Non-Ignition Switch Plaintiffs, and 175 individual proofs of claim on behalf of certain Pre-Closing Accident Plaintiffs. *See id.* Certain other Plaintiffs asserting purported economic loss claims subsequently filed joinders to the late claims motions filed on December 22, 2016 pursuant to the terms of the Order to Show Cause. Further, certain other Plaintiffs asserting personal injury and/or wrongful death also filed motions seeking to file late claims.

10. Prior to and since various economic loss plaintiffs first sought to file late claims against the GUC Trust in 2016, the GUC Trust with the active participation of the Participating Unitholders had attempted to globally resolve the economic loss claims in three separate agreements finally culminating in the Settlement Agreement with economic loss Plaintiffs (as described below).

D. The Settlement Agreement

11. On April 23, 2020, the Court entered the *Order (I) Approving the GUC Trust Administrator's Actions; (II) Approving the Settlement Agreement and the Release Agreement Pursuant to Federal Rule of Bankruptcy Procedure 9019; and (III) Authorizing the Reallocation of GUC Trust Assets* [ECF No. 14730]. The Settlement Agreement represents a resolution of all outstanding issues that the GUC Trust, Plaintiffs, and New GM have fought over for the last six years.

12. The Settlement Agreement resolves (a) all economic loss actions resulting from the Recalls asserted against both New GM and the GUC Trust; (b) the GUC Trust's Excess Distribution Motion; and (c) certain potential claims between the GUC Trust and New GM (including any issue concerning the Adjustment Shares). The Settlement Agreement reflects an integrated, commercially reasonable, and comprehensive settlement of the Plaintiffs' putative

class claims against the GUC Trust and New GM, and of any and all claims between the GUC Trust and New GM. Each component and protection contained in the Settlement Agreement was heavily negotiated among the Parties and forms part of the overall Settlement.

E. The Participating Unitholders

13. Wilmington has been advised by Akin Gump Strauss Hauer & Feld LLP (“Akin Gump”) that Akin Gump was retained by certain unaffiliated holders (the “Participating Unitholders”) of GUC Trust Units in 2014 following the disclosure by New GM of the Recalls. Wilmington has further been advised by Akin Gump that, initially, the Participating Unitholders held approximately 40% of the outstanding GUC Trust Units and from June 2014 through the end of 2016, the aggregate holdings held by the Participating Unitholders ranged from approximately 40% to just under 50% of the outstanding GUC Trust Units. Akin Gump further reported that since the first quarter of 2017, the Participating Unitholders have held in excess of 60 percent of the outstanding GUC Trust Units and presently hold approximately 71 percent of the GUC Trust Units.

14. Since being retained, Akin Gump has been an active participant in these cases and has advocated on behalf of the Participating Unitholders. In addition to litigation in connection with the Threshold Issues, the 2016 Threshold Issues, and the settlement of Plaintiffs’ asserted claims against Old GM, the Participating Unitholders, represented by Akin Gump, were active participants in litigation regarding Plaintiffs’ requests to stay GUC Trust distributions and the GUC Trust’s motion (at the request of the Participating Unitholders) to convert to cash New GM stock and warrants held by the GUC Trust for future distributions.

15. On several occasions since the Participating Unitholders became involved in these proceedings, they have advised Wilmington that they believe their efforts have inured to the

benefit of all Unitholders and, thus, it would be appropriate and reasonable for the GUC Trust to reimburse the Participating Unitholders for the fees paid to Akin Gump for the services performed in connection with these matters. The Participating Unitholders believe that because their efforts were benefitting all Unitholders, but the costs associated therewith were being borne only by the Participating Unitholders, the Unitholders who received the benefits but did not participate in the costs were “free-riders” and that such result was unfair.

16. In light of the Participating Unitholders’ reimbursement request, and as required pursuant to the liquidation basis of accounting to which the GUC Trust is subject, the GUC Trust has maintained a reserve for such fees and expenses. Such reserve was disclosed in the GUC Trust’s public filings. *See Motors Liquidation Company GUC Trust Quarterly GUC Trust Reports as of December 31, 2019* [ECF No. 14671] (“included in its estimates of expected Wind-Down Costs for the nine months ended December 31, 2019 are \$10.0 million in expected reimbursements to certain holders of a majority of GUC Trust Units for legal fees in connection with monitoring the actions of the GUC Trust and participating in litigation related to the General Motors vehicle recalls.”).

17. Following discussions between counsel for Wilmington and the Participating Unitholders, Wilmington received a letter dated June 30, 2020 (the “Reimbursement Letter”) on behalf of the Participating Unitholders, formally requesting that the GUC Trust reimburse the Participating Unitholders for the past and future fees and expenses of Akin Gump. The Reimbursement Letter is attached hereto as **Exhibit A**. The Reimbursement Letter provides that through May 31, 2020, the Participating Unitholders have paid approximately \$8,381,736.15 in the aggregate to Akin Gump for services on behalf of the Participating Unitholders. Moreover,

copies of the invoices, including timekeeper summaries, were provided to the GUC Trust with the Reimbursement Letter and are also attached hereto as **Exhibit A**.

Relief Requested

18. By this Motion, the GUC Trust requests a determination regarding the requested reimbursement and whether such reimbursement is an appropriate exercise of the GUC Trust administrator's rights, powers, and privileges. Further, the GUC Trust respectfully requests that the Court enter an order, substantially in the form attached hereto as **Exhibit B**, authorizing the GUC Trust to reimburse the Participating Unitholders for the fees and expenses incurred by Akin Gump, as counsel to the Participating Unitholders.

Basis for Requested Relief

19. For years, the Participating Unitholders have been key participants in the litigation and settlement efforts arising from the Recalls. The result of those efforts culminated in the Court's recent approval of the Settlement Agreement. Akin Gump, as counsel to the Participating Unitholders, has been involved in the (i) drafting of various pleadings filed with the Court both on behalf of the Participating Unitholders and jointly with the GUC Trust, (ii) participating in settlement discussions and mediation regarding these matters and (iii) advocating on behalf of the Participating Unitholders in Court. Akin Gump's advocacy in both pleadings and hearings on behalf of the Participating Unitholders has necessarily conferred a benefit to all holders of the GUC Trust Units.

20. The GUC Trust recognizes that Akin Gump has played a significant role in the negotiations, motion practice, and hearings throughout these proceedings, including with respect to, among other things, the matters described in the Reimbursement Letter. The GUC Trust further appreciates the so-called "free rider" problem caused by Akin Gump's representation of

the majority of unitholders. Although Akin Gump was retained by a subset of the Unitholders, all Unitholders benefitted from Akin Gump's efforts on behalf of the Participating Unitholders. For that reason, the GUC Trust believes that it would be equitable to reimburse the Participating Unitholders from GUC Trust Distributable Assets (cash that would otherwise be distributed to all Unitholders) as requested by the Participating Unitholders, because it would spread costs proportionately amongst all the parties that benefitted from Akin Gump's representation of the Participating Unitholders.

21. Section 8.1(e) of the GUC Trust Agreement provides:

where the GUC Trust Administrator determines, in its reasonable discretion, that it is necessary, appropriate, or desirable, the GUC Trust Administrator will have the right to submit to the Bankruptcy Court . . . any question or questions regarding any specific action proposed to be taken by the GUC Trust Administrator with respect to the [GUC Trust Agreement], the GUC Trust, or the GUC Trust Assets . . . Pursuant to the Plan, the Bankruptcy Court has retained jurisdiction for such purposes and may approve or disapprove any such proposed action upon motion by the GUC Trust Administrator.

22. On prior occasions, the GUC Trust has sought the Court's approval of certain proposed actions, utilizing section 8.1(e) of the GUC Trust Agreement. The GUC Trust believes that seeking the Court's guidance is similarly appropriate here.

23. "The practice is well established by which trustees seek instructions from the court, given upon notice to creditors and interested parties, as to matters which involve difficult questions of judgment." *Mosser v. Darrow*, 341 U.S. 267, 274 (1951); *see also In the Matter of the Application of U.S. Bank Nat'l Ass'n*, No. 651625/2018, NYSCEF No. 1 (N.Y. Sup. Ct. April 4, 2018) (petition seeking an order, following an estimation proceeding, that instructs and authorizes trustees to make distributions pursuant to method proposed); *In re Am. Home Mort. Inv. Trust 2005-2*, No. 14 Civ. 2494 (AKH), 2014 U.S. Dist. LEXIS 111867, at *29-30 (explaining that "[t]rust instruction proceedings are a well-established procedure by which

trustees (and other affected parties) can seek judicial guidance from the court about how to resolve immediate and difficult issues of interpretation of governing documents”), *In re Peierls Family Inter Vivos Trusts*, 59 A.3d 471, 477 (Del. Ch. 2012) (noting that a “request for judicial relief involving a trust can be appropriate in many circumstances”).

24. The GUC Trust does not believe that any provision of the GUC Trust Agreement expressly authorizes or prohibits the requested reimbursement. However, under the terms of the GUC Trust Agreement, the GUC Trust cannot utilize Distributable Assets absent Court approval. Thus, for all of the reasons set forth herein, the GUC Trust seeks approval of the requested reimbursement and authority to utilize Distributable Assets to reimburse the Participating Unitholders for Akin Gump’s fees and expenses.

Notice

25. Notice of this Motion has been provided in accordance with the Court-approved notice procedures. *See Sixth Amended Order Pursuant to 11 U.S.C. § 105(a) and Bankruptcy Rules 1015(c) and 9007 Establishing Notice and Case Management Procedures*, dated May 5, 2011 [ECF No. 10183]. Notice of this Motion has also been provided to any other required notice parties under Section 6.1(b)(iv) of the GUC Trust Agreement, including to all holders of GUC Trust Units.³ The GUC Trust submits that no other or further notice need be provided.

Conclusion

WHEREFORE, the GUC Trust respectfully requests that the Court enter an order substantially in the form attached hereto as **Exhibit B** granting the relief requested in this Motion and such other and further relief as may be just and proper.

³ Applications pursuant to Section 6.1(iv) of the GUC Trust Agreement require service on Unitholders, the GUC Trust Monitor and holders of Disputed General Unsecured Claims. While the GUC Trust does not believe there are any remaining holders of Disputed General Unsecured Claims, out of an abundance of caution it is serving bankruptcy counsel for the Economic Loss Plaintiffs and certain personal injury plaintiffs.

Dated: New York, New York
July 22, 2020

Respectfully submitted,

/s/ Kristin K. Going

MCDERMOTT WILL & EMERY LLP

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*Attorneys for the Motors Liquidation
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Exhibit A

Akin Gump Letter

Akin Gump

STRAUSS HAUER & FELD LLP

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dgolden@akingump.com

June 30, 2020

Wilmington Trust Company, as Trust Administrator and Trustee of the
Motors Liquidation GUC Trust
Rodney Square North
1100 North Market Street
Wilmington, Delaware 19890
Attention: David Vanaskey

Re: In re Motors Liquidation Company, Case No. 09-50026 (MG)

Dear David,

As you are aware, Akin Gump Strauss Hauer & Feld LLP ("Akin Gump") is counsel to certain unaffiliated holders (the "Participating Unitholders") currently holding approximately 71% of the beneficial units (the "GUC Trust Units") of the Motors Liquidation Company GUC Trust (the "GUC Trust"). Akin Gump was initially retained by certain of the Participating Unitholders in 2014 following the disclosure by New GM of the existence of defective ignition switches in vehicles manufactured by Old GM and New GM and subsequent recall of more than 30 million vehicles (the "New GM Recalls").¹ Since the first quarter of 2017, the Participating Unitholders have held, in the aggregate, in excess of 60% of the outstanding GUC Trust Units. Since the inception of this representation in April 2014 through the first quarter of 2017, the members of the Participating Unitholders have held, in the aggregate, an average of 45% of the outstanding GUC Trust Units. Pursuant to the terms of Akin Gump's retention, each Participating Unitholder agreed to pay its pro rata share, based on the number of GUC Trust Units held by such holder as a percentage of the total aggregate GUC Trust Units held by the Participating Unitholders, of Akin Gump's fees and expenses (the "Akin Gump Fees") for services performed on behalf of the Participating Unitholders. Through May 31, 2020, the Participating Unitholders have been billed and paid approximately \$8,381,736.15 in the aggregate in Akin Gump Fees.² We write this letter on behalf of the Participating Unitholders as a follow up to our recent discussions and to reiterate the Participating Unitholders' request that the GUC Trust reimburse the Participating Unitholders

¹ On June 1, 2009, General Motors Corporation ("Old GM") and certain of its affiliates filed for protection under chapter 11 of the Bankruptcy Code and entered into an agreement to sell substantially all of its assets to NGMCO, Inc. (now known as "New GM") in exchange for, *inter alia*, New GM common stock and warrants. On March 29, 2011, the Bankruptcy Court entered an order confirming the Plan, which, among other things, authorized the creation of the GUC Trust pursuant to the terms set forth in the GUC Trust Agreement.

² Copies of the invoices with respect to such fees and expenses are enclosed for your reference. To the extent Bankruptcy Court approval is granted for authority for the GUC Trust to reimburse the Akin Gump Fees, Akin Gump shall send to the GUC Trust and counsel for the GUC Trust all future fee statements.



for any past and future Akin Gump Fees through the hearing on the GUC Trust's anticipated motion for authority to make a final distribution.³

The Participating Unitholders believe that this request is imminently reasonable in light of the significant efforts and contributions made by the Participating Unitholders and Akin Gump in connection with resolving the ongoing contingent late claims being asserted against the GUC Trust as a result of the New GM Recalls and the successes achieved as a result thereof for the benefits of all of the GUC Trust's beneficiaries. Since the New GM Recalls were announced, the Participating Unitholders have been active participants both in and out of Old GM's bankruptcy proceedings in their steadfast pursuit to maximize value for all holders of GUC Trust Units. As discussed further herein, and as you are personally aware, the Participating Unitholders, as represented by Akin Gump, have been instrumental in achieving successful outcomes with respect to numerous issues advantageous to all holders of GUC Trust Units. Such issues include, but are not limited to, the following:

- **Liquidation of GUC Trust Assets.** The Participating Unitholders and Akin Gump recognized that the GUC Trust could crystalize the GUC Trust tax liabilities by exercising New GM Warrants and liquidating the New GM Common Stock held by the GUC Trust and as a result, free up funds previously reserved for potential taxes. The GUC Trust's motion filed on June 3, 2015 seeking authority to effectuate the foregoing, was the direct result of the discussions prompted and led by the Participating Unitholders and Akin Gump. Moreover, on June 26, 2015, the Participating Unitholders filed with the Bankruptcy Court a joinder in support of the GUC Trust's request.⁴ The GUC Trust's motion was approved by the Bankruptcy Court on July 2, 2015.
- **Threshold Issues and Equitable Mootness Litigation.** Akin Gump took the lead in connection with litigating the equitable mootness threshold issue. In connection therewith, Akin Gump was the primary drafter of the applicable pleadings filed on behalf of the Participating Unitholders and the GUC Trust in the Bankruptcy Court. In addition, Akin Gump handled the equitable mootness argument in February 2015. In the Bankruptcy Court's April 2015 decision ruling in the GUC Trust and Participating Unitholders' favor on equitable mootness, Judge Gerber complimented the equitable mootness briefing's and Akin Gump's oral argument stating that they clearly articulated issues and expressed doubt that anyone could have done it better. Judge Gerber made the following statements, among others, in the decision:
 - "Understandably concerned that the successor liability claims that the Economic Loss and Pre-Closing Accident Plaintiffs seek to saddle New GM with are still prepetition claims—and that the Court could reason that to the extent those claims have merit and New GM is not liable for them, somebody

³ The Participating Unitholders expect that the GUC Trust will file a motion seeking Bankruptcy Court approval and authorization for such reimbursement.

⁴ The Participating Unitholders regularly filed pleadings with the Bankruptcy Court jointly with the GUC Trust and/or in support of the GUC Trust's positions on various matters before the Bankruptcy Court.

Akin Gump

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is likely to be—the GUC Trust and its Participating Unitholders argue that tapping the recoveries of GUC Trust Unitholders would be barred by the doctrine of Equitable Mootness. Though the Court’s original instinct was to the contrary (and it once thought that at least partial relief might be available), the Court has been persuaded that they are right.”

- “But the briefing by the GUC Trust and so-called “Participating Unitholders” (a subset of the larger Unitholder constituency), and the oral argument by one of the Participating Unitholders’ counsel, very effectively articulated the objections that all, or substantially all, of the absent parties would share. The Court doubts that any of those adversely affected parties could make the mootness arguments any better. Those who did not file their own briefs, or make the same oral argument, were not prejudiced.”

Decision on Motion to Enforce Sale Order, In re Motors Liquidation Co., 529 B.R. 510 [Docket No. 13109].

- **Settlement of Plaintiffs’ Purported Late Claims.** Akin Gump has been participating in negotiations since June 2017 with respect to potential settlement of the Plaintiffs’ purported late claims against the GUC Trust arising from the New GM Recalls. Although it would be years before the parties reached the global settlement recently approved by the Bankruptcy Court and the District Court, the various settlement iterations paved the way for the parties to reach consensus on resolution of Plaintiffs’ economic loss claims, absent which could have embroiled the GUC Trust in litigation for years and held up distributions to the GUC Trust’s beneficiaries—the Unitholders. The Participating Unitholders represented by Akin Gump played an integral role throughout each round of settlement discussions and formal mediation sessions.
- **Requests to Stay Distributions.** The Participating Unitholders and Akin Gump have actively supported the proposed distributions made by the GUC Trust to Unitholders since the New GM Recalls, including, but not limited to, in the face of opposition and requests that the Bankruptcy Court stay such distributions.

It is not, and could not be, disputed that the Participating Unitholders provided a substantial benefit to all other holders of GUC Trust Units. Indeed, such benefits can be accurately traced by, among other things, the Participating Unitholders’ meaningful involvement in every aspect of the years long Bankruptcy Court proceedings triggered by the New GM Recalls. Perhaps more importantly, the Participating Unitholders have actively engaged in every settlement negotiation with respect to Plaintiffs’ potential claims against the GUC Trust, including the mediation efforts, which ultimately paved the way for the recently approved global settlement and a \$300 million distribution to the Unitholders.

There is no dispute that the Settlement Agreement came to fruition in response to the contribution of Akin Gump in the negotiations. Akin Gump engaged in negotiations, motion practice, and in hearings at each critical juncture in this case on behalf of themselves to the benefit

Akin Gump

STRAUSS HAUER & FELD LLP

of all holders of beneficial units of the GUC Trust. An equitable sharing of costs among all beneficiaries of the Settlement Agreement as it relates to the GUC Trust is warranted here. The GUC Trust should reimburse the Participating Unitholders for the Akin Gump Fees so that the cost of the years-long litigation and negotiations as it relates to distributions from GUC Trust are borne ratably by all Unitholders who benefitted from Akin Gump's participation in the proceedings.

Moreover, the Participating Unitholders believe that no party will oppose a request by the GUC Trust to reimburse the Participating Unitholders for the Akin Gump Fees. Akin Gump has advised various parties in interest of the Participating Unitholders' reimbursement request. No party has raised an issue.

Further, the GUC Trust has publicly disclosed the Participating Unitholders' request for reimbursement in its public securities filings and indicated that the GUC Trust has "included in its estimates of expected Wind-Down Costs for the nine months ended December 31, 2019 are \$10 million in expected reimbursements to certain holders of a majority of GUC Trust Units for legal fees in connection with monitoring the actions of the GUC Trust and participating in litigation related to the General Motors vehicle recalls." See Motors Liquidation Company GUC Trust Quarterly GUC Trust Reports as of December 31, 2019 [Docket No. 14671]. Upon information and belief, no party has questioned the GUC Trust's disclosure.

In light of the foregoing and the unquestionable and substantial contributions made by the Participating Unitholders and Akin Gump for the benefit of all holders of GUC Trust Units, the Participating Unitholders submit that reimbursement of past and future Akin Gump Fees is warranted and appropriate. As such, the Participating Unitholders formally request that the GUC Trust seek Bankruptcy Court authority to make such reimbursements.

Very truly yours,

 Daniel H. Golden

cc: Kristin Going, Esq.

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1543487
Invoice Date 06/10/14
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 05/31/14 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 04/07/14 | DHG | Telephone calls with Davidson Kempner re: status of ignition defect claims; office conference with A. Freeman re: assignment in connection with same. | 1.10 |
| 04/07/14 | AF | O/c with D. Golden re: ignition switch defect claims background/assignment; analysis re: same. | 5.50 |
| 04/08/14 | DHG | Office conference with A. Freeman re: analysis of liability for ignition defect claims. | 2.00 |
| 04/08/14 | AF | Analyze GM GUC trust issues re: ignition switch defect claims; o/c with D. Golden re: same. | 7.60 |
| 04/09/14 | DHG | Review/revise Freeman memo on issues regarding pre-closing/post-closing ignition claims; telephone conference with C. Cantalupo and S. Vogel re: results of findings; telephone call with S. Karotkin, M. Williams, B. Seidel re: same. | 2.40 |
| 04/09/14 | AF | Conf. call with C. Cantalupo and S. Vogel re: ignition switch defect claims issues; prepare for same. | 1.20 |
| 04/10/14 | DHG | Telephone call with C. Cantalupo re: memo regarding ignition failure claims; review Gerber decision. | 1.00 |
| 04/10/14 | AF | Communications with D. Golden re: ignition switch defect claims analysis. | 0.30 |
| 04/15/14 | DHG | Office conference with A. Freeman re: Gerber sale order and new GM's stay motion; review New GM's motion for stay in California Federal Court proceeding. | 1.20 |
| 04/15/14 | AF | Communications w/ D. Golden re: successor liability and motion to stay proceedings; review motion re: same. | 0.80 |
| 04/16/14 | DHG | Review proposed class action complaint in Northern District of California and various news articles regarding claims against New GM; review Gerber Deutsch decision. | 1.90 |
| 04/16/14 | AF | Communications re: filing of late proofs of claim; analysis re: same. | 0.80 |
| 04/18/14 | NM | Perform research regarding the standard for filing a late claim and | 8.70 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1543487

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June 10, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 04/22/14 | DHG | prepare memo applying the same to the GM defect fact pattern. Review motion by new GM for enforcement of sale order; review adversary proceeding filed by ignition defect claimants seeking relief from sale order; telephone call with S. Vogel and C. Cantalupo re: same. | 2.30 |
| 04/22/14 | AF | Communications with D. Golden re: bar date and late filed proofs of claim. | 0.40 |
| 04/23/14 | DHG | Extended telephone call with M. Williams re: position to take at upcoming status conference; telephone call with S. Vogel and C. Cantalupo re: same; review excusable neglect memo. | 2.00 |
| 04/23/14 | AF | O/c with D. Golden and N. Moss re: ignition switch defect claims issues; review relevant docs. | 1.50 |
| 04/23/14 | NM | Meet with D. Golden and A. Freeman to discuss motion to enforce GM sale order; review relevant materials; calls with DK; call with counsel to the GUC trust. | 4.10 |
| 04/24/14 | DHG | Telephone conference with S. Vogel, C. Cantalupo re: strategy with respect to letter to Judge Gerber. | 0.40 |
| 04/24/14 | AF | Communications with Akin team re: status conf. letters and Morgenstein case. | 0.30 |
| 04/25/14 | NM | Review pleadings regarding partial revocation of the GM sale order. | 1.20 |
| 04/28/14 | DHG | Telephone call with M. Williams re: Trust letter response; telephone conference with S. Vogel, C. Cantalupo re: same; review letters in response to Gerber endorsed order; telephone call with B. Rush re: hearing; review applicable pleadings. | 2.20 |
| 04/28/14 | NM | Draft letter to Judge Gerber in connection with May 2 status conference; discuss the same and related issues with D. Golden; revise the same; review transcript of GM hearing on Morgenstein case; review letters and pleadings filed in connection with the ignition defect issue and the May 2, 2014 status conference. | 5.10 |
| 04/29/14 | DHG | Numerous telephone calls with Davidson Kempner, River Birch, Akin Gump, Empryea re: determinations whether to be signatories to the letter; revisions to the letter; review Morganstern case. | 2.00 |
| 04/29/14 | NM | Discuss letter to Judge Gerber regarding the May 2, 2014 status conference with D. Golden; participate in call with unit holders regarding the same; draft hearing presentation materials for status conference; correspondence with unit holders. | 4.10 |
| 04/30/14 | DHG | Numerous telephone calls with DK, RB re: finalization of letter to Court; finalize letter; office conference with N. Moss re: same; review additional letter pleadings; office conferences with N. Moss re: same; review GM pleading. | 3.20 |
| 04/30/14 | DK | Confer with N. Moss re filing of letter re status conference; prepare document to be efiled; effect the above; draft status email for attorney. | 0.50 |
| 04/30/14 | NM | Finalize, file and send letter to Judge Gerber regarding the May 2, 2014 status conference; prepare materials for distribution to the group of unit holders; review letter requesting to participate in status conference filed by additional interested party; discussions with D. Golden regarding the letter to Judge Gerber; review agenda for status conference; prepare and send email to group regarding the same. | 4.70 |
| 05/01/14 | DHG | Prepare for GM conference; telephone calls Ad Hoc Committee re: same. | 2.30 |
| 05/01/14 | NM | Prepare for 5/2/2014 status conference; discussions with D. Golden regarding the same. | 1.10 |
| 05/02/14 | DHG | Attend status conference on motion to enforce sale order; | 4.50 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1543487

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June 10, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | telephone call with S. Vogel re: same; telephone calls with other group members re: same. | |
| 05/02/14 | NM | Prepare for and attend the GM status conference on the motion to enforce sale order and ignition defect issues. | 5.20 |
| 05/05/14 | DHG | Review/revise summary of 5/2 hearing; conference call with unit holders re: same; review 5/2 transcript; conference call with counsel for new GM, plaintiffs and GUC Trust re: scheduling order. | 2.20 |
| 05/05/14 | DK | Update transcripts file; confer with N. Moss re status. | 0.50 |
| 05/05/14 | NM | Prepare and send summary of May 2 status conference to the group; participate in telephone call with unit holders; review transcript of hearing from May 2 status conference; discussion with D. Golden regarding the same; calls to counsel for the plaintiffs, counsel for New GM and counsel for the GUC Trust regarding the scheduling order. | 1.70 |
| 05/06/14 | DHG | Review memo from Gibson Dunn re: scheduling order; review draft scheduling order; revise draft scheduling order; telephone conference with Gibson Dunn re: scheduling order. | 2.40 |
| 05/06/14 | NM | Draft memo to clients re status conference transcript summary; review draft proposed scheduling order; revise the same; review and revise proposed scheduling order with D. Golden. | 2.70 |
| 05/07/14 | DHG | Prepare for and participate in conference call with Gibson Dunn re: proposed discovery/scheduling order; telephone call with S. Vogel re: same; emails to ad hoc members re: status; review transcript in preparation for ad hoc conference call; participate in ad hoc conference call re: status; review Brown Rudnick revisions to new GM proposed discovery/scheduling order. | 2.40 |
| 05/07/14 | NM | Prepare for call with GUC Trust counsel; participate in call with counsel for GUC Trust; revise scheduling order; review GUC Trust's comments to the scheduling order; prepare for conference call with unit holders; participate in conference call with unit holders; follow up discussion with D. Golden; draft engagement letter; review class action complaints; draft memo in connection with the same. | 7.10 |
| 05/08/14 | DN | Review draft proposed scheduling orders; confer w/ D. Golden and N. Moss re same; call w/ all counsel re same. | 3.20 |
| 05/08/14 | DHG | Review/revise draft scheduling order; office conference with D. Newman, N. Moss re: same; all-hands counsel call. | 3.40 |
| 05/08/14 | BSM | Telephone calls with D. Golden re: securities law issue; and research and analysis of the same. | 2.00 |
| 05/08/14 | NM | Discuss case background with D. Newman; draft group engagement letter; revise Brown Rudnick scheduling order; participate in call with plaintiffs counsel, counsel for New GM, counsel for the GUC Trust and Akin team revising the proposed scheduling order. | 4.20 |
| 05/09/14 | DN | Review revised scheduling order; confer w/ D. Golden and N. Moss re same; Call with Gibson re same; Call w/ all counsel re same. | 4.40 |
| 05/09/14 | DHG | Review latest draft of proposed scheduling order; office conference with team re: same; telephone conference with E. Weisfelner re: same; telephone call with Gibson Dunn re: same; participate in all-hands conference call to discuss latest draft of scheduling order; telephone call with A. Steinberg re: same; telephone call with D. Newman re: same. | 2.30 |
| 05/09/14 | NM | Review New GM's revised proposed scheduling order; revise the same; call with Akin, counsels to the plaintiffs, counsel to GUC Trust, and counsel to New GM re the same; discussions with Akin | 2.60 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1543487

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June 10, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | team re same; calls with Brown Rudnick re same; discussions with GUC Trust; review revised order | |
| 05/11/14 | DHG | Review proposed final version of scheduling order; email to S. Davidson re: unit holders' sign off; email to N. Moss re: distribution to unit holders. | 0.70 |
| 05/12/14 | DHG | Work through comments on engagement letter; telephone call w/ L. Rubin re: stipulation of facts; review filed Notice of Settlement of scheduling order and email S. Davidson re: same. | 1.20 |
| 05/12/14 | BSM | Review Akin engagement letter; analysis of issues in connection with same. | 1.00 |
| 05/12/14 | NM | Review DK comments to the Akin engagement letter; revise the same; discussions with D. Golden regarding the same; prepare email to group in connection with the same. | 1.50 |
| 05/13/14 | BSM | Analysis of securities issues in connection w/ engagement. | 1.00 |
| 05/13/14 | ZNW | Review of securities issues re engagement by GM ad hoc group. | 1.40 |
| 05/13/14 | DK | Confer with N. Moss re preparation of notebooks re motion to enforce sale order; review and organize relevant pleadings; prepare index thereof; confer with attorney re status; update the notebooks. | 2.40 |
| 05/15/14 | DN | Call with counsel to the GUC trust; confer w/ N. Moss and D. Golden; Review congressional materials. | 2.50 |
| 05/15/14 | DHG | Prepare for and participate in call with counsel for GUC trust re: stipulation of facts; finalize group engagement letter. | 1.30 |
| 05/15/14 | NM | Participate in telephone call with counsel for the GUC Trust to discuss stipulation of facts and next steps; correspondence with group members regarding the Akin engagement letter. | 0.90 |
| 05/16/14 | DN | Review Congressional Materials in connection w/ recalls. | 2.10 |
| 05/16/14 | DHG | Review emails re: new GM recalls; telephone calls with clients re: same. | 1.10 |
| 05/16/14 | DK | Confer with N. Moss re preparation of notebooks with congressional hearing materials; review and organize the above; prepare index therefor; update notebooks; confer with attorney re status. | 1.70 |
| 05/16/14 | NM | Review various press releases regarding new GM recalls; review the entered scheduling order. | 0.40 |
| 05/20/14 | DHG | Telephone call with E. Weisfelner re: stipulation of facts; telephone call with L. Rubin re: same. | 0.40 |
| 05/20/14 | NM | Telephone call with K. Martorana (Gibson Dunn) regarding proposed stipulation of facts and next steps; prepare Akin engagement letter. | 0.30 |
| 05/21/14 | DN | Meet w/ D. Golden and N. Moss re status of case. | 0.80 |
| 05/21/14 | DN | Calls w/ L. Rubin and D. Golden re stipulation of facts; meet w/ team to discuss same. | 2.00 |
| 05/21/14 | DHG | Participate in Team meeting and calls w/ counsel to GUC trust re: stipulation of facts. | 0.50 |
| 05/21/14 | NM | Meet with D. Newman and D. Golden regarding stipulation of facts. | 0.40 |
| 05/22/14 | NM | Finalize Akin EL; send update memo to clients. | 0.50 |
| 05/23/14 | DN | Prepare for and attend meeting with Gibson re stipulation of facts. | 3.50 |
| 05/23/14 | DHG | Meet with Gibson Dunn team re: stipulation of facts and strategy; continued work on facts. | 4.00 |
| 05/23/14 | NM | Prepare for meeting with Gibson Dunn (counsel for the GUC trust); meet with D. Golden and D. Newman and discuss stipulations of fact; meet with counsel for the GUC Trust (Gibson Dunn); review Creamer decision in connection with the same. | 3.20 |
| 05/27/14 | DHG | Review case law provided by Gibson Dunn; review common interest agreement. | 2.00 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1543487

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June 10, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 05/27/14 | NM | Review Gerber claims objection decision and bankruptcy court transcript; call with H. Steel (Brown Rudnick); review draft protective order; review correspondence from counsel for the GUC Trust. | 0.70 |
| 05/28/14 | DHG | Telephone calls from non-group GUC holders re: status; began review of plaintiffs proposed stipulation of facts; office conference with D. Newman re: same; review case law regarding bar date and future claims; office conference with N. Moss re: draft of GUC Trust Unit Holders stipulation of facts. | 2.40 |
| 05/28/14 | NM | Review plaintiffs proposed stipulation of facts; telephone call with H. Steel (Brown Rudnick) regarding the plaintiffs stipulation of facts; review recall notices from Feb 2014 - May 2014; draft memo for D. Golden regarding the same. | 6.10 |
| 05/29/14 | DN | Review common interest agreement; confer w/ R. Donohue re same. | 0.80 |
| 05/29/14 | DHG | Revise proposed common interest agreement; telephone call with S. Vogel re: same; office conference with D. Newman re: revisions to common interest agreement; final revisions re: same; review case law regarding ability to bind future claimants; continue review of plaintiffs stipulation of facts. | 2.50 |
| 05/29/14 | RJD | Review and revise draft common interest agreement; correspondence and conferences with D. Newman re same. | 1.50 |
| 05/30/14 | DN | Confer w/ D. Golden re common interest agreement. | 0.20 |
| 05/30/14 | DHG | Review Grumman case; began review of draft stipulation of facts; review plaintiff's draft of stipulation of facts; office conferences with D. Newman re: same; draft email to Ad Hoc Committee; work on Common Interest Agreement; telephone call with S. Vogel. | 4.70 |
| 05/30/14 | NM | Discussions with D. Golden regarding the common interest agreement with counsel for the GUC Trust; revise the same. | 0.50 |
| Total Hours | | | 178.90 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 19.50 | at | \$850.00 | = | \$16,575.00 |
| D H GOLDEN | 62.00 | at | \$1150.00 | = | \$71,300.00 |
| B S MENDELSON | 4.00 | at | \$950.00 | = | \$3,800.00 |
| Z N WITTENBERG | 1.40 | at | \$790.00 | = | \$1,106.00 |
| N MOSS | 67.00 | at | \$675.00 | = | \$45,225.00 |
| A FREEMAN | 18.40 | at | \$800.00 | = | \$14,720.00 |
| R J DONOHUE | 1.50 | at | \$690.00 | = | \$1,035.00 |
| D KRASA-BERSTELL | 5.10 | at | \$255.00 | = | \$1,300.50 |

Current Fees

\$155,061.50

FOR COSTS ADVANCED AND EXPENSES INCURRED:

| | |
|---------------------------------------|----------|
| Computerized Legal Research - Westlaw | \$136.95 |
| Duplication - In House | \$175.20 |
| Meals - Business | \$33.89 |

MOTORS LIQUIDATION COMPANY GUC TRUST

Invoice Number: 1543487

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June 10, 2014

| | |
|------------------|----------|
| Current Expenses | \$346.04 |
|------------------|----------|

| | |
|-------------------------------------|---------------------|
| Total Amount of This Invoice | \$155,407.54 |
|-------------------------------------|---------------------|

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1543487
Invoice Date 06/10/14
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1543487

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS

Invoice Number 1551787
Invoice Date 07/30/14
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 06/30/14 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 06/01/14 | DHG | Review/revise Gibson Dunn draft stipulation of facts; extended email re: same; review two emails from L. Rubin; telephone calls with D. Newman re: same. | 2.30 |
| 06/02/14 | DHG | Email with D. Pickering re: group mechanics; emails from group; review GDC emails to Plaintiff group; review fact stipulations. | 2.40 |
| 06/02/14 | NM | Review various facts stipulations. | 1.10 |
| 06/03/14 | DN | Calls w/ L. Rubin re: facts stipulations; confer w/ D. Golden re: same; review stipulate facts. | 0.80 |
| 06/03/14 | DHG | Review ad hoc group holdings, emails re: Feinberg reports; conference call with Gibson & Dunn (counsel for the GUC Trust) re: stipulated facts and legal theories. | 2.30 |
| 06/04/14 | DHG | Work on fact stipulations; telephone calls with members of the ad hoc group. | 3.10 |
| 06/04/14 | JLC | Organize and index case documents. | 0.50 |
| 06/05/14 | DHG | Telephone calls with members of the ad hoc group re: proposed stipulations of fact. | 1.60 |
| 06/06/14 | DN | Confer w/ J. Diehl re: stipulations of facts. | 0.60 |
| 06/06/14 | DHG | Office conference with N. Moss re: amended engagement letter; participate in conference call with Gibson & Dunn re: fact stipulations; research re: strategies. | 3.20 |
| 06/06/14 | JAD | Review proposed stipulations of fact; order to enforce sale order and injunction, sale order, master sale & purchase agreement, and other materials, and confer with D. Newman regarding fact stipulations. | 5.30 |
| 06/06/14 | NM | Draft amended engagement letter, update holdings information and contact list; participate in telephone call with Gibson Dunn regarding proposed stipulations of fact. | 1.50 |
| 06/07/14 | JAD | Review/analyze Valukas Report and other materials, including proposed stipulations of fact; order to enforce sale order and injunction and master sale & purchase agreement. | 6.10 |
| 06/08/14 | JAD | Review/analyze Valukas Report and other case materials, including master sale & purchase agreement. | 4.80 |
| 06/08/14 | NM | Revise amended engagement letter per D. Golden's comments. | 0.90 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1551787

Page 2
July 30, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 06/09/14 | DN | Confer w/ J. Diehl re Valukas Report. | 0.20 |
| 06/09/14 | JAD | Review/analyze Valukas report, NHTSA Consent Order, and other case materials and research. | 4.80 |
| 06/09/14 | NM | prepare amended engagement letter for distribution to the ad hoc group; draft cover letters for the April/May invoice; calculate payment amounts for unit holders. | 1.50 |
| 06/10/14 | DN | Participate in status call with ad hoc group. | 0.80 |
| 06/10/14 | DHG | Call with ad hoc group re: status of scheduling order and fact stips; work on stips; follow up strategy call with L. Rubin and E. Weisfelner. | 1.60 |
| 06/10/14 | JAD | Call with D. Golden, D. Newman, N. Moss and Gibson Dunn re: facts stipulations; review Valukas Report and identify evidence relating to GM's treatment of ignition switch as warranty issue prior to 363 sale; review, and mark-up draft common interest agreement. | 4.50 |
| 06/10/14 | NM | participate in telephone call with Gibson Dunn regarding the Valukas Report; review relevant sections of the same. | 2.10 |
| 06/11/14 | DHG | Conference call with ad hoc group re: litigation strategies; telephone calls with L. Rubin re: same; office conference with D. Newman re: same. | 1.40 |
| 06/11/14 | JAD | Review/analyze Valukas report, NHTSA Consent Order, testimony, other case materials and research; confer with L. Rubin regarding Valukas report, role of King & Spalding, potential discovery requests, and case strategy. | 6.20 |
| 06/11/14 | NM | Review and analysis of case law regarding 2019 disclosures on behalf of the ad hoc group. | 0.50 |
| 06/12/14 | DHG | Review summary of Valukas report. | 1.60 |
| 06/12/14 | JAD | Review/analyze MSPA and other case materials and research; research channeling trusts, potential for ex post creation of same, and broader remedies in context of procedural due process violations; and confer with D. Newman regarding same; confer with L. Rubin in advance of call with plaintiffs' designated counsel; conference call with plaintiffs' designated counsel. | 8.60 |
| 06/12/14 | NM | Revise the amended engagement letter to reflect Pentwater's comments; discussion with J. Diehl re: analysis of Valukas report. | 0.60 |
| 06/13/14 | JAD | Review Gromman complaint, GM motion to enforce, MSPA, and Valukas Report and analyze issues related to retained versus assumed liabilities; call with L. Rubin to discuss case strategy and alternative approaches to litigation. | 6.30 |
| 06/13/14 | NM | Correspondence with Whitebox re: update; review New GM's motion to establish stay procedures for newly filed ignition switch actions; send interoffice memo to D. Golden and D. Newman re: same. | 1.20 |
| 06/16/14 | DN | Review edits to common interest agreement with Gibson Dunn. | 0.20 |
| 06/16/14 | DHG | Respond to emails from ad hoc committee members re: current status; review information regarding GM's recent recall. | 0.70 |
| 06/16/14 | JAD | Confer with L. Rubin at Gibson Dunn regarding procedural due process arguments, Valukas report and case strategy; review GM materials, research and work on case strategy overview. | 4.10 |
| 06/17/14 | DN | Meet w/ Akin team; call w/ Gibson Dunn re: litigation strategy. | 0.80 |
| 06/17/14 | HAT | Correspondence re ignition switch defect issues; t/c and correspondence re next day congressional hearing re GM; prepare and forward summary and materials re hearing. | 0.50 |
| 06/17/14 | CWJ | Coordinate coverage for House O&I hearing on GM recalls; review background information from D. Golden re same. | 0.75 |
| 06/17/14 | JAD | Team meeting to discuss case strategy; research/review post-sale Gerber decisions; research and work on overview of strategic | 7.00 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1551787

Page 3
July 30, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | points to make to plaintiffs in advance of meet and confer, and confer with L. Rubin regarding same; review Scheduling Order; review MSPA and analyze retained vs. assumed liabilities; analysis of Grumman and other cases addressing procedural due process violations. | |
| 06/17/14 | LWL | Obtain lists of GM recalls for N. Moss. | 0.40 |
| 06/17/14 | NM | meeting with D. Golden, D. Newman, and J. Diehl to discuss strategy and next steps; prepare analysis of GM recalls; review Gillispie motion. | 5.50 |
| 06/18/14 | DN | Review email to clients; call w/ Gibson; meet with Akin team re: strategy. | 0.80 |
| 06/18/14 | DHG | Internal GM meeting (D. Newman, J. Diehl, N. Moss) re: review of facts stipulations and prepare for Committee conference call and upcoming meet and confer; telephone calls/emails with PLP re: ongoing House and Senate investigations; telephone call with members re: issues in connection with request that GUC Trust exercise/sell warrants and GM stock and status of JPM litigation. | 2.40 |
| 06/18/14 | HAT | Monitor (part) House E&C hearing re GM; review/edit summary prepared re same; prepare cover note/summary and forward same to internal team; meeting with internal team; prepare initial options outline. | 1.75 |
| 06/18/14 | CWJ | Review (part) House O&I hearing on GM recall; review/revise summary of Braley/Griffith Q&A at same; internal meeting re possible strategic steps in support of client and review proposed outline re same; coordinate additional work on hearing summary. | 1.00 |
| 06/18/14 | JAD | Review New GM's proposed stipulations of fact; confer with L. Rubin at Gibson Dunn regarding same; team meeting to discuss New GM stipulations and case strategy; draft outline of main arguments to be advanced in litigation; research Gerber decisions, and research and work on claim, procedural due process, and remedy analysis; review GM JPM decision and related litigation update. | 9.10 |
| 06/18/14 | NM | Prepare memos re: equitable mootness and excusable neglect; participate in strategy meeting with J. Diehl, D. Golden and D. Newman; analysis of recent recalls; telephone call with L. Rubin re: common interest; prepare and send correspondence to the group regarding strategy call and common interest agreement. | 7.80 |
| 06/19/14 | DHG | Participate in conference call with Gibson Dunn re: meeting with plaintiffs regarding stipulation of facts; continued work on common interest agreement and finalize same; review recent recall information and case law regarding attempts to avoid sale order injunction. | 2.40 |
| 06/19/14 | JJ | Review emails/transcript of E&C O&I hearing; prep for and participate in strategy conference call. | 1.30 |
| 06/19/14 | HAT | Review materials and press from prior day hearing on GM recalls; calls re: status and future hearings. | 0.50 |
| 06/19/14 | CWJ | Call w/ D. Golden re: background, congressional advocacy strategy; review/revise/circulate summary (with transcript) of House O&I hearing; review transcript; brief C. Treanor on relevant issues, follow-up with HAT. | 0.90 |
| 06/19/14 | JAD | Research/review Gerber decisions, and draft case summaries; research and draft litigation strategy outline; call with client group; call with D.C. public policy group; calls with L. Rubin at Gibson Dunn to discuss case strategy and analysis of case law. | 8.60 |
| 06/19/14 | NM | prepare for call with ad hoc group; participate in same; review 10K filed by the GUC trust; prepare memo re: same. | 2.50 |
| 06/20/14 | DN | Call w/ Gibson Dunn re: litigation strategy. | 0.40 |

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Invoice Number: 1551787

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July 30, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 06/20/14 | DHG | Review cases and summary regarding pre-petition incidents; telephone call with E. Weisfelner re: same; work on common interest agreement; telephone call with Gibson Dunn re: common interest agreement. | 2.30 |
| 06/20/14 | HAT | Meeting with team re research and next steps. | 0.50 |
| 06/20/14 | CWJ | Coordinate research re GM political contributions, transcripts of prior GM hearings; brief JRT re project; internal team conference re strategy. | 0.65 |
| 06/20/14 | JRT | Participate in team meeting re: background. | 0.75 |
| 06/20/14 | JRT | Communications re: strategy and congressional outlook. | 0.75 |
| 06/20/14 | SK | Coordinate relevant case law and summaries. | 3.00 |
| 06/20/14 | NM | Participate in telephone call with D. Golden, D. Newman and counsel for the GUC Trust regarding common interest agreement and next steps; revise the common interest agreement with the GUC Trust; correspondence with the ad hoc group re: same; telephone call with L. Rubin (Gibson Dunn) re: same. | 2.60 |
| 06/23/14 | DN | Meet w/ Brown Rudnick (counsel for plaintiffs) re: facts stipulations and litigation. | 2.00 |
| 06/23/14 | DHG | Continued review of relevant case law and review of proposed stipulations of fact in preparation for meet and confer; telephone conference with Gibson Dunn re: same; work on common interest agreement. | 6.40 |
| 06/23/14 | HAT | Review/circulate major press re GM; meeting with team re information to be assembled re same. | 0.40 |
| 06/23/14 | CWJ | Review updates/articles re GM/recall/financial recovery. | 0.65 |
| 06/23/14 | JRT | Communications with House Judiciary staff and follow up re: GM recalls. | 0.75 |
| 06/23/14 | JAD | Attend meeting with D. Golden, D. Newman, and designated plaintiffs' counsel, E. Weisfelner and H. Steel, and counsel for GUC Trust to discuss case and upcoming meet and confer. | 2.00 |
| 06/24/14 | DN | Attend meet and confer re: facts stipulations; confer w/ J. Diehl and D. Golden re same. | 8.20 |
| 06/24/14 | DHG | All day meeting at Brown Rudnick with plaintiffs, new GM and GUC Trust re: meet and confer regarding stipulations of fact. | 6.50 |
| 06/24/14 | HAT | Follow up re transcripts from earlier GM hearings. | 0.25 |
| 06/24/14 | JRT | Review transcript excerpts from GM congressional hearings. | 0.50 |
| 06/24/14 | JAD | Attend and participate in meet and confer with Plaintiffs' Designated Counsel, counsel for New GM, and the counsel for the GUC Trust; confer with L. Rubin and A. Offenhartz at Gibson Dunn regarding case strategy; review of proposed supplemental stipulations of fact by GM, Gromman and other plaintiffs; review transcripts of Sale hearing, and other materials to identify any statements regarding warranty obligations, and confer with L. Rubin regarding same. | 8.80 |
| 06/25/14 | DN | Research due process issues; confer w/ Gibson Dunn re same. | 4.20 |
| 06/25/14 | DHG | Numerous telephone calls with L. Rubin, D. Newman, E. Weisfelner re: meet and confer issues; continued research on remedies. | 2.30 |
| 06/26/14 | DN | Read strategy memo and research; confer w/ Gibson Dunn re scheduling. | 5.20 |
| 06/26/14 | DHG | Numerous emails/telephone calls with D. Newman and L. Rubin re: stipulations of fact and alternative revised scheduling orders. | 1.30 |
| 06/26/14 | DP | Conduct background research on client. | 0.50 |
| 06/26/14 | SK | Prepare cases mentioned in strategy memorandum. | 3.00 |
| 06/27/14 | DN | Calls w/ D. Golden, L. Rubin and E. Weisfelner re: stipulations of fact. | 3.20 |
| 06/27/14 | DHG | Review Gibson Dunn legal research memo; telephone calls with | 2.40 |

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Invoice Number: 1551787

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July 30, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 06/27/14 | JAD | D. Newman re: revised scheduling order and stipulation of facts. Review Gibson Dunn memo and cited cases; confer with D. Newman regarding procedural due process analysis, schedule and further research. | 1.20 |
| 06/28/14 | DN | Review Gibson Dunnmemo and related cases; call w/ E. Wesifelner and D. Golden re: stipulations of fact. | 1.40 |
| 06/30/14 | DN | Calls w/ L. Rubin; call w/ clients; review cases and Gibson Dunn memo; review proposed scheduling orders; meet w/J. Diehl and D. Pangonis. | 5.00 |
| 06/30/14 | DHG | Conference call with ad hoc committee re: status report on revised scheduling order; numerous telephone calls/office conferences with D. Newman and L. Rubin re: alternative revised scheduling order; telephone calls with S. Davidson and E. Weisfelner re: same; prep for all-hands call on July 1 on competing revised scheduling orders; continued research on remedies to due process violation; review Feinberg protocol. | 4.50 |
| 06/30/14 | JAD | Research/review cases regarding non-debtor disputes over free and clear bankruptcy asset sales, pre-and post-petition claims and right to payment, and remedies; draft email to D. Newman regarding Grumman; review research identified by Gibson Dunn; review draft supplemental scheduling order; meeting with D. Newman and D. Pangonis, and confer further with D. Pangonis regarding case and research issues; client update call. | 4.10 |
| 06/30/14 | DP | Meet with Debbie Newman and Jamie Diehl re: case background and receiving assignment; research status of JPM litigation; confer with Naomi Moss re: same. | 2.60 |
| 06/30/14 | NM | Prepare for and participate in conference call with ad hoc group; follow up discussion with D. Golden, D. Newman and J. Diehl; draft memo to Akin team re: the GUC Trust and JPM litigation. | 2.10 |
| Total Hours | | | 227.80 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 33.80 | at | \$850.00 | = | \$28,730.00 |
| D H GOLDEN | 50.70 | at | \$1150.00 | = | \$58,305.00 |
| J JANKOWSKY | 1.30 | at | \$775.00 | = | \$1,007.50 |
| H A TERHUNE | 3.90 | at | \$675.00 | = | \$2,632.50 |
| C W JOHNSON | 3.95 | at | \$615.00 | = | \$2,429.25 |
| J R TUCKER | 2.75 | at | \$625.00 | = | \$1,718.75 |
| J A DIEHL | 91.50 | at | \$665.00 | = | \$60,847.50 |
| D PANGONIS | 3.10 | at | \$405.00 | = | \$1,255.50 |
| N MOSS | 29.90 | at | \$675.00 | = | \$20,182.50 |
| J L CUATT | 0.50 | at | \$240.00 | = | \$120.00 |
| S KIM | 6.00 | at | \$220.00 | = | \$1,320.00 |
| L W LANPHEAR | 0.40 | at | \$245.00 | = | \$98.00 |

Current Fees

\$178,646.50

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Computerized Legal Research - Westlaw

\$4,514.59

MOTORS LIQUIDATION COMPANY GUC TRUST

Invoice Number: 1551787

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| | |
|--------------------------------|----------|
| Duplication - In House | \$533.60 |
| Meals - Business | \$224.71 |
| Meals (100%) | \$21.22 |
| Transcripts | \$446.94 |
| Travel - Ground Transportation | \$14.00 |

| | | |
|------------------|-------|------------|
| Current Expenses | <hr/> | \$5,755.06 |
|------------------|-------|------------|

| | |
|-------------------------------------|---------------------|
| Total Amount of This Invoice | \$184,401.56 |
|-------------------------------------|---------------------|

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS

Invoice Number 1551787
Invoice Date 07/30/14
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO

AKIN GUMP STRAUSS - 6838

400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK

1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941

ABA# 254070116

Ref: 693414/0001, Invoice No. 1551787

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1560439
Invoice Date 09/22/14
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 07/31/14 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 07/01/14 | DN | Call with Gibson Dunn re supplemental scheduling order; call with designated counsel re: same; prepare for July 2 hearing. | 6.70 |
| 07/01/14 | DHG | Conference call with Akin team, Gibson Dunn re: preparation for 7/2 conference and supplemental scheduling order; conference call with Plaintiffs' counsel; prepare for 7/2 conference; review GDC memo re: sale of stock. | 3.70 |
| 07/01/14 | JAD | Research/review cases regarding free and clear asset sales, procedural due process, pre- versus post-petition claims, range of potential remedies, and outline arguments. | 5.80 |
| 07/01/14 | DK | Confer with N. Moss re preparation for hearing; review and organize hearing materials; prepare index for same; prepare hearing notebooks; confer with attorney re status; revise the above in accordance with attorney's instructions; finalize the notebooks; confer with attorneys re status; review and organize additional pleadings for N. Moss. | 3.50 |
| 07/01/14 | DP | Research status of JPM litigation; review and compile materials re: 363 sale order hearing and objections. | 5.00 |
| 07/01/14 | NM | Participate in telephone call with D. Golden and Gibson Dunn re: the GUC Trust; participate in conference call with Akin team and plaintiffs' counsel re: the scheduling order; prepare for July 2 status conference. | 2.50 |
| 07/02/14 | DN | Prepare for and attend hearing; draft summary of same; emails with D. Golden re same. | 6.30 |
| 07/02/14 | DHG | Review background memo on tax impact on GM stock/warrants; review/revise letter to Gerber re: litigation; attend GM status conference; review summary of hearing. | 4.70 |
| 07/02/14 | JAD | Research/review cases regarding asset sales, procedural due process, pre- versus post-petition claims, potential remedies, and work on argument outline; meeting with D. Pagonis to discuss research. | 5.40 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1560439

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September 22, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 07/02/14 | DP | Research status of JPM litigation and draft e-mail memo re: same; confer with J. Diehl re: same; review and compile materials re: 363 sale order hearing and objections; confer with J. Diehl re: same. | 5.50 |
| 07/03/14 | DHG | Review draft of revised scheduling order; office conference with D. Newman re: same; review transcript of 7/2 hearing. | 2.10 |
| 07/03/14 | JAD | Meeting with D. Pagonis to discuss GUC Trust and JPM analysis, and review information relating to same; review hearing memo; review cases and outline arguments. | 4.80 |
| 07/03/14 | DP | Research status of JPM litigation and draft e-mail memo re: same; confer with N. Moss and J. Diehl re: same; review materials re: 363 sale order hearing and objections; confer with J. Diehl re: same. | 5.20 |
| 07/04/14 | DN | Calls with Gibson Dunn team re strategy. | 1.40 |
| 07/06/14 | DP | Review objections to 363 sale. | 3.30 |
| 07/07/14 | DN | Confer w L. Rubin and D. Golden re schedule; call with D. Golden and J. Seery re: equitable mootness argument. | 1.20 |
| 07/07/14 | DHG | Conference call with L. Rubin and D. Newman re: GM scheduling order; telephone conference with J. Seery and D. Newman re: equitable mootness. | 1.40 |
| 07/07/14 | JAD | Review July 2 hearing transcript; research and review cases relevant to threshold issues; confer with D. Pagonis regarding JPM analysis; review sale decision, and order, consumer group and other relevant objections to 363 sale, and omnibus reply addressing successor liability issues. | 6.90 |
| 07/07/14 | DP | Review materials re: 363 sale order hearing and objections; review related documents (omnibus reply of debtors to objections; motion to enforce sale order, etc.); confer with J. Brun and J. Diehl re: same; draft analysis of same; research status of JPM litigation and draft e-mail memo re: same; confer with N. Moss and J. Diehl re: same. | 6.30 |
| 07/07/14 | JAB | Review documents filed in connection with 363 sale. | 8.00 |
| 07/07/14 | NM | Perform research re: tax issues; analysis of distributions from GUC Trust; review and revise D. Pagonis summary re: JPM litigation; discussion with D. Golden re: tax issues; perform research in connection with equitable mootness; discussions with D. Newman re: same. | 6.50 |
| 07/08/14 | DHG | Office conference with N. Moss re: GUC Trust tax issues; continued work on scheduling order; discussions re: adding equitable mootness as threshold issue; office conference with D. Newman re: same. | 2.10 |
| 07/08/14 | JAD | Research and review cases and other materials relevant to threshold issues, and work on argument outline. | 6.10 |
| 07/08/14 | DP | Review materials re: 363 sale order and prepare memo re: same; confer with J. Brun re: same. | 1.90 |
| 07/08/14 | JAB | Review 363 sale objections; draft summary of same; confer with D. Pagonis re: same. | 8.00 |
| 07/08/14 | NM | Discussion with D. Golden re: tax issues; research regarding plan modifications in connection with the same. | 3.10 |
| 07/09/14 | DN | Calls with opposing counsel and Gibson Dunn to negotiate proposed scheduling order; confer w/ D. Golden re same; review same; discussion with B. Mendelson re: no-action letter. | 5.30 |
| 07/09/14 | DHG | Calls with counsel re: negotiating scheduling order; office conferences with D. Newman re: same; review latest draft. | 3.10 |
| 07/09/14 | BSM | Telephone call with D. Newman re: No-Action Letter, review No-Action Letter and other materials. | 1.80 |
| 07/09/14 | DP | Review materials re: 363 sale order; confer with Jenny Brun re: | 5.40 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1560439

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September 22, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | same. | |
| 07/09/14 | JAB | Review pleadings filed in connection with 363 sale; confer w/ D. Pagonis re: same. | 7.50 |
| 07/09/14 | NM | Meet with D. Golden and discuss plan amendment research; draft memo re: same. | 6.40 |
| 07/10/14 | DN | Call with D. Golden and L. Rubin re: scheduling order; draft correspondence re: same. | 1.00 |
| 07/10/14 | DHG | Telephone conference with L. Rubin and D. Newman re: scheduling order. | 0.70 |
| 07/10/14 | DP | Review and compile materials re: 363 sale order hearing and objections; review related documents (omnibus reply of debtors to objections; motion to enforce sale order, etc.); review GM Congressional testimony re: liability for ignition switch defects; confer with J. Diehl, J. Brun and L. Lanphear re: same; review file memo re: case primer. | 7.20 |
| 07/10/14 | NM | Analysis of facts and legal standards in connection with equitable mootness. | 5.20 |
| 07/11/14 | JAD | Research equitable mootness; review documents and materials and begin work on proposed stipulations of fact regarding equitable mootness threshold issue. | 5.80 |
| 07/11/14 | DP | Review case update. | 0.30 |
| 07/11/14 | NM | Revise equitable mootness memo. | 3.90 |
| 07/12/14 | DN | Calls with D. Golden re: strategy and status update. | 0.30 |
| 07/13/14 | JAD | Review documents and materials and draft proposed stipulations of fact regarding equitable mootness. | 5.30 |
| 07/14/14 | DHG | Review updated equitable mootness research and memo; review proposed facts stipulations for equitable mootness argument. | 2.20 |
| 07/14/14 | JAD | Review documents and materials and draft proposed stipulations of facts regarding equitable mootness, and work with N. Moss regarding same; meeting with D. Golden, D. Newman and N. Moss to discuss proposed stipulations. | 8.40 |
| 07/14/14 | DP | Review materials re: 363 sale order hearing and objections. | 3.80 |
| 07/14/14 | NM | Draft equitable mootness stipulations of fact; discussions with J. Diehl re: same. | 9.70 |
| 07/15/14 | DHG | Conference call with Committee re: status update; review equitable mootness stipulation of facts; work on common interest agreement. | 1.80 |
| 07/15/14 | JAD | Draft proposed stipulations of facts regarding equitable mootness. | 9.40 |
| 07/15/14 | DP | Review 363 sale pleadings. | 1.50 |
| 07/15/14 | NM | Participate in call with ad hoc committee re: status update; draft equitable mootness facts stipulations. | 6.30 |
| 07/16/14 | DN | Revise equitable mootness proposed facts; confer w/ J. Diehl, D. Golden and N. Moss re same. | 5.50 |
| 07/16/14 | DHG | Review/revise proposed equitable mootness stipulation of facts; telephone calls with group members re: background of distribution of trust units. | 2.40 |
| 07/16/14 | JAD | Draft/revise proposed stipulations of fact regarding equitable mootness threshold issue, analyze related issues, and meet and confer with D. Newman and N. Moss regarding same. | 7.50 |
| 07/16/14 | DP | Review Valukas Report re: ignition switch recalls; confer with J. Brun re same. | 7.10 |
| 07/16/14 | JAB | Prepare revised materials for D. Pagonis. | 1.00 |
| 07/16/14 | NM | Draft stipulation of facts in connection with equitable mootness threshold issue. | 5.20 |
| 07/17/14 | DN | Revise fact stips; confer with Gibson team and J. Diehl re same. | 5.40 |
| 07/17/14 | DHG | Review/revise equitable mootness facts; meeting with team re: same. | 2.20 |

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Invoice Number: 1560439

Page 4
September 22, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 07/17/14 | JAD | Draft/revise proposed stipulations of fact regarding equitable mootness threshold issue, analyze related issues, and work with team regarding same; confer with L. Rubin at Gibson regarding proposed stipulations, and circulate working draft to Gibson. | 10.20 |
| 07/17/14 | DP | View Senate hearing re: ignition switch recalls; review previous Congressional hearing transcripts re: same; review Valukas Report re: ignition switch recalls. | 4.10 |
| 07/17/14 | NM | Draft equitable mootness stipulation of facts; discussions with J. Diehl re: same. | 2.80 |
| 07/18/14 | DN | Revise stipulations of facts; calls with Akin team and Gibson re same. | 2.40 |
| 07/18/14 | DHG | Telephone conferences with Akin team and Gibson re: stipulations of facts. | 1.20 |
| 07/18/14 | JAD | Draft and work to finalize proposed stipulations of fact regarding equitable mootness threshold issue; confer with D. Golden, D. Newman and N. Moss regarding same; several calls/emails with L. Rubin at Gibson to finalize draft; circulate final proposed stipulations to counsel for identified parties; initial review of other parties' proposed stipulations. | 10.80 |
| 07/18/14 | NM | Draft stipulations of facts for equitable mootness threshold issue; discussions with J. Diehl re: same; review Gibson Dunn's comments to the same. | 6.50 |
| 07/20/14 | DN | Review proposed stipulations of facts from other parties. | 2.80 |
| 07/20/14 | JAD | Review proposed stipulations of fact by designated counsel, Groman plaintiffs and New GM. | 3.30 |
| 07/21/14 | DN | Confer with L. Rubin, J. Diehl and N. Moss re: additional facts; emails with S. Vogel; call with Gibson re: stipulations of facts. | 2.50 |
| 07/21/14 | DHG | Work on presentation to GM Trust re: sale of GM stock warrants, reimbursement of legal fees, retention of Akin Gump as lobbying counsel for Trust; telephone calls with J. Orenstein re: same; telephone calls with holders re: stipulations of fact. | 2.10 |
| 07/21/14 | JAD | Review proposed stipulations of fact by designated counsel, Groman plaintiffs and New GM; identify and draft possible additional stipulations of fact regarding non-equitable mootness threshold issues, and meet/confer with D. Newman and N. Moss regarding same; call with Gibson to discuss responses and additional proposed stipulations regarding threshold issues (other than equitable mootness); revisions to Gibson's draft email with reservation of rights to counsel, and revisions to proposed additional stipulations of fact; review case law addressing procedural due process violations. | 5.30 |
| 07/21/14 | NM | Meet with J. Diehl and D. Newman re: stipulations of facts; review stips; review Plan and discussion with D. Newman re: equitable mootness stipulations. | 1.90 |
| 07/22/14 | DN | Review proposed stipulations of facts; Call w/ L. Rubin re same. | 2.50 |
| 07/22/14 | DHG | Prepare for meeting with GUC Trustee and counsel re: sale of GM stock and warrants; review additional stipulation of facts. | 3.10 |
| 07/22/14 | JAD | Confer with L. Rubin regarding additional proposed stipulations of fact, and work on revisions to same; review cases and other materials on equitable mootness to prepare for briefing; review New GM's proposed stipulations regarding equitable mootness. | 2.70 |
| 07/22/14 | NM | Review avoidance action trust agreement; discussion with Keith Martorana (Gibson) re: same; review supplemental schedule of stipulated facts; review correspondence with Gibson Dunn and Akin team re: same; review New GM's proposed equitable mootness stipulations of fact. | 6.10 |
| 07/23/14 | DN | Call with J. Diehl and N. Moss re: equitable mootness facts. | 1.60 |

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Invoice Number: 1560439

Page 5
September 22, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 07/23/14 | DHG | Telephone call with H. Jacobson re: GUC Trust tax issues; work re: stipulated facts. | 0.90 |
| 07/23/14 | HBJ | Call with D. Golden re trust background; review memos, research and analyze trust tax issues. | 1.40 |
| 07/23/14 | JAD | Confer with D. Newman regarding preparing consolidated and additional stipulations of fact regarding equitable mootness, and begin work on consolidated proposed facts. | 3.10 |
| 07/23/14 | DP | Review proposed stipulations of fact re: equitable mootness; review JPM litigation materials (plaintiff-appellant brief, Second Circuit decision); review GM Congressional testimony re: liability for ignition switch defects; conduct background research (GUC trust, ignition switch litigation, etc.). | 5.40 |
| 07/23/14 | NM | Discussion with J. Diehl and D. Newman re: equitable mootness facts stipulations; revise common interest agreement with the GUC Trust; prepare for meeting with the GUC Trust. | 7.50 |
| 07/24/14 | DN | Review stipulated facts; confer with Gibson re: same. | 2.70 |
| 07/24/14 | DHG | Meeting at Gibson Dunn re: GUC Trust to sell stock/warrants and related items; email from H. Jacobson re: tax issues; prepare common interest agreement. | 3.60 |
| 07/24/14 | HBJ | Review documents and perform analysis of GUC Trust tax issue; email to D. Golden re: preliminary conclusions. | 1.40 |
| 07/24/14 | JAD | Work with D. Newman regarding consolidated stipulations, and drafting of consolidated and additional proposed equitable mootness facts; confer with K. Martarano and L. Rubin at Gibson regarding same; review parties' proposed stipulations on threshold issues, and develop responses to prepare for meet and confer; review case law on equitable mootness to prepare for briefing. | 6.30 |
| 07/24/14 | DP | Review proposed stipulations of fact re: equitable mootness. | 0.20 |
| 07/24/14 | NM | Meet with D. Golden and counsel for Whitebox re: GUC Trust meeting; prepare for and attend meeting with Gibson Dunn (counsel for the GUC Trust), Wilmington Trust, FTI and counsel for Whitebox; correspondence re: same; draft summary of same; review correspondence between the GUC Trust and the SEC; coordinate execution of common interest agreement with GUC Trust. | 7.90 |
| 07/25/14 | DN | Confer with J. Diehl re stipulated facts; confer with Gibson re: same; review same. | 1.60 |
| 07/25/14 | DHG | Work on email to Committee re: meeting with Gibson Dunn; telephone call with B. Mendelsohn re: same; telephone call with H. Jacobson re: same; office conference with N. Moss re: same; review New GM's supplemental stipulation of facts and prepare for meet and confer. | 2.80 |
| 07/25/14 | HBJ | Finish reviewing documents and follow-up with D. Golden; place call to D. Rosenauer (Gibson) re tax basis. | 1.30 |
| 07/25/14 | JAD | Draft consolidated and additional proposed equitable mootness facts; confer with Gibson regarding same; work on responses to parties' proposed stipulations of fact regarding non-equitable mootness threshold issues. | 4.20 |
| 07/25/14 | NM | Prepare update email for group; meet with D. Golden to discuss the same; review various proposed stipulations of facts. | 4.20 |
| 07/28/14 | DN | Confer with J. Diehl and D. Golden re equitable mootness proposed facts. | 0.50 |
| 07/28/14 | DHG | Review/revise draft stipulation of facts combining New GM and GUC Trust/Unit Holders regarding equitable mootness; telephone call with J. Diehl re: same; telephone call with D. Newman re: same; telephone calls with H. Jacobson and B. Mendelsohn re: issue regarding GUC Trust selling of GM warrants and stock. | 2.00 |

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Invoice Number: 1560439

Page 6
September 22, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 07/28/14 | HBJ | Call with D. Rosenauer (Gibson) re: rationale for tax arguments; email to D. Golden re: same. | 0.40 |
| 07/28/14 | BSM | Review the no-action letter and precedents for liquidating trusts; telephone call with D. Golden re: same. | 3.00 |
| 07/28/14 | JAD | Review proposed stipulations of fact by New GM on non-equitable mootness threshold issues, and prepare responses; review proposed stipulations of fact on procedural due process and remedy threshold issues; draft/revise consolidated proposed stipulations of fact regarding equitable mootness, and confer with D. Golden, D. Newman and N. Moss regarding same; calls and emails with Gibson regarding consolidated proposed stipulations. | 8.10 |
| 07/28/14 | DK | Review and organize pleadings for N. Moss. | 0.40 |
| 07/28/14 | NM | Review recently filed GUC Trust Report; correspondence and calls to Whitebox re: Common Interest Agreement; review GUC Trust's comments to the equitable mootness stipulations of fact; discussion with J. Diehl re: same; review H. Jacobson analysis of tax issues; further discussions with J. Diehl re: stipulations of facts. | 3.40 |
| 07/29/14 | DN | Attend meet and confer on stipulations of facts; confer with team re: same. | 5.50 |
| 07/29/14 | DHG | Continued review of equitable mootness collaboration of stipulation of facts; telephone call with D. Newman re: same; telephone call with D. Newman re: status of meet and confer; telephone call with B. Mendelsohn re: SEC non-action letter vis-a-vis attempt to have Trust sell stock and warrants. | 2.40 |
| 07/29/14 | BSM | Review issues in connection with sale of stock and warrants; call with Gibson Dunn re: same. | 1.50 |
| 07/29/14 | JAD | Review proposed stipulations of fact by designated counsel and Groman plaintiffs, and prepare for meet and confer at Brown Ruddick's offices; attend meet and confer; draft/revise consolidated proposed stipulations of fact regarding equitable mootness to incorporate comments by Gibson; confer with N. Moss regarding New GM cites; prepare and circulate proposed consolidated stipulations to counsel for identified parties. | 7.30 |
| 07/29/14 | DK | Review and organize pleadings for attorneys. | 0.50 |
| 07/29/14 | NM | Review New GM's cites for the equitable mootness fact stipulations; discussions with J. Diehl re: same. | 2.10 |
| 07/30/14 | DHG | Telephone call with B. Mendelsohn re: securities issues related to sale of GM stock and warrants; telephone call with J. Orenstein re: possibility of exercising of warrants; office conference D. Newman re: status of stipulated facts. | 1.20 |
| 07/30/14 | JAD | Review research on equitable mootness, and work on development of arguments for brief; confer with L. Rubin at Gibson regarding revisions to New GM's proposed stipulations; consider/identify potential revisions to proposed stipulations based on most recent GUC trust report. | 4.60 |
| 07/30/14 | NM | Email exchanges with D. Newman and J. Diehl re: equitable mootness fact stipulations; prepare various invoice cover letters. | 0.50 |
| 07/31/14 | DN | Confer with D. Golden and J. Diehl re: fact stips; review revised facts stips. | 1.30 |
| 07/31/14 | DHG | Telephone call with E. Fisher re: status of JPM litigation; review of new versions of fact stipulations. | 2.30 |
| 07/31/14 | JAD | Several calls with L. Rubin at Gibson to discuss and draft revisions to New GM's proposed stipulations of fact, and confer with D. Newman regarding same; confer with D. Pangonis regarding equitable mootness research; targeted research re equitable mootness and work on development of arguments; | 5.80 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1560439

Page 7
September 22, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | review New GM's responses to proposed stipulations of fact of designated counsel and Groman plaintiffs; review Designated Counsel's proposed revisions to New GM's proposed stipulations of fact; review New GM's responses and proposed revisions to consolidated equitable mootness stipulations of fact; review status letter in MDL from temporary lead counsel and counsel for GM; confer with D. Newman regarding attending MDL initial conference on 8/11. | |
| 07/31/14 | DK | Update attorneys' ecf notifications; review and organize pleadings for attorneys. | 0.70 |
| 07/31/14 | DP | Confer with J. Diehl re: equitable mootness research. | 1.20 |
| 07/31/14 | NM | Review newly filed ignition switch complaint; review Phenuef decision; prepare cover letters and invoices for June fees. | 2.10 |
| Total Hours | | | 439.20 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 56.50 | at | \$850.00 | = | \$48,025.00 |
| D H GOLDEN | 48.00 | at | \$1150.00 | = | \$55,200.00 |
| H B JACOBSON | 4.50 | at | \$810.00 | = | \$3,645.00 |
| B S MENDELSON | 6.30 | at | \$950.00 | = | \$5,985.00 |
| N MOSS | 93.80 | at | \$675.00 | = | \$63,315.00 |
| J A DIEHL | 137.10 | at | \$665.00 | = | \$91,171.50 |
| D PANGONIS | 63.40 | at | \$405.00 | = | \$25,677.00 |
| D KRASA-BERSTELL | 5.10 | at | \$255.00 | = | \$1,300.50 |
| J A BRUN | 24.50 | at | \$180.00 | = | \$4,410.00 |

Current Fees \$298,729.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

| | |
|---|------------|
| Computerized Legal Research - Lexis | \$718.20 |
| Computerized Legal Research - Other | \$73.40 |
| Computerized Legal Research - Westlaw | \$2,029.18 |
| Courier Service/Messenger Service- Off Site | \$84.20 |
| Duplication - In House | \$1,354.80 |
| Meals (100%) | \$21.49 |
| Travel - Ground Transportation | \$60.56 |

Current Expenses \$4,341.83

Total Amount of This Invoice \$303,070.83

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1560439
Invoice Date 09/22/14
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO

AKIN GUMP STRAUSS - 6838

400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK

1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941

ABA# 254070116

Ref: 693414/0001, Invoice No. 1560439

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1560441
Invoice Date 09/23/14
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 08/31/14 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 08/01/14 | DN | Review revised proposed stipulated facts; Attend meet and confer re stipulated facts. | 11.20 |
| 08/01/14 | JAD | Prepare for and attend meet and confer session with counsel for Identified Parties; draft proposed stipulations of fact regarding equitable mootness threshold issue; status discussion with N. Moss. | 10.80 |
| 08/01/14 | DK | Review and organize pleadings for attorneys; confer with attorneys re status. | 0.70 |
| 08/01/14 | DP | Research re equitable mootness; draft e-mail memo re: same; confer with K. Owen re: briefs re: same. | 4.60 |
| 08/01/14 | NM | Discussion with J. Diehl re: fact stipulations and upcoming briefing schedule. | 0.30 |
| 08/02/14 | JAD | Research equitable mootness threshold issue; draft proposed stipulations of fact regarding equitable mootness. | 4.10 |
| 08/03/14 | JAD | Draft/revise proposed stipulations of fact regarding equitable mootness. | 5.60 |
| 08/04/14 | DN | Confer w/ J. Diehl re equitable mootness stipulations of fact; call w/ L. Rubin re same. | 1.20 |
| 08/04/14 | JAD | Call with L. Rubin at Gibson Dunn to discuss proposed facts stipulations; draft/revise proposed stipulations; review New GM's proposed revised stipulations, and prepare responses to same; email to counsel for identified parties re proposed revisions to equitable mootness stipulations of fact; confer with N. Moss regarding Elliot hearing. | 8.30 |
| 08/04/14 | DK | Prepare for 8/5 hearing on Elliotts motion to dismiss. | 0.80 |
| 08/04/14 | NM | Review New GM's additional motion to extend stay; review endorsed order re: threshold issues briefing; review GUC trust reports in connection with equitable mootness fact stipulations; discussion with J. Diehl re: same. | 5.10 |
| 08/05/14 | DN | Attend Meet and Confer re facts stipulations; confer w/ L. Rubin | 4.00 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1560441

Page 2
September 23, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 08/05/14 | JAD | and J. Diehl re revised equitable mootness stipulations. Prepare for and attend meet and confer with counsel for identified parties to negotiate stipulations of fact regarding threshold issues; draft/revise proposed stipulations of fact; and confer with D. Newman and L. Rubin regarding same. | 11.30 |
| 08/05/14 | NM | Prepare for hearing on Elliot's motion to dismiss; attend the same; discussion with L. Rubin re same; discussion with J. Diehl re: same; draft summary for Akin team; work on equitable mootness fact stips; discussions with J. Diehl re same. | 5.20 |
| 08/06/14 | DN | Call with all counsel re facts stipulations: confer w/ J. Diehl and L. Rubin re same. | 2.30 |
| 08/06/14 | JAD | Draft/revise proposed stipulations of fact regarding equitable mootness; confer with D. Newman, and several calls and emails with Gibson regarding fact stipulations; conference call with counsel for Identified Parties; circulate supporting documents to counsel for New GM, and several calls with S. Davidson at King & Spalding regarding trading data; work on additional stipulations; draft/revise proposed stipulations on threshold issues; review follow-on drafts of parties' proposed fact stipulations. | 11.80 |
| 08/06/14 | DK | Confer with N. Moss re recently filed pleadings; prepare sets of relevant pleadings for attorneys. | 1.00 |
| 08/06/14 | NM | Review Judge Gerber's Elliot's decision; prepare materials for equitable mootness stipulations of fact; discussions with J. Diehl re same. | 1.70 |
| 08/07/14 | DN | Call with counsel for identified parties re stipulated facts; confer w/ J. Diehl and L. Rubin re same. | 3.90 |
| 08/07/14 | JAD | Conference calls with all counsel for identified parties proposed stipulations of fact; several calls with New GM's counsel, several calls with L. Rubin at Gibson; draft and work to finalize stipulations of facts. | 12.20 |
| 08/07/14 | DP | Confer with J. Diehl re: stipulations of facts. | 0.10 |
| 08/08/14 | DN | Calls with identified parties re stipulations of facts; review same; confer w/ J. Diehl re same. | 1.20 |
| 08/08/14 | JAD | Several calls with counsel for identified parties re finalization of proposed stipulations of fact, and numerous emails re same; work to finalize fact stipulations, and negotiate, and draft/revise disputed stipulations; numerous calls with L. Rubin at Gibson, and confer with D. Newman regarding same; confer with Akin team regarding MDL hearing. | 11.30 |
| 08/08/14 | DK | Confer with N. Moss re MDL proceeding; confer with chambers re above; confer with attorneys re status; review and organize pleadings for attorneys. | 1.10 |
| 08/08/14 | DP | Review preliminary MDL order and threshold issues letter. | 1.40 |
| 08/08/14 | NM | Review MDL order; review correspondence re: stipulations of facts' confer with D. Krasa-Berstell re MDL proceeding. | 0.70 |
| 08/09/14 | JAD | Draft equitable mootness brief, and confer with D. Pangonis regarding same. | 8.30 |
| 08/10/14 | JAD | Draft equitable mootness brief, and confer with D. Pangonis regarding same. | 9.10 |
| 08/10/14 | DP | Research equitable mootness; draft e-mail memo re: same; confer with Jamie Diehl re: same. | 9.80 |
| 08/11/14 | DN | Confer w/ J. Diehl and D. Golden re group update. | 0.80 |
| 08/11/14 | DHG | Review final version of stipulation of facts and began preparation for 8/18 hearing. | 1.70 |
| 08/11/14 | JAD | Draft equitable mootness brief; confer with L. Rubin regarding MDL hearing; draft update email to unitholders; meet with D. | 11.40 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1560441

Page 3
September 23, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 08/11/14 | DP | Pangonis re damages estimates/calculations, and research issues. Research equitable mootness case law; draft e-mail memo re: same; confer with Jamie Diehl re: same and damages calculation. | 9.50 |
| 08/12/14 | DN | Confer w/ J. Diehl re equitable mootness brief; review same; revise email to unitholders; confer w/D. Golden, N. Moss and J. Diehl re schedule. | 3.50 |
| 08/12/14 | DHG | Conference call with L. Rubin re: MDL hearing and strategy for August 18 hearing; telephone call with E. Weisfelner re: same; telephone call with Davidson Kempner re status and strategy; telephone call with J. Orenstein re: same. | 2.40 |
| 08/12/14 | JAD | Meeting with D. Golden, D. Newman and N. Moss to discuss developments in MDL and briefing issues; revise update email to unitholders; work on damages analysis/estimate, and work with D. Pangonis on same; draft equitable mootness brief. | 11.80 |
| 08/12/14 | DP | Research equitable mootness case law; draft e-mail memo re: same; research loss of value damages and draft calculations; confer with Jamie Diehl re: same; confer with J. Brun and S. Ustian re: same; review draft of equitable mootness brief. | 9.30 |
| 08/12/14 | JAB | Prepare materials re equitable mootness analysis. | 5.00 |
| 08/12/14 | NM | Discussions with J. Diehl re: status and MDL proceeding; meet with D. Golden, D. Newman and J. Diehl re: status; review draft summary email to group; revise the same. | 2.60 |
| 08/13/14 | JAD | Research and draft equitable mootness brief; work with D. Pangonis re damages estimates/calculations; confer with D. Newman and N. Moss regarding briefing issues; Call with plaintiffs' counsel regarding damages estimates for ignition switch actions; confer with D. Newman regarding threshold issues letters. | 11.10 |
| 08/13/14 | DP | Research equitable mootness case law; draft e-mail memo re: same; confer with J. Diehl re: same; research loss of value damages and draft calculations; confer with J. Brun re: same. | 8.90 |
| 08/13/14 | JAB | Meeting with D. Pangonis regarding research and materials to gather for the August 22 filing; review Monetary Relief Complaints and Pre-Closing Accident Complaints; gather and review the class action Ignition Switch Complaints for estimated damages purposes and class of vehicles affected | 8.00 |
| 08/13/14 | NM | Review transcript from the MDL proceeding; perform research in connection with equitable mootness threshold issue; review letter from Groman plaintiffs re: threshold issues; discussions with J. Diehl re: equitable mootness research. | 6.10 |
| 08/14/14 | DN | Meet w/ J. Diehl and N. Moss re brief; Confer w/ D. Golden re Threshold Issues; Meet w/ J. Diehl N. Moss and D. Golden re Threshold Issues; calls w/ Gibson Dunn, Brown Rudnick and J. Seery re same. | 4.00 |
| 08/14/14 | DHG | Office conference with D. Newman re: Threshold issues; team meeting re: same; calls with GDC, BR, J. Seery re: same. | 3.30 |
| 08/14/14 | JAD | Confer/meet with D. Newman regarding equitable mootness brief; research and draft brief; work with D Pangonis regarding open research issues and damages model/analysis; meet and confer with team regarding threshold issues letter. | 12.20 |
| 08/14/14 | DK | Prepare materials for upcoming hearing. | 0.50 |
| 08/14/14 | DP | Research equitable mootness case law; draft e-mail memo re: same; confer with J. Diehl re: same; research loss of value damages for ignition switch action vehicles and draft calculations; draft statement of facts section for equitable mootness brief. | 10.50 |
| 08/14/14 | JAB | Research estimated damages caused by recalls of vehicles; review the ignition switch complaints. | 4.50 |
| 08/14/14 | NM | Meet with D. Golden, D. Newman and J. Diehl re: strategy and the | 7.20 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1560441

Page 4
September 23, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | Threshold Issues; participate in call with D. Golden and Gibson Dunn re: tax issues; review and revise equitable mootness brief; draft letter to the court re: threshold issues; meet with J. Diehl and D. Newman re equitable mootness brief. | |
| 08/15/14 | DN | Conference call with unitholder group; draft letter to court re threshold issues; confer w/ D. Golden re same; call w/ E. Weisfelner; call w/ L. Rubin. | 3.90 |
| 08/15/14 | DHG | Call with unitholders; office conference with D. Newman re schedule and letter to the court; telephone call with E. Weisfelner. | 3.30 |
| 08/15/14 | JAD | Draft equitable mootness brief; review damages model/analysis. | 12.60 |
| 08/15/14 | DP | Research equitable mootness case law; draft e-mail memo re: same; review draft of equitable mootness brief. | 11.30 |
| 08/15/14 | JAB | Review the ignition switch complaints and record the model vehicles pertaining to the claims; continuing research on ignition switch recalls vehicles to breakdown individual number of recalls for specific model vehicles in June 2014 | 6.00 |
| 08/15/14 | NM | Draft letter to Judge Gerber regarding the Threshold Issues; prepare for call with the unitholders; participate in call with the unitholders; call with L. Rubin (Gibson) re: the Threshold Issues letter; discussions with D. Newman re: same; revise the same; file letter with bankruptcy court; prepare materials for Aug 18 hearing. | 8.90 |
| 08/17/14 | DN | Confer w/ J. Diehl re draft equitable mootness brief; confer w/ D. Golden and N. Moss re same and 8/18 hearing. | 1.70 |
| 08/17/14 | DHG | Prepare for GM hearing (8/18/14). | 2.00 |
| 08/17/14 | JAD | Confer with D. Newman regarding equitable mootness brief, and draft and work on revisions to same. | 5.20 |
| 08/17/14 | DP | Draft revisions and case citations for equitable mootness brief; confer with Jamie Diehl re: same. | 2.00 |
| 08/17/14 | NM | Prepare for Aug 18 hearing. | 2.10 |
| 08/18/14 | DHG | Prepare for and participate in court hearing re: scheduling on Threshold issues; review memo to unitholders re same. | 4.20 |
| 08/18/14 | JAD | Draft and work on revisions to equitable mootness brief; draft interoffice memo re damages issues, and number of recalled vehicles subject to ignition switch actions. | 2.80 |
| 08/18/14 | DK | Review and organize pleadings for attorneys. | 0.70 |
| 08/18/14 | DP | Research loss of value damages in connection with ignition; review draft of equitable mootness brief; confer with J. Diehl re: same. | 1.20 |
| 08/18/14 | NM | Prepare for and attend hearing on Threshold Issues letters and status conference; travel to and from the same; prepare hearing summary memo for the unitholders. | 5.40 |
| 08/19/14 | DN | Review letter re amended schedule; confer w/ L. Rubin re same. | 0.20 |
| 08/19/14 | DHG | Review New GM's proposed scheduling order; office conference with N. Moss re: distribution mechanics; telephone call with DK re: tax reserve. | 1.70 |
| 08/19/14 | DHG | Telephone calls and emails re lobbying efforts. | 0.40 |
| 08/19/14 | NM | Call with K. Martorana (Gibson Dunn) re GUC Trust distributions; review analysis re: potential distribution; review proposed amended scheduling order; review July pre-bill for confidential information. | 4.90 |
| 08/20/14 | DHG | Review Gillispie motion and responses; telephone call with GUC Trust unit holders. | 1.20 |
| 08/20/14 | NM | Review the GUC Trust's response to the Gillispie Motion; review and edit the July pre-bill for confidential information; review correspondence re: amended schedule; review New GM's response to the Gillispie Motion. | 7.10 |
| 08/21/14 | DN | Call w/ J. Seery re Gillispie Motion and confer w/ D. Golden re | 0.50 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1560441

Page 5
September 23, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | same. | |
| 08/21/14 | DHG | Extensive telephone conference with Goldentree re: status; review amended scheduling order. | 0.70 |
| 08/21/14 | NM | Review correspondence re amended scheduling order; review transcript from 8/18 hearing; review no-stay pleadings. | 1.40 |
| 08/22/14 | DN | Confer w/N. Moss re Gillispie motion and responses; review same. | 3.40 |
| 08/22/14 | DHG | Office conference with N. Moss re: tax questions and response to same. | 0.80 |
| 08/22/14 | DP | Confer with J. Diehl re: case update. | 0.20 |
| 08/22/14 | NM | Review Sesay no stay pleading; review entered amended scheduling order; telephone call with K. Martorana re: taxes; telephone call with J. Seery re: amended scheduling order; discussion with D. Golden re: taxes. | 1.10 |
| 08/25/14 | DP | Research valuation issues re: trust unit trading. | 0.60 |
| 08/25/14 | NM | Review case law in connection with stipulations of facts and threshold issues; draft letter in connection with Gillispie motion; discussions with D. Newman re: same. | 4.10 |
| 08/26/14 | DN | Revise letter to Court re Gillispie motion. | 1.00 |
| 08/26/14 | DP | Research valuation issues re: trust unit trading. | 0.80 |
| 08/26/14 | NM | Review pleadings filed on behalf of the Elliot's claimants; correspondence with group members re: status; work on equitable mootness brief; revise letter to the Court re the Gillispie Motion; review D. Newman's comments to the same. | 4.50 |
| 08/27/14 | DN | Revise letter to court; emails re same; calls w/ D. Golden and N. Moss re same. | 0.80 |
| 08/27/14 | DHG | Review of GUC Trust response to Gillispie motion; emails re: same. Review GM letter to court; changes re: same; telephone call with D. Newman re: same. | 1.60 |
| 08/27/14 | DK | Confer with N. Moss re filing of letter re Gillispie motion; prepare document to be efiled; effect the above; prepare status email for attorney. | 0.70 |
| 08/27/14 | NM | Review and revise the Gillispie letter; correspondence with D. Newman and counsel for the GUC Trust re: same; file the same; review proposed scheduling order for the pre-closing accidents; correspondence re: same. | 4.10 |
| 08/28/14 | DN | Calls w/ L. Rubin and D. Golden re motion to enforce scheduling order. | 0.80 |
| Total Hours | | | 399.30 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 44.40 | at | \$850.00 | = | \$37,740.00 |
| D H GOLDEN | 23.30 | at | \$1150.00 | = | \$26,795.00 |
| N MOSS | 72.50 | at | \$675.00 | = | \$48,937.50 |
| J A DIEHL | 159.90 | at | \$665.00 | = | \$106,333.50 |
| D PANGONIS | 70.20 | at | \$405.00 | = | \$28,431.00 |
| D KRASA-BERSTELL | 5.50 | at | \$255.00 | = | \$1,402.50 |
| J A BRUN | 23.50 | at | \$180.00 | = | \$4,230.00 |

Current Fees \$253,869.50

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1560441

Page 6
September 23, 2014

FOR COSTS ADVANCED AND EXPENSES INCURRED:

| | |
|---------------------------------------|------------|
| Computerized Legal Research - Lexis | \$993.16 |
| Computerized Legal Research - Westlaw | \$4,580.71 |
| Duplication - In House | \$216.80 |
| Color Copy | \$652.00 |
| Meals (100%) | \$148.30 |
| Travel - Ground Transportation | \$180.02 |

| | | |
|------------------|-------|------------|
| Current Expenses | <hr/> | \$6,770.99 |
|------------------|-------|------------|

| | | |
|-------------------------------------|--|---------------------|
| Total Amount of This Invoice | | \$260,640.49 |
|-------------------------------------|--|---------------------|

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1560441
Invoice Date 09/23/14
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1560441

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1560442
Invoice Date 09/23/14
Client Number 693414
Matter Number 0002

Re: LOBBYING EFFORTS

FOR PROFESSIONAL SERVICES RENDERED THROUGH 08/31/14 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 08/06/14 | HAT | Prepare draft LDA registration statement; correspondence and discussions with Akin team re same. | 0.50 |
| 08/07/14 | CWJ | Internal discussion re strategy; review media updates re congressional oversight, victims fund. | 1.50 |
| 08/08/14 | CWJ | Internal comms re next steps/ strategy. | 1.20 |
| 08/11/14 | HAT | Correspondence w/ Akin team re LDA registration statement. | 0.30 |
| 08/12/14 | CWJ | Internal team comms re next steps; review updated media coverage re congressional oversight. | 1.40 |
| 08/13/14 | HAT | Correspondence and t/c w/D. Golden re strategy options and LDA filing. | 0.40 |
| 08/14/14 | HAT | File LDA registration statement; mtg w/J. Jankowsky and correspondence re same. | 0.50 |
| 08/20/14 | CWJ | Team comms re next steps and bankruptcy court update. | 1.50 |
| 08/20/14 | JRT | Communications re: class action research; draft e-mail re same. | 2.20 |
| 08/21/14 | CWJ | Review plan for next advocacy steps; team comms re same. | 1.00 |
| 08/21/14 | JRT | Revise/draft e-mail re class actions. | 1.50 |
| 08/26/14 | CWJ | Review update re compensation fund claims. | 1.00 |
| 08/28/14 | CWJ | Internal discussion re next steps. | 1.00 |
| Total Hours | | | 14.00 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| H A TERHUNE | 1.70 | at | \$675.00 | = | \$1,147.50 |
| C W JOHNSON | 8.60 | at | \$615.00 | = | \$5,289.00 |
| J R TUCKER | 3.70 | at | \$625.00 | = | \$2,312.50 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1560442

Page 2
September 23, 2014

| <u>Timekeeper</u> | <u>Hours</u> | <u>Rate</u> | <u>Value</u> |
|-------------------|--------------|-------------|--------------|
| | Current Fees | | \$8,749.00 |

| | |
|-------------------------------------|-------------------|
| Total Amount of This Invoice | \$8,749.00 |
|-------------------------------------|-------------------|

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1560442
Invoice Date 09/23/14
Client Number 693414
Matter Number 0002

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0002, Invoice No. 1560442

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1566828
Invoice Date 10/30/14
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/30/14 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 09/02/14 | DN | Call w/ GUC Trust and New GM re additional motions to enforce; calls w/ L. Rubin re: same. | 1.80 |
| 09/02/14 | NM | Review New GM's response to Orange County's no-stay pleading; review New GM's proposed scheduling orders re the additional motions to enforce. | 0.80 |
| 09/03/14 | JAD | Review proposed scheduling orders regarding New GM's additional motions to enforce; perform damages analysis of pre-closing accident complaints; perform damages analysis of monetary relief complaints. | 3.70 |
| 09/03/14 | DP | Research valuation issues re: GUC trust unit trading. | 1.60 |
| 09/05/14 | NM | Attend to issues re JPM litigation; correspondence re MDL status conference; review New GM's response to the GUC Trust's Gillispie Reply. | 0.90 |
| 09/08/14 | DN | Call w/ L. Rubin re New GM's Gillispie response; review draft letter re same; review draft update email to clients; meet with D. Golden and N. Moss re status; discuss client update email with N. Moss. | 1.10 |
| 09/08/14 | DHG | Office conference with N. Moss and D. Newman re: Gillispie litigation and open issues. | 0.80 |
| 09/08/14 | JAD | Research and work on equitable mootness brief. | 4.50 |
| 09/08/14 | NM | Prepare for and participate in status meeting with D. Golden and D. Newman; review Gillispie pleadings; draft status memo for circulation to the ad hoc group; discussion with D. Newman re same. | 4.90 |
| 09/09/14 | DN | Review draft Gillespie letter; confer w/ J. Diehl re same, motions to enforce and briefing; call w/ L. Rubin re same; review revised draft letter; call w/ Goldentree. | 2.80 |
| 09/09/14 | DHG | Extended telephone call with Goldentree re: status; telephone call with D. Newman re: Gillispie litigation. | 1.20 |
| 09/09/14 | JAD | Prepare for call with Gibson on equitable mootness brief; research, | 6.20 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1566828

Page 2
October 30, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | and draft/revise brief; review Gillispie Motion seeking leave to pursue claims against New GM or file post-bar date proof of claim against GUC Trust; review briefing by New GM and GUC Trust regarding Gillispie motion. | |
| 09/09/14 | NM | Review pleadings filed in the JPM litigation; attend to issues re potential distribution; participate in call with member of the ad hoc group re status; review GUC Trust's response re the Gillispie motion. | 2.70 |
| 09/10/14 | DN | Revise status update email to clients. | 0.20 |
| 09/10/14 | JAD | Research and work on equitable mootness brief; confer with D. Pangonis regarding damages analysis regarding pre-sale accident and monetary relief complaints. | 3.70 |
| 09/10/14 | DP | Review letters to court re: revised scheduling orders; confer with J. Diehl re: same. | 0.40 |
| 09/10/14 | NM | Review Gillispie objection to New GM request to file reply; draft internal memo re same; draft and send email to the ad hoc group. | 2.50 |
| 09/11/14 | HBJ | Review set aside analysis from Angelo Gordon and call with N. Moss, C. Rossetti and B. Rush. | 1.20 |
| 09/11/14 | DP | Research valuation issues re: GUC trust unit trading; meeting with J. Brun re same. | 0.60 |
| 09/11/14 | JAB | Meeting with D. Pangonis to discuss GUC Trust unit trading price analysis; update chart with disputed claims data; create charts of GUC Trust stock prices. | 8.00 |
| 09/12/14 | DN | Revise equitable mootness brief. | 3.90 |
| 09/15/14 | DN | Revise equitable mootness brief. | 3.80 |
| 09/15/14 | DHG | Extended telephone call with C. Cantalupo re: tax reserves; review current briefing schedule. | 0.90 |
| 09/15/14 | JAB | Review equitable mootness precedent; prepare and send update email to J. Diehl. | 5.00 |
| 09/16/14 | DN | Revise draft equitable mootness brief. | 4.10 |
| 09/16/14 | JAB | Meeting with D. Pangonis to discuss claims analysis; create table and chart with Undisputed Claim amounts data. | 2.00 |
| 09/17/14 | DN | Revise draft equitable mootness brief. | 3.30 |
| 09/17/14 | DHG | Review distribution analyses; office conference with N. Moss re: same. | 1.70 |
| 09/17/14 | DP | Research valuation issues re: trust unit trading; confer with J. Brun re: same. | 0.80 |
| 09/17/14 | JAB | Continue preparing the undisputed claims chart; create a final version of the GUC Trust charts for D. Pangonis. | 7.00 |
| 09/17/14 | NM | Attend to issues re potential distribution; prepare materials for D. Golden re same; discussion with D. Golden re same. | 2.90 |
| 09/18/14 | DP | Perform analysis of GUC Trust unit trading prices. | 1.60 |
| 09/18/14 | JAB | Continue working on the GUC Trust trading price analysis. | 5.00 |
| 09/18/14 | NM | Review of distribution analyses. | 2.50 |
| 09/22/14 | NM | Review Castillo decisions; draft summary of the same. | 5.50 |
| 09/23/14 | DHG | Emails with H. Jacobson re: tax analysis; review set aside calculation analysis. | 1.20 |
| 09/23/14 | HBJ | Review distribution analyses from Angelo Gordon and from DK to prepare for call; call with D. Golden and N. Moss discussing set-aside calculation; review DK schedule and review later email summaries. | 1.60 |
| 09/23/14 | NM | Meeting with D. Golden re tax analysis; calls with Gibson Dunn, Davidson Kempner, Angelo Gordon and H. Jacobson re same; prepare July/August invoices; review of distribution and set aside calculation analyses. | 6.20 |
| 09/24/14 | JAD | Confer with D. Pangonis re disputed claims/ trading price analysis; work on damages analysis regarding non-ignition switch | 1.50 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1566828

Page 3
October 30, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | complaints subject to GM's motions to enforce. | |
| 09/24/14 | DP | Confer with Jamie Diehl re: disputed claims analysis. | 0.30 |
| 09/24/14 | NM | Prepare administrative materials for distribution to group. | 2.50 |
| 09/29/14 | DN | Review Gillispie sur-reply and related cases; call w/ L. Rubin re same. | 1.40 |
| 09/29/14 | DHG | Review tax holdback analysis. | 0.50 |
| 09/29/14 | NM | Communications with Gibson Dunn re tax reserve and distribution; review the GUC Trust's draft Gillispie sur-reply; review recently filed pleadings. | 1.30 |
| 09/30/14 | DN | Meet w/ N. Moss and D. Golden re Gillispie sur-reply. | 0.50 |
| 09/30/14 | DHG | Office conference with D. Newman and N. Moss re: Gillispie reply; review Gillispie reply; review DK tax analysis; telephone call with S. Vogel and C. Cantalupo re: tax meeting. | 1.60 |
| 09/30/14 | HBJ | Emails with N. Moss re tax distribution analyses; follow-up on DK model. | 0.30 |
| 09/30/14 | NM | Review DK's set aside distribution analysis; review the filed version of the GUC Trust's Gillispie sur-reply; correspondence re meeting with the GUC Trust; meeting with D. Newman and D. Golden re Gillispie pleadings; review cases cited in the Gillispie pleadings. | 6.10 |
| Total Hours | | | 124.60 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 22.90 | at | \$850.00 | = | \$19,465.00 |
| D H GOLDEN | 7.90 | at | \$1150.00 | = | \$9,085.00 |
| H B JACOBSON | 3.10 | at | \$810.00 | = | \$2,511.00 |
| N MOSS | 38.80 | at | \$675.00 | = | \$26,190.00 |
| J A DIEHL | 19.60 | at | \$665.00 | = | \$13,034.00 |
| D PANGONIS | 5.30 | at | \$405.00 | = | \$2,146.50 |
| J A BRUN | 27.00 | at | \$180.00 | = | \$4,860.00 |

Current Fees \$77,291.50

Current Expenses \$1,620.84

Total Amount of This Invoice \$78,912.34

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1566828
Invoice Date 10/30/14
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
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FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

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Ref: 693414/0001, Invoice No. 1566828

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Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1566829
Invoice Date 10/30/14
Client Number 693414
Matter Number 0002

Re: LOBBYING EFFORTS

FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/30/14 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 09/12/14 | HAT | Review of materials in connection with upcoming hearing. | 0.50 |
| 09/15/14 | HAT | Correspondence with staff and review materials re hearing re NHTSA and GM recall issues. | 0.30 |
| 09/15/14 | CWJ | Review updates re compensation fund and congressional oversight/investigation. | 1.20 |
| 09/16/14 | HAT | Monitor (part) Senate hearing on NHTSA and GM recall issues. | 1.00 |
| 09/16/14 | CWJ | Review House E&C Comm investigative report on ignition switch. | 1.10 |
| 09/17/14 | HAT | Obtain/review House report on NHTSA and GM recall issues; review/edit summary of Senate hearing and forward both to internal team. | 0.70 |
| 09/17/14 | CWJ | Review update re Senate Consumer Protection Subcom hearing on NHTSA recall/defect process and GM investigation. | 1.20 |
| 09/23/14 | CWJ | Review update re ignition switch deaths, federal oversight/investigation. | 1.20 |
| 09/29/14 | CWJ | Review/discuss update re ignition switch federal inquiry, NHTSA developments. | 1.20 |
| 09/30/14 | CWJ | Review/discuss federal oversight update, prospects of additional congressional hearings. | 0.70 |
| Total Hours | | | 9.10 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| H A TERHUNE | 2.50 | at | \$675.00 | = | \$1,687.50 |
| C W JOHNSON | 6.60 | at | \$615.00 | = | \$4,059.00 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1566829

Page 2
October 30, 2014

| <u>Timekeeper</u> | <u>Hours</u> | <u>Rate</u> | <u>Value</u> |
|-------------------|--------------|-------------|--------------|
| | Current Fees | | \$5,746.50 |

| | |
|-------------------------------------|-------------------|
| Total Amount of This Invoice | \$5,746.50 |
|-------------------------------------|-------------------|

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1566829
Invoice Date 10/30/14
Client Number 693414
Matter Number 0002

FED I.D. NO. 75-1338644

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1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0002, Invoice No. 1566829

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1569031
Invoice Date 11/11/14
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 10/31/14 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 10/01/14 | DHG | Work on tax presentation to GUC Trust tax advisors; telephone calls with AG, DK re: same; review Gillispie response. | 2.10 |
| 10/01/14 | HBJ | Review and analyze tax issues. | 0.90 |
| 10/01/14 | NM | Review New GM letter re Sesay plaintiffs; call with DK re set aside calculation; review cases cited by New GM in the Gillispie response. | 5.10 |
| 10/02/14 | DHG | Continued working on tax set aside calculations; telephone calls with DK and Angelo Gordon re same; review 10Q materials; telephone call with H. Jacobson; telephone call with B. Mendelsohn re: upcoming meeting with the GUC Trust. | 4.60 |
| 10/02/14 | HBJ | Review revisions to set aside calculation analysis; call with C. Cantalupo re same; follow-up re same; discussion with S. Salzenberg basis of stock held by GUC trust and research re same tax; follow-up on distribution timing and scope with N. Moss. | 1.80 |
| 10/02/14 | DP | Review GUC Trust reports re unit trading. | 1.00 |
| 10/02/14 | SMS | Discussion with H. Jacobson re basis of stock held by GUC trust; research ability of IRS to challenge basis. | 1.00 |
| 10/02/14 | NM | Discussions with D. Golden and H. Jacobson re set aside distribution analysis; call with Davidson Kempner re same; review analysis of same; attend to SEC issues re meeting with the GUC Trust; call with B. Mendelson re same; prepare for meeting with the GUC Trust re tax analysis. | 7.30 |
| 10/03/14 | DHG | Continue to work on tax analysis presentation; telephone calls with DK, AG re: same; telephone call with H. Jacobson re: same; prepare for GUC Trust meeting. | 3.20 |
| 10/03/14 | HBJ | Review research re ability of the IRS to challenge tax basis; confer with Akin team re same; prepare for and participate in distribution analysis call with Akin team, AG and DK; separate discussion with C. Cantalupo re NOL issues. | 2.70 |
| 10/03/14 | BSM | Attend to SEC issues re meeting with the GUC Trust; telephone | 2.00 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1569031

Page 2
November 11, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | calls with Akin team re same; review no-action positions. | |
| 10/03/14 | DP | Review GUC Trust reports re unit trading in connection with equitable mootness brief. | 3.00 |
| 10/03/14 | SMS | Research ability of IRS to challenge basis determination for stock held by the GUC trust. | 1.80 |
| 10/03/14 | NM | Call with B. Mendelson re securities issues; call with DK, AG, D. Golden and H. Jacobson re set aside distribution; review analysis of same. | 5.20 |
| 10/05/14 | NM | Prepare for meeting with the GUC trust re distribution. | 1.40 |
| 10/06/14 | DHG | Prepare for and attend tax reserve meeting with GUC Trust advisors. | 5.30 |
| 10/06/14 | HBJ | Reviewing presentation and other materials to prepare for meeting with Trust; discussions with B. Morris and review his research on tax issues; confer with D. Golden and N. Moss in advance of meeting; attend meeting with GUC Trust; follow-up internal discussions re same. | 4.80 |
| 10/06/14 | JAD | Review New GM's motion to enforce, and review pre-accident and monetary relief complaints to analyze potential damages at issue; confer with D. Pangonis regarding same. | 3.60 |
| 10/06/14 | DP | Confer with J. Diehl re motion to enforce complaints. | 0.30 |
| 10/06/14 | NM | Prepare for meeting with the GUC trust re tax holdback; attend meeting with the GUC Trust re same; travel to and from same; review September invoice for confidential information; review no stay pleading and updated schedules for motions to enforce | 6.70 |
| 10/07/14 | DHG | Telephone calls with group members re: meeting at Gibson Dunn re: tax issues. | 0.80 |
| 10/07/14 | JAD | Research/update and review case law on equitable mootness, and work on damages analysis for pre-accident and monetary relief actions; work to identify Old GM vehicles at issue in other actions. | 4.10 |
| 10/07/14 | NM | Review and revise draft equitable mootness brief; review case law re same. | 6.10 |
| 10/08/14 | DHG | Email traffic regarding Delaware Supreme Court hearing on JP Morgan litigation. | 0.40 |
| 10/09/14 | JAD | Work on damages analysis for pre-accident and monetary relief actions. | 1.80 |
| 10/12/14 | HBJ | Attend to issues re tax holdback. | 0.40 |
| 10/14/14 | NM | Attend to issues re fees; attend to issues re JPM hearing. | 1.10 |
| 10/15/14 | DN | Review consolidated complaints. | 4.30 |
| 10/15/14 | JAD | Review allegations in pre- and post-sale consolidated complaints regarding Old GM vehicles at issue, damages allegations; work on damages methodology; confer with D. Newman re consolidated complaints. | 5.80 |
| 10/15/14 | JAB | Review consolidated complaints; start preparing chart for damages calculation. | 7.00 |
| 10/15/14 | NM | Review consolidated complaint filed in the MDL proceeding. | 4.10 |
| 10/16/14 | DN | Emails w/ clients re complaints; meet w/ team re same. | 1.40 |
| 10/16/14 | DHG | Began review of class action lawsuits; office conference with team re: same. | 1.20 |
| 10/16/14 | JAD | Review allegations in pre- and post-sale consolidated complaints regarding Old GM vehicles at issue, damages allegations, and work on damages methodology; review brief and equitable mootness key cases. | 6.20 |
| 10/17/14 | JAD | Work on damages analysis and calculations in pre and post sale complaints; contact plaintiffs counsel regarding 2 million Old GM vehicle undercount in class allegations, and to address issues regarding damages allegations. | 6.30 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1569031

Page 3
November 11, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 10/17/14 | JAB | Assessment of damages calculation in preparation for the Equitable Mootness Brief; Kelley Blue Book analysis of car prices | 7.00 |
| 10/20/14 | DN | Revise EM Brief. | 8.90 |
| 10/20/14 | DHG | Review Gerber Second Circuit and Supreme Court of Delaware decisions re: JPM litigation; review Gerber decision regarding what party is entitled to JPM avoidance proceeds; office conference with D. Newman re: status of equitable mootness brief. | 2.00 |
| 10/20/14 | JAD | Work on damages analyses and calculations in pre and post sale complaints. | 4.10 |
| 10/20/14 | JAB | Prepare damages calculation. | 8.60 |
| 10/20/14 | NM | Discussion with GUC Trust unitholder re JPM litigation; review supreme court of Del's decision re same; call with K. Martorana re JPM litigation; review other JPM decisions; prepare summary of same; discussion with D. Golden re same; discuss EM brief with J. Dieh. | 5.10 |
| 10/21/14 | DN | Revise Equitable Mootness Brief. | 6.30 |
| 10/21/14 | JAD | Work on damages analysis and methodology/calculations in pre and post sale complaints. | 6.10 |
| 10/21/14 | JAB | Work on damages calculations; prepare chart of same. | 9.00 |
| 10/21/14 | NM | Work on equitable mootness brief; discussions with D. Newman and J. Diehl re same. | 12.10 |
| 10/22/14 | DN | Revise Equitable Mootness Brief. | 6.20 |
| 10/22/14 | JAD | Work on damages methodology/calculations and draft insert for brief. | 4.80 |
| 10/22/14 | JAB | Continue working on damages estimations; compute total number of additional non-ignition switch vehicles recalled | 7.50 |
| 10/22/14 | NM | Review GM analyst reports; revise EM brief. | 5.40 |
| 10/23/14 | DN | Draft equitable mootness brief. | 8.80 |
| 10/23/14 | DHG | Review portions of equitable mootness brief; confer with D. Newman re: same. | 3.40 |
| 10/23/14 | JAD | Meeting with C. Carty and V. Colvita to discuss damages analyses and methodology, and work on further analysis/calculations. | 1.40 |
| 10/23/14 | CWC | Review and analyze draft brief; review and analyze pre-sale and post-sale complaints; confer with J. Diehl; analyze non-ignition switch recalls and affected Old GM vehicles. | 5.60 |
| 10/23/14 | VEC | Review NHTSA letters and cross reference with vehicle spreadsheet; review consolidated complaints. | 5.10 |
| 10/23/14 | NM | Work on equitable mootness brief; discussions with D. Newman re same. | 8.90 |
| 10/24/14 | DN | Draft equitable mootness brief. | 5.80 |
| 10/24/14 | DHG | Review GUC Trust report and 8-K re: distributions. | 1.00 |
| 10/24/14 | JAD | Confer with C. Carty regarding damages issues/analysis; review schedules for motions to enforce, MDL transfer orders; confer with V. Colvita regarding same. | 3.20 |
| 10/24/14 | CWC | Review and analyze draft brief; review and analyze pre-sale and post-sale complaints; confer with J. Diehl; analyze non-ignition switch recalls and affected Old GM vehicles; draft section of brief re non-ignition switch recalls. | 8.20 |
| 10/24/14 | VEC | Review fair purchase values of all recalled vehicles and updated chart; ran calculations. | 7.20 |
| 10/24/14 | NM | Draft equitable mootness brief; review GUC Trust report and 8K. | 3.80 |
| 10/25/14 | JAD | Draft insert regarding motions to enforce, the MDL, and the Old GM vehicles and damages at issue in the two consolidated complaints. | 2.20 |
| 10/25/14 | NM | Work on equitable mootness brief. | 5.50 |
| 10/26/14 | DN | Revise Equitable Mootness Brief. | 8.20 |
| 10/26/14 | JAD | Review and provides comments on brief, and confer with N. Moss | 1.70 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1569031

Page 4
November 11, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | regarding same. | |
| 10/26/14 | NM | Draft equitable mootness brief. | 4.50 |
| 10/27/14 | DN | Revise Equitable Mootness Brief. | 9.70 |
| 10/27/14 | DHG | Review JPM litigation decisions; telephone conference with D. Pickering and N. Moss re: JPM litigation; telephone conference with D. Pickering re: JPM litigation decisions and consequences thereof; telephone conference with S. Vogel and C. Cantalupo re: same; review quarterly report filed by GUC Trust re: upcoming distributions. | 2.10 |
| 10/27/14 | JAD | Review draft brief, and call with D. Newman to discuss revisions to same; work with V. Colvita on identification/analysis of other complaints not subject to MDL. | 2.70 |
| 10/27/14 | TS | Research re citations for equitable mootness brief. | 0.70 |
| 10/27/14 | CWC | Confer with J. Diehl re recalls; analyze NHTSA letters and post-sale complaint re non-ignition switch recalls; draft proposed exhibit re non-ignition switch recalls. | 5.00 |
| 10/27/14 | VEC | Review MDL dockets re monetary relief actions. | 5.80 |
| 10/27/14 | NM | Draft EM brief; call with K. Martorana (Gibson) re GUC Trust Report; call with D. Pickering and D. Golden re JPM action; discussion with D. Newman re same; discussion with J. Diehl re same. | 8.30 |
| 10/28/14 | DN | Revise EM Brief; review comments from client. | 2.60 |
| 10/28/14 | DHG | Review/revise EM brief. | 2.00 |
| 10/28/14 | JAD | Review and provide further comments to brief. | 1.20 |
| 10/28/14 | TS | Cite check equitable mootness brief. | 2.10 |
| 10/28/14 | CWC | Confer with J. Diehl re recalls; analyze NHTSA letters and post-sale complaint re non-ignition switch recalls; draft proposed exhibit re non-ignition switch recalls. | 4.00 |
| 10/28/14 | NM | Continue working on EM brief | 5.30 |
| 10/29/14 | DN | Revise equitable mootness brief; confer w/ team re same; call w/ S. Vogel re same. | 12.50 |
| 10/29/14 | DHG | Calls with unit holders re: equitable mootness brief; continue to review/revise brief. | 5.20 |
| 10/29/14 | TS | Continue to cite check EM brief. | 0.90 |
| 10/29/14 | NM | Draft EM brief; call with DK re same; confer with team re same. | 13.10 |
| 10/30/14 | DN | Revise equitable mootness brief. | 7.30 |
| 10/30/14 | DHG | Continue work on equitable mootness brief. | 2.70 |
| 10/30/14 | JAD | Review equitable mootness brief; draft insert regarding vehicles and damages; review client comments to brief; attend team meeting to discuss same. | 2.70 |
| 10/30/14 | CWC | Analysis re Old GM vehicles at issue in non-ignition switch recalls. | 3.50 |
| 10/30/14 | NM | Draft equitable mootness brief; discussions with D. Newman re same. | 10.50 |
| 10/31/14 | DHG | Continued work on equitable mootness brief; review GDC comments to brief; emails from clients re: same. | 3.20 |
| 10/31/14 | JAD | Confer with C. Carty regarding Old GM vehicle totals and damages; confer with N. Moss regarding same; review Gibson comments to brief. | 2.30 |
| 10/31/14 | CWC | Analysis re Old GM vehicles at issue in recalls. | 2.10 |
| 10/31/14 | NM | Attend to issues re Sept invoice; review Gibson comments to EM brief; revise same; discussions with D. Golden re EM brief. | 5.50 |
| Total Hours | | | 415.40 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1569031

Page 5
November 11, 2014

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 82.00 | at | \$850.00 | = | \$69,700.00 |
| D H GOLDEN | 39.20 | at | \$1150.00 | = | \$45,080.00 |
| H B JACOBSON | 10.60 | at | \$810.00 | = | \$8,586.00 |
| B S MENDELSON | 2.00 | at | \$950.00 | = | \$1,900.00 |
| N MOSS | 125.00 | at | \$675.00 | = | \$84,375.00 |
| J A DIEHL | 60.20 | at | \$665.00 | = | \$40,033.00 |
| C W CARTY | 28.40 | at | \$595.00 | = | \$16,898.00 |
| D PANGONIS | 4.30 | at | \$405.00 | = | \$1,741.50 |
| S M SALZENBERG | 2.80 | at | \$460.00 | = | \$1,288.00 |
| T SOUTHWELL | 3.70 | at | \$255.00 | = | \$943.50 |
| J A BRUN | 39.10 | at | \$180.00 | = | \$7,038.00 |
| V E COLAVITA | 18.10 | at | \$250.00 | = | \$4,525.00 |

| | |
|--------------|--------------|
| Current Fees | \$282,108.00 |
|--------------|--------------|

| | |
|------------------|------------|
| Current Expenses | \$5,526.82 |
|------------------|------------|

| | |
|-------------------------------------|---------------------|
| Total Amount of This Invoice | \$287,634.82 |
|-------------------------------------|---------------------|

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1569031
Invoice Date 11/11/14
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1569031

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1569032
Invoice Date 11/11/14
Client Number 693414
Matter Number 0002

Re: LOBBYING EFFORTS

FOR PROFESSIONAL SERVICES RENDERED THROUGH 10/31/14 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 10/14/14 | CWJ | Review update re ignition switch recall developments. | 1.00 |
| 10/28/14 | CWJ | Review update re GM compensation fund and federal response. | 1.00 |
| 10/30/14 | CWJ | Review update re GM compensation fund. | 1.10 |
| Total Hours | | | <u>3.10</u> |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|-------------------|
| C W JOHNSON | 3.10 | at | \$615.00 | = | \$1,906.50 |
| Current Fees | | | | | <u>\$1,906.50</u> |

Total Amount of This Invoice

\$1,906.50

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1569032
Invoice Date 11/11/14
Client Number 693414
Matter Number 0002

FED I.D. NO. 75-1338644

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Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0002, Invoice No. 1569032

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1574426
Invoice Date 12/02/14
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 11/30/14 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 11/01/14 | NM | Revise draft equitable mootness brief. | 3.00 |
| 11/02/14 | JAD | Review comments to equitable mootness brief from GDC, and finalize/confirm numbers for damages calculations, and confer with N. Moss regarding revisions to brief. | 2.60 |
| 11/02/14 | NM | Draft issues list of GD comments to the equitable mootness brief; confer with J. Diehl re revisions to the equitable mootness brief. | 1.10 |
| 11/03/14 | JAD | Review further GDC comments to equitable mootness brief; review analyst reports, and other exhibits, and work with C. Carty on exhibits for D. Newman declaration; review post-closing Gerber decisions, and confer with N. Moss regarding same; review email from post-closing accident designated counsel and confer with team regarding response to same; confer with Rachel Geman, counsel for class plaintiffs in MDL, regarding vehicle totals, and errata to complaint; work on comments to brief. | 3.20 |
| 11/03/14 | TS | Emails and conferences with N. Moss re service of brief on equitable mootness and finalizing citations to brief; review scheduling orders and service information re related pleadings; confer with D. Krasa-Berstell re tables for brief, cite checking, and service. | 1.80 |
| 11/03/14 | DK | Confer with N. Moss re filing of the brief; confer with T. Southwell re logistics of preparation and filing. | 0.50 |
| 11/03/14 | CWC | Analyze Old GM vehicles at issue in ignition switch recalls; draft portion of equitable mootness brief re recalls. | 2.60 |
| 11/03/14 | NM | Work on equitable mootness brief; review GUC Trust comments to the same; confer with team re same. | 12.20 |
| 11/04/14 | DN | Revise equitable mootness brief; meet w/ team re same; call w/ B. Mendelsohn and D. Golden re securities issues. | 5.40 |
| 11/04/14 | DHG | Continued work on equitable mootness brief; internal conference call with D. Newman, N. Moss and J. Diehl re: review of GDC proposed edits to brief; review letter from Brown Rudnick re | 3.40 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1574426

Page 2
December 2, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | distributions; conference call with Gibson Dunn re: response to Brown Rudnick letter and brief edits. | |
| 11/04/14 | JAD | Team meeting to discuss brief, and conference call with GDC; review and confer with D. Newman and N. Moss on brief; review additional GDC comments; review Morningstar and other analyst reports/articles regarding quantification of claims; draft further insert regarding statutory damages; work with C. Carty on exhibits/declaration. | 4.50 |
| 11/04/14 | TS | Continue to cite check brief, including verifying pin cites; multiple conferences with N. Moss re same; confer with D. Krasa-Berstell re table of authorities; coordinate with word processing re same. | 4.30 |
| 11/04/14 | DK | Confer with N. Moss re filing of brief; work on logistics of filing and preparing the exhibits; confer with T. Southwell re status. | 0.80 |
| 11/04/14 | CWC | Analyze Old GM vehicles at issue in ignition switch recalls and non-ignition switch recalls for brief. | 2.10 |
| 11/04/14 | NM | Work on the equitable mootness brief; multiple discussions with Gibson Dunn re same. | 15.50 |
| 11/05/14 | DN | Revise equitable mootness brief; confer w/ N. Moss and J. Diehl re same. | 5.40 |
| 11/05/14 | DHG | Review final version of equitable mootness brief; telephone calls with DK re: same; began review of New GM opening brief. | 3.20 |
| 11/05/14 | BSM | Review Brown Rudnick distribution letter; issues re MNPI; participate in internal calls re same. | 1.30 |
| 11/05/14 | JAD | Work with team to finalize brief and declaration; begin review of New GM's opening brief. | 10.60 |
| 11/05/14 | TS | Continue to cite check brief, including verifying pin cites; multiple conferences with N. Moss re citations, tables, declaration, and filing issues; prepare table of authorities; revise brief; revise table of authorities; confer with D. Krasa-Berstell re declaration; prepare declaration for ECF filing; prepare brief for ECF filing; ECF file documents; prepare service copies of same. | 9.80 |
| 11/05/14 | DK | Confer with N. Moss re filing of brief and Newman declaration; review and organize exhibits to the declaration; prepare the exhibits for filing; work on logistics of filing with T. Southwell; finalize the exhibits. | 2.80 |
| 11/05/14 | CWC | Analyze Old GM vehicles at issue in ignition switch recalls and non-ignition switch recalls for brief. | 1.60 |
| 11/05/14 | NM | Draft, finalize and file the EM brief; confer with Akin team re same; confer with Gibson Dunn re same. | 13.10 |
| 11/06/14 | DHG | Office conference with N. Moss re: upcoming trust distribution. | 0.40 |
| 11/06/14 | JAD | Review/analyze New GM's opening brief. | 1.10 |
| 11/06/14 | DK | Confer with N. Moss re preparation of filed exhibits for transmission; prepare set of filed exhibits; prepare zip folders therewith. | 1.50 |
| 11/06/14 | NM | Draft and send email to group re distribution correspondence; discussions with D. Golden re same; follow up with Gibson re service of the EM brief. | 1.10 |
| 11/07/14 | DHG | Began review of GM opening brief. | 2.00 |
| 11/07/14 | NM | Call with Angelo Gordon re update; update holdings information; review October prebill for confidential information; review New GM's opening brief. | 3.10 |
| 11/10/14 | DHG | Continued review of GM opening brief. | 2.30 |
| 11/11/14 | NM | Attend to issues re the upcoming distribution. | 1.10 |
| 11/12/14 | DK | Review recently filed pleadings. | 0.40 |
| 11/13/14 | DN | Confer w/ N. Moss and D. Golden re distribution issues. | 1.10 |
| 11/13/14 | DK | Review recently filed pleadings. | 0.50 |
| 11/13/14 | NM | Attend to issues re distribution; review the Gillispie reply; calls | 1.20 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1574426

Page 3
December 2, 2014

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | with Gibson and call with D. Pickering re distribution; confer with D. Golden and D. Newman re same. | |
| 11/19/14 | NM | Review New GM's opening brief on the threshold issues. | 1.10 |
| 11/20/14 | JAD | Review State of Arizona lawsuit and analyze damages allegations. | 0.60 |
| 11/20/14 | NM | Review press re Arizona suit against New GM; continue reviewing New GM's opening brief on the threshold issues; review Arizona complaint. | 3.90 |
| 11/21/14 | NM | Review October invoice for confidential information; review recently filed pleadings. | 4.60 |
| 11/25/14 | DHG | Telephone calls with S. Vogel and C. Cantalupo re: whether trust should sell stock/warrants; telephone call with K. Martorara re: same. | 0.50 |
| 11/25/14 | NM | Calls with Gibson Dunn re potential sale of GUC Trust assets; discussion with D. Golden re same. | 0.30 |
| Total Hours | | | 137.60 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 11.90 | at | \$850.00 | = | \$10,115.00 |
| D H GOLDEN | 11.80 | at | \$1150.00 | = | \$13,570.00 |
| B S MENDELSON | 1.30 | at | \$950.00 | = | \$1,235.00 |
| N MOSS | 61.30 | at | \$675.00 | = | \$41,377.50 |
| J A DIEHL | 22.60 | at | \$665.00 | = | \$15,029.00 |
| C W CARTY | 6.30 | at | \$595.00 | = | \$3,748.50 |
| T SOUTHWELL | 15.90 | at | \$255.00 | = | \$4,054.50 |
| D KRASA-BERSTELL | 6.50 | at | \$255.00 | = | \$1,657.50 |

Current Fees \$90,787.00

Current Expenses \$845.11

Total Amount of This Invoice \$91,632.11

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1574426
Invoice Date 12/02/14
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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please remit to:

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Dept. 7247-6838
Philadelphia, PA 19170-6838

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400 White Clay Center Drive
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CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1574426

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1583390
Invoice Date 02/11/15
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 12/31/14 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 12/05/14 | NM | Review letter briefs filed in connection with the JPM litigation. | 0.70 |
| 12/09/14 | NM | Call with J. Seery re status and upcoming deadlines. | 0.30 |
| 12/11/14 | DN | Review draft brief on the Threshold issues. | 4.20 |
| 12/11/14 | DHG | Review GDC draft brief on the threshold issues. | 2.70 |
| 12/11/14 | JAD | Initial review Gibson draft response on threshold issues; review New GM's motion to defer briefing on post-sale complaints in the MDL proceeding. | 1.80 |
| 12/11/14 | DK | Review recently filed pleadings. | 0.60 |
| 12/11/14 | NM | Begin review of draft threshold issue response brief. | 0.90 |
| 12/12/14 | DN | Revise draft response brief on threshold issues; confer with D. Golden re same. | 3.50 |
| 12/12/14 | DHG | Continue to work on threshold issues response brief; office conferences with D. Newman re: same; conference call with Goldentree re: status. | 2.10 |
| 12/12/14 | JAD | Review and revise Gibson's draft threshold issues response brief. | 3.40 |
| 12/12/14 | DK | Review and prepare cases cited by Gibson in the draft response brief. | 5.20 |
| 12/13/14 | NM | Review comments to response brief on the threshold issues; review cases cited in response brief; revise the response brief. | 3.50 |
| 12/14/14 | DN | Call w/ Gibson re brief; review comments to same; call with J. Diehl and N. Moss re same. | 1.50 |
| 12/14/14 | JAD | Call with D. Newman and N. Moss regarding threshold issues response brief; circulate comments to brief to Gibson; review updated draft from Gibson, and respond to L. Rubin questions; research diminution of value as property damages issue; conference call with Gibson to discuss brief. | 4.10 |
| 12/14/14 | NM | Revise the response brief to New GM's opening brief; call with D. Newman and J. Diehl to discuss the same; draft summary of JPM litigation status for D. Golden; call with Gibson Dunn, D. | 2.50 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1583390

Page 2
February 11, 2015

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | Newman and J. Diehl re the response brief. | |
| 12/15/14 | DN | Revise brief; call w/ Goldentree re status; call w/DK re reply brief; confer with D. Golden re same. | 2.80 |
| 12/15/14 | DHG | Review GDC draft reply brief; telephone conference with D. Newman re: same; telephone conference with Goldentree re: status; telephone call with DK re: reply brief. | 2.30 |
| 12/15/14 | JAD | Review cases cited in Gibson draft of response to New GM threshold issue brief; conference call with clients; confer with L. Rubin regarding draft brief. | 4.10 |
| 12/15/14 | DK | Review and organize pleadings for attorneys. | 0.50 |
| 12/15/14 | NM | Telephonically attend MDL status conference; correspondence re revisions to the response brief; telephone call with DK re reply brief; telephone call w/ Goldentree re status. | 2.10 |
| 12/16/14 | DN | Revise response brief on the threshold issues. | 6.80 |
| 12/16/14 | DHG | Review responses to opening briefs. | 2.30 |
| 12/16/14 | JAD | Work with D. Newman and N. Moss on revisions to response to New GM's threshold issues brief, and confer with L. Rubin at Gibson regarding same; review briefs of pre-closing accident plaintiffs, Gromman plaintiffs, New GM and pre/post sale complaint plaintiffs. | 6.80 |
| 12/16/14 | DK | Review and organize filed responses for attorneys; prepare sets thereof. | 1.20 |
| 12/16/14 | NM | Work on threshold issues response brief; review all responsive briefs filed on 12/16. | 7.10 |
| 12/17/14 | JAD | Review/analyze New GM's and plaintiffs' respective threshold issues briefs; draft email to clients regarding responses to equitable mootness briefs; work on development of arguments for equitable mootness reply brief. | 4.20 |
| 12/17/14 | NM | Review responses to opening briefs; communications with group members re same; review J. Diehl summary of the same. | 1.50 |
| 12/18/14 | DN | Revise email to clients re briefs. | 0.70 |
| 12/18/14 | JAD | Review/analyze New GM's and plaintiffs' respective threshold issues briefs; revise email to client regarding responses to equitable mootness brief; work on development of arguments for equitable mootness reply; draft summary of reply arguments for client update; analyze late-filed claims materials from Gibson. | 5.10 |
| 12/23/14 | JAD | Team meeting to discuss equitable mootness reply brief, and review materials to prepare for same; work on development of arguments for reply. | 2.60 |
| 12/23/14 | DK | Review and prepare cases cited in equitable mootness response briefs. | 3.70 |
| 12/23/14 | NM | Meet with D. Newman and J. Diehl re reply to the equitable mootness responses; review cases re ripeness. | 2.10 |
| 12/24/14 | NM | Review cases cited by New GM and Designated Counsel in their respective equitable mootness responses. | 4.50 |
| 12/26/14 | DN | Review equitable mootness responses; draft notes on reply. | 1.20 |
| 12/28/14 | NM | Review cases cited by Plaintiffs in their Equitable Mootness response. | 1.50 |
| 12/29/14 | JAD | Work on equitable mootness reply brief. | 5.90 |
| 12/29/14 | NM | Review responses to the opening briefs; review cases cited within. | 5.10 |
| 12/30/14 | JAD | Work on equitable mootness reply brief. | 4.60 |
| Total Hours | | | 115.70 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | <u>Rate</u> | <u>Value</u> |
|-------------------|--------------|-------------|--------------|
|-------------------|--------------|-------------|--------------|

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1583390

Page 3
February 11, 2015

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 20.70 | at | \$850.00 | = | \$17,595.00 |
| D H GOLDEN | 9.40 | at | \$1150.00 | = | \$10,810.00 |
| N MOSS | 31.80 | at | \$675.00 | = | \$21,465.00 |
| J A DIEHL | 42.60 | at | \$665.00 | = | \$28,329.00 |
| D KRASA-BERSTELL | 11.20 | at | \$255.00 | = | \$2,856.00 |

| | |
|--------------|--------------------|
| Current Fees | <u>\$81,055.00</u> |
|--------------|--------------------|

| | |
|------------------|-------------------|
| Current Expenses | <u>\$3,468.57</u> |
|------------------|-------------------|

| | |
|-------------------------------------|--------------------|
| Total Amount of This Invoice | \$84,523.57 |
|-------------------------------------|--------------------|

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1583390
Invoice Date 02/11/15
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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Ref: 693414/0001, Invoice No. 1583390

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1583391
Invoice Date 02/11/15
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 01/31/15 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 01/04/15 | JAD | Review equitable mootness opposition briefs and cases cited therein. | 4.30 |
| 01/05/15 | JAD | Draft equitable mootness reply brief. | 7.20 |
| 01/05/15 | NM | Correspondence with Akin team and Gibson Dunn re status of the EM reply brief. | 0.30 |
| 01/06/15 | DN | Review cases cited in equitable mootness responses. | 3.10 |
| 01/06/15 | DHG | Review cases cited in equitable mootness opposition briefs. | 2.10 |
| 01/06/15 | JAD | Review equitable mootness cases; draft equitable mootness reply brief. | 8.40 |
| 01/06/15 | NM | Call with C. Cantalupo re potential sale of GUC Trust assets; attend to issues re threshold issues briefing. | 2.10 |
| 01/07/15 | DN | Review cases cited in EM opposition briefs; draft notes re same. | 5.30 |
| 01/07/15 | JAD | Draft equitable mootness reply brief. | 8.50 |
| 01/08/15 | DN | Review draft EM reply brief. | 2.60 |
| 01/08/15 | JAD | Draft equitable mootness reply brief. | 6.20 |
| 01/08/15 | NM | Review and comment on draft equitable mootness reply. | 1.40 |
| 01/09/15 | DN | Review and revise EM reply brief; review case law re equitable mootness. | 6.00 |
| 01/09/15 | JAD | Draft ripeness section of EM reply brief. | 3.80 |
| 01/10/15 | DN | Draft equitable mootness reply brief. | 4.30 |
| 01/11/15 | DN | Draft equitable mootness reply brief. | 7.00 |
| 01/12/15 | DN | Draft EM reply brief; confer with team re same. | 12.00 |
| 01/12/15 | JAD | Review draft equitable mootness reply brief; confer with N. Moss on revisions to same; draft ripeness insert. | 4.20 |
| 01/12/15 | NM | Confer with D. Newman and J. Diehl re equitable mootness reply brief; revise draft reply brief; | 13.10 |
| 01/13/15 | DN | Continue revising EM reply brief; confer with D. Golden re same. | 5.30 |
| 01/13/15 | DHG | Review/revise draft equitable mootness reply brief; telephone calls | 2.40 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1583391

Page 2
February 11, 2015

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | with D. Newman re: same. | |
| 01/13/15 | JAD | Review and provide comments to draft reply brief. | 0.40 |
| 01/13/15 | TS | Cite check and blue book equitable mootness reply brief. | 7.30 |
| 01/13/15 | NM | Draft equitable mootness reply brief. | 8.20 |
| 01/14/15 | DN | Revise EM reply brief; confer with D. Golden and N. Moss re same. | 6.70 |
| 01/14/15 | DHG | Continue work on EM reply brief; office conference with D. Newman and N. Moss re: same. | 2.30 |
| 01/14/15 | JAD | Review Gibson Dunn's comments to reply brief. | 0.60 |
| 01/14/15 | TS | Review comments from N. Moss re revisions to reply brief; confer with N. Moss re same; revise brief. | 2.20 |
| 01/14/15 | NM | Revise equitable mootness reply; confer with D. Newman and D. Golden re same; review Gibson Dunn's comments to the same; review cases cited within; confer with T. Southwell re revisions to reply. | 12.50 |
| 01/15/15 | DN | Draft and revise EM reply brief; confer with D. Golden re same. | 9.60 |
| 01/15/15 | DHG | Work on EM reply brief; office conference with D. Newman re: same. | 2.30 |
| 01/15/15 | JAD | Review GDC and Akin revisions to draft reply brief. | 0.60 |
| 01/15/15 | TS | Revise equitable mootness reply brief; prepare for filing. | 3.20 |
| 01/15/15 | NM | Revise equitable mootness reply brief; confer with D. Newman and D. Golden re same; conference call with Gibson Dunn re same. | 12.50 |
| 01/16/15 | DHG | Numerous office conferences with D. Newman, N. Moss re: EM reply brief. | 1.40 |
| 01/16/15 | JAD | Work with N. Moss to finalize reply brief. | 2.10 |
| 01/16/15 | TS | Prepare table of authorities; revise brief; prepare transcript exhibit excerpts; final review and edits to brief; prepare same for ECF filing; prepare service copy of same; monitor docket and retrieval of briefs by other parties. | 4.70 |
| 01/16/15 | NM | Revise equitable mootness reply; calls with L. Rubin re same; discussions with Akin team re same; finalize and file the reply. | 6.60 |
| 01/20/15 | DN | Call w/ L. Rubin re reply brief; review procedural order re hearing; confer w/ D. Golden and N. Moss re same. | 1.00 |
| 01/20/15 | DHG | Office conference with D. Newman and N. Moss re: Gerber scheduling order and discussions with L. Rubin re: same; email to R. Posner re: upcoming client meeting. | 0.70 |
| 01/20/15 | NM | Attend to issues re threshold issues briefing and hearing; continue reviewing reply brief; call with L. Rubin at Gibson re threshold issues oral argument; confer with D. Golden and D. Newman re procedural order. | 4.10 |
| 01/21/15 | DN | Call w/ L. Rubin and E. Weisfelner re oral argument on threshold issues; review briefs and cases re threshold issues. | 5.90 |
| 01/21/15 | DHG | Office conference with D. Newman and N. Moss re: prep for oral argument re: threshold issues; review 2nd cir decision re: JPM litigation; telephone call with S. Vogel re: same. | 2.20 |
| 01/21/15 | JAD | Review JPM decision. | 0.50 |
| 01/21/15 | TS | Compare cases cited in GM reply brief with previously filed briefs for N. Moss. | 2.30 |
| 01/21/15 | NM | Review New GM's reply re threshold issues; participate in call with D. Newman, L. Rubin and E. Weisfelner re threshold issues oral arguments; review 2nd circuit decision on JPM Litigation; prepare for oral argument on threshold issues; prepare summary of JPM litigation. | 4.10 |
| 01/22/15 | DN | Calls re oral argument on threshold issues; confer w/ L. Rubin re oral argument; read cases and pleadings re same. | 5.80 |
| 01/22/15 | TS | Continue to prepare case binder re GUC reply brief cases. | 1.80 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1583391

Page 3
February 11, 2015

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 01/22/15 | NM | Calls with members of the group re status and the JPM decision; prepare for oral argument on the threshold issues. | 0.90 |
| 01/23/15 | DN | Calls with Plaintiffs' counsel and L. Rubin re hearing schedule; review briefs and cases re threshold issues. | 5.20 |
| 01/23/15 | DHG | Participate in all hands call re: oral argument scheduling. | 0.60 |
| 01/23/15 | NM | Participate in all hands call re oral argument on the threshold issues. | 0.50 |
| 01/24/15 | DN | Read cases re threshold issues. | 1.80 |
| 01/25/15 | DN | Read cases and briefs re threshold issues. | 6.70 |
| 01/26/15 | NM | Prepare for hearing on threshold issues. | 0.50 |
| 01/27/15 | DN | Review cases and briefs re threshold issues. | 5.20 |
| 01/27/15 | NM | Review New GM's letter re oral argument on the threshold issues. | 0.20 |
| 01/28/15 | DN | Review cases re threshold issues; call w/ J. Seery; confer w/ L. Rubin re schedule; confer w/N. Moss re same. | 3.70 |
| 01/28/15 | DHG | Office conference with D. Newman re: presentation of threshold issues. | 0.60 |
| 01/28/15 | NM | Review endorsed orders and GUC Trust 8K; call with group member. | 1.50 |
| 01/29/15 | DN | Prepare for and participate on client call; confer w/ N. Moss re status of case; confer w/ L. Rubin re oral argument and letter to court. | 1.40 |
| 01/29/15 | DHG | Prepare for and participate in client call re: presentation of threshold issues; telephone conference with D. Newman and L. Rubin re: oral argument. | 1.20 |
| 01/29/15 | NM | Prepare for group call; telephone call with K. Martorana (Gibson) re JPM issues; participate in group call. | 2.10 |
| 01/30/15 | NM | Review recently filed pleadings. | 0.90 |
| Total Hours | | | 254.20 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 98.60 | at | \$910.00 | = | \$89,726.00 |
| D H GOLDEN | 15.80 | at | \$1250.00 | = | \$19,750.00 |
| N MOSS | 71.50 | at | \$725.00 | = | \$51,837.50 |
| J A DIEHL | 46.80 | at | \$665.00 | = | \$31,122.00 |
| T SOUTHWELL | 21.50 | at | \$275.00 | = | \$5,912.50 |

Current Fees \$198,348.00

Current Expenses \$5,678.80

Total Amount of This Invoice **\$204,026.80**

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MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1583391
Invoice Date 02/11/15
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1583391

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Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1587325
Invoice Date 03/09/15
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 02/28/15 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 02/02/15 | DN | Read cases in preparation for oral argument. | 3.90 |
| 02/02/15 | DHG | Prepare for tax call with JPM; telephone call with S. Vogel re: same; telephone call with H. Novikoff re: same. | 3.20 |
| 02/02/15 | NM | Prepare for call with JPM re liquidation of GUC Trust assets; review GUC Trust's report; prepare for oral argument on the threshold issues. | 2.10 |
| 02/03/15 | DHG | Prepare for and participate in conference call with P. Daniello, K. Kelley, H. Novikoff and DK re: convincing JPM to support GUC Trust sale of GM stock and warrants; follow-up call with DK re: same. | 1.40 |
| 02/03/15 | JAD | Review state of California letter regarding hearing on Threshold Issues, and New GM's letter in response to same. | 0.20 |
| 02/03/15 | NM | Review recently filed pleadings and letter from the state of California re threshold issues; participate in call with JPM and DK re sale of stock and warrants. | 1.10 |
| 02/04/15 | DN | Read cases in preparation for oral argument. | 2.00 |
| 02/04/15 | DHG | Review briefs/cases in preparation for oral argument. | 3.30 |
| 02/04/15 | NM | Participate in call with DK re JPM; review WSJ article re GM dividends. | 0.80 |
| 02/05/15 | DN | Prepare for oral argument; calls re same. | 2.30 |
| 02/05/15 | DHG | Respond to JPM correspondence; telephone calls with Davidson Kempner re: same; continued preparation for hearing; work on tax analysis; telephone calls re: potential JPM settlement. | 3.40 |
| 02/05/15 | NM | Review correspondence re JPM litigation. | 0.30 |
| 02/06/15 | DN | Confer w/ L. Rubin re oral argument; call w/ other counsel re hearing schedule; confer w/ D. Golden re same; confer w/ N. Moss re JPM. | 0.50 |
| 02/06/15 | DHG | Conference calls with counsel re: GM hearing; office conference with D. Newman re: same; review JPM rehearing petition; review letter to court re: rescheduling of hearing. | 1.40 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1587325

Page 2
March 9, 2015

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 02/06/15 | JAD | Review JPM rehearing petition and related materials. | 0.40 |
| 02/06/15 | NM | Review JPM rehearing petition; review pleadings filed in connection with JPM litigation; confer with D. Newman re same. | 2.50 |
| 02/08/15 | DN | Reread EFH claims Decision. | 0.50 |
| 02/09/15 | DN | Draft summary of EFH decision; confer with N. Moss re JPM. | 0.80 |
| 02/09/15 | NM | Confer with D. Newman re JPM issues; review endorsed order re California letter. | 0.60 |
| 02/10/15 | JRW | Prepare cases cited in threshold issues briefs. | 0.70 |
| 02/10/15 | NM | Prepare for oral argument on threshold issues. | 0.50 |
| 02/11/15 | DN | Prepare for oral argument. | 4.50 |
| 02/11/15 | DHG | Prepare for threshold issue hearing; email traffic from JPM re: potential sale of trust assets; telephone calls with C. Cantalupo re: slide regarding tax impact on sale of trust assets; finalize slide; send to JPM. | 3.20 |
| 02/11/15 | JRW | GM hearing preparation. | 2.80 |
| 02/11/15 | NM | Call with unitholder re JPM issues; analysis of same. | 0.50 |
| 02/12/15 | DN | Prepare for oral argument. | 3.40 |
| 02/12/15 | DHG | Review GM Trust quarterly report; send out financial/tax analysis to holders; telephone calls with Davidson Kempner re: same; work on tax analysis. | 2.70 |
| 02/12/15 | JRW | Prepare case binders of materials cited in pleadings. | 3.80 |
| 02/12/15 | NM | Review GUC Trust report; prepare for oral argument on the threshold issues; confer with D. Newman re same. | 0.60 |
| 02/13/15 | DN | Prepare for oral argument; meet w/ N. Moss re same. | 4.70 |
| 02/13/15 | NM | Meet with D. Newman and prepare for oral argument on equitable mootness. | 1.60 |
| 02/15/15 | DN | Call w/ L. Rubin and N. Moss re oral argument. | 1.10 |
| 02/15/15 | NM | Participate in call with D. Newman and L. Rubin re hearing prep. | 1.00 |
| 02/16/15 | DN | Prepare for hearing. | 5.10 |
| 02/16/15 | DHG | Prepare for oral argument; review/revise GUC Trust motion to liquidate GM trust assets. | 3.20 |
| 02/16/15 | NM | Prepare for oral argument on threshold issues; confer with D. Newman re same. | 5.50 |
| 02/17/15 | DN | Prepare for and attend Hearing. | 6.40 |
| 02/17/15 | DHG | Prepare for and attendance at oral argument on threshold issues; telephone calls and emails with Davidson Kempner re: JPM. | 7.50 |
| 02/17/15 | JAD | Research case law regarding fifth Chateaugay Factor (failure to seek a stay) and prepare case cites/summaries to prepare D. Newman for equitable mootness argument; review of motions to enforce and accompanying schedules to identify pre-closing accident lawsuits. | 2.90 |
| 02/17/15 | NM | Travel to and from court; attend hearing on threshold issues; prepare with D. Newman for day 2 of hearing on threshold issues; research 502(j) issues. | 11.00 |
| 02/18/15 | DN | Prepare for and attend Hearing. | 6.00 |
| 02/18/15 | DHG | Attend court hearing on threshold issues; email traffic re: court hearing; telephone calls re: same. | 5.70 |
| 02/18/15 | NM | Prepare for and attend hearing on threshold issues. | 5.90 |
| 02/19/15 | DN | Confer w/ D. Golden and N. Moss re hearing; call with clients re same; prepare for same. | 3.20 |
| 02/19/15 | DHG | Attend to issues re liquidation of GUC Trust assets; prepare for call with clients regarding threshold issues hearing; participate in conference call with clients; several one-off telephone calls with clients re: results of hearing; telephone calls with Davidson Kempner re: meeting between JPM and FTI. | 3.40 |
| 02/19/15 | NM | Meeting with D. Golden and D. Newman re preparing for group call; participate in call with group re hearing update. | 0.80 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1587325

Page 3
March 9, 2015

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 02/20/15 | DN | Call w/ R. Tennenbaum re open issues. | 0.30 |
| 02/20/15 | DHG | Extended telephone calls with Davidson Kempner re: JPM position on trust asset sale and related topics; follow-up call with group members re: issues regarding hearing on threshold issues; confer w/ N. Moss re liquidation of GUC trust assets. | 1.80 |
| 02/20/15 | HBJ | Analysis of tax issues re liquidation of GUC Trust assets; emails with N. Moss re question on state taxes on trust. | 1.20 |
| 02/20/15 | NM | Confer with D. Golden re liquidation of GUC Trust assets; review D. Golden's comments; confer with D. Golden re JPM litigation. | 1.60 |
| 02/23/15 | DHG | Telephone call with H. Novikoff re: JPM status; extended telephone call with M. Williams and K. Martorana re: GUC Trust view on motions to sell assets and/or exercise warrants; extended telephone calls with Davidson Kempner re: same; review tax analysis re: cost basis; review avoidance action summary judgment briefs and Gerber transcript. | 2.30 |
| 02/23/15 | HBJ | Reviewing updated GUC Trust tax analysis. | 1.00 |
| 02/23/15 | NM | Confer with D. Golden re sale of GUC Trust assets; confer with D. Newman re JPM litigation. | 0.50 |
| 02/24/15 | DN | Call w/Goldentree re threshold issues and JPM litigation. | 0.90 |
| 02/24/15 | DHG | Review tax analysis re: cost basis; telephone calls with H. Jacobson re: same; conference call with Goldentree re: review of threshold issues hearing; telephone calls with Davidson Kempner re: potential sale/exercise of warrant motions; prepare for group call next day. | 2.40 |
| 02/24/15 | HBJ | Telephone D. Rosenhauer re tax issues; follow-up email to Akin team; review tax calculation per Rosenhauer discussion. | 0.70 |
| 02/24/15 | NM | Participate in call with Goldentree re hearing update; confer with D. Golden re liquidation of GUC Trust assets; discussion with K. Martorana re disputed claims. | 2.10 |
| 02/25/15 | DN | Call with clients re threshold issues hearing and potential liquidation of GUC Trust assets. | 1.00 |
| 02/25/15 | DHG | Prepare for and participate in client call re: potential sale of trust assets and/or exercise of warrants; several telephone calls with clients before and after group call; telephone calls with H. Jacobson re: tax analysis of cost brief. | 2.40 |
| 02/25/15 | HBJ | Telephone D. Rosenauer and email Akin team re call on tax basis discussion; participate in call with group and Akin team. | 1.10 |
| 02/25/15 | NM | Prepare for and participate in call with group re status. | 1.10 |
| Total Hours | | | 148.80 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 46.60 | at | \$910.00 | = | \$42,406.00 |
| D H GOLDEN | 47.30 | at | \$1250.00 | = | \$59,125.00 |
| H B JACOBSON | 4.00 | at | \$865.00 | = | \$3,460.00 |
| N MOSS | 40.10 | at | \$725.00 | = | \$29,072.50 |
| J A DIEHL | 3.50 | at | \$665.00 | = | \$2,327.50 |
| J R WATTERS | 7.30 | at | \$230.00 | = | \$1,679.00 |

Current Fees

\$138,070.00

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1587325

Page 4
March 9, 2015

Current Expenses

\$3,548.59

Total Amount of This Invoice

\$141,618.59

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MOTORS LIQUIDATION COMPANY GUC TRUST
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Invoice Number 1587325
Invoice Date 03/09/15
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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ABA# 254070116
Ref: 693414/0001, Invoice No. 1587325

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS

Invoice Number 1594147
Invoice Date 04/15/15
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 03/31/15 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 03/03/15 | DHG | Telephone call with K. Martorana re: motion to sell assets. | 0.20 |
| 03/03/15 | NM | Participate in call with D. Golden and K. Martorana re motion to liquidate securities; review Powledge rule 60b motion. | 0.60 |
| 03/04/15 | NM | Review notice of presentment of claim expungement; confer with K. Martorana re same. | 0.60 |
| 03/06/15 | DHG | Review redraft of motion to sell trust assets. | 1.50 |
| 03/11/15 | NM | Review recently filed pleadings. | 0.20 |
| 03/16/15 | DN | Call w/ J. Seery re status; review materials re Melton settlement. | 0.50 |
| 03/25/15 | DHG | Telephone call with C. Cantalupo re: questions regarding JPM litigation; review JPM summary judgment pleadings. | 1.20 |
| 03/31/15 | DHG | Review Committee/JPM summary judgment motions and transcript regarding perfection of liens. | 1.50 |
| Total Hours | | | <u>6.30</u> |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 0.50 | at | \$910.00 | = | \$455.00 |
| D H GOLDEN | 4.40 | at | \$1250.00 | = | \$5,500.00 |
| N MOSS | 1.40 | at | \$725.00 | = | \$1,015.00 |

Current Fees \$6,970.00

MOTORS LIQUIDATION COMPANY GUC TRUST

Invoice Number: 1594147

Page 2

April 15, 2015

Current Expenses

\$454.34

Total Amount of This Invoice**\$7,424.34**

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UNIT HOLDERS

Invoice Number 1594147
Invoice Date 04/15/15
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1601175
Invoice Date 05/28/15
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 04/30/15 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 04/02/15 | DHG | Prepare for and participate in calls with Davidson Kempner re: JPM issues; review summary judgment transcript and summary judgment pleadings in connection with potential attack on fixture collateral; confer w/ N. Moss re same. | 2.80 |
| 04/02/15 | NM | Participate in call with DK re JPM issues; review pleadings filed in the JPM adversary proceeding; draft summary of the same; confer with D. Golden re same. | 2.50 |
| 04/03/15 | DHG | Review JPM complaint, answer, transcripts of status conferences re: ability of JPM to argue DIP order forecloses any further attack on fixture collateral. | 3.20 |
| 04/06/15 | DHG | Prepare for and extended telephone call with GoldenTree re: JPM; telephone call with Wachtell Lipton re: JPM status; telephone call with E. Fisher re: same. | 2.40 |
| 04/06/15 | NM | Participate in call with GoldenTree re status of threshold issues and JPM litigation. | 0.50 |
| 04/09/15 | DHG | Telephone calls with clients re: JPM litigation. | 1.70 |
| 04/13/15 | DHG | Review 2nd Circuit JPM decision; telephone calls with group members re: same. | 1.20 |
| 04/13/15 | NM | Review Second Circuit order denying JPM petition for en banc review; draft email to group re same; email exchange with group member re next steps; | 0.50 |
| 04/15/15 | DN | Read threshold issues decision; confer w/ N. Moss and D. Golden re same. | 2.30 |
| 04/15/15 | DHG | Review Judge Gerber decision; numerous calls with unit holders; review JPM scheduling issues; confer w/ team re same. | 2.70 |
| 04/15/15 | NM | Analyze scheduling issues in connection with JPM litigation; confer with Akin team re same; review decision on the threshold issues; confer with team re same; confer with unitholders re same. | 4.10 |
| 04/16/15 | DN | Confer w/ N. Moss re threshold issues appeal; call w/ group re decision. | 2.70 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1601175

Page 2
May 28, 2015

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 04/16/15 | DHG | Continued review of Judge Gerber decision; prepare for and participate in extended conference call with group re: Judge Gerber's decision and future actions; telephone calls with Gibson Dunn re: same; numerous telephone calls from holders re: Gerber decision. | 3.20 |
| 04/16/15 | JET | Research projected time line for bankruptcy appeal to Second Circuit; correspond with N. Moss re same. | 0.90 |
| 04/16/15 | NM | Continue reviewing threshold issues decision; research re appeal timing; participate in call with group.; call with unitholder; confer w/ J. Tysse re appeal issues. | 2.70 |
| 04/17/15 | DHG | Telephone calls re: Gerber decision; review potential appeal issues. | 1.80 |
| 04/17/15 | JET | Research and summarize projected timeline for bankruptcy appeal to Second Circuit; correspond with N. Moss re same; research ability of Second Circuit to sua sponte narrow appeal issues pre-briefing. | 2.50 |
| 04/17/15 | NM | Research re appeals issues; confer with D. Newman re same; confer with J. Tysse re same. | 2.10 |
| 04/20/15 | NM | Prepare and send email to group re appeal process; review responses to Philips claims motion. | 0.70 |
| 04/21/15 | DN | Confer w/ N. Moss re appeal issues. | 0.30 |
| 04/21/15 | JET | Research process for avoiding appeal or stay pending appeal of Judge Gerber's decision and draft summary; correspond and confer with N. Moss re same. | 2.40 |
| 04/21/15 | NM | Confer with J. Tysse re appeal issues; confer with holder re tax issues; confer with H. Jacobson re same; call with holder and H. Jacobson re tax issues; draft summary of Phillips responses. | 2.50 |
| 04/22/15 | DN | Confer w/ D. Golden and N. Moss re appeal issues; Call w/ L. Rubin re same; call w/ R. Tenennbaum re decision. | 0.70 |
| 04/22/15 | JET | Review motion for summary affirmance procedure; correspond with N. Moss re same. | 0.30 |
| 04/22/15 | NM | Confer with D. Newman re appeals issues; call with L. Rubin re appeal issues. | 0.90 |
| 04/23/15 | JET | Research cross-appeal timing and legal issues related to certification and bonds; confer with N. Moss re same; correspond with D. Newman and N. Moss re same. | 2.00 |
| 04/23/15 | NM | Research issues re appeal of threshold issues decision; draft summary of same for D. Newman; call with group member re GUC Trust Agreement; correspondence re same. | 4.50 |
| 04/24/15 | NM | Research re Wilmington Trust potential conflicts. | 3.10 |
| 04/27/15 | DN | Confer w/ N. Moss re stay issues, indenture trustee issues and, status of order. | 0.30 |
| 04/27/15 | NM | Review GM article; correspondence with D. Newman re same; research re removal of liquidating trustee; correspondence with Gibson Dunn re appeal process and status update. | 1.70 |
| 04/28/15 | NM | Review mandate and letter in the JPM litigation; continue researching authority to remove trustee for cause. | 3.10 |
| 04/29/15 | DN | Confer w/ D. Golden and N. Moss re stay research and trustee issues; Confer w/ D. Golden re GM re appeal issues and order. | 0.70 |
| 04/29/15 | DHG | Extended telephone call with DK re: conflict issues regarding WTC; review selected provisions of trust agreement; office conference with N. Moss re: same; telephone call with E. Weisfelner re: Gerber decision; review JPM letter to Gerber. | 2.40 |
| 04/29/15 | NM | Draft email summary of Phillips reply; revise stay of appeals summary. | 1.50 |
| 04/30/15 | DN | Calls w/ N. Moss re emails to group; revise same. | 1.20 |
| 04/30/15 | DHG | Review draft GM order; telephone call with E. Weisfelner re: | 3.40 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1601175

Page 3
May 28, 2015

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 04/30/15 | NM | accordion feature; telephone call with K&S re: draft order; office conference with N. Moss re: Philips motion; review Philips pleadings. Call with D. Newman re stay summary; revise summary; review joint letter in the MDL proceeding; review proposed threshold issues judgment; confer with D. Golden re same; confer with L. Rubin re same; work on stay research summary. | 1.50 |
| Total Hours | | | <u>73.00</u> |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | = | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 8.20 | at | \$910.00 | = | \$7,462.00 |
| D H GOLDEN | 24.80 | at | \$1250.00 | = | \$31,000.00 |
| J E TYSSE | 8.10 | at | \$665.00 | = | \$5,386.50 |
| N MOSS | 31.90 | at | \$725.00 | = | \$23,127.50 |

Current Fees \$66,976.00

Current Expenses \$773.24

Total Amount of This Invoice \$67,749.24

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1601175
Invoice Date 05/28/15
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
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AKIN GUMP STRAUSS - 6838
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Newark, DE 19711

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AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
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Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1601175

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1606536
Invoice Date 06/30/15
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 05/31/15 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 05/01/15 | DN | Revise update email to clients. | 0.80 |
| 05/01/15 | DHG | Review/revise draft judgment on threshold issues; office conference with N. Moss re: same; participate in conference call with L. Rubin re: same; telephone calls with E. Weisfelner and A. Steinberg re: same. | 2.80 |
| 05/01/15 | NM | Revise draft threshold issues judgment; participate in call with L. Rubin re same; confer with D. Golden re same; participate in all hands call re same. | 2.30 |
| 05/03/15 | NM | Review New GM's comments to the judgment; confer with D. Newman re finalizing the same. | 0.70 |
| 05/04/15 | DN | Revise update email to clients; attend meet and confer re proposed judgment; review same; call w/ L. Rubin re discussion w/ E. Weisfelner; confer w/ D. Golden re same. | 2.50 |
| 05/04/15 | DHG | Attend meeting at Brown Rudnick re: negotiations over form of judgment; review redraft of equitable mootness portion of proposed order; emails re: same; telephone call with DK re: same; subsequent conference call with L. Rubin, D. Newman. | 3.60 |
| 05/04/15 | NM | Attend meeting at Brown Rudnick to negotiate the form of Judgment; revise section of the judgment related to equitable mootness; finalize email update to group; review JPM letter. | 3.10 |
| 05/05/15 | DHG | Review Gerber letter; conference call with New GM, plaintiffs re: Gerber letter; review revisions to judgment. | 1.70 |
| 05/05/15 | NM | Confer with D. Golden re status of judgment; call with larger group to chambers re same; review revisions to the judgment; correspondence with Akin team re same. | 2.80 |
| 05/06/15 | DHG | Office conference with N. Moss re: form of judgment; telephone call with DK re: judgment; report on further meet and confer; review Powledge pleadings in preparation for hearing. | 3.20 |
| 05/06/15 | NM | Confer with D. Golden re judgment; calls with DK re same; participate in meet and confer re same. | 3.10 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1606536

Page 2
June 30, 2015

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 05/07/15 | DHG | Attend Powledge hearing; review plaintiffs' revised draft of judgment. | 5.30 |
| 05/07/15 | NM | Travel to and from and attend hearing on Powledge motion; review Plaintiffs' revised draft of the judgment. | 5.10 |
| 05/08/15 | DHG | Conference call with Gibson Dunn re: revisions to form of judgment; office conference with N. Moss re: same; conference call with plaintiffs re: work on form of judgment; review revised form of judgment. | 2.40 |
| 05/08/15 | NM | Confer with Akin team and Gibson Dunn re Plaintiffs' revisions to the judgment; confer with D. Golden re judgment; call with Gibson re judgment; call with larger group re judgment; update D. Newman re same; review revised judgment. | 3.40 |
| 05/11/15 | DN | Confer w/ D. Golden and N. Moss re proposed judgment; review competing drafts of same. | 0.80 |
| 05/11/15 | DHG | Numerous telephone calls/emails with D. Newman and L. Rubin re: attempt to finalize form of judgment. | 2.30 |
| 05/11/15 | NM | Confer with D. Newman re draft judgments; review competing drafts; revise GUC Trust's draft. | 1.30 |
| 05/12/15 | DN | Revise, joint letter to court; call w/ L. Rubin re same. | 1.30 |
| 05/12/15 | DHG | Review letters to Gerber re: alternate forms of judgment; telephone call with DK re: same and next steps; office conference with Akin team re: conflicts issues and alternate forms of judgment. | 2.40 |
| 05/12/15 | NM | Review proposed letter to Gerber re judgment; comment on the same; call with DK re judgment and next steps; confer with Akin team re status and next steps; review letters filed with the court re competing judgments; call with DK re same. | 2.70 |
| 05/13/15 | DN | Review update email to clients. | 0.40 |
| 05/13/15 | NM | Revise update email to group re status update; confer with D. Newman and D. Golden re same. | 0.90 |
| 05/14/15 | DHG | Review/revise status report to clients; office conference with D. Newman, N. Moss re: same. | 0.70 |
| 05/14/15 | NM | Revise update email to the group; confer with D. Golden re same; confer with D. Newman re status | 1.20 |
| 05/18/15 | NM | Review and circulate the JPM letter. | 0.40 |
| 05/26/15 | NM | Review JPM amended complaint; attend to issues re status of the judgment. | 1.50 |
| 05/27/15 | DHG | Review Gerber decision re: judgment and technical decision. | 1.00 |
| 05/27/15 | NM | Review decision on the judgment; review proposed form of judgment; draft memo to the clients re same; review AA trust's motion to replace FTI as monitor; drafting correspondence to clients. | 3.10 |
| 05/28/15 | DN | Confer w/ N. Moss and D. Golden re judgment - technical order. | 0.20 |
| 05/28/15 | DHG | Review motion to appoint Gonzalez as monitor for avoidance action trust; office conference with N. Moss re: same; extended telephone call with DK re: monitor motion and Judge Gerber decision on the judgment; telephone call with M. Williams re: sale motion; email traffic with H. Jacobson re: sale motion; review draft sale motion. | 2.70 |
| 05/28/15 | NM | Review correspondence from L. Rubin re judgment; confer with D. Golden and D. Newman re same; draft and send email to L. Rubin re same; participate in call with DK and D. Golden re AA trust motion; draft email to the group re same; participate in call with Gibson Dunn re sale of GUC Trust assets; review no stay pleading and motion to sell GUC Trust assets; perform research re 502(j) in connection with the draft judgment. | 4.50 |
| 05/29/15 | DN | Review and revise joint letter to court; calls w/ L. Rubin re same. | 0.50 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1606536

Page 3
June 30, 2015

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 05/29/15 | DHG | Continued work on final form of judgment; review emails from L. Rubin and D. Newman re: same; sign off on final form of judgment. | 1.60 |
| 05/29/15 | NM | Review and revise joint letter to Judge Gerber re judgment; confer with D. Golden and D. Newman re same; call with unit holder re status update; review letters filed by other parties. | 1.50 |
| Total Hours | | | <u>73.80</u> |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 6.50 | at | \$910.00 | = | \$5,915.00 |
| D H GOLDEN | 29.70 | at | \$1250.00 | = | \$37,125.00 |
| N MOSS | 37.60 | at | \$725.00 | = | \$27,260.00 |

Current Fees \$70,300.00

Current Expenses \$441.40

Total Amount of This Invoice \$70,741.40

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1606536
Invoice Date 06/30/15
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

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CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1606536

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1611286
Invoice Date 07/29/15
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 06/30/15 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 06/01/15 | DHG | Review final judgment and order governing same; review email to group. | 1.00 |
| 06/01/15 | NM | Review letters re Peller pleadings; review final judgment and order re same; revise update email to the group. | 1.50 |
| 06/02/15 | DHG | Telephone call with H. Jacobson re: tax implications of sale motion; telephone call with K. Martorana re: tax issues; telephone calls with DK re: final judgment. | 1.60 |
| 06/02/15 | HBJ | Email and call with D. Rosenauer (Gibson) re tax issues in connection with sale motion; review draft sale motion; additional tax research; follow-up with D. Golden and N. Moss re same. | 1.40 |
| 06/02/15 | NM | Call with H. Jacobson re motion to sell the securities; call with K. Martorana re same; review Plaintiffs' notice of appeal; finalize and send update email to the group; confer with group member re the judgment; review H. Jacobson's tax analysis re motion to sell the securities. | 2.20 |
| 06/03/15 | DHG | Review as-filed motion to sell securities. | 0.70 |
| 06/03/15 | HBJ | Review tax section of as-filed motion to sell securities. | 0.10 |
| 06/03/15 | JET | Research procedures for appealing directly to Second Circuit; correspond and confer with N. Moss re same. | 2.20 |
| 06/03/15 | NM | Review as filed version of the GUC Trust's motion to sell securities; coordinate group call; confer with Akin team re appeal issues; call with L. Rubin re cross appeal. | 2.50 |
| 06/04/15 | DHG | Review GUC Trust motion re sale of securities; numerous telephone calls with clients re same; calls re tax implications; review/revise email to clients. | 3.20 |
| 06/04/15 | JET | Research cross-appeals and conditional cross-appeals; confer with N. Moss re same. | 0.40 |
| 06/04/15 | NM | Call with J. Tysse re appeal; attend to issues re scheduling of group call; research re conditional cross appeals. | 1.40 |
| 06/05/15 | NM | Correspondence w/ team re cross appeals. | 0.30 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1611286

Page 2
July 29, 2015

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 06/08/15 | NM | Review Powledge decision; draft summary re same. | 0.40 |
| 06/09/15 | DHG | Review threshold issues decision, avoidance trust motion to appoint Gonzalez as monitor, GUC Trust motion to sell securities in preparation for next day call with unit holders. | 2.00 |
| 06/10/15 | DHG | Participate in extended conference with clients re Threshold Issues decision, motion to appoint new monitor for AA trust; motion to sell trust securities; calls re notice of appeal; call w/ E. Weisfelner re Ignition Plaintiffs plans for appeal. | 2.30 |
| 06/10/15 | HBJ | Prepare for and participate in call with group. | 1.20 |
| 06/10/15 | JET | Review joint notice of appeal; research requirements under bankruptcy code; correspond with N. Moss re same. | 0.80 |
| 06/10/15 | NM | Prepare for and participate in call with GM group; revise the GUC Trust's joint notice of appeal; call with unitholder re status update; confer with J. Tysse re appeal. | 2.50 |
| 06/12/15 | JET | Review draft cross-notice of appeal and correspond with N. Moss and D. Newman re appeal issues; review notice of cross-appeal filed by New GM. | 0.50 |
| 06/12/15 | NM | Review New GM's notice of cross appeal; confer with J. Tysse re same; review revised GUC Trust/Unitholders conditional cross-appeal; confer with team re same. | 0.50 |
| 06/15/15 | DN | Review notice of cross appeal; confer w/ N. Moss re same. | 0.20 |
| 06/17/15 | NM | Confer with D. Golden re status; attend to issues re same. | 0.50 |
| 06/18/15 | TS | Review recently filed pleadings. | 0.10 |
| 06/19/15 | DN | Calls w/ unitholder re stay; confer w/ D. Golden and N. Moss re same. | 0.50 |
| 06/19/15 | DHG | Review research re: Ignition Switch Plaintiffs' request for a stay of distributions; telephone call with DK re: same; telephone call with unitholder re: same. | 2.00 |
| 06/19/15 | JET | Confer with N. Moss re scope of appeal; correspond with N. Moss re appellate schedule. | 0.40 |
| 06/19/15 | NM | Confer w/ J. Tysse re timing of the appeal; review plaintiffs and Groman plaintiffs statements of issues on appeal. | 1.20 |
| 06/23/15 | DHG | Office conference with N. Moss re: Gonzalez's appointment; discuss appeal issues and GUC motion to liquidate securities. | 2.10 |
| 06/23/15 | NM | Confer w/ D. Golden re Gonzalez's appointment as AA trust monitor; review Pillars' no stay pleading; call with L. Rubin re appeal issues; review objection to GUC Trust's motion to liquidate securities. | 1.30 |
| 06/24/15 | DN | Read motion to strike, motion for stay, motion to withdraw the reference; conferences with D. Golden and N. Moss re same. | 1.40 |
| 06/24/15 | DHG | Review plaintiffs' objection to GUC Trust motion to liquidate securities and joinder; review GUC Trust asset pleading and motion to withdraw reference; numerous telephone calls and conferences with D. Newman and N. Moss re: same. | 3.20 |
| 06/24/15 | HBJ | Review emails re plaintiffs objection to motion to liquidate securities. | 0.20 |
| 06/24/15 | JET | Research standard of review in summary affirmance actions; confer with N. Moss re same. | 0.20 |
| 06/24/15 | NM | Calls with L. Rubin re appeal issues and WT's motion to liquidate securities; confer with D. Newman re same; meet with D. Golden and D. Newman re same; review statements of issues on appeal; review plaintiffs' objection to GUC Trust's motion to liquidate securities; review joinder to the same; review GUC Trust asset pleading; review motion to withdraw the reference re same; review memo in support of the same. | 4.10 |
| 06/25/15 | DN | Meet w/ N. Moss and D. Golden re objection to motion to liquidate securities. | 0.50 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1611286

Page 3
July 29, 2015

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 06/25/15 | DHG | Telephone conference with Gibson Dunn team re: preparation of response to ignition switch plaintiffs request for stay of distributions; review plaintiffs' request for a stay and case law regarding request for stays; review memo to clients re: status of outstanding pleadings. | 3.20 |
| 06/25/15 | HBJ | Review plaintiffs' request for a stay of distributions; emails with team re same. | 0.90 |
| 06/25/15 | TS | Prepare materials for July 1 hearing. | 1.70 |
| 06/25/15 | NM | Call with Gibson re draft reply to plaintiffs' request for a stay of distributions; review draft reply; comment on the same; meeting with D. Golden and D. Newman re objection to motion to liquidate securities; draft and send email to the group re same; review cases re stay pending appeal. | 5.90 |
| 06/26/15 | DN | Review and revise reply to plaintiffs' request for a stay; call w/ Gibson re same; call w/ clients re same; confer w/ D. Golden and N. Moss re same. | 1.80 |
| 06/26/15 | DHG | Prepare for and participate in extended call with GUC Trust unit holders re: motion to liquidate securities and potential stay issues; review draft reply to plaintiffs' request for stay; telephone call to several holders re: same. | 3.90 |
| 06/26/15 | TS | Prepare and file joinder re reply to plaintiffs' request for a stay; prepare service copy; review cases cited in stay related pleadings. | 2.60 |
| 06/26/15 | JET | Review statement of appellate issues; confer with N. Moss re same. | 0.20 |
| 06/26/15 | NM | Review D. Newman's comments to the reply to plaintiffs request for a stay; incorporate the same; review D. Golden's comments to the same; call with Gibson re same; call with group re update; draft joinder to reply; review D. Newman's comments to the statement of issues on appeal; file and coordinate service of the joinder; confer with J. Tysse re statement of issues on appeal; call with L. Rubin re pending pleadings filed by the plaintiffs. | 5.10 |
| 06/29/15 | DN | Call w/ Gibson re hearing re motion to liquidate and stay; confer w/ N. Moss and D. Golden re same. | 1.20 |
| 06/29/15 | DHG | Review as-filed version of the opposition to plaintiffs' motion for stay; telephone calls with clients re: same; telephone call with Gibson Dunn re: approach for hearing. | 2.70 |
| 06/29/15 | NM | Review no strike/GUC Trust asset pleading; call with unitholder re status update; call with Gibson re 7/1 hearing and other recently filed pleadings; follow up with D. Golden and D. Newman. | 4.60 |
| 06/30/15 | DN | Confer w/ N. Moss and D. Golden re hearing on motion to liquidate and motion for stay. | 1.20 |
| 06/30/15 | DHG | Telephone call with Gibson Dunn re: motion to liquidate securities and potential settlement with plaintiffs; telephone calls with S. Vogel re: same; telephone call with E. Weisfelner re: same; review of motions to withdraw the reference and for reconsideration. | 4.20 |
| 06/30/15 | JET | Confer with N. Moss re potential motion to intervene. | 0.20 |
| 06/30/15 | NM | Review revised GUC Trust securities liquidation order; correspondence with the group re same; calls with Gibson Dunn re status of hearing on the same; confer with D. Newman and D. Golden re same; call with plaintiffs' counsel re the same; prepare for hearing on the GUC Trust's liquidation motion; multiple calls with counsel for the GUC Trust. | 5.50 |

Total Hours 91.50

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1611286

Page 4
July 29, 2015

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 6.80 | at | \$910.00 | = | \$6,188.00 |
| D H GOLDEN | 32.10 | at | \$1250.00 | = | \$40,125.00 |
| H B JACOBSON | 3.80 | at | \$865.00 | = | \$3,287.00 |
| J E TYSSE | 4.90 | at | \$665.00 | = | \$3,258.50 |
| N MOSS | 39.50 | at | \$725.00 | = | \$28,637.50 |
| T SOUTHWELL | 4.40 | at | \$275.00 | = | \$1,210.00 |

| | | |
|--------------|-------|-------------|
| Current Fees | <hr/> | \$82,706.00 |
|--------------|-------|-------------|

| | | |
|------------------|-------|----------|
| Current Expenses | <hr/> | \$806.40 |
|------------------|-------|----------|

| | | |
|-------------------------------------|--|--------------------|
| Total Amount of This Invoice | | \$83,512.40 |
|-------------------------------------|--|--------------------|

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1611286
Invoice Date 07/29/15
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
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AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

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Newark, DE 19711

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CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1611286

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1621202
Invoice Date 08/31/15
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 07/31/15 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 07/01/15 | DN | Attend hearing re motion to liquidate; confer w/ N. Moss and D. Golden re same and cross appeal; call w/ unitholder re status; revise email to clients. | 3.70 |
| 07/01/15 | DHG | Telephone calls with D. Newman, N. Moss re: hearing on motion to liquidate GM securities; telephone calls with clients re: same; review draft of update letter to Court; review cross appeals and related designation pleadings. | 3.70 |
| 07/01/15 | NM | Attend hearing on the GUC Trust's motion to liquidate securities; prepare for the same; follow up with D. Newman re same; confer with group members re same; attend to issues re cross appeal; review drafts of the update letter to chambers. | 4.50 |
| 07/02/15 | DHG | Review draft cross appeal; begin review of underlying pleadings for appeals/motion for reconsideration; telephone call with E. Weisfelner re: potential settlement structures. | 5.20 |
| 07/02/15 | NM | Confer w/ Gibson Dunn re hearing on motion to liquidate securities; attend to issues re cross appeal; review and comment on the draft cross appeal; confer with L. Rubin re same. | 3.30 |
| 07/06/15 | DN | Review proposed settlement email; send comments on same; confer w/ D. Golden re same. | 1.30 |
| 07/06/15 | DHG | Meeting with N. Moss re: status of appeals; review revisions to draft settlement proposal; confer w/ D. Newman and N. Moss re same. | 0.90 |
| 07/06/15 | NM | Call with unitholder re status update; meet with D. Golden re status of appeals; review D. Newman's comments to plaintiffs' settlement proposal; confer w/ D. Newman and D. Golden re same. | 1.20 |
| 07/07/15 | DN | Call with D. Golden and N. Moss re proposed settlement; review/revise email re same; calls w/ N. Moss and D. Golden re same. | 2.40 |
| 07/07/15 | DHG | Prepare for all-hands settlement meeting. | 1.00 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Bill Number: 1621202

Page 2
08/31/15

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 07/07/15 | NM | Prepare for all hands settlement meeting. | 1.10 |
| 07/08/15 | DN | Call and emails w/ Gibson re settlement proposal; mtg. w/ Plaintiffs and Gibson re same. | 2.60 |
| 07/08/15 | DHG | Prepare for and participate in all-hands meeting with plaintiffs and GUC Trust counsel regarding potential settlement; subsequent telephone calls with unitholders re: same; continued review of reconsideration pleadings. | 4.40 |
| 07/08/15 | NM | Prepare for call with GUC Trust re potential settlement with plaintiffs; call with Gibson re settlement with Plaintiffs; meeting with plaintiffs and Gibson Dunn re potential settlement; follow up with Gibson Dunn. | 3.00 |
| 07/09/15 | DN | Emails re motion to strike. | 0.50 |
| 07/09/15 | DHG | Review motion to strike and motions to withdraw the reference. | 2.00 |
| 07/09/15 | NM | Correspondence with Gibson re motion to strike; confer with D. Newman re same. | 0.40 |
| 07/10/15 | DHG | Review recently filed pleadings in connection with pending appeals. | 1.30 |
| 07/10/15 | NM | Review recently filed no stay pleadings; review various pleadings filed in connection with the appeals; confer with Gibson Dunn re same. | 2.50 |
| 07/13/15 | DHG | Review Plaintiffs' GUC Trust asset pleading; outline of responses. | 2.00 |
| 07/13/15 | NM | Confer with D. Newman re status; call with L. Rubin re strategy and next steps; review New GM's motion for a stay; review plaintiffs GUC Trust Asset pleading; prepare outline of response to the same. | 3.90 |
| 07/14/15 | DHG | Team meeting with N. Moss re: respond to GUC Trust asset pleading. | 0.80 |
| 07/14/15 | NM | Confer with D. Golden re response to GUC Trust Asset pleading; begin drafting the same; call with L. Rubin re same; review correspondence from Gibson re settlement issues. | 3.10 |
| 07/16/15 | DN | Attend hearing on no stay pleading; email to D. Golden re same. | 3.20 |
| 07/16/15 | NM | Attend hearing on Pillars no stay pleading and status update; prepare for the same; draft update emails to the group; review correspondence from counsel for the GUC Trust re settlement discussions; attend to issues re motion to liquidate securities. | 4.50 |
| 07/17/15 | NM | Confer with unitholder re motion to liquidate securities; attend to issues re same; review correspondence re status. | 0.90 |
| 07/20/15 | DN | Revise stip re GUC Trust Asset pleading and proposed confi language; confer w/ L. Rubin re same. | 0.70 |
| 07/20/15 | DHG | Review revised form of settlement stipulation; telephone calls with Gibson and opposing counsel re: same. | 2.10 |
| 07/21/15 | DN | Calls w/ Gibson and Brown Rudnick re stay hearing and settlement; confer with D. Golden re same. | 0.80 |
| 07/21/15 | DHG | Review GM's comments to GUC Trust pleading stipulation; telephone call with Plaintiffs re: settlement discussions; telephone call with D. Newman re: same. | 2.30 |
| 07/22/15 | NM | Review comments to the GUC Trust Asset pleading stip; calls with unitholders re sale of securities. | 0.60 |
| 07/22/15 | ARS | Correspond with N. Moss re case status. | 0.40 |
| 07/23/15 | DN | Review/Revise stipulation adjourning time to respond to GUC Trust Asset Pleading; confer w/ H. Steel, N. Moss and L. Rubin re same; call w/ E. Weisfelner re same; confer w/ D. Golden and N. Moss re status of case. | 2.50 |
| 07/23/15 | DHG | Numerous telephone calls with Gibson Dunn and unit holders re: sale procedures; ongoing settlement discussions with plaintiffs regarding stay motion and pending appeals; confer with Akin team re status and strategy. | 3.40 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Bill Number: 1621202

Page 3
08/31/15

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 07/23/15 | NM | Review decision on Bledsoe motion to amend the judgment; call with group member re sale of securities; confer with D. Newman re various open issues; confer with counsel for the plaintiffs re settlement discussions; meeting with Akin team re status of settlement discussions and pending pleadings. | 3.10 |
| 07/23/15 | ARS | Review Bledsoe reconsideration decision. | 0.60 |
| 07/24/15 | DHG | Review 8-K; numerous discussions with Gibson Dunn and unit holders regarding sale procedures. | 0.90 |
| 07/24/15 | NM | Call with K. Martorana re sale of securities; attend to issues re same; review New GM's response to the no strike pleading; review filed GUC Trust report and 8K re sale of securities. | 1.90 |
| 07/27/15 | DN | Call w/ Gibson Dunn Trust re settlement; call w/ Counsel for Plaintiffs and GUC Trust re settlement; confer w/ D. Golden and N. Moss re same. | 1.10 |
| 07/27/15 | DHG | Telephone conference with Plaintiffs, GUC Trust re: potential settlement structures; telephone call with GDC re: same; review stay research; confer D. Newman and N. Moss re settlement. | 2.10 |
| 07/27/15 | NM | Participate on call w/ Gibson re: open issues; confer with D. Golden and D. Newman re same. | 0.80 |
| 07/28/15 | DN | Emails w/ Gibson re stay hearing; confer w/ N. Moss and D. Golden re same; call w/ plaintiffs' counsel re settlement; call w/ Gibson re stay hearing and settlement. | 2.70 |
| 07/28/15 | DHG | Numerous telephone calls with D. Newman re: ongoing discussions regarding potential settlement of pending appeals and stay motion. | 1.00 |
| 07/28/15 | NM | Participate in all hands call re settlement discussions; confer with D. Newman re status; call with Gibson re status. | 1.50 |
| 07/29/15 | DN | Confer w/ N. Moss, D. Golden and L. Rubion re settlement and stay motion; call w/ Gibson re same; call w/ Plaintiffs' counsel and Gibson re same. | 1.90 |
| 07/29/15 | DHG | Office conference with D. Newman, N. Moss re: stay pending appeal research; telephone call with Gibson re: stay. | 2.10 |
| 07/29/15 | NM | Meet with A. Slavutin re stay pending appeal research; confer with D. Golden and D. Newman re stay pending appeal and status of settlement; participate in call with Gibson re same. | 2.70 |
| 07/29/15 | ARS | Conference with N. Moss re: evidentiary considerations concerning stay pending appeal; research re: same. | 2.60 |
| 07/30/15 | DN | Revise draft email to group; confer w/ N. Moss and D. Golden re same. | 0.80 |
| 07/30/15 | DHG | Review and revise email to group indicating termination of settlement discussions with plaintiffs; telephone calls with Gibson Dunn re: liquidation process; telephone calls with clients and group regarding liquidation process and settlement discussions; confer with team re draft email. | 2.30 |
| 07/30/15 | NM | Prepare update email for the group; review D. Newman's and D. Golden's revisions; revise the same; call with unitholder re status. | 1.10 |
| 07/31/15 | DN | Confer w/ N. Moss and D. Golden re stay hearing; research re same. | 4.70 |
| 07/31/15 | DHG | All hands telephone conference re: settlement discussions re: motion for stay pending appeal; EM appeals; confer with D. Newman re sta hearing. | 1.20 |
| 07/31/15 | NM | Research re evidence in connection with a stay pending appeal; draft summary of the same; confer with D. Newman re same; call with K. Martorana re amended GUC Trust Agreement; participate on all hand's call re settlement discussions. | 6.20 |
| 07/31/15 | ARS | Research re evidentiary issues in connection with stay pending appeal; participate in call with Gibson and Plaintiffs re settlement. | 3.70 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Bill Number: 1621202

Page 4
08/31/15

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|-------------|---------------|
| | | Total Hours | <u>121.20</u> |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 28.90 | at | \$910.00 | = | \$26,299.00 |
| D H GOLDEN | 38.70 | at | \$1250.00 | = | \$48,375.00 |
| N MOSS | 46.30 | at | \$725.00 | = | \$33,567.50 |
| A R SLAVUTIN | 7.30 | at | \$565.00 | = | \$4,124.50 |

| | |
|--------------|---------------------|
| Current Fees | <u>\$112,366.00</u> |
|--------------|---------------------|

| | |
|------------------|-------------------|
| Current Expenses | <u>\$1,247.72</u> |
|------------------|-------------------|

| | |
|-------------------------------------|---------------------|
| Total Amount of This Invoice | \$113,613.72 |
|-------------------------------------|---------------------|

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1621202
Invoice Date 08/31/15
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1621202

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1621307
Invoice Date 09/30/15
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 08/31/15 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 08/02/15 | NM | Confer with A. Slavutin re: stay pending appeal research. | 0.50 |
| 08/02/15 | ARS | Confer with N. Moss re: evidentiary considerations concerning stay pending appeal; research re same. | 1.55 |
| 08/03/15 | DN | Confer w/ N. Moss, D. Golden and A. Slavutin re: upcoming matters and stay pending appeal; confer w/ Gibson Dunn re: same. | 0.40 |
| 08/03/15 | DHG | Meeting with Akin team re: stay pending appeal; review research on same. | 2.10 |
| 08/03/15 | DK | Research stay pending appeal precedent. | 1.15 |
| 08/03/15 | NM | Meeting with Akin team re: status and plaintiffs' request for a stay pending appeal; research re: same. | 2.50 |
| 08/03/15 | ARS | Research re: evidentiary considerations concerning stay pending appeal; revise summary re: same; conference with Akin team re: case status. | 2.45 |
| 08/04/15 | DN | Revise GUC Trust Asset Pleading response; confer w/ N. Moss re: same; review article on 3d circuit equitable mootness ruling. | 1.40 |
| 08/04/15 | DHG | Extensive review/revisions to response to GUC Trust asset pleading. | 3.50 |
| 08/04/15 | NM | Review and comment on the draft response to the GUC Trust asset pleading; confer w/ D. Newman re same. | 1.00 |
| 08/04/15 | ARS | Research re: evidentiary considerations concerning stay pending appeal; revise memo re: same. | 1.80 |
| 08/05/15 | DN | Revise motion to withdraw the reference. | 1.80 |
| 08/05/15 | DHG | Continued review of research on stay pending appeal; telephone calls with DK re: same. | 4.30 |
| 08/05/15 | DK | Research stay precedent. | 0.55 |
| 08/05/15 | FBA | Review pleadings filed post decision on equitable mootness. | 0.65 |
| 08/05/15 | ARS | Research re: stays pending appeals; revise memo re: same. | 2.95 |
| 08/06/15 | DN | Confer w/ N. Moss re: edits to motion to withdraw the reference response. | 1.10 |
| 08/06/15 | DHG | Review responses to GUC Trust asset pleading and motion to | 2.40 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Bill Number: 1621307

Page 2
09/30/15

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | withdraw reference; office conferences with N. Moss re same. | |
| 08/06/15 | NM | Review stay pending appeal research; confer with D. Golden and D. Newman re: responses to GUC Trust Asset Pleading and motion to withdraw the reference. | 1.50 |
| 08/06/15 | ARS | Finalize and circulate memo re evidence in connection with a stay pending appeal. | 1.85 |
| 08/07/15 | DN | Confer w/ N. Moss re: response to motion to withdraw; review same; call w/ K. Martorane and N. Moss re: same. | 1.30 |
| 08/07/15 | DHG | Review GM responses to withdrawal of reference and New GM's motion to stay. | 2.10 |
| 08/07/15 | NM | Review revised draft of the response to the motion to withdraw the reference; confer with D. Newman re same; call with K. Martorane and D. Newman re: same; revise same; review term loan lenders' opposition re: a complaint filed in the JPM litigation; review as filed versions of the responses; review recently filed pleadings. | 5.10 |
| 08/09/15 | ARS | Review recently filed pleadings. | 0.85 |
| 08/10/15 | DN | Review cases re: Rule 23 certification/settlement approval in adversary proceedings; meet w/ D. Golden, N. Moss and A. Slavutin re: same. | 2.40 |
| 08/10/15 | DHG | Review latest new GM filings; meeting with D. Newman, N. Moss and A. Slavutin re: ongoing settlement discussions with plaintiffs. | 1.60 |
| 08/10/15 | NM | Meet with D. Golden, D. Newman and A. Slavutin re: potential settlement and stay pending appeal hearing; attend to issues re: upcoming hearings. | 1.10 |
| 08/10/15 | ARS | Conference with Akin working group re: potential settlement. | 0.25 |
| 08/11/15 | DHG | Correspond with D. Newman and N. Moss re: preparation for stay hearing; review case law on elements required for a stay pending appeal; telephone calls regarding proposed settlement with plaintiffs. | 3.20 |
| 08/11/15 | DK | Review materials in connection with upcoming hearing; prepare hearing binders. | 1.90 |
| 08/11/15 | ARS | Review recent pleadings. | 0.15 |
| 08/12/15 | DN | Call w/ team re: potential settlement and stay hearing; call w/ Gibson re: same. | 1.70 |
| 08/12/15 | DHG | Extended telephone conferences with D. Newman, N. Moss and Gibson Dunn re prep for stay hearing and ongoing potential settlement discussions with plaintiffs; telephone calls with unit holders re same; review agenda and discovery proposal in preparation for next day status conference in connection with JPM litigation; continued research re: stay. | 3.20 |
| 08/12/15 | HBJ | Call with N. Moss re: tax issues. | 0.20 |
| 08/12/15 | NM | Attend hearing on New GM's motion to compel; draft summary of same; call with team re: same, settlement discussions and stay hearing; call with Gibson re settlement discussions and plaintiffs' request for a stay of distributions; review research re: same. | 4.90 |
| 08/12/15 | ARS | Review post-judgment pleadings; prepare memo re: same. | 2.80 |
| 08/13/15 | DN | Attend JPM Hearing; correspond w/ N. Moss re hearing and call w/ GUC Trust; call w/ DK re: same; calls w/ L. Rubin re: stay hearing and settlement; email to team re: same. | 3.70 |
| 08/13/15 | DHG | Attend JPM avoidance action pre-trial conference; review time line of no stay, no strike pleadings; telephone calls with unit holders re: potential intervention in JPM litigation; telephone call with Gibson re: tax issues. | 3.40 |
| 08/13/15 | KLP | Research standard of review for intervening in a civil action. | 2.80 |
| 08/13/15 | ARS | Review recent pleadings and decisions; prepare timeline re same; revise same; circulate same to D. Golden, D. Newman and N. | 3.25 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Bill Number: 1621307

Page 3
09/30/15

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | Moss. | |
| 08/14/15 | HBJ | Call with D. Rosenauer re: tax issues; correspond with N. Moss and D. Golden re: same. | 0.60 |
| 08/14/15 | KLP | Research standard of review for intervening in a civil action; summarize findings and circulate to D. Newman. | 3.70 |
| 08/14/15 | NM | Confer with A. Slavutin re: analysis of appeals issues. | 0.40 |
| 08/14/15 | FBA | Research re: post judgment pleadings. | 1.00 |
| 08/14/15 | ARS | Review recent pleadings and decisions; prepare timeline and deliverable re: same; correspondence and confer with N. Moss re: same; revise same. | 2.85 |
| 08/16/15 | ARS | Review recent pleadings; research re: same; revise summary re: same. | 3.65 |
| 08/17/15 | DHG | Review H. Jacobson tax memo; review Judge Furman's denial of motion to withdraw reference; office conference with N. Moss re: potential settlement discussions with plaintiffs. | 1.50 |
| 08/17/15 | NM | Attend to issues re denial of motions to withdraw the reference; office conference with D. Golden re: settlement issues. | 0.30 |
| 08/17/15 | FBA | Review post judgment pleadings. | 2.10 |
| 08/17/15 | ARS | Review denial of motion to withdraw the reference. | 0.40 |
| 08/18/15 | DHG | Telephone conference with Akin Gump and Gibson Dunn re: 9019 settlement and response to Gerber letter; review memo re: post-judgment analysis. | 1.50 |
| 08/18/15 | NM | Call with Gibson re: potential settlement; follow up re: same; review and revise memo re: appeals issues. | 2.10 |
| 08/18/15 | FBA | Review post-judgment pleadings. | 0.50 |
| 08/18/15 | ARS | Revise post judgment pleadings analysis; research re: same; review pleadings; prepare for and attend conference with Akin, Gibson, re: potential settlement; revise post judgment pleadings analysis; circulate same to D. Golden, D. Newman and N. Moss. | 3.60 |
| 08/19/15 | DHG | Review H. Jacobson memo re: tax attributes; telephone conference with H. Jacobson re: same; continued discussions re: potential settlement agreement. | 2.40 |
| 08/19/15 | HBJ | Research re distribution of NOLs on termination of trust; email to D. Golden and N. Moss re: same; call with D. Golden re: open issues on taxation of trust. | 0.90 |
| 08/19/15 | FBA | Review post-judgment pleadings. | 1.40 |
| 08/19/15 | ARS | Analyze and compile post judgment pleadings; revise summary of same. | 1.70 |
| 08/20/15 | DHG | Telephone call with unit holders re: tax issues; telephone call with H. Jacobson re: same; telephone call with N. Moss re: same. | 1.30 |
| 08/20/15 | HBJ | Emails with D. Rosenauer re: tax issues; research and draft memo re: taxes. | 2.40 |
| 08/20/15 | FBA | Work on post-judgment pleadings analysis. | 2.20 |
| 08/20/15 | ARS | Review and analyze post judgment pleadings; refine summary re: same. | 2.30 |
| 08/21/15 | DN | Call w/ L. Rubin re: letter to court, settlement and stay hearing; call w/N. Moss and D. Golden re: same; call w/ counsel for all parties re: same; call w/ C. Cantalupo re: same. | 4.30 |
| 08/21/15 | DHG | Telephone calls with Gibson Dunn, Akin Gump re: settlement discussions and response to Gerber letter; telephone calls with D. Newman and N. Moss re: same; telephone call with E. Weisfelner and parties in interest re: same. | 1.20 |
| 08/21/15 | HBJ | Research re: disclosure issues; edit and send tax memo to D. Golden, N. Moss and D. Newman. | 1.60 |
| 08/21/15 | NM | Participate in all hand's call re: Judge Gerber's letter request; follow up calls with team re: same; call w/ Gibson re: letter to Court. | 1.90 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Bill Number: 1621307

Page 4
09/30/15

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 08/24/15 | DN | Review New GM's proposed letter to Court; call w/ L. Rubin re: settlement and stay hearing. | 0.80 |
| 08/24/15 | DK | Review recently filed pleadings. | 0.35 |
| 08/25/15 | DN | Call w/ Akin team and Gibson re: settlement and letter to Court re: case management order; call with counsel for all parties re: same. | 0.80 |
| 08/25/15 | NM | Participate in call with Akin team and Gibson Dunn re: case management order; participate on all hand's call re: same; draft letter re: same. | 2.50 |
| 08/25/15 | ARS | Telephone conference with Akin and Gibson working groups re: case management order. | 0.25 |
| 08/26/15 | DN | Review/revise draft letter to court; confer w/ N. Moss re: same. | 0.80 |
| 08/26/15 | DK | Correspond with N. Moss re filing of letter to court; prepare the document to be efiled; effect the same; prepare status email for attorneys; review docket. | 0.55 |
| 08/26/15 | NM | Revise case management letter; file the same; review other case management letters; confer with D. Newman re: same. | 3.10 |
| 08/26/15 | FBA | Review and compile recently filed pleadings. | 1.00 |
| 08/28/15 | NM | Prepare for status conference on case management order. | 0.50 |
| 08/30/15 | DHG | Prepare for GM status call by reviewing all prior submissions regarding GUC Trust asset pleadings, no stay pleadings. | 2.00 |
| 08/30/15 | NM | Prepare for 8/31 status conference. | 1.10 |
| 08/31/15 | DN | Review letters to court re: case management order. | 0.30 |
| 08/31/15 | DHG | Participate telephonically in status conference. | 3.50 |
| 08/31/15 | NM | Prepare for and participate in status conference on case management letters; review plaintiffs' letter re GUC Trust asset pleadings; call with H. Steel re: same; comment on draft of response letter. | 6.50 |
| 08/31/15 | ARS | Review correspondence and materials re: status conference. | 0.35 |
| Total Hours | | | 153.55 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 20.80 | at | \$910.00 | = | \$18,928.00 |
| D H GOLDEN | 39.20 | at | \$1250.00 | = | \$49,000.00 |
| H B JACOBSON | 5.70 | at | \$865.00 | = | \$4,930.50 |
| N MOSS | 35.00 | at | \$725.00 | = | \$25,375.00 |
| K L POWERS | 6.50 | at | \$495.00 | = | \$3,217.50 |
| A R SLAVUTIN | 33.00 | at | \$565.00 | = | \$18,645.00 |
| D KRASA-BERSTELL | 4.50 | at | \$275.00 | = | \$1,237.50 |
| F B ALVAREZ | 8.85 | at | \$195.00 | = | \$1,725.75 |

Current Fees \$123,059.25

Current Expenses \$2,309.26

Total Amount of This Invoice \$125,368.51

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1621307
Invoice Date 09/30/15
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1621307

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1623484
Invoice Date 10/14/15
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/30/15 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 09/01/15 | HBJ | Email N. Moss re: tax memo; revise same. | 1.10 |
| 09/01/15 | NM | Comment on Gibson letter to chambers re: GUC Trust Asset Pleadings; revise the tax memo; review discovery requests; draft email to D. Newman re: same. | 3.10 |
| 09/01/15 | ARS | Review discovery requests. | 0.20 |
| 09/02/15 | DN | Revise email re: discovery requests; call with Akin team re: same. | 0.30 |
| 09/02/15 | DHG | Review discovery requests; call with Akin team re: same; review case law re: stay pending appeal. | 2.40 |
| 09/02/15 | HBJ | Research re: tax memo; email N. Moss re: same. | 0.20 |
| 09/02/15 | JLW | Confer with N. Moss re: case background; review case background materials; research re: stay pending appeal; participate in call with Akin team re: discovery requests; draft pre-motion letter re: same. | 7.20 |
| 09/02/15 | NM | Review proposed scheduling order; revise email re: discovery requests; revise tax memo; call with Akin team re discovery requests; confer with J. Woodson re: case background. | 2.10 |
| 09/02/15 | ARS | Review and comment on tax memo; research re: stay pending appeal. | 1.40 |
| 09/03/15 | DN | Review draft letter to Court re: discovery; review decision re: GUC Trust Asset Pleading; call with Brown Rudnick and Akin team re: discovery requests; email J. Woodson re: pre-motion letter. | 0.80 |
| 09/03/15 | DHG | Prepare for and participate in call with Brown Rudnick and Akin team re: discovery requests; confer with N. Moss re: same. | 1.20 |
| 09/03/15 | HBJ | Call with N. Moss and unitholder re: tax issues; correspond with N. Moss re: same. | 0.70 |
| 09/03/15 | JLW | Email D. Newman re: draft pre-motion letter; call with Brown Rudnick and Akin team re: discovery requests; revise pre-motion letter; email D. Newman re: same. | 3.10 |
| 09/03/15 | NM | Call with Brown Rudnick and Akin team re: discovery; review | 2.20 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Bill Number: 1623484

Page 2
10/14/15

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | GUC Trust Asset Pleading decision; draft summary of same for clients; review draft discovery letter for chambers; call with H. Jacobson and unitholder re: tax issues; confer with D. Golden re: discovery requests. | |
| 09/04/15 | DN | Call with clients re: discovery and stay litigation; confer with D. Golden and N. Moss re: same; call with L. Rubin re: same; revise letter to Court; review research re: stay pending appeal. | 6.10 |
| 09/04/15 | DHG | Call with clients re: stay litigation and related discovery; confer with D. Newman and N. Moss re: same; review tax memo; call with E. Weisfelner re: discovery. | 2.50 |
| 09/04/15 | HBJ | Call with clients re: stay litigation and related discovery. | 0.80 |
| 09/04/15 | JLW | Call with clients re: discovery and stay litigation; correspond with N. Moss re: same. | 1.10 |
| 09/04/15 | NM | Call with clients re: discovery and stay litigation; confer with D. Newman and D. Golden re: same; revise letter to chambers re: discovery requests; call with Gibson re: discovery requests. | 2.50 |
| 09/04/15 | ARS | Call with client re: discovery requests and stay litigation; correspond with N. Moss re: same; research re: same. | 2.40 |
| 09/05/15 | DN | Call with E. Weisfelner re: discovery; correspond with D. Golden re: same. | 0.80 |
| 09/06/15 | DHG | Review stay pending appeal research findings; telephone conference with DK, Gibson and FTI re: evidence for stay hearing. | 2.00 |
| 09/08/15 | DN | Draft emails to clients and plaintiffs re: open issues; correspond with D. Golden and N. Moss re: same; calls with L. Rubin re: preparation for stay hearing; conferences with N. Moss and D. Golden re: same. | 3.70 |
| 09/08/15 | DHG | Calls with clients re: preparation for stay hearing; correspond with D. Newman and N. Moss re: same; telephone conference with Gibson re: preparation for stay hearing; conferences with N. Moss and D. Newman re: same. | 3.00 |
| 09/08/15 | NM | Attend to issues re: preparation for stay hearing; conferences with D. Golden and D. Newman re: same. | 1.50 |
| 09/08/15 | ARS | Research re: GUC Trust agreement; correspond with N. Moss and D. Newman re: same. | 2.70 |
| 09/09/15 | DN | Call with Gibson re: stay hearing and settlement; call with A. Scruton re: stay hearing; confer with D. Golden and J. Woodson re: negative inference research; review draft stipulation for stay hearing. | 1.90 |
| 09/09/15 | DHG | Participate in call with Gibson re: stay hearing and settlement; extended call with DK re: current status of stay hearing; review stipulation for stay hearing; confer with D. Newman and J. Woodson re: negative inference research. | 1.30 |
| 09/09/15 | JLW | Review settlement parameters outline; confer with D. Newman and D. Golden re: negative inference research; confer with N. Moss re: same; research re: same; email D. Newman re: same; review case law re: stay pending appeal; email D. Newman and Gibson re: same; review stipulation for stay hearing. | 6.00 |
| 09/09/15 | JET | Correspond with D. Newman and N. Moss re: Second Circuit direct appeal status and strategy; research re: same; confer with N. Moss re: same. | 1.20 |
| 09/09/15 | NM | Research re: potential settlement parameters; prepare for and attend call with Gibson re: same and stay hearing; confer with J. Tysse re: Second Circuit appeal; correspond with Gibson re: same. | 3.60 |
| 09/09/15 | ARS | Prepare for and attend conference call with Gibson re: potential settlement and stay hearing; research re: recent stay pending | 3.20 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Bill Number: 1623484

Page 3
10/14/15

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | appeals decisions. | |
| 09/10/15 | DN | Call with Gibson and Akin team re: stay hearing; correspond with Akin team re: same; prepare for hearing. | 3.90 |
| 09/10/15 | DHG | Call with Gibson and Akin team re: stay hearing; correspond with Akin team re: same. | 1.00 |
| 09/10/15 | JLW | Correspond with Akin team re: stay hearing; call with Gibson and Akin team re: stay hearing. | 1.40 |
| 09/10/15 | JET | Confer with N. Moss and Second Circuit clerk re: appearances and parties; correspond with N. Moss re: same. | 0.70 |
| 09/10/15 | NM | Review revised stipulated facts; call with Gibson and Akin team re: stay hearing; calls with the Second Circuit clerk re: appeals issues; confer with J. Tysse and Second Circuit clerk re: appearances and parties; email D. Newman re: same; correspond with Akin team re: stay hearing. | 4.30 |
| 09/10/15 | ARS | Review proposed settlement agreement. | 0.90 |
| 09/11/15 | DN | Call with D. Golden and L. Rubin re: stipulated facts and indices; confer with N. Moss re: same. | 2.30 |
| 09/11/15 | DHG | Call with D. Newman and L. Rubin re: stipulated facts and indices; review stay pleadings; call with DK re: same. | 2.80 |
| 09/11/15 | NM | Review Gibson letter to plaintiffs re: stay hearing; review revised stipulated facts; confer with Gibson re: open issues; confer with D. Newman re: stipulated facts and indices. | 1.50 |
| 09/12/15 | DN | Call with opposing counsel and Gibson re: stay hearing; call with Gibson re: same; emails with Gibson re: same; calls with L. Rubin re: same. | 3.70 |
| 09/13/15 | DN | Call with Gibson re: stay hearing; confer with L. Rubin re: same. | 2.10 |
| 09/15/15 | DN | Review draft exhibits and stipulated facts; confer with L. Rubin re: same; confer with A. Scruton re: same; confer with D. Golden re: same. | 4.90 |
| 09/15/15 | DHG | Review stipulated fact and draft exhibits; calls with L. Rubin, A. Scruton re: same; confer with D. Newman re: same. | 3.60 |
| 09/15/15 | ARS | Prepare stay research for review by D. Newman; analyze same. | 1.20 |
| 09/16/15 | DN | Revise draft expert declaration for stay hearing; confer with L. Rubin re: same; call with opposing counsel, Gibson and D. Golden re: same; confer with D. Golden re: same; call with L. Rubin re: same; review draft of same and exhibits; calls with FTI and Gibson re: same. | 9.20 |
| 09/16/15 | DHG | Revise expert declaration for stay hearing; call with opposing counsel, Gibson and D. Newman re: same; confer with D. Newman re: same; calls with clients re: hearing; call with E. Weisfelner re: hearing; prepare for hearing. | 4.70 |
| 09/16/15 | JLW | Confer with N. Moss and A. Slavutin re: declaration for stay hearing; review draft expert declaration. | 0.50 |
| 09/16/15 | NM | Review draft expert declaration for stay hearing; comment on same; review D. Newman's comments to same; review exhibits in support of same; calls with Gibson and FTI re: same; confer with J. Woodson and A. Slavutin re: declaration for stay hearing. | 5.70 |
| 09/16/15 | ARS | Confer with N. Moss and J. Woodson re: stay hearing declaration. | 0.10 |
| 09/17/15 | DN | Review draft declaration and exhibits for stay hearing; calls with FTI and Gibson re: same; conferences with D. Golden, declarant and Gibson re: deposition prep; confer with N. Moss re: declaration. | 7.10 |
| 09/17/15 | DHG | Conferences with D. Newman, declarant and Gibson re: deposition prep; review exhibits and declaration for stay hearing; call with Court re: stay hearing. | 4.00 |
| 09/17/15 | JLW | Review expert declaration for stay hearing. | 0.50 |
| 09/17/15 | NM | Review declaration for stay hearing, stipulated facts and letter to | 4.60 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Bill Number: 1623484

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10/14/15

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | the court; confer with D. Newman re: declaration and exhibits; review letter re: New GM's settlement with the government; draft update email to the group. | |
| 09/17/15 | ARS | Review stipulated facts and declaration. | 0.80 |
| 09/18/15 | DN | Attend deposition of declarant; calls with D. Golden, N. Moss and Gibson re: same; confer with declarant and Gibson re: same. | 8.60 |
| 09/18/15 | DHG | Calls with D. Newman, N. Moss and Gibson re: declarant deposition; emails with D. Newman re: same. | 1.20 |
| 09/18/15 | NM | Calls with D. Newman, D. Golden and Gibson re: declarant deposition. | 0.50 |
| 09/18/15 | ARS | Review agenda for stay hearing and related pleadings. | 0.80 |
| 09/19/15 | DN | Emails with Gibson re: stay hearing. | 1.00 |
| 09/19/15 | ARS | Review stay pleadings. | 0.30 |
| 09/20/15 | DN | Call with Gibson re: stay hearing; email D. Golden re: same; call FTI and Gibson re: same. | 2.00 |
| 09/21/15 | DN | Prepare for stay hearing; emails, calls and meetings with FTI, Gibson and Akin team re: same; confer with D. Golden re: same. | 10.80 |
| 09/21/15 | DHG | Emails, calls and meetings with Akin, Gibson and FTI team re: preparation for stay hearing; confer with D. Newman re: same. | 5.50 |
| 09/21/15 | ARS | Review stay pleadings; correspond with working group and clients re: same. | 1.10 |
| 09/22/15 | DN | Attend stay hearing. | 7.00 |
| 09/22/15 | DHG | Attend stay hearing. | 7.00 |
| 09/22/15 | JLW | Correspond with N. Moss re: stay hearing. | 0.50 |
| 09/22/15 | NM | Attend hearing on stay request; call and email with A. Slavutin re: trading amounts. | 6.50 |
| 09/22/15 | ARS | Correspond with clients re: hearing; research re: historical trading amounts; call and email with N. Moss re: same; attend portion of stay hearing telephonically. | 3.90 |
| 09/23/15 | DN | Call with L. Rubin re: stay hearing; call with D. Golden re: same. | 2.60 |
| 09/23/15 | DHG | Call with D. Newman re: stay hearing; review transcript. | 2.30 |
| 09/24/15 | DN | Prepare for and attend stay hearing; confer with L. Rubin and D. Golden re: same. | 7.00 |
| 09/24/15 | DHG | Prepare for and attend stay hearing; confer with D. Newman and L. Rubin re: same. | 3.50 |
| 09/24/15 | JLW | Email D. Newman re: appeals process and stay hearing; email N. Moss re: stay hearing. | 0.50 |
| 09/24/15 | NM | Attend stay hearing; prepare for same; correspond with A. Slavutin re: same. | 6.20 |
| 09/24/15 | ARS | Correspond with N. Moss re: stay hearing; attend same telephonically; correspond with Akin and clients re: same. | 3.60 |
| 09/25/15 | DN | Review motion to expedite appeal; confer with N. Moss re same. | 0.30 |
| 09/25/15 | DHG | Calls with holders re: stay hearing and potential settlement discussions with avoidance action trust. | 1.40 |
| 09/25/15 | JLW | Review motion to expedite appeal; confer with N. Moss re: same; email D. Newman re: same. | 0.90 |
| 09/25/15 | JET | Review motion to expedite appeal; correspond with N. Moss re: same. | 0.20 |
| 09/25/15 | NM | Review motion to expedite appeal; confer with J. Woodson re: same; confer with L. Rubin re: same; confer with D. Newman re: same. | 2.10 |
| 09/28/15 | DN | Call with J. Woodson and parties re: appeal schedule; confer with J. Woodson re: same; call with Gibson re: same. | 0.70 |
| 09/28/15 | DHG | Calls with clients and Arthur Gonzalez re: settlement approaches; call with J. Seery re: same. | 0.80 |
| 09/28/15 | JLW | Call with D. Newman and parties re: appeal schedule; confer with D. Newman re: same. | 0.50 |

MOTORS LIQUIDATION COMPANY GUC TRUST
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10/14/15

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 09/29/15 | DN | Review motion to expedite; email J. Woodson re: same; confer with J. Woodson and J. Tysse re: same. | 1.70 |
| 09/29/15 | JLW | Review motion to expedite; confer with J. Tysse and D. Newman re: same; review rules for notice of appearance; email D. Newman re: same. | 1.30 |
| 09/29/15 | JET | Confer with J. Woodson and D. Newman re: motion to expedite; email same re: same. | 0.50 |
| 09/29/15 | NM | Email Akin team re: appeals issues. | 0.40 |
| 09/30/15 | DN | Confer with D. Golden re: settlement approaches; confer with J. Woodson and N. Moss re: motion to redesignate; review motion to redesignate for Groman plaintiffs. | 0.80 |
| 09/30/15 | DHG | Analyze settlement approaches; confer with D. Newman re: same. | 1.00 |
| 09/30/15 | HBJ | Call with unitholders re: tax consequences of liquidation; email D. Rosenauer (Gibson) re: same. | 0.60 |
| 09/30/15 | JLW | Confer with N. Moss and D. Newman re: motion to redesignate; confer with J. Tysse and clerk's office re: party designation and notice of appearance; revise motion to redesignate; revise draft notices of appearance; review Groman plaintiffs motion to redesignate. | 4.10 |
| 09/30/15 | JET | Confer with J. Woodson and clerk's office re: party designation and notice of appearance; confer with Second Circuit clerk's office re: same. | 0.60 |
| 09/30/15 | NM | Email Akin team re: appeal issues; review Groman plaintiffs' motion to redesignate; correspond with clients re: JPM litigation issues; confer with J. Woodson and D. Newman re: motion to redesignate. | 3.50 |
| 09/30/15 | ARS | Review third circuit opinion re: stay pending appeal; email N. Moss re: same. | 0.30 |
| Total Hours | | | 247.90 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 89.30 | at | \$910.00 | = | \$81,263.00 |
| D H GOLDEN | 51.20 | at | \$1250.00 | = | \$64,000.00 |
| H B JACOBSON | 3.40 | at | \$865.00 | = | \$2,941.00 |
| J E TYSSE | 3.20 | at | \$665.00 | = | \$2,128.00 |
| N MOSS | 50.30 | at | \$725.00 | = | \$36,467.50 |
| J L WOODSON | 27.60 | at | \$675.00 | = | \$18,630.00 |
| A R SLAVUTIN | 22.90 | at | \$565.00 | = | \$12,938.50 |

Current Fees \$218,368.00

Current Expenses \$2,251.51

Total Amount of This Invoice \$220,619.51

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1623484
Invoice Date 10/14/15
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1623484

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1627191
Invoice Date 11/05/15
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 10/31/15 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 10/01/15 | DN | Revise motion to redesignate; email clients re: same; research re: clients' questions re: trust funding and prejudgment interest; call clients re: same; confer with D. Golden re: Second Circuit appeals; confer with J. Woodson re: same. | 3.30 |
| 10/01/15 | DHG | Confer with D. Newman re: Second Circuit appeals; call with clients re: strategy for AAT settlement meeting; e-mail N. Moss re: same; review plan documents re: same. | 3.40 |
| 10/01/15 | HBJ | Call with N. Moss and A. Slavutin re: GUC Trust tax issues; research re: clients' tax questions; call client re: same. | 0.50 |
| 10/01/15 | JLW | Prepare motion to redesignate; prepare email re: corporate disclosure statement; prepare pleadings re: motion to redesignate and appearance in Second Circuit appeal; confer with D. Newman re: same; e-mail Gibson re: same; e-mail D. Newman and N. Moss re: same; confer with J. Tysse re: same. | 6.10 |
| 10/01/15 | JET | Confer with J. Woodson re: Second Circuit appeals; email D. Newman, J. Woodson, and N. Moss re: same. | 0.30 |
| 10/01/15 | NM | Email D. Golden re: potential AAT settlement options; e-mail J. Woodson re: appeals issues; call with A. Slavutin and H. Jacobson re: tax issues; e-mail A. Slavutin re: GUC Trust entitlements. | 3.10 |
| 10/01/15 | ARS | Call with N. Moss, H. Jacobson re: tax issues; review plan and relevant trust agreements re: GUC Trust entitlements; email N. Moss re: same; email D. Newman re: same. | 2.80 |
| 10/02/15 | DN | Confer with N. Moss and J. Woodson re: motion to redesignate; confer with D. Golden, N. Moss and A. Slavutin re: settlement options and case status. | 1.40 |
| 10/02/15 | DHG | Revise AAT settlement presentation; e-mail H. Jacobson re: tax issues; confer with D. Newman, N. Moss and A. Slavutin re: settlement options and case status. | 2.70 |
| 10/02/15 | JLW | Review correspondence re: motion to redesignate; prepare same; confer with N. Moss and D. Newman re: same. | 1.10 |

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Invoice Number: 1627191

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November 5, 2015

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 10/02/15 | JET | Email D. Newman re: motion to redesignate; review draft of same. | 0.30 |
| 10/02/15 | NM | Review motion to redesignate; confer with D. Newman and J. Woodson re: same; call with Brown Rudnick re: same; confer with D. Golden, D. Newman and A. Slavutin re: settlement options and case status. | 3.10 |
| 10/02/15 | ARS | Research re: trust agreements; email N. Moss re: same; confer with D. Golden, N. Moss and D. Newman re: case status and settlement options; e-mail N. Moss re: GUC Trust entitlements; prepare summary of findings re: same. | 3.50 |
| 10/05/15 | DN | Review JPM decision, summary judgment motion, dip order and complaint in light of settlement options; e-mail D. Golden re: same; confer with A. Slavutin re: same; confer with J. Woodson re: 2nd Circuit motion to redesignate. | 1.90 |
| 10/05/15 | DHG | Prepare for upcoming call with clients re: proposed AAT settlement; review DIP order re: same. | 1.30 |
| 10/05/15 | JLW | Revise Second Circuit motion to redesignate; circulate same to D. Newman; confer with D. Newman re: same; revise motion per D. Newman's comments; confer with J. Tysse re: Second Circuit docketing forms for same. | 1.90 |
| 10/05/15 | JET | Confer with J. Woodson re: Second Circuit docketing forms. | 0.10 |
| 10/05/15 | ARS | Confer with D. Newman re: AAT settlement options; revise summary re: same; correspond with D. Newman re: same. | 1.60 |
| 10/06/15 | DN | Prepare for client call re: AAT settlement options; confer with D. Golden re: same; confer with A. Slavutin re: same; call with clients D. Golden and A. Slavutin re: same; revise settlement proposal presentation. | 3.70 |
| 10/06/15 | DHG | Revise AAT settlement proposal presentation; calls with clients re: same; confer with D. Newman re: same; call with D. Newman, A. Slavutin and clients re: same; call with H. Jacobson re: settlement tax issues. | 2.10 |
| 10/06/15 | HBJ | Call with D. Golden re: settlement tax issues. | 0.30 |
| 10/06/15 | JLW | Research re: Second Circuit corporate disclosure statement; email D. Newman re: same; email N. Moss re: same; confer with managing clerk re: docketing pleadings. | 1.40 |
| 10/06/15 | JET | Review docketing forms and motion filed in Second Circuit appeal. | 0.10 |
| 10/06/15 | NM | Email A. Slavutin re: open issues; e-mail J. Woodson re: appeals issues. | 0.60 |
| 10/06/15 | ARS | Call with D. Golden, D. Newman and clients re: settlement proposal; prepare for same; confer with D. Newman re: revisions to settlement presentation; revise same; email D. Newman and River Birch re: same; email clients re: same; correspond with N. Moss re: open issues; research re: AAT entitlements; email D. Newman re: same. | 4.30 |
| 10/07/15 | DHG | Calls with clients and others re: proposed AAT settlement; email Akin team re: same. | 2.10 |
| 10/07/15 | HBJ | Review AAT settlement proposal; analyze tax issues; email Akin team re: same. | 0.70 |
| 10/07/15 | JLW | Confer with J. Tysse re: appellate disclosure statement; confer with D. Newman re: same; revise same; email managing clerk's office re: amended corporate disclosure statement. | 0.80 |
| 10/07/15 | JET | Confer with J. Woodson re: appellate disclosure statement; research re: same. | 0.40 |
| 10/07/15 | NM | Research issues re: 2nd Circuit appeal; email D. Newman re: same; email J. Woodson re: same. | 1.10 |
| 10/07/15 | ARS | E-mail N. Moss re: AAT research; revise summary analysis; email clients re: upcoming settlement proposal meeting. | 2.90 |

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Page 3
November 5, 2015

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 10/08/15 | DN | Call with MTLQU group and Akin team re: settlement proposal; confer with Akin team re: same; call with Pentwater, Whitebox, A. Slavutin and N. Moss re: same; confer with N. Moss and A. Slavutin re: tax attributes of the same. | 2.00 |
| 10/08/15 | DHG | Review AAT settlement presentation; calls with individual holders re: same; call with MTLQU group and Akin team re: settlement proposal; review internal memo re: JPM litigation issues. | 2.40 |
| 10/08/15 | HBJ | Call with A. Slavutin re: tax issues and AAT overlay on potential settlement options. | 0.60 |
| 10/08/15 | JLW | Confer with N. Moss re: case status. | 0.20 |
| 10/08/15 | NM | Call with MTLQU group and Akin team re: settlement proposal; review internal memo re: JPM litigation issues; call with Pentwater, Whitebox, D. Newman and A. Slavutin re: potential JPM settlement proposal; confer with D. Newman and N. Moss re: tax attributes for same; prepare memo re: trust issues; draft e-mail to client re: JPM litigation issues. | 4.10 |
| 10/08/15 | ARS | Prepare for call with MTLQU group and Akin team re: potential settlement options; attend same; call with H. Jacobson re: tax implications of same; confer with N. Moss and D. Newman re: same; prepare analysis re: same; correspond with D. Newman and N. Moss re: same; call with Pentwater, Whitebox, D. Newman and N. Moss re: settlement proposal; correspond with clients re: same; calls with same re: same. | 5.70 |
| 10/09/15 | DHG | Call with E. Fisher, B. Seidel re: outline of AAT settlement proposal; call with holders re: same; e-mail D. Newman re: same. | 1.10 |
| 10/09/15 | HBJ | Call re: settlement related tax issues with L. Kweit and Angelo Gordon; prepare for same. | 1.00 |
| 10/09/15 | LJK | Call with H. Jacobson and Angelo Gordon re: settlement related tax issues. | 0.90 |
| 10/09/15 | NM | Call with Gibson re: MDL hearing; e-mail A. Slavutin re: settlement proposal. | 0.30 |
| 10/09/15 | ARS | Review settlement proposal; email N. Moss re: same. | 1.10 |
| 10/12/15 | DHG | Review AAT settlement presentation; call with Davidson Kempner and River Birch re: same. | 0.90 |
| 10/12/15 | NM | Review transcript from MDL hearing; call with client re: case status. | 0.60 |
| 10/13/15 | DHG | Follow up calls with Davidson Kempner and River Birch re: AAT settlement proposal. | 0.40 |
| 10/13/15 | JLW | Confer with N. Moss re: JPM litigation; research re: same. | 0.30 |
| 10/13/15 | NM | Confer with J. Woodson re: JPM litigation; calls with Gibson re: same. | 0.50 |
| 10/14/15 | DN | Confer with N. Moss and J. Tysse re: stay decision and related appeal issues; confer with D. Golden re: same. | 3.40 |
| 10/14/15 | DHG | Review stay decision; confer with D. Newman re: same and appeals issues. | 1.00 |
| 10/14/15 | HBJ | Call with Angelo Gordon and L. Kweit re: tax issues; prepare for same; confer with L. Kweit re: same. | 2.10 |
| 10/14/15 | LJK | Call with H. Jacobson and Angelo Gordon re: tax issues; prepare for same; confer with H. Jacobson re: same. | 2.50 |
| 10/14/15 | JLW | E-mail N. Moss re: stay opinion; review same. | 0.60 |
| 10/14/15 | JET | Confer with D. Newman and N. Moss re: stay decision and related appeals issues; review stay decision; research re: same. | 1.00 |
| 10/14/15 | NM | Telephonically attend JPM imputation hearing; review stay decision; call with Gibson re: same; revise memo for clients re: same; confer with D. Newman and J. Tysse re: stay decision and appeal issues; calls with A. Slavutin re: same. | 5.10 |
| 10/14/15 | ARS | Review court decision re: stay pending appeal; email Akin team | 3.10 |

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November 5, 2015

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | re: same; analyze same; prepare summary analysis of same; email N. Moss re: same; revise same; calls with N. Moss re: same; email N. Moss re: same; revise same; circulate same to D. Newman. | |
| 10/15/15 | DN | Emails and calls with Akin team and clients re: stay decision; research re: appeal of same and actual damages issues; conferences with D. Golden, J. Woodson, N. Moss, J. Tysse re: same; review proposed order; calls with Gibson re: same; confer with N. Moss re: GUC Trust proposed order. | 4.70 |
| 10/15/15 | JLW | Confer with D. Newman re: stay decision; research re: bond and actual damages issue. | 2.40 |
| 10/15/15 | JET | Confer with D. Newman and N. Moss re: stay decision; research re: bond issues; email D. Newman and N. Moss re: same. | 0.60 |
| 10/15/15 | NM | Revise memo to clients re: stay decision; confer with D. Newman and J. Tysse re: stay decision and actual damages issue; email A. Slavutin re: same; review GUC Trust proposed order re: stay decision; confer with D. Newman re: same; review revised settlement presentation. | 3.90 |
| 10/15/15 | ARS | Email N. Moss re: stay decision; revise analysis re: same; research re: same; revise same per comments from D. Newman; email D. Newman re: same; review client correspondence re: same; email N. Moss re: same. | 2.70 |
| 10/16/15 | DN | Emails with clients and Akin team re: stay decision; confer with J. Tysse and N. Moss re: Plaintiffs' potential motion for reconsideration and revised settlement presentation. | 1.20 |
| 10/16/15 | JET | Confer with D. Newman and N. Moss re: Plaintiffs' potential motion for reconsideration and revised settlement presentation. | 0.20 |
| 10/16/15 | NM | Email Akin team re: case status; review revised settlement presentation; confer with D. Newman and J. Tysse re: same and Plaintiffs' potential motion for reconsideration. | 2.80 |
| 10/16/15 | ARS | Email N. Moss re: clients' questions; review revised settlement presentation; email D. Newman and River Birch re: comments to same. | 1.60 |
| 10/19/15 | DHG | Call with S. Vogel re: prep for meeting with AAT; email D. Newman re: same. | 0.50 |
| 10/19/15 | JLW | Confer with J. Kane re: stay decision issues; email D. Newman re: same. | 0.50 |
| 10/19/15 | JPK | Research re: potential alternatives to a supersedeas bond; confer with J. Woodson re: same. | 4.20 |
| 10/19/15 | ARS | Emails with D. Golden, D. Newman and client re: meeting with Avoidance Action Trust; analyze Plaintiffs' letter re: reconsideration; emails with Akin team re: same; email client re: settlement presentation; email D. Newman re: same. | 3.60 |
| 10/20/15 | DN | Prepare for meeting with AAT; confer with A. Slavutin re: same and revisions to presentation; attend meeting with AAT; confer with clients re: same; calls with D. Golden re: same; review trust documents re: JPM funding per clients' questions; emails with Akin team and clients re: same; emails with Gibson re: order and letter to Plaintiffs. | 7.00 |
| 10/20/15 | DHG | Telephonically participate in meeting with AAT and clients re: AAT proposed settlement; calls with D. Newman re: same. | 2.00 |
| 10/20/15 | JLW | Confer with J. Kane re: stay research; review same; e-mail J. Kane re: same. | 1.10 |
| 10/20/15 | JPK | Research re: alternative to stays pending appeal; email J. Woodson re: same. | 4.20 |
| 10/20/15 | ARS | Prepare for settlement meeting with clients and AAT; confer with D. Newman re: same and revisions to presentation; emails and calls with client re: presentation revisions; attend meeting with | 5.10 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1627191

Page 5
November 5, 2015

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | clients; attend meeting with AAT; emails with D. Newman and D. Golden re: same; calls and emails with Gibson re: stay order; emails with D. Newman re: AAT Agreement and clients' follow up questions re: settlement proposal. | |
| 10/21/15 | DN | Calls with D. Golden, Plaintiffs' counsel and Gibson re: motion for reconsideration and AAT settlement structure; review cases related to same; email with H. Jacobson and J. Woodson re: settlement tax attributes; call with A. Slavutin re: clients' questions. | 3.70 |
| 10/21/15 | DHG | Calls with D. Newman, Plaintiffs' counsel and Gibson re: AAT settlement structure and motion for reconsideration; email H. Jacobson re: same. | 0.70 |
| 10/21/15 | JLW | Review research findings from J. Kane; email D. Newman re: same; research re: Plaintiffs' potential motion for reconsideration; email D. Newman and H. Jacobson re: tax attributes of same; call with Gibson re: Second Circuit filing. | 2.80 |
| 10/21/15 | JPk | Research re: plaintiffs' available remedies in the absence of a stay pending appeal; email J. Woodson re: same. | 3.50 |
| 10/21/15 | ARS | Emails with D. Newman re: Plaintiffs' order; review client correspondence re: settlement options; call with D. Newman re: same; revise tax analysis per D. Newman. | 1.10 |
| 10/22/15 | JLW | Email D. Newman re: briefing schedule and page limits; call with Gibson re: same; review research re: Plaintiffs' motion for reconsideration; review correspondence re: appellate filing. | 0.90 |
| 10/23/15 | DN | Call with M. Williams re: settlement proposal; email A. Slavutin re: same. | 0.60 |
| 10/23/15 | DHG | Calls with clients re: settlement proposal. | 0.70 |
| 10/23/15 | ARS | Email D. Newman and M. Williams re: settlement proposal. | 0.10 |
| 10/26/15 | DN | Confer with J. Woodson and J. Tysse re: appellate briefing; call with D. Golden and E. Fisher re: AAT settlement proposal. | 0.50 |
| 10/26/15 | DHG | Call with D. Newman, E. Fisher re: AAT settlement proposal; emails with Akin team re: same and Plaintiffs' reconsideration motion. | 0.80 |
| 10/26/15 | JLW | Confer with J. Tysse and D. Newman re: appellate briefing; research re: joint appendix issues; email D. Newman re: same. | 0.50 |
| 10/26/15 | JET | Confer with D. Newman and J. Woodson re: appellate briefing; research re: same. | 0.50 |
| 10/27/15 | DN | Review Plaintiffs' motion for reconsideration; email D. Golden re: same. | 0.80 |
| 10/27/15 | DHG | Review Plaintiffs' reconsideration motion; email D. Newman re: same. | 0.40 |
| 10/27/15 | JLW | Review joint appendix; review briefing re: same. | 2.20 |
| 10/27/15 | ARS | Email D. Newman re: stay order; review motion for reconsideration; email D. Golden and D. Newman re: same. | 0.80 |
| 10/28/15 | DN | Call with Davidson Kempner re: Plaintiffs' motion for reconsideration; call with River Birch re: same; call with Alta re: same; confer with D. Golden re same; call with Gibson and J. Woodson re: same; confer with J. Woodson re: joint appendix; call with J. Seery re: reconsideration motion and settlement proposal. | 2.20 |
| 10/28/15 | DHG | Review Plaintiffs' motion for reconsideration; calls with clients re: same; confer with D. Newman re: same. | 2.30 |
| 10/28/15 | JLW | Review Plaintiffs' motion for reconsideration; call with Gibson and D. Newman re: same; review joint appendix; confer with D. Newman re: same; call with Gibson re: same; confer with J. Tysse re: same; review Order denying motion for reconsideration; draft email re: same. | 4.00 |
| 10/28/15 | JET | Confer with J. Woodson re: joint appendix. | 0.20 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1627191

Page 6
November 5, 2015

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 10/28/15 | ARS | Review motion for reconsideration; email Akin team re: same; research re: same; email D. Newman re: same; calls with clients re: same; review court's order denying reconsideration; email Akin team re: same. | 4.30 |
| 10/29/15 | DHG | Calls with clients re: order denying Plaintiffs' reconsideration motion; call with Gibson re: 8K and distribution schedule. | 1.30 |
| 10/29/15 | JLW | Review materials from Gibson re: joint appendix; email D. Newman re: same. | 0.30 |
| 10/29/15 | ARS | Email Akin team and clients re: 8K. | 0.20 |
| 10/30/15 | JLW | Email Gibson re: joint appendix; email D. Newman re: same. | 0.20 |
| 10/30/15 | ARS | Correspond with D. Golden, D. Newman and J. Woodson re: JPM pretrial conference and hearing; research re: same. | 0.80 |
| Total Hours | | | 184.50 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 36.40 | at | \$910.00 | = | \$33,124.00 |
| D H GOLDEN | 26.10 | at | \$1250.00 | = | \$32,625.00 |
| H B JACOBSON | 5.20 | at | \$865.00 | = | \$4,498.00 |
| L J KWEIT | 3.40 | at | \$900.00 | = | \$3,060.00 |
| J E TYSSE | 3.70 | at | \$665.00 | = | \$2,460.50 |
| N MOSS | 25.20 | at | \$725.00 | = | \$18,270.00 |
| J L WOODSON | 27.30 | at | \$675.00 | = | \$18,427.50 |
| J P KANE | 11.90 | at | \$430.00 | = | \$5,117.00 |
| A R SLAVUTIN | 45.30 | at | \$565.00 | = | \$25,594.50 |

Current Fees \$143,176.50

Current Expenses \$4,066.41

Total Amount of This Invoice \$147,242.91

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1627191
Invoice Date 11/05/15
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1627191

(For wires originating outside the US reference Swift ID# CITIUS33)



THIS INVOICE REPLACES INVOICE NO. 1645394

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1645694
Invoice Date 02/24/16
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 11/30/15 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 11/19/15 | DN | Review settlement materials; confer with D. Golden and A. Slavutin re: same; telephone conference with D. Golden, E. Fisher, and B. Seidel re: ongoing AAT settlement discussions; review documents re: JPM fees and expenses and JPM litigation; confer with B. Mendelsohn and M. Asaro re: trading issues. | 4.20 |
| 11/19/15 | DHG | Telephone conference with E. Fisher, B. Seidel and D. Newman re: ongoing AAT settlement discussions; telephone conferences and emails with clients and Akin team re: trading issues; confer with D. Newman and A. Slavutin re: settlement materials. | 3.20 |
| 11/19/15 | BSM | Review trading issues; confer with D. Newman and M. Asaro re: same; emails and telephone conferences with clients and Akin team re: same and AAT settlement discussions; telephone conference with A. Slavutin re: negotiation agreement. | 2.00 |
| 11/19/15 | MAA | Review draft negotiation agreement; confer with B. Mendelsohn and D. Newman re: trading issues. | 1.90 |
| 11/19/15 | ARS | Research re: various AAT settlement and JPM litigation issues; confer with D. Golden and D. Newman re: settlement materials; telephone conferences with Akin team and clients re: AAT settlement; prepare for same; prepare negotiation agreement re: same; telephone conference with B. Mendelsohn re: same; correspond with Akin team re: same. | 5.90 |
| 11/20/15 | DHG | Prepare for and participate in telephone conference with clients re: AAT settlement; review and revise draft negotiation agreement; confer with A. Slavutin re: same; circulate same to clients. | 4.20 |
| 11/20/15 | HBJ | Telephone conference re: tax issues with R. Janukowicz and B. Abramov; research re: same. | 1.60 |
| 11/20/15 | BSM | Email D. Golden re: restriction/cleansing issues. | 0.50 |
| 11/20/15 | SAD | Pull confirmed plan, confirmation order and hearing transcript; email A. Slavutin re: same; pull language from same re: JPM administrative expenses; pull schedules re: certain proofs of claim; | 4.70 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1645694

Page 2
February 24, 2016

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | pull prepetition revolving credit agreement order and prepetition term loan facility order; find relevant sections re: reimbursement; email A. Slavutin re: same. | |
| 11/20/15 | ARS | Confer with D. Golden re: negotiation agreement; revise same; e-mail D. Newman re: potential JPM administrative expenses; research re: same; email S. D'Addese re: same; prepare summary re: same; circulate same to D. Newman. | 5.70 |
| 11/23/15 | DHG | Numerous telephone conferences with clients re: finalization of negotiation agreement and ongoing negotiations with AAT; confer with A. Slavutin re: negotiation agreement. | 1.20 |
| 11/23/15 | HBJ | Email J. Nussbaum re: GUC Trust. | 0.50 |
| 11/23/15 | SAD | Pull out signature pages and compile cooperation agreement; save to system; confirm accuracy of numerical information in client deliverables; email A. Slavutin re: same. | 1.80 |
| 11/23/15 | ARS | Confer with D. Golden re: negotiation agreement; e-mails and telephone conferences with clients re: same. | 2.10 |
| 11/24/15 | DN | Telephone conference with clients, D. Golden, and A. Slavutin re: ongoing AAT settlement discussions. | 0.50 |
| 11/24/15 | DHG | Telephone conference with clients, D. Newman, and A. Slavutin re: ongoing AAT settlement discussions; prepare for same; telephone conference with H. Novikoff re: GUC Trust motion for payment of additional administrative expenses; telephone conferences with clients re: same; email A. Slavutin re: negotiation agreement. | 2.10 |
| 11/24/15 | ARS | Prepare for telephone conference with clients, D. Golden and D. Newman re: ongoing AAT settlement discussions; attend same; correspond with D. Newman re: JPM administrative expenses; research re: same; prepare deliverable re: same; circulate same to D. Newman; email D. Golden re: negotiation agreement. | 3.40 |
| 11/25/15 | DHG | Review AAT settlement demonstrative; telephone conference with clients re: same; email D. Newman re: same. | 1.40 |
| 11/25/15 | HBJ | Telephone conferences with B. Rush and L. Kweit re: tax issues; emails with D. Rosenauer re same. | 0.30 |
| 11/25/15 | SAD | Revise client deliverables; email A. Slavutin re: same. | 1.00 |
| 11/25/15 | ARS | Review recently filed pleadings; e-mail Akin team re: same. | 1.40 |
| 11/27/15 | ARS | Review plaintiffs' Second Circuit briefing; review JPM briefing. | 1.40 |
| 11/30/15 | DN | Review AAT settlement demonstrative; telephone conference with clients, D. Golden, and A. Slavutin re: AAT settlement counter proposal; confer with D. Golden and A. Slavutin re: same. | 1.60 |
| 11/30/15 | DHG | Telephone conference with clients, D. Newman, and A. Slavutin re: AAT settlement counter proposal; numerous one-off telephone conferences with clients re: same; confer with D. Newman and A. Slavutin re: same. | 1.90 |
| 11/30/15 | SAD | Version up documents and save to FileSite; organize documents; pull pleadings and send to A. Slavutin. | 1.00 |
| 11/30/15 | ARS | Telephone conference with clients, D. Golden and D. Newman, re: AAT settlement counter proposal; confer with D. Golden and D. Newman re: same; analyze proposed judgment; email D. Newman re: same; correspond with clients re: fee related issues; research re: same. | 4.70 |
| Total Hours | | | 60.20 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 6.30 | at | \$910.00 | = | \$5,733.00 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1645694

Page 3
February 24, 2016

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D H GOLDEN | 14.00 | at | \$1250.00 | = | \$17,500.00 |
| H B JACOBSON | 2.40 | at | \$865.00 | = | \$2,076.00 |
| B S MENDELSON | 2.50 | at | \$1015.00 | = | \$2,537.50 |
| M A ASARO | 1.90 | at | \$980.00 | = | \$1,862.00 |
| A R SLAVUTIN | 24.60 | at | \$339.00 | = | \$8,339.40 |
| S A D'ADDESE | 8.50 | at | \$210.00 | = | \$1,785.00 |

| | | |
|--------------|-------|-------------|
| Current Fees | <hr/> | \$39,832.90 |
|--------------|-------|-------------|

| | | |
|------------------|-------|----------|
| Current Expenses | <hr/> | \$544.85 |
|------------------|-------|----------|

| | | |
|-------------------------------------|--|--------------------|
| Total Amount of This Invoice | | \$40,377.75 |
|-------------------------------------|--|--------------------|

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1645694
Invoice Date 02/24/16
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1645694

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1645709
Invoice Date 02/24/16
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 12/31/15 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 12/01/15 | DN | Review Second Circuit appeal brief and cases cited therein; email AAT re: upcoming settlement meeting. | 4.70 |
| 12/01/15 | JLW | Prepare for meeting with D. Newman re: Second Circuit brief; email A. Slavutin and K. Arnold re: same; review materials re: same. | 3.10 |
| 12/01/15 | ARS | Review plaintiffs' Second Circuit briefing; review cases cited by plaintiff appellants. | 1.60 |
| 12/01/15 | KA | Email J. Woodson and A. Slavutin re: preparing binders; pull requested cases and appendix references; prepare binders for attorney review. | 3.70 |
| 12/02/15 | DN | Review plaintiffs' Second Circuit appeal brief, briefing below, and cases cited therein; confer with J. Woodson re: same; telephone conference with L. Rubin re: same. | 5.20 |
| 12/02/15 | JLW | Review plaintiffs' Second Circuit appeal brief, briefing below, and cases cited therein; confer with D. Newman re: same; email J. Kane re: same. | 0.70 |
| 12/02/15 | ARS | Prepare for meeting with the AAT; email D. Golden and D. Newman re: same; email J. Woodson and F. Alvarez re: Second Circuit brief. | 1.80 |
| 12/02/15 | KA | Quality check binders; deliver same to attorneys. | 0.30 |
| 12/03/15 | JLW | Confer with J. Kane re: Second Circuit brief; outline argument for Second Circuit brief based on research findings. | 0.60 |
| 12/03/15 | JPK | Review background materials; confer with J. Woodson re: Second Circuit brief. | 3.60 |
| 12/03/15 | ARS | Email J. Woodson re: bankruptcy court pleadings in connection with Second Circuit brief; research re: same; correspond with F. Alvarez re: same. | 1.70 |
| 12/04/15 | JPK | Research re: FRAP 28.1 abandoned arguments; review transcripts re: same. | 8.40 |
| 12/04/15 | KA | Prepare binders of cases cited in appellant's brief for J. Kane. | 0.50 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1645709

Page 2
February 24, 2016

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 12/05/15 | JLW | Email J. Kane re: fact section of Second Circuit brief. | 0.20 |
| 12/05/15 | JPk | Draft statement of the facts for Second Circuit brief. | 5.60 |
| 12/06/15 | JPk | Draft statement of the facts for Second Circuit brief. | 4.50 |
| 12/07/15 | DN | Telephone conference with L. Rubin, K. Martorana, D. Golden re: stipulation re: filing of claims proposed by W. Weintraub. | 0.50 |
| 12/07/15 | DHG | Telephone conference with L. Rubin, K. Martorana, D. Newman re: stipulation re: filing of claims proposed by W. Weintraub; telephone conference with A. Slavutin re: review of Gerber opinion re: same. | 1.10 |
| 12/07/15 | JLW | Review materials and outline argument for Second Circuit brief; email J. Kane re: fact section for same; review case law. | 3.40 |
| 12/07/15 | JPk | Draft statement of the facts for Second Circuit brief. | 7.20 |
| 12/07/15 | ARS | Telephone conference with D. Golden re: review of Gerber opinion re: stipulation re: filing of claims; research re: same. | 0.40 |
| 12/08/15 | DHG | Telephone conference with S. Wexler re: AAT presentation; review same; telephone conferences with S. Vogel, B. Rush re: same; review Slavutin memorandum re: Weintraub stipulation; office conference with A. Slavutin re: same; correspond with Gibson re: same. | 1.60 |
| 12/08/15 | JLW | Prepare argument section outline for brief; research re: same. | 2.30 |
| 12/08/15 | JPk | Draft statement of the facts for Second Circuit brief. | 8.60 |
| 12/08/15 | ARS | Research re: barred claims; prepare memorandum based on findings re: Weintraub stipulation; office conference with D. Golden re same; follow up research re: same. | 6.90 |
| 12/09/15 | DHG | Review prior settlement proposals; telephone conference with RB re: revised slides re: current AAT settlement; telephone conferences with L. Rubin re: stipulation with accident plaintiffs; office conference with A. Slavutin re: follow up issues re: Weintraub stipulation. | 2.10 |
| 12/09/15 | JLW | Email J. Kane re: fact section for Second Circuit brief; email A. Slavutin re: same. | 0.20 |
| 12/09/15 | JPk | Draft statement of facts for Second Circuit brief; research re: equitable mootness. | 4.00 |
| 12/09/15 | ARS | Email Akin team re: meeting logistics; email D. Vanaskey re: same; research re: late claims; prepare memorandum supplement re: same; e-mail D. Golden re: same; office conference with D. Golden re: follow up issues re: Weintraub stipulation. | 2.60 |
| 12/09/15 | KA | Review draft statement of issues in Second Circuit brief for J. Kane; cite check same. | 1.60 |
| 12/10/15 | DN | Confer with D. Golden re AAT settlement demonstrative; telephone conference with S. Wechsler re: same. | 0.50 |
| 12/10/15 | DHG | Confer with D. Newman re: AAT settlement demonstrative; revise same; prepare for AAT settlement meeting; telephone conferences with RB and DK re: same. | 2.00 |
| 12/10/15 | JPk | Revise statement of facts for Second Circuit brief. | 1.10 |
| 12/10/15 | ARS | Prepare for AAT meeting; email D. Golden and D. Newman re: AAT meeting and pre-meeting; email clients re: same; review AAT settlement slides; email D. Newman re: same. | 1.90 |
| 12/10/15 | KA | Cite check Second Circuit brief for J. Kane. | 3.30 |
| 12/11/15 | DN | Prepare for and participate in AAT settlement meetings. | 3.00 |
| 12/11/15 | DHG | Prepare for and participate in AAT settlement meetings. | 2.70 |
| 12/11/15 | ARS | Telephone conference with DK re: JPM administrative expenses; prepare for AAT settlement meetings; attend same. | 3.10 |
| 12/12/15 | JLW | Draft Second Circuit brief. | 4.10 |
| 12/13/15 | JLW | Draft Second Circuit brief. | 6.20 |
| 12/14/15 | JLW | Confer with J. Kane and J. Tysse re: Second Circuit brief; draft same; email same to D. Newman; telephone conferences with A. | 8.50 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1645709

Page 3
February 24, 2016

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | Slavutin re: late claims for Second Circuit brief. | |
| 12/14/15 | JPk | Research re: equitable mootness; research re: new argumentation procedures; confer with J. Woodson and J. Tysse re: Second Circuit brief. | 6.20 |
| 12/14/15 | ARS | Telephone conferences with J. Woodson re: late claims for Second Circuit brief; research re: same. | 0.60 |
| 12/15/15 | HBJ | Email D. Golden and D. Rosenauer re: tax issues; research re: same. | 2.40 |
| 12/15/15 | ARS | Review MDL docket; correspond with Gibson re: MDL status conference; correspond with D. Newman re: same and imputation appeal notice filed by Plaintiffs. | 0.40 |
| 12/16/15 | DHG | Telephone conference with H. Jacobson re: tax issues; telephone conferences with Gibson re: same. | 0.70 |
| 12/16/15 | HBJ | Telephone conference with D. Golden re: tax issues; research re: same. | 1.50 |
| 12/16/15 | ARS | Email D. Golden re: open issues; review materials re: same. | 1.00 |
| 12/17/15 | DHG | Telephone conference with E. Fisher and A. Slavutin re: settlement negotiations; telephone conferences with holders re: same. | 1.20 |
| 12/17/15 | HBJ | Telephone conference with client re: tax issues; email D. Golden re: same; research re: same; emails with client re: same. | 1.30 |
| 12/17/15 | ARS | Email D. Golden re: open issues; telephone conference with D. Golden and E. Fisher re: settlement negotiations. | 0.50 |
| 12/18/15 | DN | Telephone conference with E. Fisher re: status of settlement negotiations; telephone conference with clients, D. Golden, and A. Slavutin re: same and extension of negotiation agreement. | 0.90 |
| 12/18/15 | DHG | Emails to clients re: extension of negotiation agreement and status of settlement discussions with AAT; extended telephone conference with E. Fisher re: same; telephone conference with clients, D. Newman, and A. Slavutin re: same; telephone calls with individual holders re: settlement discussions. | 2.30 |
| 12/18/15 | HBJ | Emails with D. Golden re: settlement tax issues. | 0.40 |
| 12/18/15 | JLW | Emails with Gibson re: Second Circuit brief; email D. Newman and J. Kane re: same. | 0.20 |
| 12/18/15 | ARS | Telephone conference with clients, D. Golden and D. Newman re: extension of negotiation agreement and status of settlement discussions with AAT. | 5.00 |
| 12/20/15 | DN | Revise Second Circuit brief. | 2.70 |
| 12/21/15 | DN | Revise Second Circuit brief; confer with J. Woodson and J. Kane re: same; telephone conference with clients, D. Golden and A. Slavutin re: AAT negotiations. | 3.80 |
| 12/21/15 | DHG | Telephone conference with A. Tuckman re: AAT negotiations; telephone conference with clients and H. Jacobson re: AAT negotiations; telephone conference with clients, D. Newman, and A. Slavutin re: same; redraft extension agreement; telephone conference with E. Fisher re: ongoing negotiations. | 3.20 |
| 12/21/15 | HBJ | Telephone conference with D. Golden and clients re: AAT negotiations. | 0.20 |
| 12/21/15 | JLW | Confer with D. Newman and J. Kane re: Second Circuit brief; email Gibson re: same; revise same. | 6.80 |
| 12/21/15 | JPk | Confer with D. Newman and J. Woodson re: Second Circuit brief; draft statement of facts for same. | 8.90 |
| 12/21/15 | ARS | Telephone conference with clients, D. Golden, and D. Newman re: AAT negotiations; prepare negotiations agreement extension; email same to D. Golden. | 1.60 |
| 12/21/15 | KA | Prepare index to briefs and binders for J. Woodson and J. Kane. | 0.30 |
| 12/22/15 | DN | Telephone conference with Gibson re: Second Circuit brief; | 0.70 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1645709

Page 4
February 24, 2016

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | telephone conference with Gibson, D. Golden, and A. Slavutin re: tax issues. | |
| 12/22/15 | DHG | Email to clients re: AAT settlement; telephone conference with Gibson, D. Newman, A. Slavutin re: tax issues; telephone conference with E. Fisher re: AAT negotiations; telephone conference with clients re: AAT negotiations. | 2.30 |
| 12/22/15 | HBJ | Telephone conference with K. Martorona, D. Rosenauer re: tax issues; email D. Golden and D. Newman re: same. | 0.70 |
| 12/22/15 | JLW | Revise Second Circuit brief; confer with J. Kane re: same. | 7.60 |
| 12/22/15 | JPk | Revise Second Circuit brief; confer with J. Woodson re: same. | 6.00 |
| 12/22/15 | ARS | Telephone conference with Gibson, D. Golden, and D. Newman re: tax issues; email clients re: execution of negotiation agreement extension. | 1.80 |
| 12/22/15 | KA | Proof read draft Second Circuit brief; cite check same; revise same accordingly; email revised draft to J. Kane. | 6.10 |
| 12/23/15 | HBJ | Email D. Rosenauer re: tax reporting issue; email client re: same. | 0.20 |
| 12/23/15 | JLW | Revise Second Circuit brief; email same to D. Newman. | 1.80 |
| 12/23/15 | JPk | Revise statement of facts in Second Circuit brief. | 0.50 |
| 12/23/15 | ARS | Email clients re: negotiation agreement extension; research re: bankruptcy pleadings for Second Circuit brief; email D. Newman and J. Woodson re: same. | 1.90 |
| 12/25/15 | DN | Revise Second Circuit brief. | 3.80 |
| 12/26/15 | DN | Revise Second Circuit brief; review plaintiffs' briefs and bankruptcy court pleadings. | 2.20 |
| 12/27/15 | DN | Telephone conference with J. Woodson and J. Kane re: Second Circuit brief; review same. | 0.60 |
| 12/27/15 | JLW | Telephone conference with D. Newman and J. Kane re: Second Circuit brief; email J. Kane re: same; email Gibson re: same. | 1.00 |
| 12/27/15 | JPk | Telephone conference with D. Newman and J. Woodson re: Second Circuit brief; revise statement of facts for same. | 3.10 |
| 12/28/15 | JLW | Review research from J. Kane re: equitable mootness; email J. Kane re: same; revise statement of facts for Second Circuit brief; email D. Newman re: same; revise same. | 2.40 |
| 12/28/15 | JPk | Draft statement of facts and new portions of the argument section for the Second Circuit brief. | 5.20 |
| 12/28/15 | ARS | Email D. Golden re: open issues. | 0.40 |
| 12/29/15 | JLW | Revise Second Circuit brief; confer with J. Kane re: same; email brief to D. Newman. | 7.20 |
| 12/29/15 | JPk | Confer with J. Woodson re: Second Circuit brief; revise same. | 6.40 |
| 12/30/15 | DN | Revise Second Circuit brief. | 5.40 |
| 12/30/15 | JLW | Email D. Newman re: statement of facts; confer with J. Kane re: same; revise statement of facts; email same to Gibson; email D. Newman re: same; review case research; email D. Newman summary of precedent. | 1.60 |
| 12/30/15 | JPk | Confer with J. Woodson re: statement of facts for Second Circuit brief; revise same. | 1.00 |
| Total Hours | | | 247.10 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 34.00 | at | \$910.00 | = | \$30,940.00 |
| D H GOLDEN | 19.20 | at | \$1250.00 | = | \$24,000.00 |
| H B JACOBSON | 6.70 | at | \$865.00 | = | \$5,795.50 |
| J L WOODSON | 57.90 | at | \$675.00 | = | \$39,082.50 |
| J P KANE | 80.30 | at | \$430.00 | = | \$34,529.00 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1645709

Page 5
February 24, 2016

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| A R SLAVUTIN | 33.20 | at | \$339.00 | = | \$11,254.80 |
| K ARNOLD | 15.80 | at | \$325.00 | = | \$5,135.00 |

| | |
|--------------|---------------------|
| Current Fees | <u>\$150,736.80</u> |
|--------------|---------------------|

| | |
|------------------|-------------------|
| Current Expenses | <u>\$1,501.01</u> |
|------------------|-------------------|

| | |
|-------------------------------------|---------------------|
| Total Amount of This Invoice | \$152,237.81 |
|-------------------------------------|---------------------|

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1645709
Invoice Date 02/24/16
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1645709

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1641726
Invoice Date 02/24/16
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 01/31/16 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 01/04/16 | DN | Revise Second Circuit brief. | 7.80 |
| 01/04/16 | DHG | Email E. Fisher re: AAT settlement; telephone conference with M. Williams re: status of GUC Trust; review AAT settlement proposal; telephone conferences with clients re: status of same. | 1.40 |
| 01/04/16 | JLW | Email Akin team re: Second Circuit brief; review appellate filing requirements; email J. Tysse re: same; email D. Newman re: same; email G. Gillet re: Second Circuit brief; email J. Kane re: revisions to same; review revised Second Circuit brief. | 1.70 |
| 01/04/16 | JPk | Draft explanation of November 2015 distribution for Second Circuit brief; email J. Woodson re: same. | 3.50 |
| 01/04/16 | ARS | Email D. Newman, J. Woodson and J. Kane re: November 2015 distribution; draft summary of same. | 1.90 |
| 01/05/16 | DN | Revise Second Circuit brief; confer with D. Golden and A. Slavutin re: status of settlement discussions with GUC Trust. | 5.50 |
| 01/05/16 | DHG | Review first draft of Second Circuit brief; draft email to clients re: status of settlement discussions with GUC Trust; telephone conferences with E. Fisher re: same; telephone conferences with clients re: same; confer with D. Newman and A. Slavutin re: same. | 2.50 |
| 01/05/16 | JLW | Email Akin team re: Second Circuit brief; email G. Gillet re: same; review oral argument transcripts for additions to same; review stipulated facts re: same; email J. Kane re: revisions to same; email N. Moss re: factual background for same. | 8.10 |
| 01/05/16 | JPk | Revise Second Circuit brief; review additional case law and search transcripts; email J. Woodson re: revisions to same. | 9.10 |
| 01/05/16 | ARS | Email J. Woodson re: Second Circuit brief; correspond with D. Golden and D. Newman re: same and case developments; confer with D. Golden and D. Newman re: status of settlement discussions with GUC Trust. | 0.80 |
| 01/06/16 | DN | Review Second Circuit brief; confer with D. Golden and J. Woodson re: comments to first draft of Second Circuit brief; | 10.00 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1641726

Page 2
February 24, 2016

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | telephone conferences with Gibson re: same. | |
| 01/06/16 | DHG | Confer with D. Newman and J. Woodson re: comments to first draft of Second Circuit brief; telephone conferences with M. Williams re: status of AAT settlement; email clients re: same. | 2.00 |
| 01/06/16 | HBJ | Telephone conference re: tax issues with clients. | 0.20 |
| 01/06/16 | JLW | Review Second Circuit brief; email D. Newman re: same; confer with D. Golden and D. Newman re: comments to first draft of Second Circuit brief; email J. Tysse re: appellate strategy; telephone conferences with L. Rubin re: same; email draft Second Circuit brief to H. Hunt for review; email same to Gibson. | 5.60 |
| 01/06/16 | JPk | Draft Second Circuit brief; email D. Newman and J. Woodson re: same; review Gibson's comments to same. | 4.20 |
| 01/06/16 | ARS | Correspond with clients re: outstanding holdings; email D. Golden re: recent filings and cooperation agreement; email J. Woodson re: circulating Second Circuit brief. | 0.70 |
| 01/07/16 | DN | Revise Second Circuit brief; confer with D. Golden and J. Woodson re: same; telephone conference with Gibson re: same. | 5.90 |
| 01/07/16 | DHG | Extensive review of proposed AAT settlement agreement; telephone conference with N. Moss re: same; telephone conferences with clients re: status of AAT settlement discussions; confer with D. Newman and J. Woodson re: Second Circuit brief. | 3.20 |
| 01/07/16 | HBJ | Prepare for and attend telephone conference with B. Rush, R. Janukowicz, B. Abramov and L. Kweit re: tax issues; research re: same. | 0.50 |
| 01/07/16 | LJK | Prepare for and attend telephone conference with B. Rush, R. Janukowicz, B. Abramov and H. Jacobson re: tax issues. | 0.30 |
| 01/07/16 | NHH | Review and provide comments on draft Second Circuit brief. | 0.70 |
| 01/07/16 | JLW | Email Akin team re: Second Circuit brief; confer with J. Kane and K. Arnold re: revisions for same; review and revise same; confer with D. Golden and D. Newman re: same; email Gibson re: same; email H. Hunt re: same; telephone conference with L. Rubin re: same. | 9.70 |
| 01/07/16 | NM | Review proposed AAT settlement agreement; comment on same; telephone conference with D. Golden re: same. | 1.90 |
| 01/07/16 | JPk | Research notice issue; review K. Arnold's revisions to Second Circuit brief; confer with J. Woodson and K. Arnold re: same. | 9.60 |
| 01/07/16 | ARS | Correspond with clients re: outstanding holdings; revise pre-bill; correspond with Akin team re: same; correspond with D. Golden re: same; update holdings. | 2.30 |
| 01/07/16 | KA | Review Second Circuit brief; revise same; confer with J. Woodson and J. Kane re: same. | 4.80 |
| 01/08/16 | DN | Revise Second Circuit brief; confer with D. Golden and J. Woodson re: same; telephone conferences with Gibson re: same; telephone conferences with D. Golden re: same. | 8.40 |
| 01/08/16 | DHG | Telephone conference with S. Cimalore re: AAT settlement; telephone conference with M. Williams re: same and NDA; telephone conference with K. Martorana and N. Moss re: AAT settlement; telephone conferences with D. Newman re: Second Circuit brief; telephone conferences with clients re: status of AAT settlement discussions; further telephone conferences with K. Martorana re: same; confer with J. Seery re: same; confer with D. Newman and J. Woodson re: Second Circuit brief. | 5.40 |
| 01/08/16 | JLW | Email Akin team re: Second Circuit brief; review Gibson edits to same; confer with D. Golden and D. Newman re: same; revise same. | 5.80 |
| 01/08/16 | NM | Telephone conference with K. Martorana and D. Golden re: AAT settlement; review materials related to same. | 1.00 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1641726

Page 3
February 24, 2016

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 01/08/16 | JPk | Review K. Arnold's edits to Second Circuit brief; revise same; email J. Woodson re: same. | 7.00 |
| 01/08/16 | SAD | Assemble cover letters for A. Slavutin; email same to A. Slavutin. | 1.90 |
| 01/08/16 | ARS | Email Akin team re: invoices and cover letters; revise same; review correspondence re: AAT settlement. | 2.10 |
| 01/08/16 | KA | Prepare edits of Second Circuit brief for attorney review in advance of filing. | 5.50 |
| 01/09/16 | DN | Review Second Circuit brief; telephone conferences with J. Woodson re: same; email Gibson re: same; email D. Golden re: same. | 12.20 |
| 01/09/16 | NHH | Revise draft introduction to Second Circuit brief. | 0.40 |
| 01/09/16 | JLW | Telephone conferences with D. Newman re: Second Circuit brief; email Akin team re: same; review and revise same; email H. Hyland re: same; telephone conference with L. Rubin re: same; email J. Kane re: citations in same; circulate same to Gibson. | 5.50 |
| 01/09/16 | JPk | Edit cites in Second Circuit brief; email J. Woodson re: same. | 0.50 |
| 01/09/16 | ARS | Revise pre-bill; correspond with Akin team re: same. | 1.80 |
| 01/09/16 | KA | Review Second Circuit brief; cite check same. | 8.80 |
| 01/10/16 | DN | Revise Second Circuit brief; email D. Golden and L. Rubin re: same; telephone conferences with J. Woodson re: same. | 2.30 |
| 01/10/16 | JLW | Revise Second Circuit brief; email Gibson Dunn re: same; email Akin team re: same; telephone conferences with D. Newman re: same. | 10.50 |
| 01/10/16 | PAS | Email D. Golden re: Second Circuit appeal. | 0.30 |
| 01/10/16 | JPk | Revise Second Circuit brief; email J. Woodson re: same. | 1.50 |
| 01/10/16 | KA | Review Second Circuit brief; prepare comments for attorney review. | 10.80 |
| 01/11/16 | DN | Review Second Circuit brief; confer with D. Golden and J. Woodson re: same; telephone conference with Gibson and J. Woodson re: same. | 8.30 |
| 01/11/16 | DHG | Revise Second Circuit brief; confer with D. Newman and J. Woodson re: same; prepare for and attend telephone conference with counsel for AAT and GUC Trust re: AAT settlement agreement and disclosures. | 2.30 |
| 01/11/16 | HBJ | Telephone conference with R. Janukowicz and L. Kweit re: trust losses. | 0.10 |
| 01/11/16 | LJK | Telephone conferences R. Janukowicz and H. Jacobson re: trust losses; research re: same. | 0.30 |
| 01/11/16 | JLW | Review Second Circuit brief; email Gibson re: same; review case law cited in same; confer with D. Golden and D. Newman re: same; telephone conference with D. Newman and Gibson re: same. | 8.10 |
| 01/11/16 | JPk | Research re: Second Circuit brief; email J. Woodson re: same. | 0.40 |
| 01/11/16 | SAD | Revise client deliverables; email A. Slavutin re: same. | 0.60 |
| 01/11/16 | FBA | Revise client deliverables; email A. Slavutin re: same. | 1.90 |
| 01/11/16 | ARS | Email D. Newman and J. Woodson re: Second Circuit filings; email D. Golden re: AAT settlement agreement; review same. | 1.20 |
| 01/12/16 | DN | Review draft AAT settlement agreement; confer with D. Golden re: same; review draft 8-K; email D. Golden re: timing of GUC Trust distribution; telephone conference with M. Williams re: same; prepare for and attend meeting with D. Golden, S. Brauner, A. Slavutin, and Gibson re: AAT settlement agreement and disclosure thereof. | 2.50 |
| 01/12/16 | DHG | Prepare for and attend meeting with D. Newman, S. Brauner, A. Slavutin, and Gibson re: AAT settlement agreement and disclosure thereof; confer with D. Newman re: draft AAT settlement agreement. | 2.00 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1641726

Page 4
February 24, 2016

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 01/12/16 | SLB | Review draft disclosure; email Akin team re: same; prepare for and attend meeting with D. Golden, D. Newman, A. Slavutin, and Gibson re: AAT settlement agreement and disclosure thereof. | 1.50 |
| 01/12/16 | FBA | Review pre-bill; correspond with A. Slavutin re: same. | 0.70 |
| 01/12/16 | ARS | Email Second Circuit brief to clients; prepare for and attend meeting with D. Golden, D. Newman, S. Brauner and Gibson re: AAT settlement agreement and disclosure thereof. | 0.80 |
| 01/13/16 | HBJ | Telephone conference with R. Janukowicz re: tax issues; email T. Weir re: same; research re: same; email D. Rosenauer re: same. | 1.80 |
| 01/13/16 | SLB | Email Akin team re: case status and next steps; review 8-K disclosure and draft agreement. | 1.30 |
| 01/13/16 | FBA | Revise client deliverables; email A. Slavutin re: same | 2.30 |
| 01/13/16 | ARS | Correspond with clients and Akin working group re: 8-K and AAT settlement. | 0.40 |
| 01/14/16 | DN | Telephone conference with clients, D. Golden, S. Brauner, and A. Slavutin re: current status of discussions with GUC Trust concerning distribution and fee reimbursement issues. | 0.80 |
| 01/14/16 | DHG | Telephone conference with clients, D. Newman, S. Brauner, and A. Slavutin re: current status of discussions with GUC Trust concerning distribution and fee reimbursement issues; telephone conference with A. Slavutin re: GUC Trust Agreement issues. | 1.00 |
| 01/14/16 | HBJ | Telephone conference with B. Rush, R. Janukowicz, B. Abramov, and L. Kweit re: tax issues; research re: same; confer with S. Vogel and C. Cantalupo re: same; review 8-K; email client re: same; email L. Kweit re: same. | 2.80 |
| 01/14/16 | LJK | Telephone conference with B. Rush, R. Janukowicz, B. Abramov, and H. Jacobson re: tax issues; review correspondence re: same; email H. Jacobson re: same. | 1.90 |
| 01/14/16 | SLB | Email Akin team re: various issues; telephone conference with clients, D. Golden, D. Newman, and A. Slavutin re: current status of discussions with GUC Trust concerning distribution and fee reimbursement issues. | 1.40 |
| 01/14/16 | ARS | Telephone conference with clients, D. Golden, D. Newman, and S. Brauner re: current status of discussions with GUC Trust concerning distribution and fee reimbursement issues; telephone conference with D. Golden re: GUC Trust Agreement issues; research re: same. | 5.30 |
| 01/15/16 | HBJ | Email D. Newman re: claims and related tax issues; research re: same; email D. Rosenauer re: same; telephone conference with R. Janukowicz re: same; prepare summary re: tax timing issues. | 1.00 |
| 01/15/16 | SLB | Review correspondence re: AAT settlement; email Akin team re: same; confer with A. Slavutin re: GUC Trust Agreement analysis; review same. | 1.20 |
| 01/15/16 | SAD | Telephone conference with A. Slavutin re: GUC Trust Agreement research; email A. Slavutin re: research findings. | 0.30 |
| 01/15/16 | ARS | Research re: GUC Trust Agreement; prepare summary analysis re: same; confer with S. Brauner re: same; email D. Golden re: same; telephone conference with S. D'Addese re: same. | 5.90 |
| 01/18/16 | DHG | Email Gibson re: AAT settlement, reimbursement of fees, and expedited distribution; review GUC Trust Agreement summary analysis. | 0.80 |
| 01/19/16 | DHG | Confer with S. Brauner re: fee reimbursement issues; telephone conference with Gibson re: AAT settlement; review revisions to AAT settlement agreement; email Gibson re: same; telephone conferences with S. Vogel, J. Seery re: same. | 4.10 |
| 01/19/16 | HBJ | Emails to R. Janukowicz re: GUC Trust tax issues; email L. Kweit re: same; email D. Rosenauer re: same. | 0.60 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1641726

Page 5
February 24, 2016

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 01/19/16 | SLB | Confer with D. Golden re: fee reimbursement issues; telephone conference with Gibson re: same; review JPM changes to settlement agreement; review GUC Trust Agreement re: fee reimbursement issues; email Akin team re: same. | 1.70 |
| 01/20/16 | DN | Telephone conference with L. Martorana re: timing of settlement payment; confer with D. Golden re: same; review materials re: same. | 1.10 |
| 01/20/16 | DHG | Confer with S. Brauner re: fee reimbursement issues; telephone conference with H. Jacobson re: tax issues; email Gibson re: AAT settlement; telephone conferences with clients re: same; confer with D. Newman re: timing of settlement payment. | 3.20 |
| 01/20/16 | HBJ | Telephone conference with M. Lipsky re: tax issues; email clients re: same. | 0.70 |
| 01/20/16 | SLB | Prepare summary of fee payment reimbursement issues; confer with D. Golden re: same. | 2.30 |
| 01/21/16 | DN | Telephone conferences with clients and D. Golden re: AAT settlement; telephone conference with K. Martorana re: same. | 0.80 |
| 01/21/16 | DHG | Telephone conferences with Gibson and E. Fisher re: AAT settlement; telephone conferences with clients and D. Newman re: same. | 3.20 |
| 01/21/16 | SLB | Email Akin team re: AAT settlement; review materials re: same; prepare correspondence re: same. | 1.30 |
| 01/22/16 | DN | Telephone conference with L. Rubin re: oral argument statement; telephone conference with clients, D. Golden, and H. Jacobson re: AAT settlement. | 1.30 |
| 01/22/16 | DHG | Telephone conference with E. Fisher re: AAT settlement; telephone conference with clients, D. Newman, and H. Jacobson re: same. | 1.20 |
| 01/22/16 | HBJ | Email D. Golden re: tax issues; telephone conference with clients, D. Golden, and D. Newman re: AAT settlement. | 0.90 |
| 01/22/16 | ARS | Review materials re: AAT settlement; email Akin team re: same. | 0.60 |
| 01/24/16 | ARS | Email J. Seery re: distribution condition precedent in settlement agreement; research re: same; prepare summary analysis email re: same; send same to J. Seery. | 0.70 |
| 01/25/16 | DN | Telephone conferences with D. Golden re: Second Circuit appeal; confer with J. Woodson re: oral argument statement; review same; email K. Owen re: same. | 0.60 |
| 01/25/16 | DHG | Review revised AAT settlement; telephone conferences with D. Newman re: Second Circuit appeal. | 0.90 |
| 01/25/16 | JLW | Draft oral argument statement; confer with D. Newman re: same; telephone conference with managing clerk re: filing of same. | 0.30 |
| 01/25/16 | SLB | Review revised draft AAT settlement agreement and proposed order; email Akin team re: same; telephone conference with Gibson re: same. | 2.30 |
| 01/25/16 | PAS | Email D. Golden re: Second Circuit oral argument; email H. Hunt re: docket status. | 0.20 |
| 01/25/16 | ARS | Email D. Newman and J. Woodson re: oral argument statement; email S. Brauner re: proposed revisions to settlement agreement. | 0.40 |
| 01/26/16 | DN | Email P. Shah re: Second Circuit appeal; email D. Golden re: same. | 0.30 |
| 01/26/16 | PAS | Email D. Golden and D. Newman re: Second Circuit appeal. | 0.30 |
| 01/26/16 | ARS | Correspond with D. Newman and J. Woodson re: compilation of Second Circuit briefs for P. Shah; prepare same; email D. Golden, P. Shah, and D. Newman re: same. | 0.40 |
| 01/27/16 | DHG | Telephone conference with K. Martorana re: current status of AAT settlement agreement negotiations; telephone conferences with clients re: same. | 1.00 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1641726

Page 6
February 24, 2016

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 01/27/16 | ARS | Email D. Golden, D. Newman, and S. Brauner re: AAT settlement agreement. | 0.20 |
| 01/28/16 | DHG | Telephone conference with K. Martorana re: AAT settlement agreement. | 0.50 |
| 01/28/16 | HBJ | Email D. Rosenauer re: tax issues. | 0.10 |
| 01/28/16 | PAS | Review Second Circuit briefing on equitable mootness issue. | 2.30 |
| 01/28/16 | ARS | Email P. Shah re: Second Circuit briefing schedule; research re: same and associated issues. | 0.40 |
| 01/29/16 | DN | Telephone conference with D. Golden and P. Shah re: preparation for appellate argument; email D. Golden re: same. | 0.60 |
| 01/29/16 | DHG | Telephone conference with D. Newman and P. Shah re: preparation for appellate argument; telephone conference with Judge Gonzalez re: AAT settlement; telephone conference with clients re: same. | 2.00 |
| 01/29/16 | NHH | Email P. Shah re: preparation for oral argument; review materials re: same. | 0.60 |
| 01/29/16 | SLB | Review revised settlement agreement; email Akin team re: same. | 1.60 |
| 01/29/16 | PAS | Telephone conference with D. Golden and D. Newman re: preparation for appellate argument. | 0.70 |
| 01/29/16 | ARS | Review client deliverables; correspond with Akin team re: same. | 1.40 |
| Total Hours | | | 295.30 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 68.40 | at | \$975.00 | = | \$66,690.00 |
| D H GOLDEN | 36.70 | at | \$1325.00 | = | \$48,627.50 |
| H B JACOBSON | 8.70 | at | \$925.00 | = | \$8,047.50 |
| L J KWEIT | 2.50 | at | \$995.00 | = | \$2,487.50 |
| S L BRAUNER | 14.60 | at | \$770.00 | = | \$11,242.00 |
| P A SHAH | 3.80 | at | \$950.00 | = | \$3,610.00 |
| N MOSS | 2.90 | at | \$795.00 | = | \$2,305.50 |
| J L WOODSON | 55.30 | at | \$760.00 | = | \$42,028.00 |
| H H HUNT | 1.70 | at | \$720.00 | = | \$1,224.00 |
| J P KANE | 35.80 | at | \$460.00 | = | \$16,468.00 |
| A R SLAVUTIN | 27.30 | at | \$414.00 | = | \$11,302.20 |
| S A D'ADDESE | 2.80 | at | \$225.00 | = | \$630.00 |
| F B ALVAREZ | 4.90 | at | \$225.00 | = | \$1,102.50 |
| K ARNOLD | 29.90 | at | \$325.00 | = | \$9,717.50 |

Current Fees \$225,482.20

Current Expenses \$3,396.84

Total Amount of This Invoice \$228,879.04

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1641726
Invoice Date 02/24/16
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1641726

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1649416
Invoice Date 03/18/16
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 02/29/16 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 02/01/16 | DHG | Call with K. Martorana re: status of AAT settlement. | 0.30 |
| 02/01/16 | AMH | Draft Second Circuit appearances for H. Hunt's review; research re: filing options; email H. Hunt re: same; revise same per attorney comments; file same; circulate filed copies of same. | 2.30 |
| 02/01/16 | JLW | Email A. Slavutin re: reply briefs; review ISP brief; follow-up review of case law in connection with same. | 3.40 |
| 02/01/16 | PAS | Review briefing and related case law for Second Circuit appeal. | 1.30 |
| 02/02/16 | DHG | Email Judge Gonzalez re: AAT request for fiduciary out; call with K. Martorana re: same; review appellate reply brief section on equitable mootness; call with J. Woodson re: same. | 1.90 |
| 02/02/16 | AMH | Review appellate reply briefs. | 0.60 |
| 02/02/16 | JLW | Call with D. Golden re: appellate reply brief section on equitable mootness; review case law in connection with same. | 0.90 |
| 02/03/16 | DN | Emails with D. Golden re: status of settlement; draft email to clients re: same; call with J. Seery re: same; confer with J. Woodson re: FRAP. | 1.60 |
| 02/03/16 | AMH | Prepare cases in connection with second circuit appeal. | 0.30 |
| 02/03/16 | JLW | Review new docket entries; review FRAP; email A. Slavutin re: same; confer with D. Newman re: same; email P. Shah and H. Hunt re: same. | 0.80 |
| 02/03/16 | PAS | Email Akin team re: defective reply briefs; review and annotate reply briefs. | 1.60 |
| 02/03/16 | ARS | Emails with D. Newman and J. Woodson re: appellate docket entries; call with J. Williamson re: administrative expenses; research re: same; emails with Akin litigation team re: Second Circuit filings. | 0.80 |
| 02/04/16 | DN | Review Second Circuit Ogle case and J. Glenn decision; call with K. Martorana re: AAT settlement; review GUC Trust Agreement and other Plan documents; call with P. Shah re: appeal prep. | 4.30 |
| 02/04/16 | AMH | Review cases in connection with the appeal. | 0.20 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Bill Number: 1649416

Page 2
03/18/16

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 02/04/16 | PAS | Review case law on equitable mootness; call with D. Newman re: appeal prep. | 3.60 |
| 02/04/16 | ARS | Emails with Akin litigation team re: Second Circuit order concerning MDL removal proceedings; research re: same. | 0.90 |
| 02/05/16 | DN | Review GUC Trust Agreement and other Plan documents in connection with AAT settlement; draft emails re: same; conferences with D. Golden and A. Slavutin re: same. | 4.70 |
| 02/05/16 | DHG | Calls with E. Fisher and K. Martorana re: issues re: AAT settlement; conferences with D. Newman and A. Slavutin re: same. | 1.30 |
| 02/05/16 | PAS | Prepare for appeal. | 0.30 |
| 02/05/16 | ARS | Conferences with D. Golden and D. Newman re: issues with AAT settlement; research re: confirmation order and GTA treatment of same; email D. Newman re: same; research re: same; prepare summary analysis re: same. | 2.40 |
| 02/08/16 | DN | Calls with L. Rubin re: appeal; emails with J. Woodson re: same; review mark-up of settlement agreement. | 3.10 |
| 02/08/16 | DHG | Call with H. Novikoff re: AAT settlement. | 0.40 |
| 02/08/16 | ARS | Research re: certain obligations under the GTA; revise summary analysis re: same; email D. Newman re: same and precedent re: plan modifications. | 3.20 |
| 02/09/16 | DN | Call with D. Golden re: settlement and draft confidentiality agreement; confer with D. Golden re: same; review NDA; provide comments to same; review email from H. Novikoff re: settlement; email D. Golden re: same; call with A. Slavutin re: plan and certain claims. | 5.40 |
| 02/09/16 | DHG | Call with D. Newman re: settlement and draft confidentiality agreement; confer with D. Newman re: same. | 0.30 |
| 02/09/16 | PAS | Review and analyze reply brief. | 0.50 |
| 02/09/16 | ARS | Call with D. Newman re: plan and certain claims; research re: same; email D. Newman re: same. | 1.10 |
| 02/10/16 | DN | Call with D. Golden, A. Slavutin and clients re: status of settlement; revise NDA; calls with Gibson, and various group members re: same; confer with D. Golden re: potential solutions for AAT issues. | 3.80 |
| 02/10/16 | DHG | Prepare for and participate in call with D. Newman, A. Slavutin and clients re: status of settlement; finalize NDA; confer with D. Newman re: AAT issues. | 1.20 |
| 02/10/16 | PAS | Review Second Circuit oral argument scheduling notice; email D. Newman re: same; email team follow-up queries re: equitable mootness. | 0.50 |
| 02/10/16 | ARS | Call with clients, D. Golden and D. Newman re: settlement status; prepare for same; emails with clients and Akin team re: same and NDA; email litigation team re: developments in the counsel removal proceedings in the MDL. | 1.60 |
| 02/11/16 | DN | Call with D. Golden, A. Slavutin and clients re: current status of negotiations with AAT; confer with J. Woodson and J. Kane re: appeal. | 2.20 |
| 02/11/16 | DHG | Call with D. Newman, A. Slavutin and clients re: current status of negotiations with AAT; calls with clients re: same; call with E. Fisher re: settlement; call with Judge Gonzalez re: same. | 2.00 |
| 02/11/16 | JLW | Confer with D. Newman and J. Kane re: appeal; research case law re: same; draft memo in response to P. Shah's follow-up queries. | 5.20 |
| 02/11/16 | JPk | Research equitable mootness doctrine; confer with D. Newman and J. Woodson re: appeal. | 2.30 |
| 02/11/16 | ARS | Call with D. Golden, D. Newman and clients re: current status of negotiations with AAT; prepare for same; emails with clients and | 2.30 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Bill Number: 1649416

Page 3
03/18/16

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | Akin team re: same and NDA. | |
| 02/12/16 | JLW | Draft memo in response to P. Shah's follow-up queries in connection with 2nd Cir appeal; email D. Newman re: same. | 2.20 |
| 02/12/16 | JPK | Review pleadings filed in connection with appeal. | 0.10 |
| 02/15/16 | DN | Review memo re: Second Circuit appeal; email team re: same; email D. Golden re: AAT settlement. | 0.80 |
| 02/15/16 | JLW | Email memo with cover letter to P. Shah. | 0.10 |
| 02/16/16 | DN | Call with P. Shah re: appellate papers; confer with J. Woodson re: same; calls with D. Golden, A. Slavutin and clients re: status of AAT negotiations. | 1.80 |
| 02/16/16 | DHG | Calls with D. Newman, A. Slavutin and clients re: status of AAT negotiations. | 1.00 |
| 02/16/16 | JLW | Email P. Shah re: appellate papers; confer with D. Newman re: same; email Gibson re: notice of hearing; email team re: same. | 1.20 |
| 02/16/16 | PAS | Review appeal memo; email team re: same; call with New GM re: oral argument allocation; review oral argument notice letter to Second Circuit; call with D. Newman re: appellate papers. | 2.00 |
| 02/16/16 | JPK | Draft letter to the Second Circuit; email team re: same; file Notice of Hearing Acknowledgment. | 2.10 |
| 02/16/16 | ARS | Call with D. Golden, D. Newman and clients re: status of AAT negotiations; prepare for same; email clients and D. Golden re same. | 1.30 |
| 02/17/16 | DN | Confer with D. Golden re: potential revised AAT settlement proposal. | 0.20 |
| 02/17/16 | DHG | Calls with certain clients and A. Slavutin re: current status of AAT settlement discussions; call with S. Vogel and H. Novikoff re: settlement discussions with banks; call with Gibson re: potential revised settlement proposal; call with E. Fisher re: same; confer with D. Newman re: same. | 2.50 |
| 02/17/16 | ARS | Calls with certain clients and D. Golden re: current status of AAT settlement discussions; prepare for same; revise NDA extension. | 1.60 |
| 02/18/16 | DHG | Numerous calls with clients re: status of AAT settlement; call with Gibson and E. Fisher re: same; review draft press release. | 2.30 |
| 02/18/16 | PAS | Call with New GM re: oral argument allocation. | 0.20 |
| 02/18/16 | ARS | Emails with Gibson and clients to finalize and fully execute the NDA extension; review documentation re: same; emails with D. Golden re: same. | 0.60 |
| 02/19/16 | DN | Review appeal brief; email comments to team. | 0.80 |
| 02/19/16 | DHG | Calls with clients re: status of AAT negotiations; calls with Gibson re: same; call with E. Fisher re: same; review draft 8-K release re: AAT settlement. | 3.20 |
| 02/19/16 | NHH | Comment on draft reply brief; email P. Shah re: same. | 0.50 |
| 02/19/16 | PAS | Review draft Second Circuit reply brief from Gibson; review comments on same from H. Hunt. | 0.30 |
| 02/20/16 | JLW | Email team re: cross-appeal. | 0.10 |
| 02/20/16 | PAS | Review Second Circuit briefing on cross-appeal issue. | 1.80 |
| 02/20/16 | JPK | Review appeal briefs. | 0.20 |
| 02/21/16 | DN | Call with L. Rubin re: cross-appeal brief; emails with P. Shah re: same. | 0.80 |
| 02/21/16 | PAS | Review briefing re: cross-appeal issue and key case law; annotate draft reply brief from Gibson on cross-appeal issue; email D. Newman re: procedural and substantive questions pertaining to cross-appeal issue. | 2.50 |
| 02/21/16 | JPK | Review new GM brief. | 0.20 |
| 02/22/16 | DN | Review GM appeal reply brief; review draft reply brief; call with P. Shah and L. Rubin re: same; email P. Shah re: equitable mootness. | 1.60 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Bill Number: 1649416

Page 4
03/18/16

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 02/22/16 | PAS | Call with D. Newman and L. Rubin re: reply brief; review reply brief filed by new GM; edit updated draft reply brief. | 2.00 |
| 02/22/16 | ARS | Email Akin team re: Second Circuit briefing and 8-K re: AAT settlement; email clients and D. Golden re: 8-K. | 0.60 |
| 02/25/16 | DN | Call with P. Shah re: prep for oral argument. | 0.20 |
| 02/25/16 | PAS | Call with D. Newman re: prep for oral argument. | 0.20 |
| 02/29/16 | DHG | Call with R. Tennenbaum re: AAT settlement. | 0.30 |
| 02/29/16 | NHH | Review appeal briefs to assist P. Shah with preparation for argument; email P. Shah re: same. | 2.00 |
| 02/29/16 | NM | Review Second Circuit briefing. | 2.30 |
| Total Hours | | | 108.20 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 31.30 | at | \$975.00 | = | \$30,517.50 |
| D H GOLDEN | 16.70 | at | \$1325.00 | = | \$22,127.50 |
| P A SHAH | 16.80 | at | \$950.00 | = | \$15,960.00 |
| N MOSS | 2.30 | at | \$795.00 | = | \$1,828.50 |
| J L WOODSON | 13.90 | at | \$760.00 | = | \$10,564.00 |
| H H HUNT | 2.50 | at | \$720.00 | = | \$1,800.00 |
| J P KANE | 4.90 | at | \$460.00 | = | \$2,254.00 |
| A R SLAVUTIN | 16.40 | at | \$690.00 | = | \$11,316.00 |
| A M HICKS | 3.40 | at | \$295.00 | = | \$1,003.00 |

Current Fees \$97,370.50

Current Expenses \$1,739.75

Total Amount of This Invoice \$99,110.25

REMITTANCE COPY

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MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1649416
Invoice Date 03/18/16
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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400 White Clay Center Drive
Newark, DE 19711

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Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1649416

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST

UNIT HOLDERS
NY, NY 10036

Invoice Number 1655313
Invoice Date 04/26/16
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 03/31/16 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 03/01/16 | PAS | Email counsel for New GM re: oral argument allocation. | 0.20 |
| 03/01/16 | NM | Review Second Circuit briefs re: Equitable Mootness appeal. | 2.00 |
| 03/01/16 | ARS | Emails with clients re: status. | 0.30 |
| 03/02/16 | NHH | Review appeal briefs and other pleadings; confer with P. Shah re: preparation for upcoming Second Circuit oral argument. | 4.10 |
| 03/02/16 | PAS | Email J. Chen and H. Hunt re: second circuit argument; prepare materials for same; confer with H. Hunt re: preparation for same. | 0.80 |
| 03/03/16 | ZJC | Email H. Hunt re: Second Circuit appeal; review pleadings. | 1.70 |
| 03/04/16 | PAS | Prepare oral argument notes for upcoming Second Circuit argument; review oral argument allocation letters from Appellants; email L. Rubin and D. Newman re: same. | 1.60 |
| 03/07/16 | JLW | Email N. Moss re: Second Circuit appeal. | 0.20 |
| 03/07/16 | ZJC | Review appeal briefs; prepare for Second Circuit argument. | 2.10 |
| 03/08/16 | ZJC | Review Second Circuit briefing; prepare for argument. | 1.90 |
| 03/08/16 | PAS | Email Gibson Dunn re: oral argument allocation letter. | 0.20 |
| 03/08/16 | ARS | Emails with team re: Second Circuit appeal issues. | 0.30 |
| 03/09/16 | PAS | Review materials in preparation for Second Circuit oral argument; email H. Hunt re: same. | 3.50 |
| 03/09/16 | ARS | Email clients, D. Newman, and N. Moss re: Second Circuit hearing. | 0.20 |
| 03/10/16 | DN | Review appeal papers; prepare for Second Circuit argument; email P. Shah re: same; telephone call with same re: same; office conference with D. Golden re: GM appeal preparation; confer with J. Woodson re: record materials in connection with oral argument. | 4.80 |
| 03/10/16 | NHH | Email P. Shah re: preparation for argument; research re: same; telephone call with J. Woodson re: same. | 1.10 |
| 03/10/16 | JLW | Email P. Shah and D. Newman re: preparation for oral argument; review case law re: same; telephone call with H. Hunt re: same; confer with D. Newman re: record materials in connection with | 6.50 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1655313

Page 2
April 26, 2016

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | oral argument; review record; email D. Newman re: same; review team emails re: briefing; draft questions for oral argument prepare session. | |
| 03/10/16 | ZJC | Review appellate briefs; prepare for oral argument. | 3.70 |
| 03/10/16 | PAS | Review materials in preparation for Second Circuit argument; telephone call with D. Newman re: appeal; prepare talking points for same. | 8.40 |
| 03/10/16 | JPJ | Prepare for EM appeal oral argument. | 0.50 |
| 03/10/16 | ARS | Email clients, D. Newman, and N. Moss re: Second Circuit hearing. | 0.80 |
| 03/11/16 | DN | Participate in oral argument prepare session; telephonic calls with P. Shah re: same and follow up issues for Second Circuit argument; confer with J. Woodson re: same. | 1.90 |
| 03/11/16 | NHH | Participate in oral argument prepare session; confer with P. Shah re: preparation for argument. | 2.30 |
| 03/11/16 | JLW | Participate in oral argument prep session; email P. Shah re: same; confer with J. Kane re: equitable mootness issues; email same re: same; confer with D. Newman re: open issues for Second Circuit argument; review case law re: same. | 4.20 |
| 03/11/16 | ZJC | Participate in oral argument prepare session; telephone call with P. Shah re: open issues for Second Circuit argument; research re: same. | 2.50 |
| 03/11/16 | PAS | Participate in oral argument prepare session; review materials in preparation for Second Circuit argument; revise talking points; conference calls with Akin team re: open issues for Second Circuit argument; confer with H. Hunt re: preparation for argument. | 8.10 |
| 03/11/16 | NM | Participate in oral argument prepare session; prepare for same; email Akin team re: trust issues in connection with equitable mootness arguments. | 1.90 |
| 03/11/16 | JPJ | Research cases re: equitable mootness issues; confer with J. Woodson re: same; email same re: same. | 9.80 |
| 03/11/16 | ARS | Emails with Akin team re: trust issues for Second Circuit argument; telephone call with P. Shah re: same; email same re: same; analysis re: same. | 3.10 |
| 03/12/16 | DN | Review research re: equitable mootness; email P. Shah, J. Woodson, and J. Kane re: same. | 0.70 |
| 03/12/16 | PAS | Review and revise talking points for upcoming Second Circuit oral argument. | 1.00 |
| 03/12/16 | JPJ | Research cases re: equitable mootness issues; email D. Newman re: same. | 1.50 |
| 03/13/16 | PAS | Review pleadings in preparation for Second Circuit argument; email Akin team re: GUC Trust issues for Second Circuit argument. | 5.00 |
| 03/14/16 | DN | Email P. Shah re: GUC Trust issues for Second Circuit argument; email Akin team re: same. | 2.10 |
| 03/14/16 | NHH | Confer with P. Shah re: preparation for argument; research re: same; email P. Shah re: same. | 1.50 |
| 03/14/16 | PAS | Prepare for Second Circuit oral argument; confer with H. Hunt re: same; emails with Akin team re: same. | 7.20 |
| 03/14/16 | ARS | Emails with P. Shah, D. Newman, J. Woodson, and H. Hunt re: plaintiffs' arguments; emails with clients, N. Moss, and K. Owen re: Second Circuit hearing. | 0.40 |
| 03/15/16 | DN | Attend Second Circuit oral argument; revise summary for clients re: same; confer with J. Woodson and N. Moss re: same. | 4.10 |
| 03/15/16 | NHH | Attend oral argument; emails with team re: same. | 2.20 |
| 03/15/16 | JLW | Attend oral argument; review notes; confer with J. Kane re: summary of oral argument; review same; confer with D. Newman | 4.90 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1655313

Page 3
April 26, 2016

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | and N. Moss re: same; revise same. | |
| 03/15/16 | PAS | Present Second Circuit oral argument; emails with team re: same. | 3.10 |
| 03/15/16 | NM | Confer with D. Newman and J. Woodson re: summary of appeal. | 0.40 |
| 03/15/16 | JPK | Attend Second Circuit oral argument; draft summary for clients re: same. | 4.60 |
| 03/15/16 | ARS | Emails re: Second Circuit hearing. | 0.30 |
| 03/22/16 | NM | Review summary re: JPM hearing; review underlying pleadings; emails with clients re: Second Circuit hearing. | 0.50 |
| 03/22/16 | ARS | Email N. Moss re: JPM adversary proceeding filings; review same; telephonically attend JPM status conference; prepare summary of same; email same to D. Newman and N. Moss; email team re: recent filings and upcoming hearing in JPM adversary proceeding. | 2.90 |
| 03/23/16 | ARS | Review recently filed pleadings in GM main case; email N. Moss re: same. | 0.80 |
| 03/25/16 | ARS | Review JPM pleadings re: cross claims. | 0.40 |
| Total Hours | | | 122.30 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 13.60 | at | \$975.00 | = | \$13,260.00 |
| Z CHEN | 11.90 | at | \$700.00 | = | \$8,330.00 |
| P A SHAH | 39.10 | at | \$950.00 | = | \$37,145.00 |
| N MOSS | 4.80 | at | \$795.00 | = | \$3,816.00 |
| J L WOODSON | 15.80 | at | \$760.00 | = | \$12,008.00 |
| H H HUNT | 11.20 | at | \$720.00 | = | \$8,064.00 |
| J P KANE | 16.40 | at | \$460.00 | = | \$7,544.00 |
| A R SLAVUTIN | 9.50 | at | \$690.00 | = | \$6,555.00 |

Current Fees \$96,722.00

Current Expenses \$1,947.19

Total Amount of This Invoice \$98,669.19

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST

UNIT HOLDERS
NY, NY 10036

| | |
|----------------|----------|
| Invoice Number | 1655313 |
| Invoice Date | 04/26/16 |
| Client Number | 693414 |
| Matter Number | 0001 |

FED I.D. NO. 75-1338644

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ABA# 254070116

Ref: 693414/0001, Invoice No. 1655313

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1663261
Invoice Date 06/17/16
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 05/31/16 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 04/01/16 | ARS | Review recently filed pleadings. | 0.80 |
| 04/07/16 | ARS | Review recent avoidance action filings; prepare summary re same. | 1.20 |
| 04/11/16 | ARS | Review recently filed pleadings. | 0.20 |
| 04/13/16 | ARS | Prepare summary of pleadings filed in, and current status of, avoidance action for client; emails with client and N. Moss re: same. | 2.60 |
| 04/18/16 | ARS | Review recently filed pleadings in connection with JPM litigation; telephonically attend hearing re: motions to dismiss; prepare summary of same. | 3.40 |
| 04/19/16 | ARS | Email N. Moss re: JPM hearing; email client and N. Moss re: client-requested case law; research re: same. | 0.90 |
| 04/20/16 | ARS | Correspondence re MDL proceedings and JPM litigation. | 0.60 |
| 05/02/16 | DN | Review motion to dismiss claims against new GM filed in the MDL. | 0.80 |
| 05/03/16 | DN | Telephone call with unitholder re claims against New GM. | 0.50 |
| 05/03/16 | ARS | Review pleadings filed in the MDL. | 0.40 |
| 05/04/16 | ARS | Review JPM adversary proceeding pleadings re: scheduling. | 1.40 |
| 05/12/16 | DHG | Follow up on GUC Trust tax issues and potential distribution. | 0.50 |
| 05/12/16 | HBJ | Confer with N. Moss re tax issues. | 0.10 |
| 05/12/16 | NM | Draft and send update email to clients re status; confer with team re tax issues. | 1.00 |
| 05/25/16 | HBJ | Review 10-K; emails with D. Rosenauer and N. Moss re filing of tax returns. | 0.40 |
| 05/25/16 | NM | Review GUC Trust 10-K; confer with team re tax issues; draft status update email to client; confer with D. Newman re same. | 1.90 |
| 05/25/16 | ARS | Review 10-K filed by GUC Trust. | 0.40 |
| Total Hours | | | 17.10 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1663261

Page 2
June 17, 2016

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 1.30 | at | \$975.00 | = | \$1,267.50 |
| D H GOLDEN | 0.50 | at | \$1325.00 | = | \$662.50 |
| H B JACOBSON | 0.50 | at | \$925.00 | = | \$462.50 |
| N MOSS | 2.90 | at | \$795.00 | = | \$2,305.50 |
| A R SLAVUTIN | 11.90 | at | \$690.00 | = | \$8,211.00 |

| | |
|--------------|--------------------|
| Current Fees | <u>\$12,909.00</u> |
|--------------|--------------------|

| | |
|------------------|-------------------|
| Current Expenses | <u>\$1,615.40</u> |
|------------------|-------------------|

| | |
|-------------------------------------|--------------------|
| Total Amount of This Invoice | \$14,524.40 |
|-------------------------------------|--------------------|

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1663261
Invoice Date 06/17/16
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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ABA# 254070116
Ref: 693414/0001, Invoice No. 1663261

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Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1668752
Invoice Date 07/25/16
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 06/30/16 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 06/13/16 | DN | Call with client re: case status. | 0.10 |
| 06/16/16 | HBJ | Email D. Rosenauer re: tax issues; email N. Moss and D. Golden re: same; review files re: GUC Trust NOLs. | 0.50 |
| 06/16/16 | NM | Review collateral issues briefs filed in connection with the JPM litigation. | 2.40 |
| 06/16/16 | ARS | Email client and N. Moss re: cases cited in recently filed pleadings; review same; email client re: same. | 1.40 |
| 06/20/16 | NM | Review recently filed pleadings. | 0.40 |
| 06/21/16 | DN | Call with client and N. Moss re: case status; confer with N. Moss re: same. | 0.80 |
| 06/21/16 | NM | Confer with D. Newman re: case status; participate on call with client and D. Newman re: same; draft summary of various open issues. | 1.90 |
| 06/22/16 | DHG | Review AAT litigation financing motion. | 1.40 |
| 06/23/16 | DN | Review AAT litigation funding motion; confer with N. Moss re: same. | 1.50 |
| 06/23/16 | NM | Review pleadings filed in connection with the JPM litigation; review decisions in connection with JPM litigation proceeds; review litigation funding motion and agreement; draft summary re: same; confer with D. Newman re: same. | 5.10 |
| 06/23/16 | ARS | Review AAT funding motion; summarize same; email N. Moss re: same. | 1.70 |
| 06/24/16 | DN | Committee call re: proposed AAT financing. | 0.50 |
| 06/24/16 | DHG | Prepare for and participate on Committee call re: AAT financing. | 2.00 |
| 06/24/16 | NM | Prepare for and participate on Committee call re: AAT financing; continue reviewing financing agreement. | 2.50 |
| 06/26/16 | NM | Review AAT funding motion and proposed financing. | 0.50 |
| 06/27/16 | DN | Email D. Golden re: AAT proposed financing; review financing agreement; email with various members of group re: same. | 0.80 |
| 06/27/16 | DHG | Calls with clients re: AAT financing. | 0.80 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1668752

Page 2
July 25, 2016

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 06/27/16 | NM | Review letter re: recent proceedings; prepare for 6/28 group call. | 1.10 |
| 06/27/16 | ARS | Email N. Moss re: upcoming hearings. | 0.20 |
| 06/28/16 | DN | Call with group re: AAT funding motion and proposal; calls with clients re: same. | 0.80 |
| 06/28/16 | DHG | Call with group re: AAT funding motion and proposal; calls with group members re: same; review terms of funding proposal. | 2.00 |
| 06/28/16 | NM | Prepare for and participate on call with group members re: AAT funding motion and proposal; emails with various members of group re: same; review litigation funding proposal; calls with unitholders re: same. | 2.10 |
| 06/28/16 | ARS | Attend JPM case status conference telephonically; email summary of same to D. Newman and N. Moss. | 0.70 |
| 06/29/16 | DN | Calls with N. Moss and group members re: financing motion and proposal; confer with N. Moss re: same; call with D. Golden re: same. | 0.80 |
| 06/29/16 | DHG | Participate in calls with Alta, PW, AG re: AAT financing; call with D. Newman re: same; call with J. Seery re: same. | 1.20 |
| 06/29/16 | NM | Participate on calls with D. Newman and group members re: financing motion and proposal; confer with D. Newman re: same; emails with A. Slavutin re: JPM hearings, objection deadlines, and transcripts. | 1.00 |
| 06/29/16 | ARS | Emails with N. Moss re: JPM hearings, objection deadlines, and transcripts. | 0.20 |
| 06/30/16 | DN | Call with D. Golden re: AAT financing allocations. | 0.20 |
| 06/30/16 | DHG | Call with D. Newman re: AAT financing allocations; call with J. Seery re: same; call with DK re: same. | 0.60 |
| 06/30/16 | ARS | Email N. Moss and client re: recent JPM hearing. | 0.30 |
| Total Hours | | | 35.50 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 5.50 | at | \$975.00 | = | \$5,362.50 |
| D H GOLDEN | 8.00 | at | \$1325.00 | = | \$10,600.00 |
| H B JACOBSON | 0.50 | at | \$925.00 | = | \$462.50 |
| N MOSS | 17.00 | at | \$795.00 | = | \$13,515.00 |
| A R SLAVUTIN | 4.50 | at | \$690.00 | = | \$3,105.00 |

Current Fees \$33,045.00

Current Expenses \$42.68

Total Amount of This Invoice \$33,087.68

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1668752
Invoice Date 07/25/16
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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Dept. 7247-6838
Philadelphia, PA 19170-6838

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Newark, DE 19711

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Suite 900
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Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1668752

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1674319
Invoice Date 09/13/16
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 07/31/16 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 07/01/16 | DN | Calls with J. Seery and D. Golden re: AAT financing. | 0.50 |
| 07/01/16 | ARS | Correspondence re recently filed pleadings. | 0.20 |
| 07/02/16 | ARS | Review recently filed pleadings. | 0.40 |
| 07/04/16 | DHG | Emails with group members re: AAT financing allocation issues. | 1.20 |
| 07/05/16 | DN | Call with group member re AAT financing; emails and call with D. Golden re: same. | 1.20 |
| 07/05/16 | DHG | Numerous telephone calls and emails re: AAT financing. | 2.00 |
| 07/05/16 | ARS | Review recent filings; prepare AAT funding analysis; revise same based on deal developments. | 1.40 |
| 07/06/16 | DN | Calls with clients re: AAT funding; review filings re: same. | 3.80 |
| 07/06/16 | DHG | Numerous telephone calls and emails re: AAT financing allocation issues. | 1.40 |
| 07/06/16 | ARS | Emails with D. Newman re: AAT financing analysis; email D. Golden re: same; revise same. | 0.80 |
| 07/07/16 | DN | Calls re: AAT financing; emails with Akin team re: same; lead group call re AAT financing. | 2.60 |
| 07/07/16 | NM | Participate on call with group re: AAT financing; review litigation funding agreement; correspondence with team re: same. | 1.20 |
| 07/07/16 | ARS | Emails with N. Moss re: recent pleadings; analyze same; emails with D. Newman re: AAT funding mechanics; prepare funding side letter; call with group re: funding agreement. | 3.20 |
| 07/08/16 | DN | Calls with clients re: AAT funding; lead group call re AAT financing. | 2.00 |
| 07/08/16 | DHG | Calls and emails with holders re: AAT financing allocation issues; review analysis re same. | 2.20 |
| 07/08/16 | NM | Attend to issues re: funding agreement and recently filed pleadings. | 1.00 |
| 07/08/16 | ARS | Research re: funding mechanics; email D. Newman re: same; email D. Golden and D. Newman re: same; prepare funding side letter allocation schedule. | 1.70 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1674319

Page 2
September 13, 2016

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 07/11/16 | DHG | Telephone call with J. Seery re: allocations of AAT financing; revise allocation schedule email; telephone call with unit holder re: same; office conference with N. Moss re: same. | 1.10 |
| 07/11/16 | NM | Calculate group members' funding allocations; prepare email to the group re: same; confer with D. Golden re: same. | 1.50 |
| 07/11/16 | ARS | Emails re: funding allocation analysis. | 0.30 |
| 07/12/16 | DHG | Correspondence re: AAT funding mechanics; telephone calls with J. Seery re: same. | 0.70 |
| 07/12/16 | NM | Prepare and send email to the group re: AAT financing funding mechanics; attend to issues re: same. | 2.10 |
| 07/12/16 | ARS | Review recent pleadings; emails with team re: same; analyze JPM fees issues. | 0.70 |
| 07/13/16 | DN | Review Second Circuit decision; draft email re: same; calls with clients re: same. | 4.60 |
| 07/13/16 | NM | Review AAT funding agreement; review Second Circuit decision on threshold issues; prepare summary of the same. | 4.20 |
| 07/13/16 | ARS | Correspondence re: recent filings. | 0.30 |
| 07/14/16 | DN | Confer with D. Golden and N. Moss re: AAT financing and Second Circuit decision; review JPM fee issue. | 1.80 |
| 07/14/16 | DHG | Office conference with D. Newman and N. Moss re: AAT financing and Second Circuit decision; review Second Circuit decision. | 2.30 |
| 07/14/16 | NM | Meet with D. Golden and D. Newman re: Second Circuit decision and AAT funding (partial). | 0.30 |
| 07/15/16 | DN | Calls with clients re: AAT funding; review AAT alternate funding/UCC settlement motion and district court decision re allocation dispute; call with N. Moss and D. Golden re: same; draft email re: same. | 2.30 |
| 07/15/16 | DHG | Telephone conference with N. Moss and D. Newman re: AAT alternative funding proposal and UCC settlement; review alternate funding/UCC settlement motion; revise same. | 2.20 |
| 07/15/16 | NM | Call with unitholder re: AAT issues; call with D. Golden and D. Newman re: same; review AAT allocation settlement and alternative funding motion; review MDL decision; review decisions re AAT allocation dispute. | 4.50 |
| 07/17/16 | NM | Review recent MDL decision; attend to issues re: 7/18 hearing. | 1.50 |
| 07/18/16 | DN | Review MDL decision; draft and send email re: same; confer with N. Moss re: same; listen to hearing; call with B. Rudnick re: same; calls with clients re: same. | 4.50 |
| 07/18/16 | DHG | Review plan and disclosure statement in connection with potential settlement with plaintiffs. | 2.10 |
| 07/18/16 | NM | Telephonically attend hearing re: AAT extension motion and general updates; draft summary for group re: same; confer with D. Newman re: same; attend to issues re: appeal. | 2.10 |
| 07/19/16 | DN | Call with Akin team re: Second Circuit decision; call with client re: same; review materials re: JPM litigation. | 2.60 |
| 07/19/16 | DHG | Telephone conference with Akin team re: 2nd Circuit decision; review materials re: same. | 0.50 |
| 07/19/16 | NM | Correspondence with unitholders re: status; review recent filings. | 0.50 |
| 07/20/16 | DN | Review information relating to duration of JPM litigation. | 1.50 |
| 07/20/16 | NM | Attend to issues re: JPM litigation; confer with D. Newman re: same. | 0.60 |
| 07/20/16 | ARS | Emails with D. Newman and N. Moss re: recent filings and transcripts. | 0.20 |
| 07/21/16 | ARS | Review new filings. | 0.40 |
| 07/22/16 | ARS | Emails re: recent filings; analyze GUC trust budget. | 0.40 |
| 07/26/16 | NM | Review letters to Judge Furman re: parties' positions in the MDL. | 0.50 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1674319

Page 3
September 13, 2016

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 07/26/16 | ARS | Prepare summary of letter re: MDL proceedings; emails re: same. | 0.50 |
| 07/27/16 | DN | Meeting at Brown Rudnick re: potential settlement; confer with D. Golden re: same. | 1.70 |
| 07/27/16 | DHG | Office conference with D. Newman re: meeting with plaintiffs. | 0.50 |
| 07/27/16 | NM | Attend meeting at Brown Rudnick re: potential settlement with plaintiffs; prepare summary re: same. | 2.20 |
| 07/27/16 | ARS | Correspond with N. Moss re: recently filed pleadings. | 0.20 |
| 07/28/16 | DN | Email D. Golden re: potential settlement with plaintiffs. | 0.20 |
| 07/28/16 | NM | Review summary of MDL status conference. | 0.50 |
| 07/28/16 | ARS | Telephonically attend MDL status conference; prepare summary of same; emails with Akin team re: same and upcoming dates and deadlines. | 1.90 |
| 07/29/16 | DN | Call with GUC Trust counsel re: settlement scenarios (partial); confer with D. Golden and N. Moss re: same. | 0.30 |
| 07/29/16 | DHG | Conference call with M. Williams, K. Martorana re: discussions re: potential settlement scenarios with plaintiffs; telephone calls with unit holders re: same; confer with D. Newman and N. Moss re: same; review objections filed by DK, RB to AAT financing/settlement motion. | 4.40 |
| 07/29/16 | NM | Participate on call with Gibson re: potential settlement with plaintiffs; confer with D. Golden and D. Newman re: same; review objections to the AAT funding motion. | 1.10 |
| 07/29/16 | ARS | Review objections re: AAT funding and confer with Akin team re: same. | 0.40 |
| Total Hours | | | 87.00 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 29.60 | at | \$975.00 | = | \$28,860.00 |
| D H GOLDEN | 20.60 | at | \$1325.00 | = | \$27,295.00 |
| N MOSS | 23.80 | at | \$795.00 | = | \$18,921.00 |
| A R SLAVUTIN | 13.00 | at | \$690.00 | = | \$8,970.00 |

Current Fees \$84,046.00

Current Expenses \$943.62

Total Amount of This Invoice **\$84,989.62**

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1674319
Invoice Date 09/13/16
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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Suite 900
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Ref: 693414/0001, Invoice No. 1674319

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Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1679672
Invoice Date 10/10/16
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 08/31/16 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 08/01/16 | DN | Client call re: potential settlement discussions. | 1.00 |
| 08/01/16 | DHG | Review draft stipulation from Brown Rudnick re: potential claims; prepare for and participate in call with clients re: potential settlement discussions. | 2.00 |
| 08/01/16 | NM | Review Brown Rudnick draft stipulation; prepare for and participate on call with group re: potential settlement with plaintiffs. | 1.90 |
| 08/01/16 | ARS | Attend call re: potential settlement discussions with unit holders; prepare for same. | 1.10 |
| 08/02/16 | NM | Review notice of adjournment of the AAT funding motion. | 0.20 |
| 08/03/16 | DHG | Emails with D. Newman re: discussions with plaintiffs. | 0.50 |
| 08/03/16 | NM | Attend to potential settlement issues. | 0.20 |
| 08/04/16 | NM | Review MDL submissions. | 0.20 |
| 08/05/16 | DN | Review reply briefs re: AAT financing; confer with N. Moss re: email re: same. | 0.50 |
| 08/05/16 | DHG | Extended telephone conference with E. Weisfelner re: potential settlement discussions. | 1.00 |
| 08/05/16 | DHG | Review AAT financing reply briefs; telephone calls re: same with group members. | 1.20 |
| 08/05/16 | NM | Review replies in support of AAT motion and UCC settlement; draft summary re: same; confer with team re: same. | 2.60 |
| 08/05/16 | ARS | Review replies re: funding and settlement; prepare summary of same. | 2.20 |
| 08/08/16 | DHG | Telephone call with E. Weisfelner re: potential claims; confer with N. Moss re: same. | 0.50 |
| 08/08/16 | NM | Research re: potential settlement issues; draft summary re: same; confer with D. Golden re: same. | 1.50 |
| 08/08/16 | ARS | Prepare hearing materials. | 0.30 |
| 08/09/16 | DN | Call with Gibson re: settlement proposal; draft email to clients re: same. | 1.30 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Bill Number: 1679672

Page 2
10/10/16

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 08/09/16 | DHG | Telephone conference with Gibson re: plaintiff's proposed settlement proposal. | 0.70 |
| 08/09/16 | NM | Prepare for 8/10 hearing; review recently filed pleadings. | 0.90 |
| 08/10/16 | DHG | Prepare for and attend hearing on AAT Trust financing and settlement motion. | 4.50 |
| 08/10/16 | PAS | Review and annotate en banc petition; send preliminary analysis of en banc petition to bankruptcy team. | 1.00 |
| 08/10/16 | NM | Attend hearing on AAT financing and UCC settlement; draft summary for clients. | 4.70 |
| 08/10/16 | ARS | Telephonically attend hearing re: AAT funding (partial); correspondence re: same and Second Circuit rehearing petition. | 2.50 |
| 08/11/16 | NM | Prepare for and participate on call with unitholder re: potential claims against the GUC Trust; confer with D. Newman re: same. | 1.20 |
| 08/11/16 | ARS | Correspondence with N. Moss and D. Newman re: recent filings. | 0.30 |
| 08/12/16 | DN | Confer with N. Moss re: potential claims against the GUC Trust; review email re: same. | 0.80 |
| 08/12/16 | PAS | Email correspondence with D. Newman and counsel for GUC Trust re: petition for rehearing and related follow up. | 0.20 |
| 08/12/16 | NM | Perform analysis of potential claims against the GUC Trust; correspondence with A. Slavutin re: New GM's petition for rehearing. | 0.70 |
| 08/12/16 | ARS | Analyze and summarize new filing in MDL; correspond with N. Moss re: new filings. | 0.70 |
| 08/15/16 | DN | Emails with N. Moss and D. Golden re: potential liability to GUC Trust from plaintiffs' claims. | 1.00 |
| 08/15/16 | HBJ | Telephone conference with N. Moss re: tax issues; review 10-Q re: tax attribute distribution and other tax provisions. | 0.40 |
| 08/15/16 | NM | Prepare potential claims analysis. | 2.50 |
| 08/15/16 | ARS | Correspondence re: Second Circuit filings; review MDL opinion; summarize same. | 0.90 |
| 08/16/16 | DHG | Discussions with holders re: tax related issues; telephone call with H. Jacobson re: tax issues. | 1.10 |
| 08/16/16 | HBJ | Review 10-Q tax provisions; discuss same with D. Golden. | 0.70 |
| 08/16/16 | NM | Review potential claims analysis; confer with D. Newman re: same. | 0.50 |
| 08/17/16 | DHG | Call with GoldenTree re: estimation of plaintiffs' potential claims; review N. Moss memo re: same. | 0.90 |
| 08/17/16 | NM | Confer with D. Golden re: potential claims against the GUC Trust; revise summary re: same. | 0.50 |
| 08/19/16 | ARS | Review recently filed pleadings and send summaries of same to D. Newman and N. Moss. | 1.80 |
| 08/23/16 | NM | Analysis of potential claims against the GUC trust. | 0.60 |
| 08/24/16 | DN | Review AAT funding decision; revise email re: same; calls with A. Slavutin re: same. | 1.40 |
| 08/24/16 | NM | Review decision on AAT funding and UCC settlement; review summary re: same; confer with team re: same. | 1.10 |
| 08/24/16 | ARS | Review and summarize AAT funding opinion; calls with D. Newman re: same. | 2.60 |
| 08/29/16 | NM | Analyze products liability settlements | 2.20 |
| 08/29/16 | ARS | Emails with N. Moss re: new filings. | 0.20 |
| 08/30/16 | NM | Review notice of appeal of AAT funding agreement and UCC settlement; work on class action claims analysis. | 4.20 |
| 08/31/16 | DN | Confer with N. Moss and D. Golden re: New GM letter. | 0.50 |
| 08/31/16 | NM | Work on class action analysis; review process letter from New GM; confer with D. Newman re: same. | 2.20 |

Total Hours 61.70

MOTORS LIQUIDATION COMPANY GUC TRUST
Bill Number: 1679672

Page 3
10/10/16

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 6.50 | at | \$975.00 | = | \$6,337.50 |
| D H GOLDEN | 12.40 | at | \$1325.00 | = | \$16,430.00 |
| H B JACOBSON | 1.10 | at | \$925.00 | = | \$1,017.50 |
| P A SHAH | 1.20 | at | \$950.00 | = | \$1,140.00 |
| N MOSS | 27.90 | at | \$795.00 | = | \$22,180.50 |
| A R SLAVUTIN | 12.60 | at | \$690.00 | = | \$8,694.00 |

| | |
|--------------|-------------|
| Current Fees | \$55,799.50 |
|--------------|-------------|

| | |
|------------------|----------|
| Current Expenses | \$808.30 |
|------------------|----------|

| | |
|-------------------------------------|--------------------|
| Total Amount of This Invoice | \$56,607.80 |
|-------------------------------------|--------------------|

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1679672
Invoice Date 10/10/16
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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Ref: 693414/0001, Invoice No. 1679672

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Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1682928
Invoice Date 10/26/16
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/30/16 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 09/01/16 | DN | Telephone call with L. Rubin and N. Moss re: New GM remaining issues letter. | 0.50 |
| 09/01/16 | NM | Participate on call with Gibson re: proposed remaining issues procedures; correspondence with unitholder re: New GM status letter; confer with D. Newman re: same. | 2.10 |
| 09/01/16 | ARS | Review new filings; correspondence with clients re: status. | 1.10 |
| 09/02/16 | NM | Telephone call with unitholder; revise email to New GM re: remaining issues procedures; review update re: MDL; correspondence with Gibson re: tax issues. | 0.70 |
| 09/02/16 | ARS | Emails with Akin team re: status. | 0.30 |
| 09/06/16 | NM | Correspondence with Gibson re: remaining issues procedures; review recently filed pleadings. | 0.50 |
| 09/06/16 | ARS | Emails re: new filings and MDL conference. | 0.30 |
| 09/07/16 | DN | Confer with N. Moss re: remaining issues lists. | 0.20 |
| 09/07/16 | NM | Telephonically attend MDL status conference; meet with D. Golden and D. Newman re: status and next steps; review initial issues lists; confer with Akin team and Gibson; summarize initial issues lists; draft email to group. | 3.10 |
| 09/07/16 | ARS | Emails re: MDL status conference; telephonically attend status conference. | 1.80 |
| 09/08/16 | DN | Review draft email to clients; telephone call with unitholder. | 0.80 |
| 09/08/16 | DHG | Review issues list provided by various plaintiffs groups. | 1.00 |
| 09/08/16 | NM | Revise update email to the group; confer with D. Golden and D. Newman re: same. | 1.50 |
| 09/12/16 | DN | Telephone call with New GM re: meet and confer; review issues lists in preparation for meet and confer. | 2.40 |
| 09/12/16 | DHG | Telephone calls re: remaining issues lists. | 1.00 |
| 09/12/16 | CAO | Telephone call with J. Woodson; research re: potential notice issues; draft memorandum re: same. | 4.10 |
| 09/12/16 | JLW | Confer with D. Newman re: case issues; review filed issues lists; | 6.30 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1682928

Page 2
October 26, 2016

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | review research re: automobile settlements; confer with N. Moss re: case status; confer with C. O'Connor re: research; review research re: potential notice issues; participate on meet and confer with New GM; research case law re: ripeness issues. | |
| 09/12/16 | NM | Prepare for and participate on telephone call with New GM re: remaining issues lists; draft potential claims analysis update email. | 3.10 |
| 09/12/16 | ARS | Emails with client and N. Moss re: upcoming status conference and recent filings. | 0.30 |
| 09/13/16 | DN | Meet and Confer re: issues lists; review same; review email re: potential liability. | 2.40 |
| 09/13/16 | DHG | Review/revise memo on potential estimation of plaintiffs' claims. | 1.20 |
| 09/13/16 | JLW | Research case law re: ripeness issues; participate on meet and confer; review draft summary of automobile settlements. | 2.40 |
| 09/13/16 | NM | Prepare for and participate on meet and confer with parties in interest re: the remaining issues lists. | 2.80 |
| 09/14/16 | DHG | Email re: 2nd Circuit denial of GM rehearing petition. | 0.70 |
| 09/14/16 | JLW | Confer with N. Moss re: settlement research; revise summary of same; confer with J. Kane re: research; review Pioneer case law; confer with N. Moss re: summary of research; confer with D. Newman and N. Moss re: summary of research; revise same. | 5.70 |
| 09/14/16 | PAS | Email correspondence re: timing and prospects for potential certiorari petition. | 0.20 |
| 09/14/16 | NM | Revise potential claims summary; confer with team re: same; participate on telephone call with team re: same; revise the same. | 4.90 |
| 09/14/16 | JPk | Research re: plaintiffs potential claims. | 3.70 |
| 09/14/16 | ARS | Correspondence re: Second Circuit denial of rehearing petition; correspond with D. Golden and N. Moss re: avoidance action complaint. | 0.70 |
| 09/15/16 | DN | Telephone calls with N. Moss re: email re: liability; review/revise same. | 1.40 |
| 09/15/16 | DHG | Further revision to claim estimation memo. | 0.60 |
| 09/15/16 | JLW | Review and revise summary of Pioneer research; attention to email with J. Kane re: research; review case law re: Pioneer factors. | 0.70 |
| 09/15/16 | JPk | Research excusable neglect in the Second Circuit. | 5.00 |
| 09/16/16 | PAS | Review and provide email analysis re: prospects of potential CVSG from Supreme Court in response to New GM certiorari petition and impacts on timing. | 0.40 |
| 09/16/16 | NM | Revise potential claims analysis summary; confer with D. Golden re: same; telephone call with unit holder re: claims issues; prepare summary for group re: timeline of threshold issues appeal. | 1.70 |
| 09/16/16 | ARS | Correspondence with N. Moss re: new filings. | 0.30 |
| 09/19/16 | JPk | Research excusable neglect in the Second Circuit. | 2.90 |
| 09/20/16 | DN | Confer with D. Golden and N. Moss re: email to clients re: plaintiffs potential claims. | 0.80 |
| 09/20/16 | DHG | Review email traffic re: Second Circuit cert denial; telephone call with Gibson re: upcoming distribution; confer with team re: plaintiffs' claims. | 0.80 |
| 09/20/16 | PAS | Review email correspondence from counsel for New GM and other parties re: motion to stay mandate. | 0.20 |
| 09/20/16 | JPk | Research excusable neglect in the Second Circuit. | 4.00 |
| 09/21/16 | DN | Review/revise email to clients re: potential liability. | 0.80 |
| 09/21/16 | JLW | Review and revise draft email to clients. | 0.60 |
| 09/21/16 | PAS | Review New GM's motion to stay mandate filed in Second Circuit; email correspondence with Akin Gump team re: same. | 0.60 |
| 09/21/16 | NM | Revise and send potential claims analysis summary to group; confer with Akin team re: same; telephone call with unit holder re: | 3.20 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1682928

Page 3
October 26, 2016

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | same; review recently filed MDL pleadings; correspondence re: threshold issues appeal; review motion for a stay. | |
| 09/21/16 | JPk | Research excusable neglect in the Second Circuit. | 2.10 |
| 09/26/16 | JPk | Research excusable neglect in the Second Circuit. | 2.00 |
| 09/27/16 | DHG | Telephone call from holders re: potential plaintiffs' claims. | 0.70 |
| 09/27/16 | JLW | Review Pioneer factors and case summaries of same; draft email to D. Newman re: same; confer with J. Kane re: same. | 3.60 |
| 09/27/16 | NM | Review Pioneer research analysis; correspondence re: same. | 0.70 |
| 09/27/16 | JPk | Research excusable neglect in Second Circuit, draft outline and chart of cases re: same. | 6.70 |
| 09/28/16 | DN | Telephone call with Gibson Dunn re: status; telephone call with unitholder re: status. | 1.50 |
| 09/28/16 | DHG | Telephone call with D. Newman and N. Moss re: new GM appeal issues. | 0.60 |
| 09/28/16 | NM | Telephonically attend JPM status conference; participate on telephone call with Gibson re: next steps. | 1.50 |
| 09/28/16 | JPk | Research excusable neglect for due process violations. | 2.10 |
| 09/30/16 | NM | Draft update email for GM group; review 2nd circuit stay denial order and mandate; confer with team re: same; confer with unit holders re: same. | 1.50 |
| Total Hours | | | 102.80 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 10.80 | at | \$975.00 | = | \$10,530.00 |
| D H GOLDEN | 6.60 | at | \$1325.00 | = | \$8,745.00 |
| P A SHAH | 1.40 | at | \$950.00 | = | \$1,330.00 |
| N MOSS | 27.30 | at | \$795.00 | = | \$21,703.50 |
| J L WOODSON | 19.30 | at | \$760.00 | = | \$14,668.00 |
| C A O'CONNOR | 4.10 | at | \$565.00 | = | \$2,316.50 |
| J P KANE | 28.50 | at | \$460.00 | = | \$13,110.00 |
| A R SLAVUTIN | 4.80 | at | \$690.00 | = | \$3,312.00 |

Current Fees \$75,715.00

Current Expenses \$108.16

Total Amount of This Invoice \$75,823.16

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Invoice Date 10/26/16
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1689587
Invoice Date 11/22/16
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 10/31/16 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 10/04/16 | JPK | Research re: standards for asserting late claims. | 1.60 |
| 10/05/16 | DN | Review JPM hearing transcript; draft summary re: same. | 2.50 |
| 10/05/16 | DHG | Review D. Newman email regarding JPM hearing; telephone call with D. Newman re: same. | 0.80 |
| 10/06/16 | DN | Call with P. Shah re: potential appeals issues; emails/confer with N. Moss and D. Golden re same. | 0.80 |
| 10/06/16 | PAS | Email correspondence with N. Moss re: potential Supreme Court review of equitable mootness issue. | 0.20 |
| 10/06/16 | JAL | Review Pioneer research and background materials. | 0.70 |
| 10/07/16 | PAS | Telephone conference with D. Newman re: potential appeals issues; review Supreme Court cross-petition rules and provide comments on Gibson Dunn proposal. | 0.50 |
| 10/07/16 | JAL | Review Prioneer research. | 0.50 |
| 10/10/16 | NM | Review recently filed pleadings. | 0.50 |
| 10/10/16 | JAL | Review New GM and Plaintiff update letter. | 0.50 |
| 10/13/16 | DN | Call with Gibson re: next steps. | 0.30 |
| 10/13/16 | DHG | Conference call with Gibson Dunn re: strategy with respect to new GM cert petition. | 0.70 |
| 10/13/16 | JLW | Confer with J. Kane re: late claims research. | 0.20 |
| 10/13/16 | PAS | Telephone conference with Gibson Dunn team re: appeal strategy. | 0.30 |
| 10/13/16 | NM | Listen to MDL hearing; prepare client materials; prepare for call with Gibson re cert issues; participate on same. | 3.10 |
| 10/13/16 | JPK | Research re: late claims issues. | 4.20 |
| 10/13/16 | JAL | Listen to MDL hearing; review threshold issues decision. | 2.10 |
| 10/14/16 | JPK | Research excusable neglect and late filed claims standards; draft memo re: same. | 5.40 |
| 10/19/16 | DN | Revise email to clients re: Remaining Issues. | 0.20 |
| 10/19/16 | DHG | Review remaining issues scheduling order; office conference with N. Moss re: same; telephone call with D. Newman re: remaining issues list. | 0.80 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1689587

Page 2
November 22, 2016

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 10/19/16 | JLW | Review late claims research. | 2.40 |
| 10/19/16 | NM | Meet with D. Golden re: remaining issues; review scheduling order; prepare email to the group re same. | 1.90 |
| 10/20/16 | DN | Call w/ Gibson and counsel for Plaintiffs re Remaining Issues. | 1.50 |
| 10/20/16 | DHG | Participate in all hands call re: remaining issues after 2nd Circuit decision. | 1.00 |
| 10/20/16 | NM | Prepare for calls on remaining issues; meet with D. Newman re: same; participate on pre-call with Gibson; participate on meet and confer re: remaining issues | 2.80 |
| 10/26/16 | DHG | Review GDC letter re: new distribution; review 8-K filing. | 2.30 |
| 10/26/16 | NM | Review GUC Trust quarterly report and distribution notice; prepare email to clients | 1.50 |
| 10/26/16 | JAL | Attend to case administration. | 2.30 |
| 10/27/16 | JAL | Review recently filed pleadings. | 0.80 |
| 10/28/16 | DN | Confer w/ N. Moss and D. Golden re New GM letter re Remaining Issues. | 0.50 |
| 10/28/16 | DHG | Review GDC comments to status letter; office conference with D. Newman and N. Moss re: same; telephone calls with GDC re: comments to status letter; office conference with N. Moss re: same. | 2.10 |
| 10/28/16 | NM | Call with unit holder re status; review Gibson comments to the status report; meeting with D. Newman and D. Golden re same; revise status report; confer with D. Golden re same. | 1.90 |
| 10/31/16 | DN | Confer w/ D. Golden and N. Moss re New GM letter re Remaining Issues. | 0.20 |
| 10/31/16 | DHG | Review/revise status report; office conferences with D. Newman and N. Moss re: same; telephone call with GDC re: same. | 1.20 |
| 10/31/16 | NM | Revise status report; review D. Golden's comments to the status report; call with unit holder re status of distribution; review Gibson's comments to status report; meet with D. Golden and D. Newman re same. | 1.00 |
| Total Hours | | | 49.30 |

Current Fees \$38,990.99

FOR COSTS ADVANCED AND EXPENSES INCURRED:

| | |
|---------------------------------------|----------|
| Computerized Legal Research - Lexis | \$126.54 |
| Computerized Legal Research - Westlaw | \$83.11 |
| Document Retrieval | \$915.84 |
| Meals (100%) | \$43.08 |
| Telephone - Long Distance | \$101.50 |
| Travel - Ground Transportation | \$44.98 |

Current Expenses \$1,315.05

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Invoice Date 11/22/16
Client Number 693414
Matter Number 0001

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Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1693001
Invoice Date 12/12/16
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 11/30/16 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 11/01/16 | DHG | Email exchange with GDC re: remaining issues; review submissions by Weintraub/accident plaintiffs, Pope plaintiffs, Gary Peller and Brown Rudnick. | 1.70 |
| 11/01/16 | JLW | Confer with N. Moss re: case status. | 0.10 |
| 11/01/16 | NM | Attend to issues re: status report. | 0.50 |
| 11/02/16 | DN | Confer with D. Golden and N. Moss re: draft status report. | 0.60 |
| 11/02/16 | DHG | Telephone call with GDC re: November distribution; review GDC revisions on remaining issues letter; office conference with team re: same. | 2.00 |
| 11/02/16 | JLW | Confer with N. Moss re: stay research. | 0.10 |
| 11/02/16 | NM | Prepare for and attend internal meeting re: status report; revise the same; confer with Gibson re: same; review revisions to same from other parties. | 2.50 |
| 11/02/16 | JAL | Review stay briefings and opinion; research stay/bond cases in connection with plaintiffs' potential stay request. | 5.20 |
| 11/03/16 | JAL | Research re: issues in connection with potential stay request. | 3.50 |
| 11/04/16 | JAL | Research supersedeas bond issues. | 1.80 |
| 11/07/16 | JAL | Review GM joint status letter. | 0.30 |
| 11/08/16 | DHG | Review new GM redraft of status report; telephone calls with N. Moss re: same; telephone calls with N. Moss re: notice to holders regarding upcoming distribution. | 1.20 |
| 11/08/16 | NM | Review correspondence re: remaining issues; review recently filed pleadings; confer with team re: various case issues. | 0.50 |
| 11/09/16 | DHG | Review latest drafts of remaining issues letter; internal meeting re: same; telephone call with GDC re: same. | 1.40 |
| 11/09/16 | PAS | Email correspondence with N. Moss re: procedural issues related to equitable mootness ruling for filing of GUC trust claims. | 0.30 |
| 11/09/16 | NM | Revise status report; confer with Gibson re: same; confer with team re: same; review summary of MDL hearing. | 1.10 |
| 11/10/16 | JAL | Review recently filed pleadings. | 1.10 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1693001

Page 2
December 12, 2016

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 11/14/16 | NM | Prepare for 11/16 hearing; attend to issues re: distribution; confer with team. | 1.50 |
| 11/14/16 | JAL | Attend to case administration. | 0.10 |
| 11/15/16 | NM | Prepare for 11/16 hearing. | 1.00 |
| 11/16/16 | DN | Attend hearing on JPM litigation and status conference on remaining issues; confer with team re same. | 3.00 |
| 11/16/16 | DHG | Office conferences with D. Newman and N. Moss re: results of Judge Glenn's hearing on threshold issues; telephone call with unitholder re: same; review memo to Committee members re: results of hearing. | 1.20 |
| 11/16/16 | NM | Prepare for and attend hearing on JPM litigation and remaining issues; call with unit holder re: update; draft summary of hearing for clients; confer with D. Newman re: same; correspondence with unit holders re: status. | 4.10 |
| 11/18/16 | NM | Emails with Gibson re: distribution issue. | 0.40 |
| 11/22/16 | PAS | Email correspondence re: threshold issues appeal. | 0.20 |
| 11/23/16 | NM | Correspondence with FTI re: distributions accounting; confer with D. Golden re: remaining issues OSC. | 1.00 |
| 11/28/16 | DHG | Review proposed edits by GDC to proposed order to show cause; email to N. Moss re: same. | 0.50 |
| 11/28/16 | NM | Confer with team re: OSC; attend to case admin; confer with FTI and unitholder re: distribution issues. | 1.00 |
| 11/29/16 | DN | Review proposed language for order to show cause; confer with D. Golden re: same; emails re: same. | 0.70 |
| 11/29/16 | DHG | Attend to case administration; review Brown Rudnick proposed revisions to order to show cause re: litigation issues; office conference with D. Newman re: same. | 0.50 |
| 11/29/16 | NM | Review Plaintiffs' comments to the OSC | 0.50 |
| 11/30/16 | DN | Call with H. Steele re: proposed language for order to show cause; confer with N. Moss re: same; review proposed language re: same. | 0.80 |
| 11/30/16 | NM | Attend to case admin; call with Gibson re: OSC; confer with D. Newman re: same; call with Plaintiffs' counsel re: same; revise OSC. | 2.10 |
| Total Hours | | | 42.50 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | = | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 5.10 | at | \$975.00 | = | \$4,972.50 |
| D H GOLDEN | 8.50 | at | \$1325.00 | = | \$11,262.50 |
| P A SHAH | 0.50 | at | \$950.00 | = | \$475.00 |
| N MOSS | 16.20 | at | \$795.00 | = | \$12,879.00 |
| J L WOODSON | 0.20 | at | \$760.00 | = | \$152.00 |
| J A LATOV | 12.00 | at | \$460.00 | = | \$5,520.00 |

Current Fees \$35,261.00

Current Expenses \$841.30

MOTORS LIQUIDATION COMPANY GUC TRUST

Invoice Number: 1693001

Page 3

December 12, 2016

Total Amount of This Invoice

\$36,102.30

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Invoice Date 12/12/16
Client Number 693414
Matter Number 0001

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Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1698542
Invoice Date 01/31/17
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 12/31/16 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 12/01/16 | DN | Confer w/ N. Moss re: OSC proposed language. | 0.20 |
| 12/02/16 | DHG | Emails with Gibson re: order to show cause; review plaintiffs' proposed revisions to order to show cause. | 1.20 |
| 12/02/16 | NM | Confer with Gibson re: remaining issues and MDL issues; correspondence with plaintiffs' counsel re: remaining issues. | 1.50 |
| 12/05/16 | DN | Call re: Order to Show Cause; review revised language. | 0.80 |
| 12/05/16 | DHG | Prepare for and participate in meet and confer re: proposed order to show cause; telephone call with BR and GDC re: same; review final changes to order to show cause. | 1.60 |
| 12/05/16 | NM | prepare for meet and confer on remaining issues; calls with Brown Rudnick and Gibson re: same; participate on meet and confer; confer with Gibson re: remaining issues; review revised OSC; confer with team re: same. | 2.90 |
| 12/06/16 | DHG | All-hands telephone call re: finalization of order to show cause re: threshold issues; review final version of order to show cause. | 1.20 |
| 12/06/16 | NM | Prepare for and participate in meet and confer re: Remaining Issues OSC; confer with D. Golden re: same; calls with Brown Rudnick and King and Spalding re: same. | 1.30 |
| 12/07/16 | DN | Review MTD decision in JPM adversary proceeding; draft email re: same. | 1.50 |
| 12/07/16 | DHG | Review GM decision re: motion to dismiss JPM litigation; telephone calls to holders re: same; review email draft to holders; office conference with D. Newman, N. Moss re: same. | 2.10 |
| 12/07/16 | NM | Review decision re: motion to dismiss JPM litigation w/r/t GIFT trust; confer with team re: same; confer with unit holders re: same; prepare status update email for clients re: Remaining Issues; confer with D. Golden re: same; | 2.50 |
| 12/07/16 | JPK | Draft summary of 12/7/16 Opinion Granting Motion to Dismiss, examine scheduling orders filed in adversary proceeding. | 4.50 |
| 12/08/16 | DK | Review recently filed pleadings. | 0.80 |
| 12/08/16 | JPK | Summarize scheduling orders in adversary proceeding. | 2.10 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Bill Number: 1698542

Page 2
01/31/17

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 12/08/16 | JAL | Review recently filed pleadings. | 0.50 |
| 12/12/16 | DN | Listen to JPM Discovery Conference | 0.80 |
| 12/12/16 | DK | Attend to case administration. | 0.60 |
| 12/12/16 | NM | Attend to case admin; confer with unit holder and D. Newman re: JPM litigation. | 1.50 |
| 12/13/16 | DHG | Review final entered version of order to show cause re: 2nd Threshold issues; telephone calls from unitholders re: same. | 0.70 |
| 12/13/16 | NM | Review entered OSC and petition for Cert. | 0.90 |
| 12/13/16 | JAL | Attend to case updates. | 1.10 |
| 12/14/16 | DHG | Telephone call with D. Newman, N. Moss re: 1/12/17 hearing; telephone calls with holders re: order to show cause. | 0.70 |
| 12/20/16 | NM | Telephonically attend JPM case management conference; prepare and send summary of the same to D. Newman. | 1.50 |
| 12/22/16 | DK | Review and organize recently filed pleadings. | 0.30 |
| 12/23/16 | NM | Review late claims motions; draft summary re: same; confer with team re: same. | 1.70 |
| 12/25/16 | DN | Review Late Claim Motions; draft email re: same. | 1.80 |
| 12/25/16 | NM | Confer with team re: late claims analysis. | 0.40 |
| Total Hours | | | 36.70 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 5.10 | at | \$975.00 | = | \$4,972.50 |
| D H GOLDEN | 7.50 | at | \$1325.00 | = | \$9,937.50 |
| N MOSS | 14.20 | at | \$795.00 | = | \$11,289.00 |
| J P KANE | 6.60 | at | \$460.00 | = | \$3,036.00 |
| J A LATOV | 1.60 | at | \$460.00 | = | \$736.00 |
| D KRASA-BERSTELL | 1.70 | at | \$350.00 | = | \$595.00 |

Current Fees \$30,566.00

Current Expenses \$355.05

Total Amount of This Invoice \$30,921.05

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Matter Number 0001

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Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1700020
Invoice Date 02/10/17
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 01/31/17:

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 01/03/17 | DHG | Meeting with N. Moss re: late claims motions and next steps; review late claims motions and ancillary pleadings filed in connection with order to show cause. | 2.70 |
| 01/03/17 | AMH | Draft and file waiver form in connection with petition for certification. | 1.00 |
| 01/03/17 | PAS | Review waiver form in connection with petition for certification. | 0.30 |
| 01/03/17 | NM | Meet with D. Golden re: late claims motions and next steps; review pleadings filed in connection with the OSC; attend to issues re: late claims motions. | 3.10 |
| 01/04/17 | DHG | Preparation for call with Gibson Dunn re: GM meet and confer with plaintiffs group; participate in telephonic call with Gibson Dunn re: late claims and equitable mootness issues. | 1.30 |
| 01/04/17 | JLW | Attention to email with N. Moss re: Pioneer research; email N. Moss re: same. | 0.30 |
| 01/04/17 | NM | Prepare for and participate on call with Gibson re: late claims motions; attend to issues re: late claims motions; correspondence with J. Woodson re: Pioneer research. | 3.20 |
| 01/05/17 | JLW | Confer with D. Golden and D. Newman re: late claims motion; confer with N. Moss re: same; review research from J. Kane re: ripeness. | 0.80 |
| 01/05/17 | JPK | Research ripeness in connection with equitable mootness. | 4.10 |
| 01/06/17 | DHG | Review research re: equitable mootness. | 1.20 |
| 01/06/17 | AMH | Attend to issues re: certification petition. | 0.10 |
| 01/06/17 | NM | Meet with D. Golden and D. Newman re: late claims motions; follow up with D. Golden re: same. | 0.70 |
| 01/08/17 | DHG | Prepare for meet and confer; review order to show cause, related pleadings, and 2nd Circuit opinion. | 2.00 |
| 01/09/17 | DN | Telephonic call re: late claims motion with interested parties. | 0.50 |
| 01/09/17 | DHG | Telephone call with A. Steinberg re: ongoing discovery issue | 2.30 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1700020

Page 2
February 10, 2017

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | related to late claims motion; participate in conference call with Gibson Dunn, Goodwin Proctor, Brown Rudnick re: meet and confer for late claims motions; telephone call with E. Weisfelner re: same; review recent hearing transcript. | |
| 01/09/17 | NM | Telephone call with New GM; meet and confer re: late claims motions; confer with team re: strategy. | 1.90 |
| 01/10/17 | DN | Telephone call with GUC Trust re: late claims motion. | 0.50 |
| 01/10/17 | DHG | Telephone conference with Gibson Dunn re: strategy with respect to late claims hearing; review 2nd Circuit opinion re: equitable mootness; review draft email re: discovery, Pioneer litigation, equitable mootness; telephone call with M. Williams re: same. | 2.30 |
| 01/10/17 | DK | Prepare materials for upcoming hearing. | 0.50 |
| 01/10/17 | NM | Telephone call with Gibson re: late claims motions; confer with D. Golden re: same. | 0.90 |
| 01/11/17 | DN | Review Second Circuit decision re: equitable mootness and related cases; confer with N. Moss and D. Golden re: same; review BGI decisions. | 2.80 |
| 01/11/17 | JLW | Review case law in connection with claims motion. | 2.10 |
| 01/11/17 | NM | Prepare for hearing on the late claims motions; confer with D. Golden re: same. | 1.50 |
| 01/11/17 | JPk | Review cases re: late claims motions. | 1.70 |
| 01/12/17 | DHG | Prepare for and participate in status conference on late claims motion; telephone call with unitholders; telephone call with E. Weisfelner re: settlement discussions; review proposed GUC Trust interrogatories. | 5.00 |
| 01/12/17 | NM | Prepare for and attend hearing on late claims motions; travel to and from court; prepare summary re: same. | 4.00 |
| 01/13/17 | DHG | Review GUC Trust proposed interrogatories; telephone call with Gibson re: same; telephone call with E. Weisfelner re: settlement negotiations; telephone call with unitholder re: status. | 1.70 |
| 01/13/17 | DK | Review recently filed pleadings. | 0.50 |
| 01/18/17 | DN | Read transcript from late claims status conference; review draft discovery and confer with J. Woodson re: same. | 1.20 |
| 01/18/17 | JLW | Review interrogatories; confer with D. Newman re: same; review transcript of hearing. | 1.00 |
| 01/19/17 | JLW | Review transcript; revise draft interrogatories. | 3.90 |
| 01/23/17 | DHG | Review proposed interrogatories; telephone conference with D. Newman and Brown Rudnick re: potential settlement discussions. | 0.80 |
| 01/23/17 | JAL | Attend to case admin. | 1.00 |
| 01/24/17 | DN | Team meeting re: draft rogs. | 0.30 |
| 01/24/17 | DHG | Prepare for and attend team meeting re: Pioneer interrogatories. | 1.00 |
| 01/24/17 | JLW | Review draft interrogatories; confer with N. Moss re: draft interrogatories; confer with team re: same. | 0.90 |
| 01/24/17 | NM | Prepare for and attend team meeting re: Pioneer interrogatories. | 0.70 |
| 01/25/17 | JLW | Review draft interrogatories; email team re: same. | 0.80 |
| 01/26/17 | JLW | Email D. Newman re: interrogatories; email G. Gillett re: same. | 0.20 |
| 01/26/17 | JAL | Update WGL and distro lists. | 1.00 |
| 01/27/17 | JAL | Prepare for group call. | 0.50 |
| 01/29/17 | DHG | Prepare for group call. | 1.00 |
| 01/30/17 | DN | Telephone call with clients. | 0.50 |
| 01/30/17 | DHG | Prepare for and participate in telephonic call with clients re: status of litigation re: second threshold issues, JPM litigation and Trust motion for allocation for additional administrative expenses. | 1.30 |
| 01/30/17 | JLW | Participate on call with client group; review JPM adversary action; email D. Newman re: same. | 1.00 |
| 01/30/17 | NM | Prepare for group telephone call; attend group telephonic call; follow up re: same. | 1.50 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1700020

Page 3
February 10, 2017

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 01/31/17 | DHG | Telephone conference with Gibson Dunn re: preparation for meet and confer re: interrogatories; telephone call with E. Weisfelner re: settlement negotiations re: Trust; email re: same; telephone call with M. Williams re: same. | 2.30 |
| 01/31/17 | NM | Confer with Akin team re: potential settlement issues. | 0.40 |
| Total Hours | | | 70.30 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 5.80 | at | \$975.00 | = | \$5,655.00 |
| D H GOLDEN | 24.90 | at | \$1375.00 | = | \$34,237.50 |
| P A SHAH | 0.30 | at | \$1000.00 | = | \$300.00 |
| J L WOODSON | 11.00 | at | \$825.00 | = | \$9,075.00 |
| N MOSS | 17.90 | at | \$875.00 | = | \$15,662.50 |
| J P KANE | 5.80 | at | \$550.00 | = | \$3,190.00 |
| J A LATOV | 2.50 | at | \$500.00 | = | \$1,250.00 |
| A M HICKS | 1.10 | at | \$310.00 | = | \$341.00 |
| D KRASA-BERSTELL | 1.00 | at | \$370.00 | = | \$370.00 |

Current Fees \$70,081.00

Current Expenses \$705.94

Total Amount of This Invoice \$70,786.94

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Invoice Number 1700020
Invoice Date 02/10/17
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1707514
Invoice Date 03/28/17
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 02/28/17 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 02/01/17 | DN | Telephone call with GUC Trust re: settlement; meet and confer at Brown Rudnick re: discovery. | 2.50 |
| 02/01/17 | DHG | Prepare for and attend meet and confer on interrogatories; meeting with E. Weisfelner re: potential settlement. | 2.50 |
| 02/01/17 | JLW | Prepare for and attend call with GUC Trust re: potential settlement; attention to emails from D. Newman re: appellate decision and court order; Review appellate decision and court order; review same; analyze JPM litigation issues. | 2.40 |
| 02/01/17 | NM | Attend to issues re: meet and confer on remaining issues. | 0.50 |
| 02/02/17 | NM | Correspondence with unit holders re: various case issues. | 1.00 |
| 02/03/17 | DHG | Review latest draft of interrogatories; prepare for and participate in meet and confer re: interrogatories and scheduling. | 1.70 |
| 02/03/17 | JLW | Participate on call re: interrogatories; review revised interrogatories. | 1.00 |
| 02/03/17 | NM | Participate in meet and confer re: Pioneer discovery; confer with team re: same. | 1.00 |
| 02/06/17 | DN | Confer with team re: discovery. | 0.50 |
| 02/06/17 | DHG | Follow-up call with plaintiffs, GUC Trust and New GM re: forms of interrogatories. | 1.00 |
| 02/06/17 | JLW | Participate on call re: interrogatories. | 0.20 |
| 02/06/17 | NM | Participate on meet and confer with parties re: late claims motions; confer with Akin team re: late claims issues; attend to issues re: same. | 1.50 |
| 02/07/17 | DN | Emails and calls re: proposed scheduling order on late claims issues. | 0.50 |
| 02/07/17 | DHG | Review GUC Trust motion for reallocation of funds and extension of GUC Trust duration; office conference with N. Moss re: same. | 1.00 |
| 02/07/17 | DK | Prepare for upcoming hearing. | 0.30 |
| 02/07/17 | NM | Review correspondence re: discovery issues in connection with | 0.30 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1707514

Page 2
March 28, 2017

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | late claims motions. | |
| 02/07/17 | JAL | Attend to case administration. | 0.20 |
| 02/08/17 | DHG | Review objections filed by economic loss plaintiffs and pre-sale accident plaintiffs to interrogatories. | 1.00 |
| 02/08/17 | NM | Review objections to interrogatories filed by Plaintiffs. | 0.90 |
| 02/08/17 | JAL | Review recently filed pleadings. | 1.00 |
| 02/10/17 | NM | Revise proposed scheduling order in connection with late claims motions; confer with D. Newman re: same. | 0.50 |
| 02/11/17 | NM | Revise draft scheduling order; confer with team re: same. | 0.50 |
| 02/13/17 | DN | Draft email re: JPM action; revise scheduling order emails re: same. | 2.30 |
| 02/13/17 | DK | Confer with J. Latov re: additional hearing dates; obtain courtcall lines for attorneys. | 0.50 |
| 02/13/17 | NM | Revise proposed scheduling order; confer with team re: same. | 0.60 |
| 02/13/17 | JAL | Attention to case administration. | 1.20 |
| 02/14/17 | DK | Confer with N. Moss re: transcripts of recent hearings; follow up with transcriber re: above. | 0.50 |
| 02/14/17 | NM | Telephonically attend hearing on GUC Trust allocation and extension motion; confer with team re: late claims hearing; attend to case admin. | 3.00 |
| 02/14/17 | JAL | Telephonically attend hearing (partial). | 1.00 |
| 02/15/17 | DHG | Prepare for and attend GM status conference; telephone call to/from holders re: same. | 2.70 |
| 02/15/17 | DK | Review transcript. | 0.50 |
| 02/15/17 | JLW | Review draft brief re: cert petition. | 0.70 |
| 02/15/17 | NM | Prepare for and attend hearing on late claims motions; review revised scheduling order; confer with D. Golden re: same; correspondence with Gibson Dunn re: same; draft update email for group re: same. | 3.50 |
| 02/15/17 | JAL | Telephonically attend hearing. | 1.50 |
| 02/21/17 | NM | Review and comment on Gibson draft outline for late claims brief; confer with team re: same. | 1.50 |
| 02/22/17 | DN | Telephone call with unitholders re: outstanding issues. | 0.50 |
| 02/22/17 | DHG | Telephone call with unitholders re: JPM litigation. | 0.50 |
| 02/22/17 | JLW | Review and revise draft outline of brief; participate in team meeting re: brief outline; confer with N. Moss re: same; review prior decision in connection with same. | 2.80 |
| 02/22/17 | NM | Team meeting re: status; revise Gibson outline on remaining issues; review draft settlement term sheet; revise the same. | 2.10 |
| 02/23/17 | DHG | Participate in update call with Gibson; office conference with N. Moss, J. Woodson re: outline for late claims motion response. | 0.90 |
| 02/23/17 | JLW | Review case law re: Pioneer; email same; confer with N. Moss re: briefing outline; review late claims motion in connection with same. | 2.50 |
| 02/23/17 | NM | Telephone call with Gibson re: late claims issues | 0.30 |
| 02/23/17 | JPK | Research excusable neglect and due process violations. | 0.60 |
| 02/24/17 | DHG | Telephone call with K. Martorana re: various case issues. | 0.70 |
| 02/24/17 | NM | Draft outline of late claims motion brief. | 0.90 |
| 02/25/17 | JLW | Revise agenda for telephonic call with Gibson; send same to N. Moss. | 0.20 |
| 02/26/17 | DN | Confer with D. Golden re: Late Claims Briefing; telephone call with Gibson re: same. | 0.50 |
| 02/26/17 | JLW | Prepare for and participate on phone call with Gibson re: briefing. | 0.70 |
| 02/26/17 | NM | Prepare for and participate on phone call with Gibson re: late claims briefs. | 1.00 |
| 02/27/17 | NM | Start reviewing opening briefs on remaining issues. | 1.50 |
| 02/28/17 | DN | Telephone call with Brown Rudnick; confer with team re: same. | 0.50 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1707514

Page 3
March 28, 2017

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 02/28/17 | DHG | Conference call with E. Weisfelner and H. Steel re: potential settlement discussions; email traffic with Gibson Dunn re: same. | 0.80 |
| 02/28/17 | NM | Review remaining issues opening briefs; telephone call with Brown Rudnick re: proposed settlement term sheet; confer with D. Golden re: strategy for same. | 3.00 |
| Total Hours | | | <u>61.50</u> |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | = | <u>Value</u> |
|------------------------------|--------------|----|-------------|---|--------------------|
| D NEWMAN | 7.30 | at | \$975.00 | = | \$7,117.50 |
| D H GOLDEN | 12.80 | at | \$1375.00 | = | \$17,600.00 |
| J L WOODSON | 10.50 | at | \$825.00 | = | \$8,662.50 |
| N MOSS | 23.60 | at | \$875.00 | = | \$20,650.00 |
| J P KANE | 0.60 | at | \$550.00 | = | \$330.00 |
| J A LATOV | 4.90 | at | \$500.00 | = | \$2,450.00 |
| D KRASA-BERSTELL | 1.80 | at | \$370.00 | = | \$666.00 |
| Current Fees | | | | | <u>\$57,476.00</u> |
| Current Expenses | | | | | <u>\$753.44</u> |
| Total Amount of This Invoice | | | | | \$58,229.44 |

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Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1711840
Invoice Date 04/24/17
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 03/31/17:

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 03/02/17 | DN | Review draft late claims submission; call with Gibson re: same; revise same. | 2.20 |
| 03/02/17 | JLW | Review Pioneer briefing; participate on call with Gibson re: briefing; revise briefing. | 3.80 |
| 03/02/17 | NM | Review and comment on Gibson's draft remaining issues brief; confer with team re: same; call with Gibson re: same. | 3.10 |
| 03/02/17 | JAL | Attend to case administration. | 1.40 |
| 03/03/17 | JLW | Review New GM draft briefing. | 0.40 |
| 03/03/17 | NM | Confer with Gibson re: initial late claims issues brief; review draft brief. | 1.50 |
| 03/05/17 | JLW | Review GUC Trust draft briefing; attention to email re: same. | 0.50 |
| 03/06/17 | JLW | Review late claims briefing; attention to emails re: same. | 0.40 |
| 03/06/17 | NM | Review late claims briefs. | 1.50 |
| 03/06/17 | JAL | Summarize opening briefs re: initial late claims motions. | 3.50 |
| 03/07/17 | JLW | Revise draft email to clients re: initial late claims motions. | 0.50 |
| 03/07/17 | NM | Review and revise brief summaries for clients. | 1.00 |
| 03/08/17 | DN | Review Plaintiffs' briefs re: applicability of Pioneer and tolling. | 1.40 |
| 03/08/17 | DHG | Review Plaintiffs' briefs re: applicability of Pioneer. | 1.60 |
| 03/09/17 | DN | Draft analysis of initial late claims benefits. | 0.80 |
| 03/09/17 | NM | Telephone call with unitholder re: status; review D. Newman outline of late claims response. | 0.90 |
| 03/10/17 | DN | Telephone call with Gibson re: reply brief on Pioneer and tolling; confer with N. Moss re: same. | 0.60 |
| 03/10/17 | JLW | Review D. Newman notes re: reply brief; review opening briefs in connection with same; email D. Newman re: same. | 0.80 |
| 03/10/17 | NM | Prepare for and participate on call with Gibson re: late claims response. | 0.80 |
| 03/15/17 | DN | Review revise draft reply brief; confer with J. Woodson re: same. | 1.20 |
| 03/15/17 | JLW | Review and revise draft reply brief; confer with N. Moss re: same. | 1.80 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1711840

Page 2
April 24, 2017

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 03/15/17 | NM | Review revised draft reply brief; confer with team re: same; review comments to the same; revise the same. | 1.70 |
| 03/17/17 | NM | Review JPM litigation discovery stipulation; review revised brief from Gibson; telephone call with unit holder re: JPM litigation. | 1.10 |
| 03/17/17 | JAL | Attend to case administration. | 1.50 |
| 03/18/17 | DN | Revise Pioneer applicability reply brief; draft email re: JPM action. | 1.80 |
| 03/19/17 | DN | Review email re: reply briefs; confer with N. Moss re: email re: JPM action. | 0.80 |
| 03/20/17 | DN | Revise late claims reply brief; confer with team and Gibson re: same; draft email re: JPM action. | 1.50 |
| 03/20/17 | DHG | Review/revise late claims reply draft; telephone call with D. Newman re: same. | 1.40 |
| 03/20/17 | JLW | Review and revise reply brief; confer with G. Gillett re: same; confer with D. Newman re: same; draft summaries of reply briefs for clients. | 3.00 |
| 03/20/17 | NM | Review revised reply brief from Gibson; discuss the same with J. Woodson; correspondence re: same; review and summarize reply briefs. | 2.10 |
| 03/21/17 | NM | Attend to issues re: JPM litigation; telephonically attend discovery conference; confer with team re: same. | 1.50 |
| 03/21/17 | JAL | Attend to case administration; prepare client emails re: JPM litigation. | 2.30 |
| 03/24/17 | NM | Review stipulation re: pre-trial briefs; attend to case admin. | 0.90 |
| 03/27/17 | NM | Review pre-trial briefs. | 0.80 |
| 03/27/17 | JAL | Attend to case administration. | 1.70 |
| 03/28/17 | JLW | Participate on call with D. Newman and client re: JPM action. | 0.20 |
| Total Hours | | | 52.00 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 10.30 | at | \$975.00 | = | \$10,042.50 |
| D H GOLDEN | 3.00 | at | \$1375.00 | = | \$4,125.00 |
| J L WOODSON | 11.40 | at | \$825.00 | = | \$9,405.00 |
| N MOSS | 16.90 | at | \$875.00 | = | \$14,787.50 |
| J A LATOV | 10.40 | at | \$500.00 | = | \$5,200.00 |

Current Fees \$43,560.00

Current Expenses \$971.55

Total Amount of This Invoice \$44,531.55

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MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1719686
Invoice Date 06/15/17
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 04/30/17:

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 04/04/17 | NM | Call with unit holder re: JPM litigation; attend to case admin. | 0.80 |
| 04/05/17 | DHG | Extended telephone call with new group member re: JPM litigation. | 0.70 |
| 04/05/17 | NM | Call with unitholder re: status and next steps; attend to issues re: case status. | 1.50 |
| 04/05/17 | JAL | Attend to case admin. | 1.20 |
| 04/06/17 | DHG | Review responses to interrogatories served with respect to late claims motions. | 0.50 |
| 04/06/17 | NM | Review pre-closing accident plaintiffs' responses to interrogatories; correspondence to D. Newman re: plaintiffs' settlement materials; review pleadings filed in connection with the JPM litigation; call with unitholder; review recently filed pleadings; call with Brown Rudnick re: settlement materials. | 2.10 |
| 04/07/17 | NM | Telephonically listen to pre-trial conference in connection with JPM litigation. | 0.10 |
| 04/11/17 | DHG | Review interrogatory responses; telephone call with unitholder re: ATT issues; telephone call with unitholder re: same. | 0.80 |
| 04/12/17 | DK | Prepare for upcoming hearing. | 0.20 |
| 04/14/17 | JAL | Attend telephonic conference re discovery issue in connection with JPM litigation. | 0.50 |
| 04/19/17 | DK | Attend to issues re: interrogatories. | 0.60 |
| 04/19/17 | NM | Prepare for and attend call with Plaintiffs re: potential settlement; confer with team re: same; confer with Akin team re: same; call with Gibson re: potential settlement. | 2.10 |
| 04/19/17 | JCE | Review interrogatories. | 3.30 |
| 04/20/17 | NM | Telephonically attend hearing on the remaining issues. | 5.10 |
| 04/20/17 | JAL | Listen to hearing on remaining issues | 1.30 |
| 04/24/17 | NM | Telephonically listen to JPM trial (partial); attend to case admin. | 1.50 |
| 04/25/17 | DK | Research filed claims for N. Moss; prepare relevant documents for | 0.50 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1719686

Page 2
June 15, 2017

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | attorney review. | |
| 04/25/17 | NM | Telephonically attend hearing on JPM litigation; attend to case admin. | 2.00 |
| 04/25/17 | JCE | Review case law in connection with potential settlement. | 1.00 |
| 04/26/17 | NM | Telpehonically listen to JPM trial | 2.20 |
| 04/26/17 | JPk | Review Term Loan Agreements in connection with JPM analysis. | 0.80 |
| 04/27/17 | DHG | Telephone conference with GDC re: potential settlement with plaintiffs. | 0.80 |
| 04/27/17 | NM | Telephonically attend JPM litigation trial; review transcripts and pleadings re: potential settlement structures; call with Gibson re: potential settlement with plaintiffs. | 3.50 |
| 04/28/17 | DK | Attend to case admin. | 0.70 |
| 04/28/17 | NM | Telephonically listen to JPM trial. | 1.00 |
| 04/28/17 | JPk | Research re: potential settlement issues. | 0.50 |
| Total Hours | | | 35.30 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D H GOLDEN | 2.80 | at | \$1375.00 | = | \$3,850.00 |
| N MOSS | 21.90 | at | \$875.00 | = | \$19,162.50 |
| J P KANE | 1.30 | at | \$550.00 | = | \$715.00 |
| J A LATOV | 3.00 | at | \$500.00 | = | \$1,500.00 |
| D KRASA-BERSTELL | 2.00 | at | \$370.00 | = | \$740.00 |
| J C ELUSTONDO | 4.30 | at | \$225.00 | = | \$967.50 |

Current Fees \$26,935.00

Current Expenses \$1,562.26

Total Amount of This Invoice \$28,497.26

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Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1719686

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1719721
Invoice Date 06/15/17
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 05/31/17 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 05/01/17 | DK | Review JPM trial transcript. | 0.70 |
| 05/01/17 | NM | Telephonically attend JPM trial; meet with J. Kane re: JPM issues. | 1.80 |
| 05/01/17 | JPK | Review docket filings in connection with JPM issues. | 8.50 |
| 05/02/17 | DK | Attend to case admin. | 0.80 |
| 05/02/17 | JPK | Read transcripts from adversary proceeding in connection with JPM analysis. | 3.80 |
| 05/03/17 | DHG | Telephone call with E. Weisfelner re: potential settlement with plaintiffs. | 0.50 |
| 05/03/17 | DK | Attend to case admin. | 0.80 |
| 05/03/17 | NM | Listen to JPM trial | 2.50 |
| 05/03/17 | JPK | Research re: JPM settlement issues. | 0.30 |
| 05/04/17 | DHG | Review settlement between GUC Trust and JPM re: professional fees. | 0.50 |
| 05/04/17 | DK | Review recently filed pleadings. | 0.80 |
| 05/05/17 | NM | Telephonically listen to JPM hearing. | 0.50 |
| 05/08/17 | DHG | Review 8K/settlement between GUC Trust/JPM re: payment of defense costs; attend to issues re: same. | 0.90 |
| 05/08/17 | DK | Review and update transcripts file; update JPM trial transcripts file; follow up with attorneys re above. | 0.70 |
| 05/09/17 | DK | Prepare materials in connection with upcoming court hearing. | 1.00 |
| 05/09/17 | NM | Review draft expert report in connection with potential settlement; correspondence with D. Golden and D. Newman re: same. | 1.00 |
| 05/17/17 | NM | Telephonically listen to hearing on remaining threshold issue; draft update for the group. | 4.00 |
| 05/18/17 | DHG | Office conference with Akin team re: memo to group re: E. Weisfelner comments to Judge Glenn regarding settlement discussions; review/revise draft email to group re: same. | 0.50 |
| 05/24/17 | DHG | Telephone calls with H. Novikoff, E. Fisher re: JPM litigation. | 1.20 |
| Total Hours | | | 30.80 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Bill Number: 1719721

Page 2
06/15/17

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D H GOLDEN | 3.60 | at | \$1375.00 | = | \$4,950.00 |
| N MOSS | 9.80 | at | \$875.00 | = | \$8,575.00 |
| J P KANE | 12.60 | at | \$550.00 | = | \$6,930.00 |
| D KRASA-BERSTELL | 4.80 | at | \$370.00 | = | \$1,776.00 |

| | |
|--------------|--------------------|
| Current Fees | <u>\$22,231.00</u> |
|--------------|--------------------|

| | |
|------------------|--------------------|
| Current Expenses | <u>\$15,604.83</u> |
|------------------|--------------------|

| | |
|-------------------------------------|--------------------|
| Total Amount of This Invoice | \$37,835.83 |
|-------------------------------------|--------------------|

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MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1719721
Invoice Date 06/15/17
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1730196
Invoice Date 08/24/17
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 06/30/17 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 06/01/17 | DK | Review case docket; review and organize pleadings for attorneys. | 0.60 |
| 06/02/17 | DK | Prepare for upcoming hearing. | 0.30 |
| 06/05/17 | DK | Review and circulate recently filed pleadings. | 0.60 |
| 06/05/17 | NM | Listen to JPM closing arguments (partial). | 1.00 |
| 06/05/17 | JAL | Listen to GM-JPM closing arguments (partial). | 1.50 |
| 06/06/17 | DHG | Review draft of proposed settlement agreement from Brown Rudnick and office conference with N. Moss re same. | 0.70 |
| 06/06/17 | DK | Attend to case administration. | 0.30 |
| 06/06/17 | NM | Review draft proposed settlement agreement. | 0.50 |
| 06/07/17 | DHG | Prepare for group call re potential settlement with plaintiffs. | 0.50 |
| 06/07/17 | DK | Attend to case administration. | 0.30 |
| 06/07/17 | NM | Review decision re 2016 threshold issue 2; prepare for group call; review AAT funding motion; attend to issues re same. | 2.90 |
| 06/07/17 | JAL | Attend to case administration. | 0.80 |
| 06/08/17 | DN | Group call; follow up with certain unitholders re case issues. | 1.80 |
| 06/08/17 | NM | Prepare for and attend group call. | 1.00 |
| 06/08/17 | JAL | Prepare for and attend call with holders. | 1.20 |
| 06/09/17 | DK | Prepare JPM trial transcripts. | 0.30 |
| 06/09/17 | NM | Revise draft settlement agreement; review side letter; calls with Gibson; confer with D. Newman re settlement agreement; revise settlement agreement per D. Newman's comments. | 2.10 |
| 06/11/17 | NM | Correspondence with counsel for plaintiffs re settlement issues. | 0.40 |
| 06/12/17 | DHG | Review latest draft of potential settlement agreement; attend to noticing issues for proposed settlement; telephone call with R. Tennenbaum re same. | 0.90 |
| 06/12/17 | JAL | Attend to case administration. | 2.10 |
| 06/13/17 | DN | Call with Plaintiffs and Gibson re settlement agreement. | 1.00 |
| 06/13/17 | DHG | Prepare for and attend call with BR, GDC re settlement agreement. | 1.00 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1730196

Page 2
August 24, 2017

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 06/13/17 | NM | Prepare for and attend call with Gibson and Brown Rudnick regarding settlement agreement. | 1.00 |
| 06/15/17 | NM | Review draft status update letter; review BR revisions to settlement agreement. | 0.90 |
| 06/16/17 | DK | Research in connection with potential settlement. | 0.70 |
| 06/16/17 | NM | Confer with team re status update letter; review BR's comments to the settlement agreement. | 0.70 |
| 06/19/17 | JAL | Attend to case administration. | 1.60 |
| 06/20/17 | DN | Call with Gibson re settlement docs. | 0.50 |
| 06/20/17 | DHG | Review BR draft of settlement agreement; review GDC revisions to settlement agreement; review GDC form of proposed order; telephone conference with GDC re settlement agreement; telephone call with E. Weisfelner re same; several telephone calls to unit holders re settlement agreement. | 3.20 |
| 06/20/17 | DK | Review and circulate recently filed pleadings. | 0.50 |
| 06/23/17 | DHG | Review latest draft of proposed settlement agreement; office conference with N. Moss re same; telephone call with holders re issues regarding settlement agreement. | 1.20 |
| 06/23/17 | NM | Attend to issues in connection with potential settlement documentation. | 0.60 |
| 06/27/17 | DK | Register attorneys for telephonic participation in the upcoming hearing; confer with J. Latov re status. | 0.50 |
| 06/29/17 | DHG | Telephone call with E. Weisfelner re settlement agreement; office conference with N. Moss, D. Newman re same; review current draft of settlement. | 1.60 |
| 06/29/17 | NM | Attend to issues in connection with potential settlement. | 0.50 |
| 06/30/17 | NM | Calls and emails with Gibson, Brown Rudnick and Akin team re potential settlement issues; analyze prior filings in connection with Hilliard meeting. | 2.10 |
| Total Hours | | | 37.40 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 3.30 | at | \$975.00 | = | \$3,217.50 |
| D H GOLDEN | 9.10 | at | \$1375.00 | = | \$12,512.50 |
| N MOSS | 13.70 | at | \$875.00 | = | \$11,987.50 |
| J A LATOV | 7.20 | at | \$500.00 | = | \$3,600.00 |
| D KRASA-BERSTELL | 4.10 | at | \$370.00 | = | \$1,517.00 |

Current Fees \$32,834.50

Current Expenses \$360.74

Total Amount of This Invoice \$33,195.24

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Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1730196
Invoice Date 08/24/17
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1730196

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Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1730273
Invoice Date 08/25/17
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 07/31/17 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 07/03/17 | NM | Review pleadings filed by plaintiffs in preparation for meeting on Wednesday with Hilliard; read MDL decision on New GM motion to dismiss; review revised settlement agreement. | 3.50 |
| 07/05/17 | DHG | Prepare for and attend meeting with Bob Hilliard and Tom Henry re proposed settlement; telephone call with Gibson Dunne re same. | 3.70 |
| 07/05/17 | NM | Prepare for and attend meeting with plaintiffs' MDL counsel; follow up with Gibson Dunn; call with unitholder. | 4.30 |
| 07/05/17 | JAL | Listen to hearing re Pitterman action; summarize same. | 1.50 |
| 07/06/17 | NM | Attend to issues re settlement agreement. | 0.50 |
| 07/07/17 | NM | Attend to issues re settlement; multiple calls re settlement issues. | 2.00 |
| 07/10/17 | DHG | Review latest settlement agreement; participate in pre-call with Gibson; all-hands call with plaintiffs' lawyers regarding settlement agreement and next steps. | 2.70 |
| 07/10/17 | NM | Review plaintiffs' comments to settlement agreement; confer with D. Golden re same; coordinate calls with Gibson re same. | 2.30 |
| 07/11/17 | DHG | Telephone call with Gibson; telephone call with plaintiffs' lawyers; telephone call with E. Weisfelner re settlement agreement negotiations. | 1.70 |
| 07/11/17 | NM | Prepare for and participate on pre-call with Gibson and all hands call regarding settlement agreement and next steps. | 2.10 |
| 07/12/17 | DHG | Review latest draft of settlement agreement; review 2016 threshold issue decision; Akin Gump team meeting re settlement agreement; telephone call with unitholder re status of settlement agreement. | 2.10 |
| 07/12/17 | NM | Attend to issues re settlement agreement; review 2016 threshold issues decision; confer with Akin team re same; calls with holders re same; | 1.90 |
| 07/12/17 | JAL | Attend to case administration. | 0.50 |
| 07/13/17 | DK | Review recently filed pleadings. | 0.20 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1730273

Page 2
August 25, 2017

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 07/17/17 | DHG | Review B. Weinraub revisions to settlement agreement; review K. Martorana and N. Moss revisions thereto; office conference with N. Moss re same. | 2.40 |
| 07/17/17 | DK | Review and prepare recently filed pleadings. | 0.30 |
| 07/17/17 | NM | Review and comment on revised draft settlement agreement; call with Akin team re settlement agreement. | 1.00 |
| 07/19/17 | DHG | Participate in conference calls with plaintiffs' counsel; participate in pre-call with Gibson Dunn re settlement agreement and forms of proposed order. | 2.50 |
| 07/19/17 | NM | Prepare for and attend pre-call with Gibson re settlement agreement; prepare for and attend all hands call with plaintiffs' re settlement agreement. | 2.00 |
| 07/20/17 | DHG | Review latest drafts of settlement agreement and forms of proposed order. | 1.70 |
| 07/20/17 | DK | Review transcripts. | 0.50 |
| 07/24/17 | DN | Review draft orders; confer with N. Moss re same. | 1.00 |
| 07/24/17 | DHG | Review latest drafts of proposed settlement motion orders. | 1.10 |
| 07/25/17 | DHG | Review draft settlement motion. | 1.20 |
| 07/25/17 | DK | Review transcripts. | 0.80 |
| 07/25/17 | NM | Attend call re settlement documents; attend to issues re same. | 1.00 |
| 07/25/17 | JAL | Research issue in connection with order to show cause. | 1.90 |
| 07/26/17 | DHG | Meeting with E. Weisfelner re settlement agreement; telephone conference with GDC re settlement procedures. | 2.70 |
| 07/27/17 | DK | Review transcripts in connection with settlement issues. | 0.60 |
| 07/28/17 | NM | Review late claims motion. | 0.50 |
| 07/31/17 | DHG | Prepare for call with unit holders; review motion by additional pre-sale accident plaintiffs; conference call with unit holders; separate calls with unit holders re settlement agreement. | 2.80 |
| 07/31/17 | NM | Prepare for and participate on GM group call; attend to issues re settlement with Plaintiffs. | 1.20 |
| 07/31/17 | JAL | Prepare settlement background documents; attend to case administration. | 4.10 |
| Total Hours | | | 58.30 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 1.00 | at | \$975.00 | = | \$975.00 |
| D H GOLDEN | 24.60 | at | \$1375.00 | = | \$33,825.00 |
| N MOSS | 22.30 | at | \$875.00 | = | \$19,512.50 |
| J A LATOV | 8.00 | at | \$500.00 | = | \$4,000.00 |
| D KRASA-BERSTELL | 2.40 | at | \$370.00 | = | \$888.00 |

Current Fees \$59,200.50

Current Expenses \$1,049.32

Total Amount of This Invoice \$60,249.82

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UNIT HOLDERS
NY, NY 10036

Invoice Number 1730273
Invoice Date 08/25/17
Client Number 693414
Matter Number 0001

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Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1735529
Invoice Date 09/30/17
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 08/31/17:

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 08/01/17 | DHG | Review latest drafts of 9019 settlement documents; telephone calls with GDC re: same; telephone calls with BR re: same. | 2.30 |
| 08/01/17 | JAL | Prepare case timeline and corresponding materials. | 2.10 |
| 08/02/17 | DN | Call with Gibson; review motion; comment on draft settlement. | 2.20 |
| 08/02/17 | DHG | Continue work on settlement documents; telephone calls with GDC; office conferences with N. Moss, D. Newman. | 2.30 |
| 08/02/17 | NM | Attend call with Gibson re: additional late claims motion; confer with team re: same. | 0.50 |
| 08/02/17 | JAL | Work on background memo. | 1.50 |
| 08/06/17 | NM | Work on memo re: settlement background. | 1.00 |
| 08/07/17 | DHG | Review background of threshold issues and late claims motion in connection with proposed settlement; numerous telephone calls and emails re: settlement documents. | 2.10 |
| 08/07/17 | NM | Work on background and timeline memo in connection with settlement motion. | 2.00 |
| 08/08/17 | DHG | Conference call with GDC re: settlement documentation; work on open issues; telephone calls with BR re: same; email traffic with plaintiffs' counsel. | 3.20 |
| 08/08/17 | NM | Work on background and timeline memo; review settlement documents; confer with team re: settlement. | 5.20 |
| 08/09/17 | DN | Confer with J. Latov re: research in connection with settlement. | 0.50 |
| 08/09/17 | DHG | Telephone conference with A. Steinberg and E. Weisfelner re: proposed settlement; numerous emails and telephone calls re: settlement documents; review research on class certifications and settlements. | 4.00 |
| 08/09/17 | NM | Work on background and timeline memo; attend to issues re: settlement. | 2.00 |
| 08/09/17 | JAL | Research re: precertification and settlement; revise case timeline. | 7.10 |
| 08/10/17 | DN | Review research re: class certification. | 1.30 |
| 08/10/17 | DHG | Respond to issues re: settlement documents; telephone calls with | 2.20 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1735529

Page 2
September 30, 2017

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | plaintiffs' counsel re: same; emails re: same. | |
| 08/10/17 | NM | Review additional late claims motion; attend to settlement issues. | 3.10 |
| 08/10/17 | JAL | Research prepetition claims estimates. | 1.90 |
| 08/11/17 | DN | Call with GUC Trust re: settlement. | 0.30 |
| 08/11/17 | DHG | Telephone conference with AG/GDC re: open issues on settlement documentation; all-hands call with plaintiffs' counsel re: finalization of settlement documents. | 1.20 |
| 08/11/17 | NM | Prepare for and participate on call with Gibson re: settlement; attend all hands call re: settlement; calls with Akin team re: same; attend to issues re: MDL hearing. | 2.00 |
| 08/11/17 | JAL | Meet with N. Moss re: settlement status and research; research potential settlement negotiation issue; review settlement materials. | 3.90 |
| 08/13/17 | NM | Revise Gibson draft of Gillispie letter. | 0.50 |
| 08/13/17 | JAL | Research issues re: Plaintiffs' settlement. | 2.70 |
| 08/14/17 | DHG | Final review of settlement documentation; numerous emails with H. Steele and GDC re: prepare for upcoming Chambers conference; email traffic re: proposed meeting with counsel for new GM; prepare for Chambers conference. | 3.20 |
| 08/14/17 | NM | Attend to issues in connection with GM settlement; research re: same; revise draft Gillispie letter; call with Gibson re: same. | 2.50 |
| 08/14/17 | JAL | Meet with D. Newman and N. Moss re: settlement research; research potential settlement issue; attend to case administration. | 3.50 |
| 08/15/17 | DN | Review transcript from MDL hearing; review related case law; confer with D. Golden and N. Moss re: same; calls with the GUC Trust; draft letter to court. | 5.30 |
| 08/15/17 | DHG | Participate in call with GDC re: Plaintiff settlement proposal; call with holders; numerous telephone calls with Plaintiffs counsel and GDC re: issues re: settlement. | 3.10 |
| 08/15/17 | NM | Review New GM letter; draft response letter; calls with Gibson and confer with Akin team re: status. | 2.10 |
| 08/15/17 | JAL | Prepare for and attend call with Gibson; prepare for and attend holders call re: status; attend to case administration; research potential settlement issue. | 5.20 |
| 08/16/17 | DN | Call with Gibson; confer with D. Golden. J. Latov and N. Moss re: same. | 2.30 |
| 08/16/17 | DHG | Participate in call with GDC re: new GM settlement proposal; telephone calls with clients re: same; telephone calls with Plaintiffs counsel; review BR letter to Court; review K&S letter to Court; group call with clients. | 3.60 |
| 08/16/17 | NM | Participate on call with Gibson re: settlement; confer with team re: same; draft letter re: same; review and circulate letters filed on the docket in connection with settlement termination; calls with holders. | 5.50 |
| 08/16/17 | JAL | Prepare for and attend morning holders call; prepare for and attend afternoon holders call; review letters re: case conference and proposed to Wilmington settlement; review and proof letter. | 5.90 |
| 08/17/17 | DN | Call with clients; draft letter to court; prepare for and attend hearing; confer with D. Golden and N. Moss re: same; draft email re: same Hearing. | 8.60 |
| 08/17/17 | DHG | Prepare for and participate in client group call; numerous telephone calls with GDC, Plaintiffs counsel; review and revise AG letter to Court; review K&S, BR letters to Court; prepare for Court; attend Court conference strategy sessions post Court. | 6.50 |
| 08/17/17 | NM | Prepare for and attend status conference on settlement; prepare and send letter to the court re: status; call with group; review conference summary; multiple conferences with Akin team re: status and next steps; review plaintiffs' letter to Gibson. | 4.90 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1735529

Page 3
September 30, 2017

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 08/17/17 | SAD | File letter; put together AOS for J. Latov. | 1.00 |
| 08/17/17 | JAL | Prepare for and attend holders call; prepare for and telephonically join court hearing; assist in preparation and filing of letter to court re: settlement issues | 3.50 |
| 08/18/17 | DN | Call with Gibson re: settlements. | 0.30 |
| 08/18/17 | DHG | Prepare for and participate in call with GDC and AG re: competing settlement proposals and path forward; numerous emails and telephone calls with E. Weisfelner, clients, GDC re: review of status conference and alternative. | 2.30 |
| 08/18/17 | SAD | File AOS. | 0.30 |
| 08/18/17 | JAL | Attend to case administration. | 0.60 |
| 08/20/17 | DHG | Telephone conference with D. Newman, A. Steinberg re: ongoing negotiations; telephone conference with GDC re: same. | 1.10 |
| 08/21/17 | DN | Call with unitholder; call with client group; call with Plaintiffs; confer with D. Golden re: same; confer with K. Tongelson and N. Moss re: research issue; attention to same; prepare talking points for WT meeting; confer with D. Golden re: same. | 5.00 |
| 08/21/17 | DHG | Prepare for call with unitholder re: GM settlement arrangements; telephone call with unitholder; subsequent call with entire group; subsequent call with H. Steele re: Rule 23 certification; review memo from Brown Rudnick re: Rule 23 certification. | 4.50 |
| 08/21/17 | NM | Prepare for and attend call with unitholder; prepare for and attend Group call; follow up with team re: call with Brown Rudnick; prepare for meeting with Wilmington. | 2.00 |
| 08/21/17 | KAT | Undertake research on cases cited in Plaintiff's letter to the court re: new settlement agreement. | 6.10 |
| 08/21/17 | JAL | Prepare for and attend morning group call; prepare for and attend call with plaintiffs re: settlement issue; review cases re: settlement procedures; attend to case administration; draft trustee removal motion. | 8.80 |
| 08/22/17 | DN | Attend Meeting with Gibson and WT; draft summary of same; Draft decision tree; confer with J. Latov re: same; emails with clients re: same. | 6.80 |
| 08/22/17 | DHG | Prepare for and attend meeting among Wilmington Trust; Gibson Dunn and Unit Holders re: circumstances surrounding GUC Trust's agreement with New GM; numerous telephone calls/emails re: same. | 3.50 |
| 08/22/17 | NM | Prepare for and attend meeting with Wilmington Trust and clients; follow up re: same; draft summary re: same; work on decision trees with J. Latov. | 4.10 |
| 08/22/17 | JAL | Draft trustee removal motion; meet with D. Newman re: settlement charts; prepare settlement charts and asses potential litigation scenarios | 4.50 |
| 08/23/17 | DN | Confer with J. Latov and N. Moss re: decision tree; Call with A. Steinberg re: settlement; confer with D. Golden re: same; call with unitholder; revise email to appellate group. | 3.20 |
| 08/23/17 | DHG | Telephone conference with D. Newman, A. Steinberg re: ongoing discussions; telephone calls with Committee members; work on decision tree. | 3.00 |
| 08/23/17 | ZJC | Review background materials relating to potential appeals and Supreme Court petitions for certiorari. | 0.30 |
| 08/23/17 | PAS | Review email query with attached materials from J. Latov re: appeal timing and follow up email correspondence with J. Tysse and J. Chen. | 0.40 |
| 08/23/17 | JAL | Prepare for and attend morning call re: appellate timelines; draft email request and instruction to appellate team; revise settlement charts. | 3.50 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1735529

Page 4
September 30, 2017

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 08/24/17 | DN | Call with Appellate group re: timing of various appeals. | 0.50 |
| 08/24/17 | ZJC | Participate in call to discuss potential appeal timing and merits analysis; drafting memorandum on potential appeals. | 4.60 |
| 08/24/17 | PAS | Telephone conference with D. Newman, M. Moss, and J. Latov re: timing and appeal-related issues; discuss analysis of issues with J. Chen. | 0.80 |
| 08/25/17 | DN | Meet and confer re: discovery; call with GUC Trust and Plaintiffs re: class certification; confer with D. Golden re: same. | 1.30 |
| 08/25/17 | DHG | Telephone conference re: meet and confer for discovery; calls with GDC and Plaintiff group re: ongoing discussions; office conference with D. Newman re: decision tree. | 2.30 |
| 08/25/17 | ZJC | Drafting analysis of potential appeal pathways and timing; discussing same with P. Shah and incorporating edits to memorandum. | 4.10 |
| 08/25/17 | PAS | Review, edit, and circulate potential appeal timing and certiorari analysis to D. Newman; related follow up with J. Chen. | 1.80 |
| 08/25/17 | JAL | Revise settlement decision trees; discuss appellate issues with J. Chen; draft invoice cover letters. | 4.40 |
| 08/26/17 | DN | Review summary of appeal timing from appellate group; confer with group re: same; revise decision tree. | 1.20 |
| 08/26/17 | PAS | Email correspondence with D. Newman and J. Chen re: potential direct appeal prospects and related timing issues in follow up to memo. | 0.20 |
| 08/26/17 | NM | Attend to issues re: potential next steps and strategy. | 1.00 |
| 08/26/17 | JAL | Revise decision tree. | 1.00 |
| 08/28/17 | DN | Meet and confer call; review equitable mootness decisions; draft summary. | 3.00 |
| 08/28/17 | DHG | All-hands meet and confer. | 0.80 |
| 08/28/17 | JAL | Listen to hearing re: Reichwaldt Plaintiffs. | 1.50 |
| 08/29/17 | DN | Confer with D. Golden re: New GM counsel issues. | 0.50 |
| 08/30/17 | DN | Meet and Confer; Draft letter to WT. | 4.50 |
| 08/30/17 | JAL | Review GUC trust agreement; assist D. Newman in preparing WT letter. | 1.20 |
| 08/31/17 | DN | Revise email to WT; emails re: same; confer with D. Golden re: same. | 2.30 |
| 08/31/17 | JAL | Review and revise WT letter. | 1.10 |
| Total Hours | | | 222.20 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 49.10 | at | \$975.00 | = | \$47,872.50 |
| D H GOLDEN | 51.20 | at | \$1375.00 | = | \$70,400.00 |
| P A SHAH | 3.20 | at | \$1000.00 | = | \$3,200.00 |
| Z CHEN | 9.00 | at | \$760.00 | = | \$6,840.00 |
| N MOSS | 38.40 | at | \$875.00 | = | \$33,600.00 |
| K A TONGALSON | 6.10 | at | \$485.00 | = | \$2,958.50 |
| J A LATOV | 63.90 | at | \$500.00 | = | \$31,950.00 |
| S A D'ADDESE | 1.30 | at | \$240.00 | = | \$312.00 |

Current Fees

\$197,133.00

MOTORS LIQUIDATION COMPANY GUC TRUST

Invoice Number: 1735529

Page 5

September 30, 2017

Current Expenses

\$1,717.27

Total Amount of This Invoice

\$198,850.27

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1735529
Invoice Date 09/30/17
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
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Philadelphia, PA 19170-6838

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400 White Clay Center Drive
Newark, DE 19711

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ABA# 254070116
Ref: 693414/0001, Invoice No. 1735529

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Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1739299
Invoice Date 10/24/17
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/30/17 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 09/01/17 | DHG | Continue revisions to WTC letter. | 0.60 |
| 09/01/17 | NM | Review/revise letter to Wilmington Trust; confer with D. Newman re: same; finalize and send same; call with H. Steel re: next steps. | 0.60 |
| 09/06/17 | DN | Meeting re: decision tree; confer with D. Golden re: status of case. | 1.70 |
| 09/06/17 | DHG | Telephone call H. Novikoff re: status of settlement decisions; review decision tree; office conference with D. Newman and N. Moss re: review of decision tree and prep for next day conference call with group; telephone call with M. Williams and K. Martorana re: status; prep for conference calls. | 2.30 |
| 09/06/17 | NM | Meet with Akin team re: status; prepare for group call re: same. | 1.00 |
| 09/06/17 | JAL | Research administrator eligibility. | 1.50 |
| 09/07/17 | DN | Attend group call; confer with D. Golden and N. Moss re: same. | 1.40 |
| 09/07/17 | DHG | Prep for and attend conference call with ad hoc group re: status of ongoing negotiations among plaintiffs, Wilmington Trust and new GM; review provisions of GUC Trust; telephone calls with potential successor trustees. | 3.20 |
| 09/07/17 | NM | Prepare for and participate on group call. | 1.50 |
| 09/07/17 | JAL | Prepare for and attend holders call | 1.20 |
| 09/10/17 | NM | Attend to issues re: removal of trustee. | 2.00 |
| 09/10/17 | JAL | Review GUC Trust Agreement re: trustee issues; prepare summary re: same. | 1.70 |
| 09/11/17 | DN | Draft Letter to Gibson. | 1.20 |
| 09/11/17 | DN | Confer w D. Golden re: removal issues; meeting w DE Trust. | 1.50 |
| 09/11/17 | DHG | Meet with S. Horowitz, B. Popeo re: discussions regarding back-up trustee; review competing discovery stips; review of Delaware Trust Act and review of Trust Agreement. | 3.40 |
| 09/11/17 | NM | Attend meeting with DE Trust. | 1.00 |
| 09/11/17 | JAL | Draft letter to Gibson; review and circulate motion to enforce plaintiff settlement. | 2.80 |
| 09/12/17 | DN | Draft letter to M. Williams; meeting at FTI; review GUC Trust | 3.10 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1739299

Page 2
October 24, 2017

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | motion and agreement. | |
| 09/12/17 | DHG | Numerous telephone calls with BR, GDC re: outstanding stip disputes; meeting at FTI re: Monitor decision making; revise letter to GUC Trust; email traffic re: discovery. | 3.20 |
| 09/12/17 | NM | Review forbearance motion. | 1.00 |
| 09/13/17 | DHG | Initial meeting with J. Woodson re: update on discovery stip disputes; telephone calls with GDC, BR re: outstanding stip disputes; all-hands discovery call. | 2.40 |
| 09/13/17 | DK | Attend to case administration. | 2.20 |
| 09/13/17 | JLW | Confer with D. Golden and J. Latov re: settlement discussions and disputes; review transcript and background materials re: same. | 1.70 |
| 09/13/17 | JAL | Draft New GM Settlement summary; meet with D. Golden and J. Woodson re: case update; | 3.90 |
| 09/14/17 | DN | Confer with D. Golden re: scheduling order; revise same; call with unitholder; confer with N. Moss; participate in Meet and Confer. | 3.80 |
| 09/14/17 | DHG | Prepare for and participate in all-hands meet and confer; numerous telephone calls and emails; office conferences re: same; review/revise summary of new GM agreement; office conference with J. Latov re: same. | 3.70 |
| 09/14/17 | JLW | Review MDL discovery protocol; revise scheduling order in connection with same; confer with D. Newman re: scheduling order; draft alternative scheduling order; participate on meet and confer; confer with team re: same. | 2.50 |
| 09/15/17 | DN | Call with clients; call with J. Tecce; call with A. Glenn; confer with D. Golden re: same. | 1.50 |
| 09/15/17 | DHG | Prepare for and participate in group call re: current status; numerous calls with holders; telephone calls with GDC re: same; work on outline of trustee removal motion and objection to GM agreement. | 3.10 |
| 09/15/17 | JLW | Participate on group call. | 0.40 |
| 09/15/17 | NM | Attend group call; follow up emails re: same. | 0.50 |
| 09/15/17 | JAL | Prepare for and attend status call with holders; draft trustee removal motion; conduct research re: same | 6.60 |
| 09/16/17 | JAL | Draft Trustee removal motion. | 7.10 |
| 09/17/17 | DN | Review/revise scheduling orders. | 1.20 |
| 09/17/17 | JLW | Attention to email with D. Newman re: proposed scheduling order. | 0.20 |
| 09/17/17 | JAL | Conduct research re: trustee removal. | 4.10 |
| 09/18/17 | DN | Review/revise scheduling orders; review/revise letter to court; meet and confer call; read motions; call with unitholder. | 2.70 |
| 09/18/17 | DHG | Prepare for and telephonic participation in all-hands meet and confer re: GM scheduling. | 2.00 |
| 09/18/17 | JLW | Email proposed scheduling orders to D. Golden; draft letter to Court re: proposed scheduling orders; participate in meet and confer. | 1.30 |
| 09/18/17 | NM | Attend meet and confer re: scheduling. | 1.00 |
| 09/18/17 | JAL | Draft trustee removal motion; conduct research re: same; attend to case administration. | 6.00 |
| 09/19/17 | DHG | Prepare for and participate in all-hands telephonic meet and confer re: sequencing and discovery issues; telephone calls with H. Steele re: same. | 1.50 |
| 09/19/17 | JLW | Confer with J. Kane re: case background; draft letter to Court re: proposed scheduling orders and discovery dispute; revise brief outlines and send same to D. Newman. | 2.00 |
| 09/19/17 | JPK | Meet with J. Woodson; draft objection to and joinder. | 2.10 |
| 09/19/17 | AL | Conduct research re: trustee removal issues; prepare memorandum re: same. | 5.90 |
| 09/19/17 | JAL | Draft trustee removal motion; conduct research re: same; discuss | 3.10 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1739299

Page 3
October 24, 2017

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | research with A. Loring | |
| 09/20/17 | DN | Draft Letter to court re: scheduling. | 2.50 |
| 09/20/17 | DHG | Telephone calls/emails with D. Newman re: potential discovery requests in connection with enforcement motion and forbearance agreement; review discovery served by Gibson Dunn; review drafts of letter to Court re: sequence motions/discovery. | 2.40 |
| 09/20/17 | JLW | Revise draft letter to court; confer with D. Newman re: same. | 1.30 |
| 09/20/17 | AL | Conduct research re: trustee issues; prepare memorandum re: same. | 9.00 |
| 09/20/17 | JAL | Draft trustee removal motion; conduct research re: same; attend to case administration | 2.20 |
| 09/21/17 | DN | Draft letter to court; confer with D. Golden and J. Woodson re: same. | 3.10 |
| 09/21/17 | JLW | Revise proposed scheduling orders; email D. Golden and D. Newman in connection with same. | 0.60 |
| 09/21/17 | AL | Conduct research re: trustee issues; prepare and revise memorandum re: same. | 4.90 |
| 09/22/17 | DN | Revise letter; confer with H. Steel and D. Golden re: same. | 2.40 |
| 09/22/17 | DHG | Review holders/plaintiffs letter to the Court re: motion sequencing; telephone calls with D. Newman re: same; telephone call with H. Steele re: same. | 1.60 |
| 09/22/17 | AL | Revise memorandum re: trustee issues. | 1.10 |
| 09/24/17 | NM | Prepare update email to clients; email exchanges with Akin team re: same. | 0.80 |
| 09/25/17 | DN | Call with H. Steel; emails re: same; revise letter; arrange for filing; review letters from New GM and GUC Trust; confer with H. Steel and J. Woodson re: same. | 4.90 |
| 09/25/17 | DHG | Review letter by New GM to Judge Furman regarding status report and issues regarding representational authority; telephone call with H. Steele re: same; telephone call with D. Newman re: same; finalize unitholders/plaintiffs letter to Judge Glenn; telephone call with plaintiffs' counsel re: same. | 3.40 |
| 09/25/17 | DK | Confer with J. Latov re: filing of Letter Re Sequence of Motions and Related Discovery and service; prepare document to be filed; effect the above; confer with attorney re: status; research additional case pleadings for attorneys; prepare relevant filing for distribution. | 1.50 |
| 09/25/17 | JLW | Confer with D. Newman re: letter to court re: scheduling order; review information in connection with document production; email eDiscovery re: same; revise letter; communicate with counsel to Plaintiffs re: revisions to letter; review case law regarding removal motion; revise scheduling orders; coordinate with J. Latov re: filing of letter to court; review letters from opposing counsel. | 4.20 |
| 09/25/17 | NM | Send update to group; attend to issues re: letter to Judge Glenn; review trustee removal research | 3.50 |
| 09/25/17 | JPK | Correspond with opposing counsel re: litigation issues. | 0.80 |
| 09/25/17 | JAL | Review and revise scheduling order letter; coordinate filing re: same; draft email to chambers; attend to case administration | 4.10 |
| 09/26/17 | DN | Meet with team re: letters and work streams and JPM decision; calls with clients and counsel re: same; Call with D. Golden re: discovery. | 4.20 |
| 09/26/17 | DHG | Review Judge Glenn's order re: new GM's letter to Judge Furman; review new GM and GUC Trust letters to Judge Glenn re: discovery re: sequencing. | 2.30 |
| 09/26/17 | DK | Confer with J. Latov re: prospective filing; finalize and file letter. | 0.60 |
| 09/26/17 | JLW | Review JPM decision; confer with D. Golden, D. Newman and N. | 3.40 |

MOTORS LIQUIDATION COMPANY GUC TRUST
Invoice Number: 1739299

Page 4
October 24, 2017

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | Moss re: same; review case law in connection with removal of trustee; review docket for potential arguments against trustee's counsel. | |
| 09/26/17 | NM | Review JPM decision; calls with holders; confer internally re: same; work on notice of hearing. | 2.50 |
| 09/26/17 | JPk | Draft requests for production of documents, meet with J. Woodson. | 1.50 |
| 09/26/17 | AL | Internal communication re: trustee research. | 0.10 |
| 09/26/17 | JAL | Draft CourtCall notice and coordinate filing; attend to case administration. | 3.20 |
| 09/27/17 | DN | Review cases re: removing trustee; email re: discovery to clients; review lit hold notice. | 8.90 |
| 09/27/17 | JLW | Review document requests; email team regarding same; draft email to clients re: same; draft document hold notice; revise same; prepare notice for each holder; confer with D. Newman and J. Latov re: removal motion; review case law in connection with same. | 4.70 |
| 09/27/17 | NM | Call with Unitholder re: status and next steps. | 0.70 |
| 09/27/17 | JPk | Review docket for KPMG report, read August 17, 2017 transcript, draft requests for documents. | 5.10 |
| 09/27/17 | JAL | Research issue in connection with JPM litigation; discuss trustee removal motion with J. Woodson; attend to case administration | 4.80 |
| 09/28/17 | DN | Prepare for call with plaintiffs; participate in same; revise removal motion. | 3.00 |
| 09/28/17 | DHG | Telephone conference with Brown Rudnick, B. Weintraub, AG re: prep for Tuesday status conference; review competing discovery letter. | 2.00 |
| 09/28/17 | JLW | Revise draft removal motion; review case law in connection with same; review Plaintiffs' draft responses to interrogatories and RFAs. | 5.40 |
| 09/28/17 | NM | Review draft trustee removal motion; confer with J. Woodson re: same; draft background section for the same. | 1.50 |
| 09/28/17 | JPk | Read enforcement and authorization orders, draft document requests. | 3.70 |
| 09/28/17 | JAL | Attend to case administration | 1.40 |
| 09/29/17 | DN | Revise removal motion. | 2.40 |
| 09/29/17 | JLW | Review protective order; email D. Newman re: same. | 1.00 |
| 09/29/17 | JPk | Draft document requests. | 2.60 |
| 09/29/17 | JAL | Research issue re: trustee removal | 3.30 |
| Total Hours | | | 231.00 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 49.50 | at | \$975.00 | = | \$48,262.50 |
| D H GOLDEN | 37.10 | at | \$1375.00 | = | \$51,012.50 |
| J L WOODSON | 28.70 | at | \$825.00 | = | \$23,677.50 |
| N MOSS | 17.60 | at | \$875.00 | = | \$15,400.00 |
| J P KANE | 15.80 | at | \$550.00 | = | \$8,690.00 |
| A LORING | 21.00 | at | \$575.00 | = | \$12,075.00 |
| J A LATOV | 57.00 | at | \$500.00 | = | \$28,500.00 |
| D KRASA-BERSTELL | 4.30 | at | \$370.00 | = | \$1,591.00 |

Current Fees

\$189,208.50

MOTORS LIQUIDATION COMPANY GUC TRUST

Invoice Number: 1739299

Page 5

October 24, 2017

Current Expenses

\$2,079.71

Total Amount of This Invoice

\$191,288.21

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1739299
Invoice Date 10/24/17
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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ABA# 254070116
Ref: 693414/0001, Invoice No. 1739299

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Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1746099
Invoice Date 11/20/17
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 10/31/17:

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 10/01/17 | DN | Revise Trustee removal motion, review related materials. | 4.20 |
| 10/01/17 | JLW | Attention to email re: Trustee removal motion. | 0.10 |
| 10/01/17 | NM | Review draft Trustee removal motion. | 0.50 |
| 10/02/17 | DN | Meet with Akin team re: Trustee removal motion; review hearing transcripts, letters to court, motion to enforce, forbearance motion, proposed schedules; draft talking points for status conference; confer with J. Woodson re: same. | 5.50 |
| 10/02/17 | DHG | Calls/meetings re: discovery issues; prepare for next day status conference. | 3.20 |
| 10/02/17 | JLW | Review Trustee removal motion; confer with D. Newman, N. Moss, J. Latov and J. Kane re: same; review case law in connection with same; confer with D. Newman re: status conference; review letters from Plaintiffs' counsel. | 5.80 |
| 10/02/17 | JPK | Research re: Trustee removal issues. | 4.90 |
| 10/02/17 | JAL | Draft Trustee removal motion; meet with N. Moss re: same; prepare materials for status conference. | 6.20 |
| 10/03/17 | DN | Prepare for and attend status conference; confer with D. Golden, N. Moss, J. Woodson re: litigation schedule; call with unitholder re: status. | 6.50 |
| 10/03/17 | DHG | Prepare for and attend status conference; numerous ongoing conversations with plaintiffs' counsel, D. Newman and J. Woodson re: revisions to Akin Gump pre-trial/discovery order; review and revise updated discovery order; telephone calls with clients re: status and next steps. | 5.20 |
| 10/03/17 | DMZ | Telephone call with D. Golden re: case developments and discovery issues. | 0.20 |
| 10/03/17 | LC | Review documents in connection with motion to enforce litigation. | 2.30 |
| 10/03/17 | JLW | Prepare for and attend status conference; revise scheduling order; attention to team email re: same; confer with J. Kane re: Trustee | 5.70 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | removal motion; confer with D. Newman and D. Golden re: scheduling order; revise same; email same to Plaintiffs' counsel. | |
| 10/03/17 | NM | Prepare for and attend status conference; follow up with Akin team; review and comment on scheduling order; calls with unitholders re: hearing recap. | 5.90 |
| 10/03/17 | JPK | Draft Trustee removal motion. | 6.70 |
| 10/04/17 | DN | Calls with unitholders; attend group call with clients; confer with team re: scheduling order; revise scheduling order; call with E. Weisfelner and D. Golden re: schedule; confer with J. Woodson and D. Golden re: same. | 2.90 |
| 10/04/17 | DHG | Attend group call with clients re: status conference update; telephone calls with E. Weisfelner and D. Newman re: litigation; review final version of revised draft pre-trial discovery stipulation; review settlement agreement, exhibits and enforcement motion. | 4.50 |
| 10/04/17 | LC | Prepare Akin document production. | 1.80 |
| 10/04/17 | JLW | Attend MDL status conference; participate on group call; update Akin team; revise draft scheduling order; participate on call with E. Weisfelner re: draft scheduling order; review documents production in connection with same. | 7.30 |
| 10/04/17 | NM | Participate on group call with clients. | 1.00 |
| 10/04/17 | JPK | Draft motion to remove Trustee. | 1.40 |
| 10/04/17 | JAL | Prepare for and attend group call with clients; prepare materials for D. Golden re: same. | 1.50 |
| 10/05/17 | DN | Review revised scheduling order; confer with J. Woodson and D. Golden re: same; call with plaintiffs' counsel re: same; draft issues email re: same; meet and confer re: same. | 4.20 |
| 10/05/17 | DHG | Review revised scheduling order; confer with Akin team re: same. | 1.30 |
| 10/05/17 | ML | Prepare Akin Gump document production. | 2.00 |
| 10/05/17 | JLW | Review New GM mark-up to scheduling order; confer with D. Golden and D. Newman re: same; draft email re: scheduling order; participate on call with Plaintiffs' counsel re: scheduling order; prepare comments to the draft scheduling order; review document production. | 6.80 |
| 10/06/17 | DN | Participate in meet and confer re: discovery stip/order; review revised schedule; revise scheduling order; confer with D. Golden and J. Woodson re: same. | 3.40 |
| 10/06/17 | DHG | Participate in all-hands meet and confer re: discovery stipulation/order; numerous telephone calls with Akin Gump, Brown Rudnick, clients re: same; review revised draft of same. | 3.20 |
| 10/06/17 | ML | Prepare Akin Gump document production. | 1.50 |
| 10/06/17 | JLW | Review comments to scheduling order from New GM/GUC Trust; Participate on meet and confer re: discovery/scheduling order; confer with D. Newman re: same; revise same; coordinate with Plaintiffs' counsel regarding revisions to order. | 4.10 |
| 10/06/17 | JAL | Meet with D. Golden re: meet & confer update; draft email to unitholders re: status; correspond with holders re: same; draft letter to Quinn/Gibson re: group holdings. | 2.50 |
| 10/07/17 | LC | Prepare Akin Gump document production. | 1.00 |
| 10/07/17 | JLW | Correspondence re: discovery. | 0.50 |
| 10/08/17 | DN | Revise letter to counsel for New GM/Gibson re: group holdings. | 1.10 |
| 10/08/17 | ML | Prepare and review Akin Gump document production. | 1.50 |
| 10/08/17 | JLW | Email D. Newman re: discovery. | 0.30 |
| 10/08/17 | JAL | Update Quinn-Gibson holdings letter. | 0.50 |
| 10/09/17 | DN | Confer with D. Golden and J. Woodson re: revised scheduling order; review/revise same. | 2.70 |
| 10/09/17 | DHG | Review latest draft of discovery/scheduling order; telephone calls with D. Newman re: same. | 1.00 |
| 10/09/17 | JLW | Attend to issues re: scheduling order; confer with D. Newman re: | 0.50 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | same. | |
| 10/09/17 | JAL | Finalize holdings letter; send to Gibson/Quinn. | 0.60 |
| 10/10/17 | DN | Confer with J. Tecce (Quinn) re: scheduling order; meet with J. Woodson re: discovery issues; confer with J. Woodson re: same. | 1.00 |
| 10/10/17 | LC | Prepare and review Akin Gump document production. | 2.20 |
| 10/10/17 | JLW | Confer with D. Newman re: discovery; attend to issues re: same; review revised scheduling order; email Quinn re: same; meet with D. Newman re: discovery; draft email to clients re: scheduling order; conduct document review. | 4.70 |
| 10/10/17 | JPK | Draft responses and objections to document requests. | 0.30 |
| 10/11/17 | DN | Revise email to Unitholders re: scheduling order. | 0.50 |
| 10/11/17 | LC | Prepare and review document production. | 1.50 |
| 10/11/17 | JLW | Draft document requests to the GUC Trust; confer with D. Newman re: same; conduct document review. | 5.60 |
| 10/11/17 | JPK | Draft responses and objections to document requests, draft subpoena notices. | 5.80 |
| 10/12/17 | DN | Review document requests. | 0.30 |
| 10/12/17 | JLW | Confer with H. Steel re: discovery; email D. Newman re: same; revise deposition notices; email J. Kane re: responses and objections to document requests; conduct document review. | 1.60 |
| 10/13/17 | JPK | Draft responses and objections to document requests. | 2.60 |
| 10/16/17 | DN | Confer with D. Golden and J. Woodson re: discovery issues. | 0.80 |
| 10/16/17 | DHG | Review proposed revisions to Plaintiffs' document production request; office conference with J. Woodson, D. Newman re: discovery; meeting with D. Zensky re: preparation for deposition. | 2.20 |
| 10/16/17 | JLW | Review Plaintiffs' document requests; confer with D. Golden and D. Newman re: same; confer with Brown Rudnick re: same; conduct document review. | 5.40 |
| 10/16/17 | JAL | Attend to case administration. | 1.00 |
| 10/17/17 | LC | Prepare and review Akin Gump document production. | 2.10 |
| 10/17/17 | JLW | Conduct document review; attend to issues re: same; revise responses and objections; email D. Newman re: same. | 6.90 |
| 10/17/17 | NM | Review emails in connection with discovery requests. | 0.50 |
| 10/18/17 | DN | Attend discovery meeting with D. Golden and J. Woodson. | 0.50 |
| 10/18/17 | DHG | Meeting with D. Newman, J. Woodson re: GM discovery issues; review email production. | 2.30 |
| 10/18/17 | JLW | Confer with D. Golden and D. Newman re: discovery; confer with B. Figueroa re: privilege research; review research; confer with Gibson re: common interest privilege. | 2.90 |
| 10/18/17 | BMF | Conduct research re: privilege issues. | 2.10 |
| 10/19/17 | DN | Call with Brown Rudnick re: discovery status; confer with D. Golden and J. Woodson re: same. | 1.00 |
| 10/19/17 | DHG | Participate on telephone conference with Brown Rudnick re: discovery status; confer with team re: same. | 1.00 |
| 10/19/17 | JLW | Call with Brown Rudnick re: discovery status; confer with Akin team re: same; draft email to Plaintiffs' counsel re: discovery; review letters from New GM and Plaintiffs re: MDL issues. | 2.30 |
| 10/20/17 | DN | Meet with D. Golden, J. Woodson and D. Zensky re: discovery and privilege issues; review research re: privilege issues. | 3.40 |
| 10/20/17 | DHG | Meeting with D. Zensky, J. Woodson, and D. Newman re: discovery and privilege issues; telephone call with Brown Rudnick re: discovery and privilege issues strategy. | 2.00 |
| 10/20/17 | DMZ | Meeting with D. Golden, D. Newman and J. Woodson re: case, discovery and privilege issues; correspondence re: privilege research. | 2.20 |
| 10/20/17 | JLW | Confer with D. Newman re: documents for production; prepare document production; confer with D. Golden, D. Zensky and D. Newman re: discovery and privilege issues; review research re: | 2.90 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | privilege. | |
| 10/20/17 | JPk | Review certain discovery documents. | 1.00 |
| 10/21/17 | DMZ | Review research re: privilege. | 1.00 |
| 10/21/17 | JPk | Perform research re: privilege issue. | 2.80 |
| 10/22/17 | JLW | Revise email re: discovery. | 0.20 |
| 10/22/17 | JPk | Perform research re: privilege issue. | 1.00 |
| 10/23/17 | DN | Confer with Akin team re: discovery issue. | 1.20 |
| 10/23/17 | DHG | Participate on telephone conference with plaintiffs' counsel re: trial strategy; attend telephone conference with Akin team re: same; review document production; review scheduling order. | 2.80 |
| 10/23/17 | DMZ | Review materials re: trial strategy; telephone conference with D. Golden, D. Newman and J. Woodson re: trial strategy. | 3.20 |
| 10/23/17 | JLW | Confer with D. Newman re: case status; confer with Brown Rudnick re: discovery; confer with Plaintiffs' counsel re: same; attention to emails regarding common interest privilege; review materials re: privilege issue; email J. Kane re: case status; participate on conference with Akin team re: trial strategy. | 3.60 |
| 10/23/17 | JPk | Research the privilege issue; prepare summary re: same. | 8.70 |
| 10/24/17 | DN | Confer with J. Woodson re: trial/strategy; call with J. Woodson re: privilege issues; call with H. Steel re: trial strategy. | 1.50 |
| 10/24/17 | DMZ | Review privilege research memo; review enforcement motion exhibits. | 1.00 |
| 10/24/17 | LC | Prepare and review Akin Gump document production. | 0.80 |
| 10/24/17 | JLW | Review research on privilege issue; confer with J. Kane re: same; confer with D. Newman re: same; revise draft common interest privilege agreement. | 5.50 |
| 10/24/17 | JPk | Draft research memo re: privilege issue; confer with J. Woodson re: same. | 2.50 |
| 10/24/17 | JAL | Attend to case administration. | 2.00 |
| 10/25/17 | DN | Review/revise responses and objections to discovery requests; confer with D. Golden and J. Woodson re: privilege issues. | 0.80 |
| 10/25/17 | DHG | Office conferences with D. Newman and J. Woodson re: privilege issues; telephone call with D. Zensky re: same. | 1.20 |
| 10/25/17 | JLW | Confer with D. Newman re: discovery responses; revise responses and objections; confer with D. Golden and D. Newman re: privilege issues. | 0.60 |
| 10/25/17 | NM | Attend to case admin. | 1.00 |
| 10/25/17 | JPk | Perform follow up research re: privilege issue. | 3.90 |
| 10/26/17 | DMZ | Review Plaintiff settlement agreement; prepare for D. Golden deposition. | 1.70 |
| 10/26/17 | JLW | Review privilege research from J. Kane; email D. Newman re: same; confer with D. Newman and J. Kane re: responses and objections and letter to GUC Trust; revise letter to GUC Trust. | 1.90 |
| 10/26/17 | JPk | Perform research re: privilege issue. | 6.40 |
| 10/27/17 | DN | Review relevant privilege cases; revise letter to GUC trust re: same; confer with Akin team re: same; review email from M. Karlan and attached documents. | 3.50 |
| 10/27/17 | DMZ | Call with team re: Plaintiff settlement and evidence/testimony issues. | 0.70 |
| 10/27/17 | JLW | Revise draft letter to GUC Trust re: privilege issues; confer with D. Newman and D. Zensky in preparation for D. Golden deposition; confer with D. Newman re: letter to GUC Trust; confer with team re: common interest privilege; review letter to GUC Trust; review case law re: common interest privilege; review common interest privilege agreement. | 1.70 |
| 10/27/17 | JAL | Research deposition issue. | 0.30 |
| 10/30/17 | DN | Call with S. Berman re: discovery; emails with M. Karlan re: discovery strategy; confer with J. Woodson and D. Golden re: | 4.40 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | same; confer with J. Woodson re: discovery; review agenda for meet and confer; participate in meet and confer re: discovery issues; follow up call with S. Berman re: same. | |
| 10/30/17 | DHG | Participate in all-hands meet and confer on discovery issues; review document production; participate in office conferences with D. Newman and J. Woodson re: discovery strategy. | 2.40 |
| 10/30/17 | DMZ | Telephone call with S. Berman re: discovery. | 0.50 |
| 10/30/17 | LC | Prepare Akin Gump document production. | 3.20 |
| 10/30/17 | JLW | Coordinate production of documents; confer with D. Newman re: same; research common interest privilege; confer with J. Kane re: research in connection with same; participate on telephonic meet and confer re: discovery issues; confer with counsel to New GM re: document requests; email counsel to New GM re: discovery; participate on call re: D. Golden testimony; review research from J. Kane; draft deposition prep outline. | 8.10 |
| 10/30/17 | JPk | Research common interest privilege issue; confer with team re: same; prepare summary re: same. | 8.60 |
| 10/31/17 | DN | Review research re: common interest privilege; confer with J. Woodson, J. Kane and D. Golden re: same. | 4.20 |
| 10/31/17 | DHG | Participate on telephone conference with plaintiffs' lawyers re: litigation strategy; review emails regarding discovery disputes; prep for deposition. | 3.30 |
| 10/31/17 | DMZ | Prepare for D. Golden deposition; attend to issues re: same | 0.50 |
| 10/31/17 | LC | Prepare and review document production. | 2.80 |
| 10/31/17 | JLW | Attention to email with J. Kane re: common interest privilege research; correspondence re: discovery; review documents in connection with D. Golden deposition preparation. | 1.70 |
| 10/31/17 | NM | Review correspondence re: discovery issues. | 0.50 |
| 10/31/17 | JPk | Research common interest privilege issue; prepare summary re: same. | 7.80 |
| Total Hours | | | 300.10 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|----------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 53.60 | at | \$975.00 | = | \$52,260.00 |
| D H GOLDEN | 35.60 | at | \$1375.00 | = | \$48,950.00 |
| D M ZENSKY | 11.00 | at | \$1155.00 | = | \$12,705.00 |
| J L WOODSON | 86.70 | at | \$825.00 | = | \$71,527.50 |
| N MOSS | 9.40 | at | \$875.00 | = | \$8,225.00 |
| J P KANE | 64.40 | at | \$550.00 | = | \$35,420.00 |
| J A LATOV | 14.60 | at | \$500.00 | = | \$7,300.00 |
| B M FIGUEROA-SANTANA | 2.10 | at | \$485.00 | = | \$1,018.50 |
| L CHAU | 17.70 | at | \$325.00 | = | \$5,752.50 |
| M LEONARD | 5.00 | at | \$295.00 | = | \$1,475.00 |

Current Fees \$244,633.50

Current Expenses \$2,450.94

Total Amount of This Invoice \$247,084.44

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1746099
Invoice Date 11/20/17
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP
Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP
CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1746099

(For wires originating outside the US reference Swift ID# CITIUS33)



MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1748703
Invoice Date 12/04/17
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 11/30/17 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 11/01/17 | DN | Confer with J. Woodson and D. Golden re: common interest issues; attend telephonic conference with Judge Glenn re: discovery matters. | 1.00 |
| 11/01/17 | DHG | Participate in office conferences with D. Newman and D. Zensky re: common interest issues. | 0.80 |
| 11/01/17 | DMZ | Discuss common interest issues with D. Newman and D. Golden. | 0.40 |
| 11/01/17 | LC | Prepare and review document production. | 2.50 |
| 11/01/17 | JLW | Conduct document review; draft deposition prep outline; prepare for and participate on telephonic conference with Judge Glenn re: discovery matters; email Plaintiffs' counsel in connection with discovery; confer with D. Newman re: common interests issues; confer with J. Kane re: outstanding discovery items. | 8.90 |
| 11/01/17 | JPK | Attend telephonic conference with Judge Glenn re: discovery matters. | 1.00 |
| 11/02/17 | DN | Emails to M. Karlan (Gibson) re: discovery issues; confer with J. Woodson re: same. | 0.50 |
| 11/02/17 | DMZ | Meeting with J. Woodson re: discovery. | 0.30 |
| 11/02/17 | LC | Prepare and review document production. | 1.70 |
| 11/02/17 | JLW | Coordinate preparation of deposition prep materials; meet with Akin litigation team re: document review; confer with Plaintiffs' counsel re: discovery; confer with D. Newman and D. Zensky re: same; conduct document review. | 6.30 |
| 11/02/17 | JLL | Attend to case administration. | 2.70 |
| 11/02/17 | EMD | Attend meeting with J. Woodson re: document review; conduct document review. | 4.80 |
| 11/02/17 | RRW | Attend lit team meeting re: document review; conduct document review. | 4.40 |
| 11/02/17 | JPK | Review document production. | 1.40 |
| 11/02/17 | SLL | Meeting with lit team re: document review; conduct document review. | 3.10 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 11/02/17 | SMN | Attend meeting with lit team re: document review; conduct document review. | 5.50 |
| 11/03/17 | DN | Review discovery; confer with plaintiffs and J. Woodson re: same; communicate with Gibson re: same. | 4.10 |
| 11/03/17 | DHG | Review discovery. | 1.20 |
| 11/03/17 | LC | Prepare and review document production. | 1.00 |
| 11/03/17 | JLW | Coordinate document review and attend to matters re: same; confer with J. Kane re: letter to GUC Trust re: discovery; correspond with D. Newman re: discovery. | 2.30 |
| 11/03/17 | EMD | Conduct document review. | 4.60 |
| 11/03/17 | RRW | Conduct document review. | 6.40 |
| 11/03/17 | JPk | Meet with Akin team re: reviewing client documents, draft letter to GUC Trust re: discovery; research re: same. | 8.10 |
| 11/03/17 | SLL | Conduct document review. | 4.60 |
| 11/03/17 | SMN | Conduct document review. | 6.30 |
| 11/04/17 | JLW | Revise draft letter to GUC Trust re: discovery; email J. Kane re: same; conduct document review; attend to matters re: same; review draft privilege log; review rules in connection with same. | 5.10 |
| 11/04/17 | RRW | Conduct document review. | 1.60 |
| 11/04/17 | JPk | Review documents; draft letter to GUC Trust re: discovery. | 4.40 |
| 11/04/17 | SLL | Conduct document review. | 2.50 |
| 11/05/17 | JPk | Review Akin document production. | 0.50 |
| 11/05/17 | SLL | Conduct document review. | 1.40 |
| 11/06/17 | DN | Attend meet and confer with Gibson re: discovery issues; review privilege log; call with J. Tecce re: discovery. | 1.30 |
| 11/06/17 | DHG | Review/finalize brief re: New GM standing; participate in office conferences with D. Newman re: depositions and discovery. | 2.40 |
| 11/06/17 | DMZ | Meeting with J. Woodson re: discovery; review materials re: D. Golden deposition prep. | 0.40 |
| 11/06/17 | LC | Review documents produced by Gibson. | 1.60 |
| 11/06/17 | JLW | Participate on meet and confer with Gibson re: discovery issues; conduct document review; attention to Akin emails and case management; participate on meet and confer with Quinn re: discovery; coordinate with J. Kane re: production of privilege log; meeting with D. Zensky re: discovery. | 7.20 |
| 11/06/17 | JPk | Attend telephonic conference with Judge Glenn re: discovery; attend meet and confer re: same. | 2.70 |
| 11/06/17 | SMN | Telephonic conference with Judge Glenn re: discovery; conduct document review. | 2.00 |
| 11/07/17 | DN | Attend call with Court; prepare for same; review discovery materials. | 3.20 |
| 11/07/17 | DHG | Review letter brief on common interest issues; review Court transcripts. | 2.30 |
| 11/07/17 | LC | Prepare and review document production. | 0.50 |
| 11/07/17 | JLW | Conduct document review; email Plaintiffs' counsel re: same; email Gibson re: discovery; participate on court conference; review research on common interest; confer with J. Kane re: same; research re: privilege issue; prepare unitholder privilege letter/brief. | 7.60 |
| 11/07/17 | JPk | Attend telephonic court hearing; research common interest issue for unitholder privilege letter/brief; confer with J. Woodson re: same. | 5.90 |
| 11/08/17 | DN | Attend E. Weisfelner and H. Steel depos; confer with J. Woodson and J. Kane and D. Golden re: case update; review document production; confer with D. Zensky re: strategy. | 9.40 |
| 11/08/17 | DHG | Participate in office conferences with Akin team re: status of depositions and open discovery items. | 1.70 |
| 11/08/17 | DMZ | Confer with D. Newman re: case strategy. | 0.20 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 11/08/17 | LC | Prepare and review document production. | 0.70 |
| 11/08/17 | JLW | Correspond with opposing counsel re: proposed common interest stipulation; attention to email with D. Newman re: depositions; coordinate documents for Akin team review; confer with J. Kane re: unitholder privilege letter/brief; revise same; email D. Newman re: scheduled depositions; revise draft common interest stipulation; confer with D. Golden and D. Newman re: same; confer with D. Newman and J. Kane re: outstanding items. | 13.10 |
| 11/08/17 | JPk | Research waiver of the common interest privilege; draft unitholder letter/brief, attend team meeting re: outstanding items; confer with Akin team re: privilege letter. | 10.10 |
| 11/08/17 | KCE | Review document production. | 3.00 |
| 11/09/17 | DN | Draft joinder to enforcement motion; revise unitholder privilege letter/brief. | 6.90 |
| 11/09/17 | DHG | Review/revise initial draft of New GM standing brief; email to Akin team re: same. | 2.00 |
| 11/09/17 | LC | Review documents produced by Gibson. | 1.30 |
| 11/09/17 | JLW | Review documents and prepare case chronology in connection with same; attention to emails re: opposing counsels' discovery requests; confer with R. Williams re: confidentiality research needed; review case law in connection with standing motion; review and revise same; confer with D. Newman re: chronology of events in connection with joinder to enforcement motion; attention to email re: production of common interest agreement; review confidentiality research from R. Williams; conduct document review; confer with J. Kane re: same. | 10.70 |
| 11/09/17 | JLL | Review and prepare document production. | 3.60 |
| 11/09/17 | RRW | Conduct document review; review additional documents; research re: confidentiality issues; confer with J. Woodson re: same. | 4.80 |
| 11/09/17 | JPk | Attend Weintraub deposition, draft unitholder privilege letter/brief; review client documents for privilege. | 16.20 |
| 11/10/17 | DN | Revise Joinder to enforcement motion; revise unitholder privilege letter/brief; prepare for M. Williams deposition; confer with D. Zensky re: Golden deposition. | 9.60 |
| 11/10/17 | DHG | Review New GM standing brief; review/revise draft of unitholder joinder to enforcement motion; attend numerous office conferences and attend telephone calls re: same; attend office conference with D. Newman re: prep for M. Williams deposition. | 2.40 |
| 11/10/17 | DMZ | Participate on call with D. Newman re: D. Golden deposition prep and discovery developments. | 0.40 |
| 11/10/17 | LC | Prepare document production. | 0.50 |
| 11/10/17 | JLW | Conduct document review; attention to email from D. Golden re: discovery issues; attention to Akin team email and case management; review and revise draft letter for submittal of common interest documents in camera; review and revise joinder to enforcement motion; revise New GM standing brief; email team re: same; revise letter brief. | 6.40 |
| 11/10/17 | JLL | Attend to case administration; edit joinder to enforcement motion. | 2.20 |
| 11/10/17 | RRW | Conduct research re: confidentiality issues. | 0.90 |
| 11/10/17 | JPk | Review documents for privilege; draft declaration in support of joinder to enforcement motion. | 16.50 |
| 11/11/17 | DN | Revise unitholder privilege letter/brief and joinder to enforcement motion. | 2.30 |
| 11/11/17 | JLW | Revise new GM standing brief; email opposing counsel re: filing of letter briefs. | 1.70 |
| 11/11/17 | JPk | Draft joinder sealing motion; draft unitholder privilege letter/brief; draft joinder to enforcement motion. | 6.60 |
| 11/12/17 | DN | Prepare for M. Williams deposition; review cases in letter re: | 4.60 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 11/12/17 | DMZ | privilege; emails re: same; review D. Golden declaration and joinder sealing motion; call with Akin team re: privilege letter. Review draft unitholder privilege letter/brief; correspondence with Akin team re: same. | 0.40 |
| 11/12/17 | JLW | Participate on call with D. Newman and J. Kane re: privilege letter briefs; email opposing counsel re: filing of same; research procedure for joinder sealing motion; revise sealing motion; review exhibits to D. Golden declaration; coordinate document production; email clients copy of unitholder pleadings. | 5.80 |
| 11/12/17 | JLL | Edit unitholder privilege letter/brief. | 0.80 |
| 11/12/17 | JPk | Draft joinder to enforcement motion; draft unitholder privilege letter/brief; call with Akin team re: privilege letter briefs. | 4.00 |
| 11/13/17 | DN | Attend M. Williams deposition; finalize joinder to enforcement motion; confer with J. Woodson re: letter/brief; review plaintiffs' and WT's privilege letters; attend meeting with Akin team re: D. Golden deposition preparation. | 7.90 |
| 11/13/17 | DMZ | Correspondence with Akin team re: joinder to enforcement motion; continue deposition preparation; review D. Golden declaration; attend meeting with J. Woodson and D. Newman re: same; review correspondence from parties re: discovery. | 2.10 |
| 11/13/17 | JLW | Attention to Akin team email re: unitholder letter/brief; confer with D. Newman and J. Kane re: same; revise and finalize letter brief; coordinate serving and filing same; confer with chambers re: sealing procedure; confer with Brown Rudnick re: standing brief; revise same; review and revise sealing motion; review and revise joinder to enforcement motion; review and revise declaration in support of same; confer with D. Newman, D. Zensky and D. Golden re: same; attention to Akin team email and case management; research question re: deposition instruction; attention to request from New GM re: privilege logs; coordinate filing and service of joinder and sealing motion. | 14.20 |
| 11/13/17 | JLL | Edit joinder to enforcement motion. | 2.20 |
| 11/13/17 | JPk | Prepare unitholder privilege letter/brief and joinder to enforcement motion for filing; confer with J. Woodson re: same. | 2.40 |
| 11/13/17 | JAL | Review pleadings re: standing issue; attend to case administration. | 2.40 |
| 11/14/17 | DN | Prepare D. Golden for deposition. | 3.50 |
| 11/14/17 | DHG | Prepare for deposition. | 7.50 |
| 11/14/17 | DMZ | Prepare for D. Golden deposition; review documents in connection with same. | 6.00 |
| 11/14/17 | JLW | Prepare for and participate in D. Golden deposition prep; email Gibson re: search terms; prepare discovery materials for Akin team; participate on meet and confer with Gibson re: search terms; attention to Akin team email; attention to email from counsel to Plaintiffs re: discovery disputes. | 6.40 |
| 11/14/17 | NM | Review deposition transcripts and letters re: settlement disavowal. | 1.50 |
| 11/14/17 | JPk | Attend D. Golden deposition prep; prepare questions for depositions; prepare documents for deposition. | 7.80 |
| 11/15/17 | DN | Participate in conference with court; attend Andrews deposition; attend D. Golden deposition prep. | 7.50 |
| 11/15/17 | DHG | Continue preparation for deposition. | 4.50 |
| 11/15/17 | DMZ | Review summary of court conference; continue deposition preparation; confer with D. Golden re: same; review materials re: same. | 6.50 |
| 11/15/17 | JLW | Prepare for and participate in D. Golden deposition prep; participate in court conference; summarize same; attention to Akin team emails; review correspondence between Plaintiffs' counsel and counsel to the GUC Trust; review case law re: removal of trustee; coordinate with J. Kane re: D. Golden deposition. | 8.10 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 11/15/17 | JLL | Prepare materials for deposition prep. | 0.30 |
| 11/15/17 | NM | Review documents in connection with enforcement motion; confer with Akin team re: same; read Plaintiffs' reply to New GM's summary judgment motion in the MDL; attend to case admin; attend D. Golden deposition prep; review deposition and hearing transcripts in connection with motion to enforce litigation. | 3.20 |
| 11/15/17 | JPk | Prepare for D. Golden deposition. | 5.90 |
| 11/16/17 | DN | Attend D. Golden deposition; confer with J. Woodson, D. Zensky and D. Golden re: same. | 6.40 |
| 11/16/17 | DHG | Prepare for and undergo deposition; participate in office conference with Akin team. | 6.00 |
| 11/16/17 | DMZ | Continue deposition preparation; participate in D. Golden deposition; confer with D. Golden, D. Newman and J. Woodson re: same. | 6.00 |
| 11/16/17 | JLW | Prepare for and attend D. Golden deposition; attention to Akin team email and case management; confer with D. Newman re: upcoming deadlines and tasks. | 5.80 |
| 11/16/17 | NM | Confer with team re: status of D. Golden deposition; review deposition transcripts for Beth Andrews and Ed Weisfelner. | 1.40 |
| 11/17/17 | JLW | Review correspondence from Plaintiffs re: GUC Trust document production; attention to email from Gibson re: production. | 0.30 |
| 11/17/17 | JAL | Attend to case administration. | 2.50 |
| 11/18/17 | DN | Prepare for K. Martorana and M. Williams depositions. | 2.10 |
| 11/20/17 | DN | Attend M. Williams and K. Martorana depositions; confer with plaintiffs re: same; confer with D. Golden re: same; confer with J. Woodson re: discovery issues. | 8.30 |
| 11/20/17 | DHG | Attend K. Martorana and M. Williams depositions; attend office conferences with D. Newman re: same. | 6.50 |
| 11/20/17 | DMZ | Correspond with Akin team re: D. Golden deposition strategy. | 0.20 |
| 11/20/17 | LC | Review documents prepared by Gibson. | 1.30 |
| 11/20/17 | JLW | Confer with D. Newman re: document production and depositions; attention to team email re: case documents; conduct document review; review research; review deposition transcripts. | 6.20 |
| 11/20/17 | RRW | Conduct legal research re: potential appeal issues | 1.50 |
| 11/21/17 | DN | Confer with Plaintiffs, J. Woodson and D. Zensky re: trial issues; review deposition transcripts; meet and confer re: discovery issues; follow up with Akin team. | 6.70 |
| 11/21/17 | DHG | Participate in meet and confer re: trial issues; confer with Akin team re: same. | 1.00 |
| 11/21/17 | DMZ | Participate on telephone call and meeting with J. Woodson and D. Newman re: deposition outcome and trial. | 0.20 |
| 11/21/17 | JLW | Confer with D. Newman and D. Zensky re: case strategy; review deposition testimony; participate on meet and confer with opposing counsel re: trial issues; email Plaintiffs re: joint pre-trial order; follow up with Akin team; draft letter to Gibson re: production of documents; review appeal research. | 8.90 |
| 11/21/17 | RRW | Conduct legal research re: potential appeal issues. | 1.60 |
| 11/21/17 | JPk | Attend meet and confer re: trial issues; prepare deposition testimony analysis. | 3.00 |
| 11/22/17 | DN | Call with D. Zensky and D. Golden re: case developments; confer with J. Woodson re: same. | 1.10 |
| 11/22/17 | DHG | Review deposition transcripts; confer with D. Zensky and D. Newman re: case developments. | 2.30 |
| 11/22/17 | DMZ | Correspond with D. Newman and D. Golden re: case developments. | 0.40 |
| 11/22/17 | JLW | Attend deposition; email D. Newman re: same; confer with D. Newman re: case developments; finalize and send letter to M. Karlan re: documents to be produced. | 3.80 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 11/22/17 | JKP | Prepare deposition testimony analysis. | 2.60 |
| 11/22/17 | JAL | Research issue re: GUC Trust administration. | 2.00 |
| 11/27/17 | DN | Review emails with plaintiffs; confer with J. Woodson re: same; call re: same; emails with New GM and GUC Trust re: documents; review same. | 2.10 |
| 11/27/17 | DHG | Review email traffic re: trial issues; review D. Golden deposition transcript for inaccuracies. | 2.20 |
| 11/27/17 | DMZ | Confer with J. Woodson re: case developments. | 0.20 |
| 11/27/17 | LC | Review documents prepared by Gibson. | 0.50 |
| 11/27/17 | JLW | Conduct document review; attention to request to file confidential documents on docket; review depo transcripts; confer with D. Zensky re: case developments. | 5.90 |
| 11/28/17 | DN | Call with Plaintiffs re: strategy; confer with J. Woodson and J. Kane re: same; meeting with D. Golden, D. Zensky and J. Woodson re: D. Golden deposition. | 3.20 |
| 11/28/17 | DHG | Review D. Golden deposition transcript; participate in office conference with D. Zensky, D. Newman, J. Woodson re: same; review GUC Trust objection to enforcement motion. | 3.50 |
| 11/28/17 | DMZ | Meeting with D. Golden, D. Newman and J. Woodson re: deposition. | 0.70 |
| 11/28/17 | LC | Review documents produced by Gibson. | 0.70 |
| 11/28/17 | JLW | Participate on call with Plaintiffs' counsel; attention to case management and team emails; confer with D. Golden, D. Zensky and D. Newman re: errata; prepare D. Golden errata; confer with J. Kane re: deposition designations; review additional document produced by GUC Trust; review opposition briefs to motion to enforce; review case law in connection with same. | 5.70 |
| 11/28/17 | NM | Review objections to the motion to enforce; confer with team re: same. | 1.00 |
| 11/28/17 | JKP | Attend call with plaintiffs re: trial issues; designate deposition testimony for trial. | 1.50 |
| 11/28/17 | JAL | Review opposition to motion to enforce. | 1.50 |
| 11/29/17 | DN | Call with Hilliard; confer with Akin team re: trial and removal issues; revise letter to court; call with group; calls with unitholder; confer with D. Golden re: same. | 5.70 |
| 11/29/17 | DHG | Prepare for and participate in ad hoc unit holder call re: updated status report. | 1.30 |
| 11/29/17 | DMZ | Meeting with J. Woodson re: status and next steps; review portions of GUC Trust objection to enforcement motion; meeting with team re: trial and removal issues. | 1.20 |
| 11/29/17 | JLW | Attention to case management; coordinate filing of withdrawal of sealing motion; review opposition briefing; participate in team meeting re: trial preparation and removal motion; review deposition designations; draft proposal re: trial procedure. | 9.80 |
| 11/29/17 | JLL | Attend to case administration. | 1.80 |
| 11/29/17 | RRW | Legal research re: withdrawing sealing motion; draft letter brief re: same; correspondence and teleconfs. re: same. | 1.30 |
| 11/29/17 | NM | Review exhibits to New GM's objection to the motion to enforce; attend Akin team meeting re: status and upcoming trial; attend group call. | 2.30 |
| 11/29/17 | JKP | Review and prepare the depositions of Matt Williams, Beth Andrews, and Keith Martorana for designation. | 13.80 |
| 11/30/17 | DN | Review deposition designations; emails and calls w plaintiffs; review objections; confer with J. Woodson and J. Kane re: trial prep; review plaintiff witness directs; review pre trial order; confer with D. Golden re: status. | 8.30 |
| 11/30/17 | DHG | Telephone call with Gibson re: status; office conference with D. Newman re: open litigation items. | 1.20 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 11/30/17 | LC | Review documents produced by Gibson. | 2.80 |
| 11/30/17 | JLW | Review deposition designations; attention to case management; email Plaintiffs' counsel re: trial procedure; revise deposition designations; confer with D. Newman re: case management; email Plaintiffs' counsel re: tasks; review proposed joint pretrial order and stipulated facts; review proposed exhibit list. | 11.20 |
| 11/30/17 | JLL | Organize trial exhibits for review. | 2.60 |
| 11/30/17 | JPK | Review and designate the deposition testimony of Matt Williams, Beth Andrews, and Keith Martorana for trial; review plaintiff's proposed exhibit list and add circulate additional exhibits; confer with team re: trial preparation. | 3.20 |
| Total Hours | | | 568.50 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 105.70 | at | \$975.00 | = | \$103,057.50 |
| D H GOLDEN | 48.80 | at | \$1375.00 | = | \$67,100.00 |
| D M ZENSKY | 25.60 | at | \$1155.00 | = | \$29,568.00 |
| J L WOODSON | 161.40 | at | \$825.00 | = | \$133,155.00 |
| N MOSS | 9.40 | at | \$875.00 | = | \$8,225.00 |
| S L LINDEMUTH | 11.60 | at | \$710.00 | = | \$8,236.00 |
| E M DABAIE | 9.40 | at | \$675.00 | = | \$6,345.00 |
| R R WILLIAMS, JR. | 22.50 | at | \$665.00 | = | \$14,962.50 |
| J P KANE | 117.60 | at | \$550.00 | = | \$64,680.00 |
| J A LATOV | 8.40 | at | \$500.00 | = | \$4,200.00 |
| S M NOLAN | 13.80 | at | \$485.00 | = | \$6,693.00 |
| L CHAU | 15.10 | at | \$325.00 | = | \$4,907.50 |
| J LANGMACK | 16.20 | at | \$305.00 | = | \$4,941.00 |
| K C EJOH | 3.00 | at | \$250.00 | = | \$750.00 |

Current Fees \$456,820.50

Current Expenses \$14,965.41

Total Amount of This Invoice \$471,785.91

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1748703
Invoice Date 12/04/17
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

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AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

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1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1748703

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036
ATTN: SCOTT VOGEL

Invoice Number 1756495
Invoice Date 02/08/18
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 12/31/17 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 12/01/17 | DN | Review depo designations and proposed exhibits; review draft joint pretrial order; confer with D. Golden and J. Woodson re same. | 3.80 |
| 12/01/17 | JLW | Review Plaintiffs' trial exhibit list; confer with Plaintiffs' re same; draft D. Golden direct testimony; confer with J. Kane re trial issues; participate on meet and confer re depo designations; revise deposition designations; review GUC Trust/New GM's exhibit list; review draft joint pretrial order; confer with D. Newman re same; review draft stipulations. | 12.40 |
| 12/01/17 | JLL | Prepare and review trial exhibits. | 1.40 |
| 12/01/17 | JPK | Attend meet and confer re deposition designations; draft summary re same; designate deposition testimony for trial; confer with J. Woodson re trial. | 2.80 |
| 12/01/17 | JAL | Attend to case administration. | 3.10 |
| 12/02/17 | DN | Revise D. Golden direct testimony; review stipulated facts; confer with J. Woodson re pretrial order and research issue; review case law re CPLR 2104. | 3.40 |
| 12/02/17 | JLW | Draft D. Golden direct testimony; revise same; revise stipulation of facts; review D. Golden deposition designations; review exhibits for D. Golden direct testimony; confer with D. Newman in connection with Joint Pretrial Order and research issues; review research re CPLR 2104. | 11.10 |
| 12/02/17 | JPK | Designate deposition testimony, draft counter-designations and objections to designations of D. Golden's deposition testimony; research re CPLR 2104. | 6.90 |
| 12/03/17 | DN | Review research re 2104; read cases re same; review cases cited in objection and joinder. | 2.10 |
| 12/03/17 | JLW | Review proposed counter designations; review research re CPLR 2104; attention to case management and emails; review exhibit | 5.20 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | objections. | |
| 12/03/17 | RRW | Perform research re applicability of CPLR 2104 to federal court proceeding. | 2.10 |
| 12/03/17 | JPk | Research re CPLR 2104 and the enforcement of unsigned agreements. | 6.50 |
| 12/04/17 | DN | Draft joinder to Plaintiffs' reply; revise D. Golden direct; confer with D. Zensky and J. Woodson re same; calls with plaintiffs re various trial issues; confer with J. Woodson re same. | 9.40 |
| 12/04/17 | DMZ | Review D. Golden declaration; lengthy call and meeting with D. Newman and J. Woodson re D. Golden direct and trial issues; meeting with Akin team re trial preparation. | 1.20 |
| 12/04/17 | JLW | Revise D. Golden direct; confer with D. Zensky and D. Newman re same; participate on call with chambers; draft email summary of same; attention to case management and team emails; participate on call with Plaintiffs' counsel re reply brief; confer with R. Williams re reply joinder; communicate re additions to exhibit list; revise stipulated facts; draft outline of reply joinder. | 11.20 |
| 12/04/17 | RRW | Draft joinder section re applicability of CPLR 2104 to federal court proceeding; correspondence re same. | 2.40 |
| 12/04/17 | NM | Attend to case admin. | 1.50 |
| 12/04/17 | JPk | Counter designate D. Golden's deposition testimony; revise D. Golden direct testimony; draft motion to seal; revise reply joinder. | 7.70 |
| 12/05/17 | DN | Revise contentions; review counter designations; multiple calls with plaintiffs re trial issues; meet and confer with parties re same; confer with J. Woodson and J. Kane re trial prep; call with unitholder re status. | 10.60 |
| 12/05/17 | JLW | Participate on meet and confers re trial issues; revise D. Golden designation objections; confer with D. Newman re trial; review W. Weintraub direct testimony; confer with D. Golden re direct testimony; counter designate testimony; prepare objections in connection with designations; review B. Andrews errata; coordinate with Plaintiffs re designations; prepare designation charts; confer with D. Newman re contentions and trial prep; review direct testimony submission; confer with J. Kane re trial preparation. | 14.90 |
| 12/05/17 | JLL | Review and edit direct testimony; review and edit designations chart. | 2.50 |
| 12/05/17 | JPk | Designate deposition testimony for trial; attend meet and confers with opposing counsel re same; confer with D. Newman and J. Woodson re trial preparation. | 9.20 |
| 12/06/17 | DN | Revise reply brief; revise joinder; confer with J. Woodson and J. Kane re same; calls with plaintiffs re trial issues. | 7.10 |
| 12/06/17 | JLW | Correspondence re status and trial issues; revise reply joinder; revise reply brief; review draft cover letter to court; review and revise standing opposition brief; participate on court teleconference; confer with D. Newman and J. Kane re joinder. | 11.80 |
| 12/06/17 | JLL | Review trial materials. | 0.60 |
| 12/06/17 | JPk | Draft joinder to reply brief; confer with D. Newman and J. Woodson re same; draft opposition brief re New GM standing; file designated deposition transcripts with court. | 8.70 |
| 12/07/17 | DN | Review/revise joinder; review witness declarations; review/revise motion to enforce reply brief; confer with plaintiffs and Akin team re same and various other trial issues; emails with and re M. Karlan email re common interest. | 7.50 |
| 12/07/17 | DMZ | Attend to discovery issues; meeting with Akin team re same. | 0.50 |
| 12/07/17 | JLW | Confer with counsel to Plaintiffs in advance of meet and confer; participate on meet and confer re trial and discovery issues; attention to email from GUC Trust re D. Golden direct; draft email | 8.90 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | response; confer with D. Newman re same; revise joinder to motion to enforce reply; confer with D. Newman and J. Kane re case issues, exhibit objections and briefing; review and revise reply briefing; email counsel to Plaintiffs re exhibit objections; coordinate filing joinder. | |
| 12/07/17 | JLL | Review and edit joinder. | 1.00 |
| 12/07/17 | JPk | Attend meet and confer re trial issues; confer with D. Newman and J. Woodson re same; work on joinder to motion to enforce; draft opposition re New GM standing. | 5.10 |
| 12/07/17 | JAL | Attend to case administration. | 0.50 |
| 12/08/17 | DN | Emails with plaintiffs re various trial issues; confer with team re same; review joint pretrial order. | 3.20 |
| 12/08/17 | JLW | Review GUC Trust communications potentially subject to common interest; email D. Newman and D. Zensky re same; review email from Plaintiffs' counsel re trial; confer with J. Kane re deposition objections; attention to email with Plaintiffs counsel re evidentiary rules. | 1.40 |
| 12/08/17 | JLL | Prepare materials for pretrial conference. | 3.10 |
| 12/08/17 | JPk | Attend call re trial logistics; edit objections to deposition designations; confer with J. Woodson re same; prepare materials for trial. | 3.70 |
| 12/08/17 | JAL | Review New GM standing and enforcement motion replies. | 1.80 |
| 12/09/17 | DN | Emails with plaintiffs re various trial issues; confer with J. Woodson re same. | 1.70 |
| 12/09/17 | JLW | Confer with D. Newman re pre-trial conference; review newly produced documents; attention to email re depo designation; review case law in connection with same; email D. Newman and Plaintiffs' counsel re same. | 1.20 |
| 12/10/17 | DN | Call with plaintiffs re trial issues and pre-trial conference; confer with J. Woodson re same; review pre-trial order. | 2.70 |
| 12/10/17 | JLW | Participate on call with Plaintiffs' counsel and D. Newman in preparation for pre-trial conference; prepare for pre-trial conference. | 1.40 |
| 12/10/17 | JPk | Prepare mock cross examination for D. Golden. | 3.30 |
| 12/11/17 | DN | Attend pretrial conference; review settlement agreement in response to judge's comments; confer with J. Woodson and J. Kane re same; review deposition transcripts and direct opening statements. | 8.70 |
| 12/11/17 | JLW | Prepare for and attend pre-trial conference; review Plaintiff Settlement Agreement in connection with questions posed by Court; confer with D. Newman and J. Kane re same; review pre-trial conference notes; attention to case management and email; confer with Plaintiffs re exhibit objections; draft email summary re Settlement Agreement. | 7.40 |
| 12/11/17 | JLL | Prepare materials for trial. | 0.20 |
| 12/11/17 | JPk | Prepare for and attend pre-trial conference; draft outline for D. Golden cross examination preparation; draft outline for cross examination of B. Andrews. | 9.20 |
| 12/11/17 | JAL | Prepare for and telephonically attend joint pre trial conference | 0.90 |
| 12/12/17 | DN | Review draft objections to direct statements; read deposition transcripts and opening statements; confer with D. Golden re trial testimony. | 5.10 |
| 12/12/17 | DHG | Prepare for trial testimony; review GUC Trust objections to Weisfelner and Golden direct testimony; office conference with D. Newman re same. | 1.60 |
| 12/12/17 | DMZ | Confer with Akin team re trial issues. | 0.10 |
| 12/12/17 | JLW | Email Plaintiffs re deposition designations; email counsel to GUC Trust re same; prepare outline for D. Golden cross prep; review | 10.40 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | documents in connection with same; confer with D. Newman and J. Kane re trial prep; review counter designations; confer with J. Kane re materials for trial; review and revise objections to direct testimony; confer with Plaintiffs' counsel re same; review objections to D. Golden testimony; confer with D. Newman re same; revise analysis of Settlement Agreement. | |
| 12/12/17 | JLL | Prepare materials in connection with trial. | 0.80 |
| 12/12/17 | JPk | Draft cross examination of B. Andrews; prepare for mock cross examination of D. Golden. | 10.30 |
| 12/12/17 | JAL | Attend to case administration | 1.00 |
| 12/13/17 | DN | Draft responses to direct testimony objections; prep D. Golden for trial testimony; confer with J. Woodson and J. Kane re trial issues. | 7.70 |
| 12/13/17 | DHG | Prep for meeting with J. Woodson, D. Zensky and D. Newman re continued prep for direct examination; review objections/responses to direct testimony; continue prep for trial. | 5.00 |
| 12/13/17 | DMZ | Review direct testimony; meeting with J. Woodson re trial prep; prepare for and attend meeting with Akin team re D. Golden witness prep. | 4.00 |
| 12/13/17 | JLW | Prepare draft cross for D. Golden cross prep; attend D. Golden cross prep; confer with R. Williams re research re evidentiary rules; revise draft response to GUC Trust objections to D. Golden testimony; confer with D. Newman and J. Kane re same; conduct research in connection with same; confer with Brown Rudnick re objections to testimony; revise draft response to objections to E. Weisfelner testimony; review draft opening. | 11.60 |
| 12/13/17 | JLL | Prepare materials for trial. | 1.50 |
| 12/13/17 | RRW | Research re evidentiary rules for references to exhibits; draft e-mail memo re same; confer with J. Woodson re same. | 3.30 |
| 12/13/17 | JPk | Attend witness prep session for D. Golden; research objections to opposing witnesses' direct testimony; confer with D. Newman and J. Woodson re same; draft chronology of important communications. | 10.40 |
| 12/14/17 | DN | Review/revise S. Berman opening; call with S. Berman and B. Hilliard re trial issues; prep D. Golden for trial testimony; confer with J. Woodson and J. Kane re trial. | 9.60 |
| 12/14/17 | DHG | Continue preparing for trial testimony. | 2.00 |
| 12/14/17 | DMZ | Review order re testimony; meeting with J. Woodson re trial prep; meetings with D. Newman re same; continue D. Golden witness preparation. | 1.40 |
| 12/14/17 | JLW | Review and revise draft chronology of important communications; prepare for cross prep with D. Golden; review order on objections to direct testimony; confer with D. Zensky re D. Golden cross prep; confer with D. Newman and J. Kane re draft opening statement; revise same; confer with Plaintiffs' counsel re objections to depositions; confer with Plaintiffs' counsel re cross examinations; draft cross examination for M. Williams; communicate with Plaintiffs' counsel re evidentiary rules; revise second draft of opening statement. | 12.10 |
| 12/14/17 | JLL | Prepare materials for trial. | 0.80 |
| 12/14/17 | JPk | Prepare D. Golden for cross examination; confer with D. Newman and J. Woodson re Trust issues; draft B. Andrews cross examination; prepare materials for trial. | 11.70 |
| 12/14/17 | JAL | Attend to trial prep. | 0.50 |
| 12/15/17 | DN | Prep D. Golden for trial testimony; draft opening statement; review/revise S. Berman opening statement; confer with J. Woodson and J. Kane re trial issues. | 7.90 |
| 12/15/17 | DHG | Ongoing witness prep. | 5.00 |
| 12/15/17 | DMZ | Continue prep for D. Golden trial testimony. | 4.00 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 12/15/17 | JLW | Confer with D. Newman re revised opening; revise same; prepare for and attend D. Golden cross prep; send Plaintiffs additional cross questions for M. Williams; confer with D. Newman and J. Kane in prep for trial; confer with Brown Rudnick re same; revise B. Andrews and M. Williams cross outlines; attention to case management and team email. | 8.40 |
| 12/15/17 | JLL | Prepare documents for trial. | 2.50 |
| 12/15/17 | JPk | Draft cross examination outlines for B. Andrews, K. Martorana, and M. Williams; confer with D. Newman and J. Woodson re Trial issues. | 8.80 |
| 12/16/17 | DN | Prepare for trial; confer with J. Woodson and D. Golden re same; draft opening statement; review/revise cross outlines. | 4.60 |
| 12/16/17 | JLW | Attention to team email and case management; revise and send comments to cross outlines; review documents and filings in preparation for trial. | 3.70 |
| 12/17/17 | DN | Prepare for trial; confer with J. Woodson, J. Kane and D. Golden re same; revise opening statement. | 5.20 |
| 12/17/17 | DHG | Ongoing witness prep. | 3.00 |
| 12/17/17 | JLW | Review and revise Martorana cross outline; email D. Newman re same; draft email to Plaintiffs re cross examinations; review opening statements; revise same; confer with D. Newman re demonstratives; prepare timeline demonstrative; confer with D. Newman and J. Kane in preparation for trial; attention to case management and email in prep for trial; review documents and filings in preparation for trial. | 8.30 |
| 12/17/17 | JPk | Prepare for trial; confer with D. Newman and J. Woodson re same. | 3.00 |
| 12/18/17 | DN | Attend trial; prepare closing statement. | 15.50 |
| 12/18/17 | DHG | Attend GM trial. | 9.00 |
| 12/18/17 | DMZ | Correspond with J. Kane re progress of trial; telephone call with Akin team re trial issues. | 0.40 |
| 12/18/17 | JLW | Prepare for and attend trial; confer with D. Newman and J. Kane re closing arguments; draft closing slides in connection with same. | 15.60 |
| 12/18/17 | RRW | Research re equitable theories for enforcement of contract. | 3.00 |
| 12/18/17 | NM | Telephonically attend enforcement motion trial (partial); review GUC Trust and Plan in connection with issues raised during opening arguments. | 6.50 |
| 12/18/17 | JPk | Attend trial; confer with D. Zensky re same; draft exhibits for closing argument. | 12.50 |
| 12/18/17 | JAL | Telephonically attend hearing re enforcement motion; research re GUC Trust settlement issue. | 4.50 |
| 12/19/17 | DN | Prepare closing statement; attend trial. | 9.00 |
| 12/19/17 | DHG | Attend GM trial. | 3.00 |
| 12/19/17 | JLW | Prepare closing argument slides; confer with D. Newman and J. Kane re closings; prepare for and attend closing arguments; confer with N. Moss re trial; revise draft stipulation re exhibits; email opposing counsel re same; confer with D. Newman re case strategy. | 10.60 |
| 12/19/17 | NM | Telephonically attend closing arguments in connection with motion to enforce; follow up with J. Woodson re same. | 2.10 |
| 12/19/17 | JPk | Prepare for closing arguments; attend trial; draft email summary of same. | 10.00 |
| 12/19/17 | JAL | Telephonically attend enforcement motion trial | 2.00 |
| 12/20/17 | DN | Call with unitholder re trial; call with D. Golden; review second circuit cases re enforcement; confer with N. Moss, D. Golden and J. Woodson re trial and strategy. | 1.80 |
| 12/20/17 | DHG | Office conference with J. Woodson, D. Newman and N. Moss re next steps. | 1.20 |
| 12/20/17 | JLW | Coordinate with opposing counsel re exhibit stipulation and | 1.50 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | admission of certain exhibits; review certain exhibits in connection with same; confer with D. Golden re case law on enforcing unsigned settlement agreements; confer with team re next steps. | |
| 12/21/17 | DHG | Prep for and participate in update call with holders; review case law re unsigned agreements. | 2.60 |
| 12/21/17 | JLW | Prepare for and attend internal meeting with D. Golden, D. Newman and N. Moss re case strategy; participate on update call with clients; review rulings on objections to deposition designations. | 2.30 |
| 12/21/17 | NM | Attend team strategy meeting; prepare for and attend group call; review GUC Trust agreement and Plan in connection with strategy/next steps. | 4.90 |
| 12/21/17 | JPK | Attend call with clients re general update. | 1.10 |
| 12/21/17 | JAL | Prepare for and attend call with unitholders; research issue re accordion shares; attend to case administration | 3.00 |
| 12/22/17 | DHG | Telephone call with D. Feldman re settlement potential; office conference with D. Newman re same; review documents re trustee removal. | 2.00 |
| Total Hours | | | 532.40 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 126.60 | at | \$975.00 | = | \$123,435.00 |
| D H GOLDEN | 34.40 | at | \$1375.00 | = | \$47,300.00 |
| D M ZENSKY | 11.60 | at | \$1155.00 | = | \$13,398.00 |
| J L WOODSON | 171.40 | at | \$825.00 | = | \$141,405.00 |
| N MOSS | 15.00 | at | \$875.00 | = | \$13,125.00 |
| R R WILLIAMS, JR. | 10.80 | at | \$665.00 | = | \$7,182.00 |
| J P KANE | 130.90 | at | \$550.00 | = | \$71,995.00 |
| J A LATOV | 17.30 | at | \$500.00 | = | \$8,650.00 |
| J LANGMACK | 14.40 | at | \$305.00 | = | \$4,392.00 |

Current Fees \$430,882.00

Current Expenses \$28,986.79

Total Amount of This Invoice \$459,868.79

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1756495
Invoice Date 02/08/18
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1756495

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036
ATTN: SCOTT VOGEL

Invoice Number 1756582
Invoice Date 02/22/18
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 01/31/18 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 01/03/18 | DN | Confer with D. Golden re next steps; email to group re same; call with unitholder re same. | 1.30 |
| 01/03/18 | DHG | Emails to E. Weisfelner re status; office conference with D. Newman re status and next steps. | 1.20 |
| 01/04/18 | DN | Call with unitholder re status and potential trial outcomes. | 0.70 |
| 01/05/18 | DN | Call with unitholder re status. | 0.50 |
| 01/08/18 | DN | Confer with J. Woodson re next steps. | 0.60 |
| 01/08/18 | JLW | Confer with D. Newman re next steps; review prior appellate decision tree. | 0.80 |
| 01/10/18 | JLW | Analysis of litigation scenarios and timeline. | 0.90 |
| 01/11/18 | DN | Call with unitholder re status; confer with J. Woodson re potential litigation pathways. | 0.40 |
| 01/11/18 | JLW | Confer with J. Kane re potential litigation pathways; confer with D. Newman re same; draft litigation pathways memo. | 5.30 |
| 01/11/18 | JPK | Research standing to oppose settlement order; confer with J. Woodson re litigation pathways. | 6.80 |
| 01/12/18 | JLW | Review and revise litigation pathways memo; confer with J. Kane re same. | 0.90 |
| 01/12/18 | JPK | Draft decision tree of potential litigation pathways; confer with J. Woodson re same. | 5.40 |
| 01/16/18 | DN | Review decision tree re litigation pathways. | 0.50 |
| 01/17/18 | DN | Meet with J. Woodson and J. Kane re litigation pathways tree. | 0.40 |
| 01/17/18 | JLW | Confer with D. Newman and J. Kane re litigation pathways; confer with J. Kane re work product in connection with same; draft litigation pathways tree. | 4.30 |
| 01/17/18 | JPK | Draft litigation pathways tree; confer with D. Newman and J. Woodson re same; research appellate opinions discussing standing to object to settlement orders. | 3.30 |
| 01/18/18 | DN | Review decision on enforcement motion; confer with J. Woodson, | 3.60 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | N. Moss, D. Zensky and D. Golden re same; review various materials re timing of potential paths forward. | |
| 01/18/18 | DHG | Review decision re enforcement motion; confer with Akin team re same; analyze related issues. | 3.60 |
| 01/18/18 | DMZ | Review decision on enforcement motion; confer with D. Newman and D. Golden re same. | 1.30 |
| 01/18/18 | JLW | Revise litigation pathways tree; email D. Newman and J. Kane re same; review decision re enforcement motion; attention to email re same; confer with D. Newman re enforcement motion decision and next steps. | 2.90 |
| 01/18/18 | NM | Read decision on enforcement motion; confer with Akin team re same; calls with unitholders re same; analyze issues re next steps. | 2.50 |
| 01/18/18 | JPk | Review decision re enforcement motion; review correspondence re litigation pathways. | 1.20 |
| 01/18/18 | JAL | Review decision re enforcement motion; research re claims estimation issue; attend to case administration. | 6.60 |
| 01/19/18 | DN | Calls with D. Golden and unitholder re enforcement motion decision; analyze issues re same; attend Group update call. | 3.50 |
| 01/19/18 | DHG | Continue review of decision re enforcement motion; numerous telephone calls re same; prep for holders call; participate in holders call; confer with D. Zensky re strategy. | 3.20 |
| 01/19/18 | DMZ | Continue review of decision re enforcement motion; lengthy strategy call with D. Golden. | 1.10 |
| 01/19/18 | JLW | Attention to email correspondence with N. Moss re next steps; participate on call with unitholder group; email J. Latov re case management. | 0.70 |
| 01/19/18 | NM | Prepare for and attend group call; calls with holders re status and next steps; review analysis re estimation issues; review cases re same. | 2.60 |
| 01/19/18 | JAL | Prepare for and telephonically attend call with holders; research re MSPA issue; attend to case administration. | 4.10 |
| 01/20/18 | DN | Emails with J. Kane and J. Woodson re enforcement motion decision and next steps; attend to issues re same. | 1.10 |
| 01/20/18 | JLW | Attention to emails with D. Newman and J. Kane re letter and potential claims. | 0.20 |
| 01/20/18 | JPk | Draft letter to Gibson. | 3.00 |
| 01/21/18 | DN | Confer with D. Golden re enforcement motion decision and next steps; emails with team re same; analyze related issues. | 1.20 |
| 01/21/18 | DHG | Telephone call with D. Feldman re implications of decision re enforcement motion; confer with D. Newman re next steps. | 1.00 |
| 01/21/18 | JLW | Email J. Kane re letter to Gibson and potential claims; review list of potential claims; attention to emails with D. Newman re correspondence with Gibson. | 0.70 |
| 01/21/18 | NM | Review GUC Trust Agreement with respect to trustee role; confer with J. Latov re same. | 0.70 |
| 01/21/18 | JPk | Draft list of potential causes of action against GUC Trust. | 4.00 |
| 01/21/18 | JAL | Research claims estimation issue; research issue re trust administrator; confer with N. Moss re same. | 3.00 |
| 01/22/18 | DN | Revise letter to Gibson; confer with N. Moss re same; call with D. Feldman re status; call with E. Weisfelner re enforcement motion decision; call with unitholder re status. | 2.50 |
| 01/22/18 | DHG | Prep for and participate in call with unitholders re status of settlement discussions; review letter to Gibson re fee accounting. | 1.00 |
| 01/22/18 | JLW | Participate on call with unitholder group; review and revise letter to Gibson; send same. | 0.90 |
| 01/22/18 | NM | Attend to case admin; confer with Akin team re next steps; research re claims estimation issues; review letter to Gibson; confer with D. Newman re same; review GUC Trust SEC filings; | 4.60 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 01/23/18 | DN | attend calls with holders re status and next steps. Draft and send email to Gibson; call with A. Steinberg re forbearance agreement; call with unitholder re status. | 2.20 |
| 01/23/18 | DHG | Numerous telephone calls and emails to Gibson re status and potential next steps; telephone conference with A. Steinberg re forbearance agreement; review side letter, GUC trust agreement and plan re prep for meeting with plaintiffs lawyers and clients; telephone calls with potential replacement counsel re potential successor trusteeship for Delaware Trust; telephone call with C. Toli of FTI re successor trustee issues. | 4.20 |
| 01/23/18 | NM | Review plan, GUC trust agreement, side letter and other docs in connection with estimation analysis; attend call with D. Golden and Gibson; draft letter to Gibson re breaches of fiduciary duties; attend call with King and Spalding; confer with team re status and next steps. | 5.90 |
| 01/23/18 | JAL | Research re accordion shares issue. | 4.70 |
| 01/24/18 | DN | Meet with Plaintiffs and unitholders; confer with D. Golden and N. Moss re next steps; confer with J. Woodson re Gibson letter. | 2.80 |
| 01/24/18 | DHG | Meet with counsel to economic loss plaintiffs and members of ad hoc unitholders group; review 8K filing by Wilmington; telephone call with D. Feldman re status; confer with D. Newman and N. Moss re next steps. | 3.20 |
| 01/24/18 | JLW | Confer with N. Moss re case management; confer with D. Newman re letter to Gibson. | 0.60 |
| 01/24/18 | NM | Meet with counsel for the economic loss plaintiffs and members of the ad hoc group; follow up correspondence re status and next steps; review GUC Trust 8K; confer with Akin team re settlement negotiations and next steps; confer with J. Woodson re case management. | 2.10 |
| 01/25/18 | DN | Draft/revise letter to Gibson; confer with D. Golden and J. Woodson re same; review related case; call with E. Weisfelner re meet and confer issues; confer with D. Golden re settlement negotiations. | 1.70 |
| 01/25/18 | DHG | Review and revise further letter to Gibson; confer with D. Newman and J. Woodson re same; telephone calls with prospective new successor trustee and their counsel; telephone calls with E. Weisfelner re prep for meet and confer; office conference with D. Newman re ongoing settlement negotiations among plaintiffs. | 2.00 |
| 01/25/18 | JLW | Draft letter to Gibson re fees and potential appeal; confer with J. Kane for research re same; confer with D. Newman and D. Golden re letter; revise same. | 1.90 |
| 01/25/18 | JPK | Draft letter to counsel to GUC Trust; confer with J. Woodson re same; research re standing to appeal; analyze issues re same. | 1.90 |
| 01/26/18 | DN | Meet and confer with all parties; calls with unitholders re status. | 1.80 |
| 01/26/18 | DHG | Prepare for and participate in Court-mandated meet and confer among counsel for Wilmington, New GM, economic loss plaintiffs and personal injury claimants; telephone call with E. Weisfelner re same; draft email to unitholders re status; confer with D. Zensky re same. | 2.20 |
| 01/26/18 | DMZ | Telephone call with D. Golden re status. | 0.20 |
| 01/26/18 | JLW | Participate on meet and confer re scheduling. | 0.40 |
| 01/26/18 | NM | Attend all hands meet and confer re next steps. | 0.50 |
| 01/26/18 | JPK | Attend meet and confer; draft and send letter to Gibson. | 1.40 |
| 01/29/18 | DHG | Prep for and participate in unitholder call; numerous telephone calls with E. Weisfelner, D. Feldman and K. Going re status. | 2.50 |
| 01/29/18 | JLW | Participate on call with unitholders; confer with Akin team in connection with same; confer with J. Kane re call with Drinker | 1.00 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | Biddle. | |
| 01/29/18 | JPk | Attend unitholder update call; attend call with Gibson; draft email summary of same; confer with J. Woodson re same. | 1.90 |
| 01/30/18 | DHG | Telephone call with D. Feldman re continued discussions re continuing role of Wilmington/Gibson; telephone calls to S. Horwitz and M. Somerstein re same. | 1.20 |
| 01/30/18 | JLW | Confer with J. Kane re facts for trustee removal brief; outline same. | 1.20 |
| 01/30/18 | NM | Attend call with Gibson re status and next steps. | 0.30 |
| 01/30/18 | JPk | Collect facts in support of trustee removal motion; confer with J. Woodson re same. | 3.20 |
| 01/31/18 | DN | Meet with Akin team re next steps; confer with J. Woodson re B. Andrews deposition. | 0.50 |
| 01/31/18 | DHG | Telephone conference with unitholders re imposition of deadline for Wilmington and Gibson; telephone call with E. Weisfelner re letter to Court re late claims motion; review draft letter; telephone call with K. Going re status; telephone call with D. Jones of U.S. Attorneys' office re Wilmington Trust; confer with Akin team re next steps. | 2.80 |
| 01/31/18 | DMZ | Meet with Akin team re next steps and strategy. | 0.50 |
| 01/31/18 | JLW | Review outline of facts for trustee removal motion; participate in Akin team meeting re next steps; confer with D. Newman re B. Andrews deposition; confer with J. Kane re excerpts from same. | 0.90 |
| 01/31/18 | NM | Prepare for and attend meeting with Akin team re next steps; attend call with unitholders re same; prepare for meeting with Wilmington; review correspondence re same. | 1.90 |
| 01/31/18 | JPk | Review deposition transcript of B. Andrews; confer with J. Woodson re same. | 0.60 |
| Total Hours | | | 152.30 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 25.30 | at | \$1045.00 | = | \$26,438.50 |
| D H GOLDEN | 28.10 | at | \$1475.00 | = | \$41,447.50 |
| D M ZENSKY | 3.10 | at | \$1240.00 | = | \$3,844.00 |
| J L WOODSON | 23.60 | at | \$890.00 | = | \$21,004.00 |
| N MOSS | 21.10 | at | \$980.00 | = | \$20,678.00 |
| J P KANE | 32.70 | at | \$645.00 | = | \$21,091.50 |
| J A LATOV | 18.40 | at | \$620.00 | = | \$11,408.00 |

Current Fees \$145,911.50

Current Expenses \$2,236.69

Total Amount of This Invoice \$148,148.19

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1756582
Invoice Date 02/22/18
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

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400 White Clay Center Drive
Newark, DE 19711

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1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1756582

(For wires originating outside the US reference Swift ID# CITIUS33)



MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036
ATTN: SCOTT VOGEL

Invoice Number 1766917
Invoice Date 04/16/18
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 02/28/18 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 02/01/18 | DN | Attend meeting with Wilmington and Drinker Biddle re: settlement issues. | 1.00 |
| 02/01/18 | DHG | Prepare for and telephonically attend meeting with Wilmington and Drinker Biddle re: settlement issues; telephone calls with E. Weisfelner re: same. | 2.50 |
| 02/01/18 | JLW | Confer with N. Moss in preparation for meeting with Wilmington and Drinker Biddle re: settlement issues. | 0.20 |
| 02/01/18 | NM | Prepare for and attend meeting with Wilmington and Drinker Biddle re: settlement issues; confer with J. Woodson re: same; calls with holders re: status; review settlement documents. | 3.40 |
| 02/02/18 | DHG | Prepare for and participate in conference call with unitholder group re: status; review Judge Glenn enforcement motion decision; draft open issues list; telephone calls/emails to potential successor trustee and counsel. | 2.50 |
| 02/02/18 | JLW | Participate on unitholder update call. | 0.30 |
| 02/02/18 | NM | Prepare for and attend unitholder update call; draft letter to Drinker Biddle re: Gibson fees and expenses; follow up discussions with certain unitholders. | 2.20 |
| 02/05/18 | DHG | Review draft status letters to Court; telephone calls with K. Going re: status; draft unitholder status letter to court; telephone calls with E. Weisfelner re: status of certain GUC Trust issues. | 2.20 |
| 02/05/18 | NM | Draft status letters to Court; draft letter to Drinker Biddle re: Gibson fees and expenses; correspondence with Brown Rudnick re: letter to the Court; review Plaintiffs' revised letter; revise status letters. | 2.30 |
| 02/05/18 | JAL | Attend to case administration. | 3.30 |
| 02/06/18 | DHG | Review Williams/Martorana testimony re: New GM potential objections to settlement. | 0.80 |
| 02/06/18 | JLW | Provide D. Golden and D. Newman references to decision and | 0.30 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | order re: standing. | |
| 02/06/18 | NM | Review correspondence re: potential settlement with plaintiffs; attend to issues and analysis re: reviving the settlement agreement; revise settlement motion. | 3.50 |
| 02/06/18 | JAL | Attend to case administration. | 1.20 |
| 02/07/18 | DHG | Telephone call with K. Going re: status; attend to emails re: revisions to settlement documentation. | 1.00 |
| 02/07/18 | NM | Attend to case admin; review Drinker Biddle notice of appearance; revise settlement motion; review motion to enforce decision. | 3.20 |
| 02/07/18 | JAL | Attend to case administration. | 0.80 |
| 02/08/18 | DN | Confer with N. Moss and D. Golden re: unitholder status letter to Court; revise same. | 1.10 |
| 02/08/18 | DHG | Review latest draft of status letters to Court; confer with D. Newman re: same; office conference with N. Moss re: outstanding case issues; review testimony in connection with potential resuscitation of settlement agreement. | 2.60 |
| 02/08/18 | JLW | Review draft unitholder status letter to court; attention to email re: same. | 0.30 |
| 02/08/18 | NM | Call with H. Steele (Brown Rudnick) re: status letters; revise unitholder status letter; confer with D. Newman re: same; attend to issues re: service; review estimation motions in connection with potential revived settlement; attend to case admin; confer with D. Golden re: various case issues; review plaintiffs' filed letter; revise settlement agreement motion. | 5.20 |
| 02/08/18 | JAL | Prepare case materials. | 1.70 |
| 02/09/18 | DN | Confer with N. Moss and D. Golden re: unitholder status letter to Court; revise email to group. | 0.80 |
| 02/09/18 | DHG | Review GUC Trust letter to Court; confer with D. Newman and N. Moss re: unitholder status letter to Court; review email to clients re: summary of letters. | 0.70 |
| 02/09/18 | NM | Revise, finalize and file unitholder status letter with the Court; confer with Akin team re: same; review Drinker Biddle letter; summarize all status letters and send update to the group; attend to case admin. | 3.10 |
| 02/09/18 | JAL | Review status letters to Court. | 1.40 |
| 02/12/18 | DN | Call with unitholder. | 0.50 |
| 02/12/18 | NM | Review notice re: adjourned status conference correspondence with team re: same. | 0.30 |
| 02/12/18 | JAL | Attend to case administration | 0.50 |
| 02/13/18 | DN | Confer with D. Golden and J. Woodson re: case strategy; formulate response to unitholder questions, confer with N. Moss re: same; call with counsel for certain mediation parties re: timing and status. | 2.10 |
| 02/13/18 | DHG | Office conference with D. Newman and J. Woodson re: case strategy; review summary of New GM objections to settlement. | 1.30 |
| 02/13/18 | JLW | Confer with D. Golden and D. Newman re: case strategy; review deposition and trial transcripts re: New GM challenge to settlement; email D. Golden re: same. | 1.40 |
| 02/13/18 | NM | Confer with D. Newman re: proposed responses to unitholder questions; review Judge Glenn decision on certain remaining threshold issues re: same; review trust quarterly report. | 0.10 |
| 02/13/18 | JAL | Review GUC Trust 10Q and quarterly financials. | 1.00 |
| 02/14/18 | DHG | Review summary of GUC Trust reallocation motion. | 0.30 |
| 02/14/18 | JLW | Review trial testimony re: New GM arguments re: settlement; email same to D. Golden. | 0.60 |
| 02/14/18 | NM | Review GUC Trust reallocation motion. | 0.50 |
| 02/15/18 | DN | Meet with N. Moss and D. Golden re: GUC Trust reallocation motion and potential settlement; calls with Drinker Biddle and FTI | 1.60 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | re: motion. | |
| 02/15/18 | DHG | Review GUC Trust reallocation motion and client update re: same; continue review of New GM objections to settlement; office conference with D. Newman, N. Moss re: open issues; telephone calls with FTI re: reserves; telephone call with K. Going re: GUC Trust reallocation motion and other pending issues. | 3.00 |
| 02/15/18 | JLW | Review GUC Trust reallocation motion; email N. Moss re: same; email N. Moss re: meeting with K. Going. | 0.50 |
| 02/15/18 | NM | Prepare for and meet with D. Golden and D. Newman re: GUC Trust reallocation motion and other pending issues; review same; attend call with K. Going re: reallocation motion and other pending issues; attend call with FTI re: reserves; draft update email for clients; review revised reallocation motion; email with J. Woodson re: Drinker meeting. | 4.10 |
| 02/16/18 | NM | Revise draft client update and summary of reallocation motion; correspondence to D. Newman re: same; review recent GUC Trust 10-Q. | 2.20 |
| 02/20/18 | DHG | Review email traffic from K. Going re: proposed meeting with counsel for New GM; conference call with K. Going, D. Newman and N. Moss re: meeting with New GM and other issues; follow up call with Akin team re: same. | 1.20 |
| 02/20/18 | NM | Prepare for and attend call with K. Going re: meeting with New GM and other issues; follow up call with Akin team re: same. | 1.30 |
| 02/21/18 | DN | Attend call re: meeting with New GM and other issues; follow up call with Akin team re: same. | 1.50 |
| 02/21/18 | NM | Revise draft 9019 motion; attend to case admin. | 4.20 |
| 02/21/18 | JAL | Attend to case administration. | 2.50 |
| 02/22/18 | DHG | Review settlement agreement/motion in connection with potential revisions; telephone call with E. Weisfelner re: revisions to expert reports; telephone call with N. Moss re: same. | 2.10 |
| 02/22/18 | NM | Attend to case admin; revise draft settlement documents; call with D. Golden re: expert reports. | 4.60 |
| 02/22/18 | JAL | Attend to case administration. | 0.80 |
| 02/23/18 | DHG | Email to C. Tully re: GUC Trust; email to K. Going re: review of open items; review proposed revisions to settlement motion; telephone calls with E. Weisfelner re: status. | 2.40 |
| 02/23/18 | NM | Attend to case admin; correspondence re: upcoming meetings and financial information requested from FTI. | 1.50 |
| 02/23/18 | JAL | Attend to case administration. | 1.50 |
| 02/26/18 | DN | Review draft 9019 motion; confer with N. Moss re: settlement issues and upcoming meeting with New GM. | 3.20 |
| 02/26/18 | NM | Meet with D. Newman re: potential plaintiffs' settlement and upcoming meeting with New GM; prepare for meeting; review settlement agreement; correspondence re: potential changes to same. | 2.40 |
| 02/27/18 | DN | Attend meeting at Drinker Biddle with New GM and Wilmington counsel re: settlement issues. | 6.50 |
| 02/27/18 | DHG | Participate in meeting with counsel for New GM and Wilmington Trust re: GM objections to proceeding with settlement agreement; attend follow-up meeting with counsel for Wilmington Trust re: same; participate in meeting with E. Weisfelner and H. Steel re: resuscitation of settlement agreement. | 7.00 |
| 02/27/18 | NM | Prepare for and attend meeting at Drinker Biddle with counsel for New GM and Wilmington re: settlement issues; follow up research re: same; review New GM motions to enforce. | 9.20 |
| 02/27/18 | JAL | Review and summarize 2015 Furman opinion re: Plaintiffs MTD; analyze issues re: benefit of the bargain theory; prepare email re: same. | 7.20 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 02/28/18 | DN | Confer with D. Golden and N. Moss re: settlement issues; confer with D. Golden re: upcoming meeting with counsel for GUC Trust and Plaintiffs; confer with J. Woodson re: research needed. | 0.60 |
| 02/28/18 | DHG | Review GM motion re: enforcement against Moore; review A. Steinberg email re: forbearance agreement; telephone calls with D. Newman re: prep for all-hands meeting with GUC Trust and plaintiffs' counsel. | 1.30 |
| 02/28/18 | JLW | Confer with D. Newman re: research needed; confer with R. Williams re: same; review research from R. Williams. | 1.30 |
| 02/28/18 | RRW | Conduct legal research and analysis re: notice provisions under Bankruptcy Code in connection with settlement. | 3.60 |
| 02/28/18 | NM | Review recently filed pleadings; review correspondence from New GM re: forbearance agreement; confer with D. Newman re: potential settlement issues; prepare for meeting with counsel for GUC Trust and Plaintiffs. | 2.10 |
| 02/28/18 | JAL | Prepare summaries of New GM motions to enforce re: Moore Plaintiffs and Bombard; attend to case administration. | 2.20 |
| Total Hours | | | 137.80 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 18.90 | at | \$1045.00 | = | \$19,750.50 |
| D H GOLDEN | 30.90 | at | \$1475.00 | = | \$45,577.50 |
| J L WOODSON | 4.90 | at | \$890.00 | = | \$4,361.00 |
| N MOSS | 55.40 | at | \$980.00 | = | \$54,292.00 |
| R R WILLIAMS, JR. | 3.60 | at | \$765.00 | = | \$2,754.00 |
| J A LATOV | 24.10 | at | \$620.00 | = | \$14,942.00 |

Current Fees \$141,677.00

Current Expenses \$899.79

Total Amount of This Invoice **\$142,576.79**

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1766917
Invoice Date 04/16/18
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

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400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

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CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1766917

(For wires originating outside the US reference Swift ID# CITIUS33)



MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036
ATTN: SCOTT VOGEL

Invoice Number 1766606
Invoice Date 04/13/18
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 03/31/18 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 03/01/18 | DN | Meet w/ Drinker Biddle and Plaintiffs' counsel; confer w/ D. Golden and N. Moss re: same; review client update email; confer w/ N. Moss re: same; review research re: class certification. | 4.10 |
| 03/01/18 | DHG | Telephonically attend meeting with plaintiffs' counsel and Drinker Biddle; telephone conference with D. Newman and N. Moss re: same; review client update; review potential settlement issues. | 4.50 |
| 03/01/18 | JLW | Review case law re: notice and Rule 9019; confer with R. Williams re: same; review summary of same; revise email summary. | 1.30 |
| 03/01/18 | RRW | Legal research re: 9019 settlement standards; confer with J. Woodson re: same. | 0.70 |
| 03/01/18 | NM | Prepare for and attend in person meeting with counsel for the GUC Trust and plaintiffs' counsel; confer with D. Newman re: client update email; confer with D. Golden and D. Newman re: status; draft client update; review class cert. research. | 5.00 |
| 03/01/18 | JAL | Prepare for meeting with plaintiffs' counsel and Drinker Biddle; attend to case administration. | 1.50 |
| 03/02/18 | DN | Revise client update email; review research re: class certification; emails w/ N. Moss re: same. | 0.80 |
| 03/02/18 | NM | Draft and send email to unitholders re: status; calls with unitholders re: same; review GUC Trust 8K re: forbearance agreement; research re: settlement issues. | 5.40 |
| 03/05/18 | DN | Review cases re: class certification; confer w/ N. Moss re: same. | 3.40 |
| 03/05/18 | DHG | Review briefing filed in MDL. | 3.20 |
| 03/05/18 | RRW | Follow-up legal research re: class settlement. | 1.00 |
| 03/05/18 | NM | Review transcript from meeting with counsel for New GM and Drinker Biddle; review edits to the same; revise same; review case law re: 9019 settlements and class certification; confer with D. Newman re: same; review prior research on related issues; review | 8.10 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 03/06/18 | DN | materials from counsel to New GM in connection with MDL. Meet with Drinker Biddle; confer w/ D. Golden and N. Moss re: same; call w/ E. Weisfelner re: settlement status; review materials re: settlement; confer w/ N. Moss re: transcript edits. | 3.20 |
| 03/06/18 | DHG | Meeting at Drinker Biddle; office conference with D. Newman and N. Moss re: ongoing discussions with Drinker Biddle; telephone calls with E. Weisfelner re: status of updated settlement and expert reports. | 3.60 |
| 03/06/18 | NM | Prepare for meeting with Drinker Biddle; attend Akin team meeting re: same; attend meeting at Drinker Biddle; follow up with Akin team re: same; coordinate group call; confer with D. Newman re: 2/27 meeting transcript edits; review GUC Trust reserve analysis; review materials re: potential settlement issues following meeting with Drinker Biddle. | 6.90 |
| 03/07/18 | DN | Participate in group call re: status report; call w/ Plaintiffs and Drinker Biddle; review Settlement Agreement and Notice Order; call w/ unitholder. | 2.10 |
| 03/07/18 | DHG | Prepare for and participate in unit holders call re: status; telephone conference with counsel for GUC Trust and Signatory Plaintiffs re: prep for next day status conference; prep for next day status conference; separate telephone call with unit holders re: status. | 3.00 |
| 03/07/18 | NM | Prepare for 3/8 status conference; prepare for and attend group call; attend call with Plaintiffs' counsel and counsel for the GUC Trust re: 3/8 status conference; follow up re: same. | 5.10 |
| 03/07/18 | JAL | Attend unitholders update call; prepare for 3/8 status conference. | 2.00 |
| 03/08/18 | DN | Attend status conference; confer w/ D. Golden and N. Moss re: same; revise email to clients re: same. | 3.10 |
| 03/08/18 | DHG | Prepare presentation for status conference; attend status conference; confer with D. Newman and N. Moss re: same; review summary to clients. | 5.50 |
| 03/08/18 | NM | Prepare for and attend status conference on late claims motions; confer with D. Golden and D. Newman re: same; draft client summary re: same. | 4.50 |
| 03/08/18 | JAL | Telephonically attend status conference; attend to case administration. | 1.90 |
| 03/09/18 | DN | Calls w/ N. Moss and D. Golden re: revising settlement materials and transcript; review same. | 0.80 |
| 03/09/18 | DHG | Conference call with D. Newman and N. Moss re: review of GM settlement and proposed revisions to settlement materials; review GM transcript; review original settlement agreement for potential revisions. | 3.20 |
| 03/09/18 | NM | Review and revise plaintiffs/GUC Trust settlement agreement; participate on Akin team call re: changes to settlement materials; review correspondence from Drinker Biddle re: Gibson fee issues. | 6.80 |
| 03/09/18 | JAL | Attend to case administration. | 1.00 |
| 03/12/18 | DHG | Telephone call with K. Going re: issues regarding Gibson fees and related settlement issues; confer with N. Moss re: Gibson fees. | 0.60 |
| 03/12/18 | NM | Meet with D. Golden re: Gibson fee issues; review correspondence re: same. | 0.60 |
| 03/13/18 | DN | Review draft revised settlement agreement; confer w/ N. Moss re: same. | 3.40 |
| 03/13/18 | DHG | Review proposed revisions to settlement agreement. | 1.20 |
| 03/13/18 | NM | Review D. Newman comments to the revised settlement agreement; confer with D. Newman re: same. | 0.50 |
| 03/14/18 | DN | Confer w/ N. Moss re: settlement agreement. | 0.50 |
| 03/14/18 | DHG | Continue work on revised settlement agreement; telephone call with E. Weisfelner re: settlement issues; prep for next day call with K. Going. | 2.00 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 03/14/18 | NM | Revise draft settlement agreement; confer with D. Newman re: same. | 2.10 |
| 03/15/18 | DN | Call w/ K. Going re: settlement issues. | 0.60 |
| 03/15/18 | DHG | Prep for and participate in call with K. Going re: open issues regarding settlement. | 1.50 |
| 03/16/18 | DN | Attend meeting with Plaintiffs' counsel and Drinker Biddle. | 2.00 |
| 03/16/18 | DHG | Extended meeting among Plaintiffs' counsel, GUC Trust counsel and Akin re: review all open issues relating to proposed settlement. | 2.30 |
| 03/16/18 | NM | Prepare for and attend meeting at Brown Rudnick with counsel for the GUC Trust; follow up with counsel for the GUC Trust. | 2.00 |
| 03/16/18 | JAL | Prepare materials for meeting w/ GUC Trust counsel; attend to case administration. | 1.50 |
| 03/19/18 | DN | Review revised settlement agreement. | 0.50 |
| 03/22/18 | DN | Review draft revised settlement order. | 1.10 |
| 03/23/18 | DN | Meeting with Plaintiffs' counsel and Drinker Biddle; confer w/ D. Golden re: same; correspondence re: same. | 3.00 |
| 03/23/18 | DHG | Telephonically attend meeting with counsel for Plaintiffs and Drinker Biddle re: claims analysis; confer with D. Newman re: same; review New GM letter to counsel for pre-sale accident victims. | 3.00 |
| 03/23/18 | NM | Attend meeting with plaintiffs' counsel and Drinker Biddle re: claims analysis; review letters from New GM to pre-closing accident plaintiffs' counsels. | 2.70 |
| 03/23/18 | JAL | Attend to case admin. | 2.20 |
| 03/25/18 | DN | Revise letter to Court; emails and calls re: same. | 1.20 |
| 03/26/18 | DN | Participate in one-off calls with unit holders; participate in group call; emails re: update letter to court; call w/ H. Steele re: same; call w/ D. Golden re: same. | 2.90 |
| 03/26/18 | DHG | Prepare for and participate in update call with unit holders group; several one-off calls with unit holders; confer with D. Newman re: update letter to court. | 1.30 |
| 03/26/18 | JAL | Prepare for and attend group call; attend to case administration. | 2.50 |
| 03/27/18 | JAL | Revise Settlement Motion. | 3.10 |
| 03/29/18 | DN | Revise Settlement Motion. | 5.00 |
| 03/29/18 | JAL | Telephonically attend hearing re: enforcement motions; summarize same; revise Settlement Motion and create open issues list. | 5.90 |
| 03/30/18 | DN | Review emails re: settlement motion. | 0.50 |
| Total Hours | | | 147.40 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 38.20 | at | \$1045.00 | = | \$39,919.00 |
| D H GOLDEN | 34.90 | at | \$1475.00 | = | \$51,477.50 |
| J L WOODSON | 1.30 | at | \$890.00 | = | \$1,157.00 |
| N MOSS | 49.70 | at | \$980.00 | = | \$48,706.00 |
| R R WILLIAMS, JR. | 1.70 | at | \$765.00 | = | \$1,300.50 |
| J A LATOV | 21.60 | at | \$620.00 | = | \$13,392.00 |

Current Fees

\$155,952.00

Current Expenses

\$1,874.17

Total Amount of This Invoice

\$157,826.17

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1766606
Invoice Date 04/13/18
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1766606

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
ATTN: SCOTT VOGEL
UNIT HOLDERS
NY, NY 10036

Invoice Number 1776787
Invoice Date 05/30/18
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 04/30/18 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 04/02/18 | DN | Confer with D. Golden re: settlement docs; confer with J. Woodson re: outstanding issues. | 1.20 |
| 04/02/18 | DHG | Office conference with D. Newman re: catch-up on status of settlement documents. | 0.60 |
| 04/02/18 | JLW | Confer with D. Newman re: outstanding tasks; review mark-up of settlement order. | 0.90 |
| 04/03/18 | DN | Confer with J. Woodson re: settlement docs; review MDL summary judgment decision. | 1.10 |
| 04/03/18 | DHG | Begin review of revised versions of settlement agreement, settlement motion, noticing motion and related pleadings. | 2.00 |
| 04/03/18 | JLW | Revise settlement order; confer with D. Newman re: same. | 1.90 |
| 04/04/18 | DHG | Review revisions to 9019 motion. | 1.20 |
| 04/04/18 | JLW | Revise draft 9019 motion and draft settlement order. | 4.60 |
| 04/05/18 | DN | Call with Drinker Biddle re: Wilmington issues and settlement status; call with E. Weisfelner re: settlement; review revised settlement docs. | 2.30 |
| 04/05/18 | DHG | Extended telephone conference with Drinker Biddle re: status of Wilmington concerns and settlement. | 0.90 |
| 04/06/18 | DN | Call with Drinker Biddle re: Wilmington issues and settlement status; revise notice motion. | 3.10 |
| 04/06/18 | DHG | Extended telephone call with Drinker Biddle re: status of settlement negotiations and Wilmington issues; continue review of settlement draft documents. | 2.20 |
| 04/08/18 | DHG | Extensive review of settlement documents. | 3.10 |
| 04/09/18 | DN | Call with Plaintiffs and Drinker Biddle re: settlement issues; calls with E. Weisfelner re: same; confer with D. Golden and N. Moss re: settlement docs; revise same; meet with Drinker Biddle re: settlement materials. | 8.70 |
| 04/09/18 | DHG | Prepare for and attend meeting with GUC Trust counsel re: | 3.20 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | settlement materials; review revised settlement materials; confer with D. Newman and N. Moss re: same. | |
| 04/09/18 | JLW | Attention to email with D. Newman re: draft 9019 motion. | 0.30 |
| 04/09/18 | NM | Meet with D. Golden and D. Newman re: revisions to the settlement documents; attend to issues re: same. | 1.50 |
| 04/09/18 | JAL | Prepare for and attend meeting with GUC Trust counsel re: settlement materials; revise same; circulate same to GUC Trust counsel. | 4.30 |
| 04/10/18 | DN | Revise settlement docs; confer with D. Golden re: same. | 2.00 |
| 04/10/18 | DHG | Review latest drafts of settlement agreement, noticing motion, settlement motion; confer with D. Newman re: same; telephone calls with Drinker Biddle re: same. | 2.30 |
| 04/10/18 | JAL | Revise settlement materials; draft email to Drinker Biddle re: same. | 1.50 |
| 04/11/18 | DHG | Telephone calls and emails with Drinker Biddle re: status of settlement agreement. | 0.90 |
| 04/11/18 | NM | Attend to case admin; confer with J. Latov re: same. | 1.00 |
| 04/11/18 | JAL | Attend to case administration; confer with N. Moss re: same. | 3.10 |
| 04/12/18 | DN | Call with Drinker Biddle re: settlement materials; confer with D. Golden re: same. | 1.80 |
| 04/12/18 | DHG | Numerous telephone calls and emails with Drinker Biddle re: status of draft settlement agreement and related documents; confer with D. Newman re: same. | 1.20 |
| 04/12/18 | JAL | Attend to case administration. | 1.20 |
| 04/13/18 | DHG | Review redraft of settlement agreement from Drinker Biddle; numerous telephone calls re: same. | 2.00 |
| 04/16/18 | DHG | Numerous telephone calls with E. Weisfelner and K. Going re: open issues on settlement agreement. | 1.10 |
| 04/16/18 | JAL | Attend to case issues. | 0.90 |
| 04/17/18 | DN | Call with settlement parties re: revisions to settlement agreement; confer with D. Golden re: same. | 1.00 |
| 04/17/18 | DHG | Telephone conference with Plaintiffs' counsel and Drinker Biddle re: revisions to settlement agreement; review further revised draft of same; confer with D. Newman re: same. | 1.20 |
| 04/17/18 | JAL | Attend call with settlement parties' counsel re: settlement materials; email to Plaintiffs' counsel re: same; attend to case administration. | 4.00 |
| 04/18/18 | DN | Confer with D. Golden re: settlement issues. | 0.20 |
| 04/18/18 | DHG | Numerous telephone calls with K. Going and D. Newman re: status of negotiations with Wilmington and settlement agreement; review memo on New GM assumption of liabilities; telephone calls with E. Weisfelner re: settlement agreement; call with H. Jacobson re: tax issues. | 1.40 |
| 04/18/18 | HBJ | Call with D. Golden re: new settlement and potential tax issues; review draft agreement. | 0.50 |
| 04/18/18 | JAL | Review settlement materials. | 2.20 |
| 04/19/18 | DN | Confer with D. Golden re: settlement; confer with K. Going re: same; review settlement docs. | 1.20 |
| 04/19/18 | DHG | Emails with H. Jacobson re: tax consequences of issuance of accordion shares; confer with D. Newman re: settlement. | 0.60 |
| 04/19/18 | HBJ | Call with T. Gray (Drinker Biddle) re: tax issues in new settlement; revise draft language re: withholding for settlement agreement; correspondence with D. Golden re tax issues. | 0.50 |
| 04/19/18 | JAL | Review settlement materials. | 2.10 |
| 04/20/18 | DN | Call with plaintiffs' counsel and GUC Trust counsel re: settlement; call with K. Going re: settlement. | 1.20 |
| 04/20/18 | DHG | Participate in all hands conference call re: expert reports and update on status of settlement agreement; review ongoing draft of | 3.10 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | settlement agreement. | |
| 04/20/18 | HBJ | Revise settlement language and forward to D. Golden and D. Newman. | 0.40 |
| 04/20/18 | NM | Attend call with plaintiffs and Drinker Biddle re: revised expert report; confer with J. Latov re: expert reports. | 1.50 |
| 04/20/18 | JAL | Attend call with Drinker Biddle and Plaintiff counsel re: expert reports; review same; confer with N. Moss re: same; attend to case administration. | 4.90 |
| 04/23/18 | DN | Confer with D. Golden re: settlement; calls with K. Going re: same. | 1.10 |
| 04/23/18 | DHG | Review latest draft of settlement agreement; review E. Weisfelner comments to same; participate in all hands call re: settlement agreement; office conference with D. Newman re: ongoing issues with settlement agreement; telephone calls with K. Going re: same; emails to E. Weisfelner re: same. | 2.20 |
| 04/24/18 | DN | Review settlement documents; emails re: same. | 1.20 |
| 04/24/18 | DHG | Telephone calls, emails re: finalization of settlement agreement; review revised drafts of same; review drafts of letter to court re: same. | 2.00 |
| 04/24/18 | HBJ | Follow-up communications with T. Gray re: tax revisions to settlement agreement; emails to D. Golden and D. Newman re: same. | 0.30 |
| 04/24/18 | NM | Attend to case admin; review correspondence re: changes to the settlement agreement. | 2.10 |
| 04/24/18 | JAL | Attend to case administration. | 2.00 |
| 04/25/18 | NM | Review recently filed pleadings; review revisions to the settlement agreement; correspondence with plaintiffs and Drinker Biddle re: same; review letter filed with the Court re: same; calls with unitholders re: same. | 2.50 |
| 04/25/18 | JAL | Review and circulate court filings. | 1.50 |
| 04/26/18 | NM | Revise draft letter to Drinker Biddle re: Akin participation in settlement negotiations; review Judge Glenn order in JPM litigation. | 0.50 |
| 04/26/18 | JAL | Draft letter to Drinker Biddle re: settlement support; review recently filed pleadings. | 2.40 |
| 04/27/18 | DN | Review/revise letter to Drinker Biddle re: settlement support. | 0.20 |
| 04/30/18 | DN | Revise letter to Wilmington; call with unitholder re: settlement. | 0.90 |
| 04/30/18 | DHG | Numerous telephone calls with E. Weisfelner re: revisions to settlement docs and next steps. | 0.50 |
| 04/30/18 | JAL | Revise letter to Drinker Biddle re: settlement; revise settlement materials. | 4.20 |
| Total Hours | | | 111.70 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 27.20 | at | \$1045.00 | = | \$28,424.00 |
| D H GOLDEN | 31.70 | at | \$1475.00 | = | \$46,757.50 |
| H B JACOBSON | 1.70 | at | \$1045.00 | = | \$1,776.50 |
| J L WOODSON | 7.70 | at | \$890.00 | = | \$6,853.00 |
| N MOSS | 9.10 | at | \$980.00 | = | \$8,918.00 |
| J A LATOV | 34.30 | at | \$620.00 | = | \$21,266.00 |

Current Fees

\$113,995.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

| | | |
|---------------------------|----------|----------|
| Document Retrieval | \$134.11 | |
| Duplication - In House | \$96.20 | |
| Meals (100%) | \$30.41 | |
| Telephone - Long Distance | \$79.00 | |
| | | |
| Current Expenses | | \$339.72 |

| | |
|-------------------------------------|---------------------|
| Total Amount of This Invoice | \$114,334.72 |
|-------------------------------------|---------------------|

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
ATTN: SCOTT VOGEL
UNIT HOLDERS
NY, NY 10036

Invoice Number 1776787
Invoice Date 05/30/18
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO

AKIN GUMP STRAUSS - 6838

400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK

1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941

ABA# 254070116

Ref: 693414/0001, Invoice No. 1776787

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036
ATTN: SCOTT VOGEL

Invoice Number 1777374
Invoice Date 06/18/18
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 05/31/18 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 05/01/18 | DN | Review settlement documents; confer with J. Woodson re: same. | 3.20 |
| 05/01/18 | DHG | Review settlement motion drafts and related documents. | 2.30 |
| 05/01/18 | JLW | Confer with D. Newman re: settlement and estimation motions. | 0.40 |
| 05/02/18 | DN | Review revised settlement agreement documents; call with settlement parties re: same; confer with GUC Trust counsel re: same; confer with D. Golden and N. Moss re: Vanaskey declaration. | 4.00 |
| 05/02/18 | DHG | Overall review of settlement motion and noticing motion; numerous telephone calls to parties re: same; confer with D. Newman and N. Moss re: Vanaskey declaration. | 4.00 |
| 05/02/18 | NM | Review proposed filing versions of the settlement documents; comment on the Vanaskey declaration; confer with Akin team re: same; revise declaration; call with K. Going and D. Newman re: same; review filed version of the notice motion; draft and send update email to the unitholders with notice motion. | 3.50 |
| 05/02/18 | JAL | Review settlement materials; attend to case administration. | 1.40 |
| 05/03/18 | DN | Call with unitholders; confer with D. Golden re: settlement; confer with J. Latov and N. Moss re: settlement appeal issues. | 1.20 |
| 05/03/18 | DHG | Participate in call with unitholders re: settlement update; confer with D. Newman re: same. | 0.50 |
| 05/03/18 | ZJC | Review settlement motions and J. Latov summary of proceedings related to appellate procedure questions; research interlocutory appeal authorities. | 1.50 |
| 05/03/18 | NM | Review filed settlement docs; prepare timeline for D. Golden; call with unitholder re: status and next steps; confer with D. Newman and J. Latov re: appeal issues. | 2.00 |
| 05/03/18 | JAL | Prepare for and attend group call; draft materials re: settlement motions; confer with D. Newman and N. Moss re: appellate issues; draft email to J. Chen re: same; attend to case | 5.80 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | administration. | |
| 05/04/18 | DN | Call with J. Chen re: appeal issues; revise email to D. Golden re: same; confer with D. Golden re: same. | 1.00 |
| 05/04/18 | ZJC | Research interlocutory appeal authorities; discuss settlement motions and potential appeal scenarios with D. Newman and J. Latov. | 2.40 |
| 05/04/18 | JAL | Participate in call with D. Newman and J. Chen re: appeal issues; research re: same; draft email re: same. | 4.00 |
| 05/07/18 | ZJC | Discuss appeal issue with J. Latov and D. Newman. | 0.20 |
| 05/07/18 | JAL | Review opinion re: Moore plaintiffs; summarize same; research supersedeas bond issue. | 5.10 |
| 05/08/18 | RA | Research to locate secondary sources that discuss the rules, procedure and standard to prove actual damages in order to collect damages out of the supersedeas bond. Requested by J. Latov. | 0.60 |
| 05/08/18 | JAL | Research supersedeas bond issue; attend to case administration. | 2.10 |
| 05/09/18 | JAL | Research stay/bond issue; draft summary re: same. | 3.50 |
| 05/10/18 | DN | Review status conference order; confer with Akin team re: same. | 0.60 |
| 05/10/18 | NM | Review status conference order; confer with Akin team re: same; correspondence re: AAT appeal; attend to issues re: stay research. | 1.20 |
| 05/10/18 | JAL | Draft summary of Gerber bond decision. | 0.90 |
| 05/11/18 | JAL | Review status conference order; draft email re: same. | 0.80 |
| 05/12/18 | NM | Review Plaintiffs' proposed letter to Judge Glenn in response to status conference order. | 0.30 |
| 05/14/18 | DN | Call with settlement parties re: status conference order and response to same; confer with D. Golden and N. Moss re: same. | 1.00 |
| 05/14/18 | DHG | Telephone conference with counsel for GUC Trust and Plaintiffs re: proposed response to Judge Glenn's status conference order questions; review Weintraub revisions to same; confer with D. Newman and N. Moss re: same. | 1.30 |
| 05/14/18 | NM | Attend all hands counsel call re: response to Judge Glenn's status conference order; review revised response; confer with D. Newman and D. Golden re: same. | 1.10 |
| 05/14/18 | JAL | Prepare for and attend all-hands counsel call. | 1.00 |
| 05/15/18 | DHG | Telephone conference with K. Going re: proposed changes to settlement agreement; review changes. | 1.10 |
| 05/15/18 | JAL | Attend to case administration. | 1.50 |
| 05/16/18 | DN | Review/revise letter to Court re: settlement; confer with D. Golden re: same. | 0.50 |
| 05/16/18 | DHG | Conference call with counsel for Plaintiffs and GUC Trust re: revisions to settlement agreement and notices; confer with D. Newman re: same. | 1.00 |
| 05/17/18 | DN | Call with B. Weintraub re: settlement amendments; confer with D. Golden re: same. | 0.50 |
| 05/17/18 | DHG | Review latest amendments to settlement; office conference with D. Newman re: same. | 0.80 |
| 05/17/18 | NM | Correspondence re: revisions to settlement documents; analyze pre-closing accident plaintiffs' issues. | 0.70 |
| 05/17/18 | JAL | Review AAT joint status report. | 0.40 |
| 05/18/18 | DN | Call with settlement parties re: schedule and letter to court; attend to issues re: same. | 1.50 |
| 05/18/18 | DHG | All-hands call with counsel for Plaintiffs and GUC Trust re: finalization of letter to Judge Glenn and settlement agreement/exhibits. | 1.00 |
| 05/18/18 | NM | Attend all hands counsel call re: proposed schedule of settlement proceedings and potential changes to the settlement; follow up re: same. | 1.10 |
| 05/22/18 | DHG | Review latest changes to settlement agreement and notices; review response to Judge Glenn status conference order. | 1.20 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 05/22/18 | NM | Review New GM letter and other pleadings in response to the settlement. | 1.00 |
| 05/23/18 | JAL | Review recently filed pleadings. | 1.90 |
| 05/24/18 | DN | Meeting with counsel to Plaintiffs and GUC Trust re: hearing. | 2.00 |
| 05/24/18 | DHG | Attend meeting at Brown Rudnick with counsel for GUC Trust and Plaintiffs re: preparation for hearing before Judge Glenn. | 2.50 |
| 05/24/18 | NM | Review New GM pleadings; telephonically attend meeting with counsel for Plaintiffs and GUC Trust re: prep for 5/25 hearing. | 3.50 |
| 05/24/18 | JAL | Review New GM stay motion and objection to notice motion; summarize same; prepare for 5/25 hearing; draft client email re: same; attend counsel call re: same; attend to case administration. | 5.90 |
| 05/25/18 | DN | Attend status conference. | 2.00 |
| 05/25/18 | DHG | Prepare for and attend status conference before Judge Glenn. | 3.00 |
| 05/25/18 | NM | Prepare for and attend status conference; confer with team re: same. | 2.70 |
| 05/25/18 | JAL | Telephonically attend status conference; draft summary re: same. | 3.10 |
| 05/28/18 | DN | Revise email to clients re: status conference. | 0.40 |
| 05/29/18 | JAL | Review Furman decision bankruptcy appeal issues. | 2.20 |
| Total Hours | | | 98.40 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 17.90 | at | \$1045.00 | = | \$18,705.50 |
| D H GOLDEN | 18.70 | at | \$1475.00 | = | \$27,582.50 |
| Z CHEN | 4.10 | at | \$820.00 | = | \$3,362.00 |
| J L WOODSON | 0.40 | at | \$890.00 | = | \$356.00 |
| N MOSS | 17.10 | at | \$980.00 | = | \$16,758.00 |
| J A LATOV | 39.60 | at | \$620.00 | = | \$24,552.00 |
| R ACKER-RAMIREZ | 0.60 | at | \$255.00 | = | \$153.00 |

Current Fees \$91,469.00

Current Expenses \$860.80

Total Amount of This Invoice \$92,329.80

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MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1777374
Invoice Date 06/18/18
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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ABA# 254070116
Ref: 693414/0001, Invoice No. 1777374

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036
ATTN: SCOTT VOGEL

Invoice Number 1787572
Invoice Date 08/21/18
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 06/30/18 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 06/03/18 | NM | Correspondence with Akin team re: status of various open issues; correspond w/ Drinker Biddle re: same. | 0.30 |
| 06/04/18 | DHG | Telephone call with K. Going re: Gibson Dunn fees. | 0.30 |
| 06/04/18 | NM | Correspondence with K. Going re: various case issues; review correspondence from D. Golden re: same. | 0.40 |
| 06/06/18 | DN | Confer w/ D. Golden re Gibson Dunn fees; emails w/ K. Going re meet and confer. | 0.50 |
| 06/06/18 | DHG | Correspondence re meet and confer; confer with D. Newman re Gibson Dunn fees. | 0.50 |
| 06/08/18 | DHG | Review current draft of Plaintiffs/GUC Trust Rule 23 brief; confer with N. Moss re same. | 1.50 |
| 06/08/18 | NM | Review draft Plaintiffs/GUC Trust Rule 23 brief; confer with D. Golden re same. | 0.50 |
| 06/11/18 | DHG | Review latest draft of Plaintiffs/GUC Trust Rule 23 brief. | 1.60 |
| 06/11/18 | NM | Review letter from New GM re: discovery issues; correspondence with Akin team re: same; review draft Rule 23 brief; confer with Akin team re: same; review New GM letter re: Plaintiffs and GUC Trust responses to discovery requests. | 1.90 |
| 06/12/18 | DN | Call w/ unitholder re status of case. | 0.30 |
| 06/12/18 | NM | Review Rule 23 briefs. | 1.10 |
| 06/13/18 | DHG | Review GM Rule 23 brief. | 1.50 |
| 06/13/18 | JAL | Review Rule 23 briefs. | 1.80 |
| 06/14/18 | JAL | Attend to case administration. | 2.40 |
| 06/20/18 | NM | Review Rule 23 oral argument scheduling order; attend to case admin. | 0.50 |
| 06/21/18 | DK | Review Rule 23 briefs for precedent; research re same. | 4.00 |
| 06/21/18 | JAL | Research re Rule 23 issues. | 1.10 |
| 06/22/18 | DK | Review Rule 23 cases. | 2.60 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|-------------|--------------|
| | | Total Hours | 22.80 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 0.80 | at | \$1045.00 | = | \$836.00 |
| D H GOLDEN | 5.40 | at | \$1475.00 | = | \$7,965.00 |
| N MOSS | 4.70 | at | \$980.00 | = | \$4,606.00 |
| J A LATOV | 5.30 | at | \$620.00 | = | \$3,286.00 |
| D KRASA-BERSTELL | 6.60 | at | \$385.00 | = | \$2,541.00 |
| Current Fees | | | | | \$19,234.00 |

FOR COSTS ADVANCED AND EXPENSES INCURRED:

| | |
|---|------------|
| Computerized Legal Research - Westlaw | \$27.46 |
| - in contract 30% discount | |
| Corporate Service Fees | \$231.46 |
| Courier Service/Messenger Service- Off Site | \$18.00 |
| Document Retrieval | \$83.83 |
| Duplication - In House | \$341.20 |
| Telephone - Long Distance | \$184.00 |
| Transcripts | \$92.40 |
| Travel - Ground Transportation | \$77.08 |
| Current Expenses | \$1,055.43 |

Total Amount of This Invoice

\$20,289.43

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MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1787572
Invoice Date 08/21/18
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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Newark, DE 19711

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ABA# 254070116
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Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036
ATTN: SCOTT VOGEL

Invoice Number 1788220
Invoice Date 08/23/18
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 07/31/18 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 07/03/18 | JAL | Attend to case administration. | 1.50 |
| 07/11/18 | DHG | Telephone call with K. Going re: Gibson Dunn fees, hearing on Rule 23 and settlement issues. | 0.60 |
| 07/16/18 | DHG | Call with K. Going re: preparation for hearing on Rule 23 and related issues to settlement agreement. | 1.20 |
| 07/16/18 | NM | Call with H. Steel re: upcoming hearing and settlement issues; correspondence with Akin team re: same; review Plaintiffs' markups of the settlement docs; attend call with Drinker Biddle re: various issues. | 1.00 |
| 07/17/18 | DHG | Participate in call with counsel for GUC Trust and Plaintiffs re: preparation for Rule 23 hearing. | 2.00 |
| 07/17/18 | JAL | Telephonically attend counsel strategy meeting; followup re: same. | 1.50 |
| 07/18/18 | DN | Review class certification submissions; review order from court re: same. | 2.30 |
| 07/19/18 | DN | Listen to hearing re: class certification; confer with D. Golden re: same. | 3.40 |
| 07/19/18 | DHG | Prepare for Rule 23 hearing; attend to same; confer with D. Newman re: same. | 4.50 |
| 07/19/18 | NM | Travel to and from court and attend hearing on Rule 23 issues. | 4.00 |
| 07/26/18 | DHG | Review letters to court from Plaintiffs and New GM re: Rule 23 issues. | 0.80 |
| 07/27/18 | NM | Review GUC Trust Report. | 0.30 |
| 07/30/18 | DHG | Emails with holders re: timing of JPM mediation and motion for interlocutory appeal. | 0.50 |
| 07/31/18 | JAL | Review filings re: AAT-JPM litigation. | 0.90 |
| Total Hours | | | 24.50 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 5.70 | at | \$1045.00 | = | \$5,956.50 |
| D H GOLDEN | 9.60 | at | \$1475.00 | = | \$14,160.00 |
| N MOSS | 5.30 | at | \$980.00 | = | \$5,194.00 |
| J A LATOV | 3.90 | at | \$620.00 | = | \$2,418.00 |
| Current Fees | | | | | \$27,728.50 |

FOR COSTS ADVANCED AND EXPENSES INCURRED:

| | |
|--------------------|----------|
| Document Retrieval | \$99.92 |
| Transcripts | \$128.40 |
| Current Expenses | \$228.32 |

Total Amount of This Invoice

\$27,956.82

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MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1788220
Invoice Date 08/23/18
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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Ref: 693414/0001, Invoice No. 1788220

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Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036
ATTN: SCOTT VOGEL

Invoice Number 1789309
Invoice Date 09/06/18
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 08/31/18 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 08/09/18 | NM | Telephonically attend JPM litigation status conference. | 2.00 |
| 08/10/18 | DK | Review hearing transcript. | 0.50 |
| 08/10/18 | NM | Correspondence with unitholder re: JPM updates. | 0.30 |
| 08/10/18 | JAL | Review materials re JPM litigation. | 1.20 |
| 08/13/18 | DK | Review recent filings. | 0.50 |
| 08/13/18 | JAL | Attend to case administration. | 1.20 |
| 08/21/18 | NM | Call with unitholder re: status; correspondence re: same; review updates in the MDL. | 1.00 |
| 08/21/18 | JAL | Attend to case administration. | 0.80 |
| 08/23/18 | JAL | Attend to case administration. | 1.10 |
| 08/24/18 | JAL | Attend to case administration. | 2.00 |
| 08/31/18 | JAL | Attend to case administration. | 2.10 |
| Total Hours | | | 12.70 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| N MOSS | 3.30 | at | \$980.00 | = | \$3,234.00 |
| J A LATOV | 8.40 | at | \$620.00 | = | \$5,208.00 |
| D KRASA-BERSTELL | 1.00 | at | \$385.00 | = | \$385.00 |

Current Fees \$8,827.00

Current Expenses

\$188.20

Total Amount of This Invoice

\$9,015.20

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MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1789309
Invoice Date 09/06/18
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036
ATTN: SCOTT VOGEL

Invoice Number 1801527
Invoice Date 11/12/18
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/30/18 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 09/04/18 | DHG | Correspondence with group re: status. | 0.40 |
| 09/05/18 | JAL | Attend to case administration. | 0.80 |
| 09/06/18 | DHG | Call with K. Going re: Gibson Dunn outstanding fees issues. | 0.40 |
| 09/07/18 | NM | Read recent decision in the MDL; draft update email to the holders re: Gibson fees. | 0.80 |
| 09/07/18 | JAL | Review AAT litigation materials; attend to case administration. | 2.20 |
| 09/25/18 | DN | Review Glenn decision and related 2d Cir. decision re: Rule 23; calls with unitholders re: same; call with D. Golden re: same. | 3.50 |
| 09/25/18 | DHG | Review Judge Glenn's decision re: Rule 23; call with D. Newman re: same. | 1.40 |
| 09/25/18 | JAL | Review and summarize Judge Glenn's Rule 23 decision; research re: same. | 3.30 |
| 09/26/18 | DN | Call with E. Weisfelner re: next steps; participate on update call with group. | 1.30 |
| 09/26/18 | DHG | Prepare for and participate in update call with holders. | 1.00 |
| 09/26/18 | NM | Prepare for and attend group update call. | 1.00 |
| 09/26/18 | JAL | Prepare for and attend holder group update call; research re: Rule 23 issues. | 2.20 |
| 09/27/18 | DN | Review materials re: AAT litigation. | 0.80 |
| 09/27/18 | JAL | Research re: AAT litigation; correspondence re: same. | 4.30 |
| Total Hours | | | 23.40 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 5.60 | at | \$1045.00 | = | \$5,852.00 |
| D H GOLDEN | 3.20 | at | \$1475.00 | = | \$4,720.00 |
| N MOSS | 1.80 | at | \$980.00 | = | \$1,764.00 |

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|--|--------------|----|-------------|---|--------------------|
| J A LATOV | 12.80 | at | \$620.00 | = | \$7,936.00 |
| Current Fees | | | | | <u>\$20,272.00</u> |
| FOR COSTS ADVANCED AND EXPENSES INCURRED: | | | | | |
| Computerized Legal Research - Lexis - in contract 30% discount | | | | | \$142.43 |
| Document Retrieval | | | | | \$81.93 |
| Telephone - Long Distance | | | | | \$79.00 |
| Current Expenses | | | | | <u>\$303.36</u> |
| Total Amount of This Invoice | | | | | \$20,575.36 |

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UNIT HOLDERS
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Invoice Number 1801527
Invoice Date 11/12/18
Client Number 693414
Matter Number 0001

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MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036
ATTN: SCOTT VOGEL

Invoice Number 1801733
Invoice Date 11/12/18
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 10/31/18 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 10/01/18 | DN | Call with Brown Rudnick and Drinker Biddle re settlement and next steps. | 1.00 |
| 10/01/18 | DHG | Conference call with Brown Rudnick and Drinker Biddle re: path forward for settlement with plaintiffs. | 1.00 |
| 10/02/18 | DN | Call with S. Duffy re class certification issues. | 0.40 |
| 10/02/18 | JAL | Prepare case materials for S. Duffy. | 0.80 |
| 10/02/18 | SCD | Review case materials; telephone call with D. Newman re class certification issues. | 4.60 |
| 10/05/18 | DN | Call w/ Drinker Biddle re settlement and next steps. | 1.00 |
| 10/05/18 | SCD | Review case documents and background materials. | 5.30 |
| 10/06/18 | SCD | Review case filings; outline options and issues re class certification. | 5.30 |
| 10/07/18 | SCD | Review key documents and relevant decisions; outline options re class certification. | 5.70 |
| 10/08/18 | DN | Call with K. Deal and S. Duffy re class certification issues. | 1.00 |
| 10/08/18 | KED | Analyze case materials; participate in call with D. Newman and S. Duffy re class certification issues. | 4.20 |
| 10/08/18 | SCD | Review key documents and decisional law re class certification; conference call with D. Newman and K. Deal re same. | 5.30 |
| 10/09/18 | DN | Review materials from Drinker Biddle re Rule 23 issues. | 2.20 |
| 10/10/18 | DN | Read cases re Rule 23 issues; draft and send update email to clients; call with S. Duffy and J. Latov re class certification issues. | 2.00 |
| 10/10/18 | JAL | Telephonically attend to call with D. Newman and S. Duffy re class certification issues; prepare for same. | 1.50 |
| 10/10/18 | SCD | Review key class certification decisions; telephone call with D. Newman and J. Latov regarding class certification issues. | 4.60 |
| 10/11/18 | DN | Call w/ Drinker re class certification issues. | 1.00 |
| 10/11/18 | DHG | Prepare for and participate in call with Drinker Biddle re: next steps. | 1.00 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 10/11/18 | KED | Call with GUC Trust counsel regarding next steps. | 1.00 |
| 10/11/18 | SCD | Call with Drinker Biddle regarding next steps; prepare for same. | 2.50 |
| 10/15/18 | JAL | Attend to case administration. | 1.50 |
| 10/15/18 | SCD | Emails re settlement strategy. | 0.60 |
| 10/16/18 | SCD | Review key class certification decisions; emails regarding scheduling. | 1.20 |
| 10/17/18 | KED | Analyze class settlement options and decisional law on limited fund settlements. | 3.20 |
| 10/19/18 | SCD | Review key class certification decisions; continue drafting strategy outline. | 3.20 |
| 10/24/18 | SCD | Prep for meeting with plaintiff counsel re: options for settlement. | 2.70 |
| 10/25/18 | DN | Calls with S. Duffy and H. Steele re meeting with plaintiff's counsel. | 0.20 |
| 10/25/18 | KED | Review and analyze Second Circuit class certification decisions for use in settlement discussions. | 3.30 |
| 10/25/18 | SCD | Prepare for upcoming meeting with plaintiff counsel; confer with D. Newman re same; review research re: class certification issues; telephone conference with J. Aronchik re: Rule 23 research. | 4.60 |
| 10/25/18 | JIA | Confer with S. Duffy re: Rule 23 research. | 0.80 |
| 10/26/18 | DN | Call w/ unitholder re case status. | 0.60 |
| 10/26/18 | KED | Review case law on class settlement structures. | 3.80 |
| 10/29/18 | SCD | Review cases re: Rule 23 issues for settlement. | 1.30 |
| 10/30/18 | KED | Review and analyze case law under Rule 23 for purposes of settlement discussions; confer with S. Duffy re same. | 2.80 |
| 10/30/18 | SCD | Confer with K. Deal and J. Aronchick re: research and prep for meetings with plaintiffs counsel. | 4.60 |
| 10/30/18 | JIA | Draft memo re: Rule 23 subsections; research re same; confer with S. Duffy and K. Deal re: same. | 6.10 |
| 10/31/18 | KED | Review and analyze Rule 23 subsections research in preparation for meeting with plaintiffs counsel. | 3.20 |
| 10/31/18 | JIA | Continued research re Rule 23 subsections. | 1.00 |
| Total Hours | | | 96.10 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 9.40 | at | \$1045.00 | = | \$9,823.00 |
| D H GOLDEN | 2.00 | at | \$1475.00 | = | \$2,950.00 |
| K E DEAL | 21.50 | at | \$840.00 | = | \$18,060.00 |
| S C DUFFY | 51.50 | at | \$970.00 | = | \$49,955.00 |
| J A LATOV | 3.80 | at | \$620.00 | = | \$2,356.00 |
| J ARONCHICK | 7.90 | at | \$690.00 | = | \$5,451.00 |

Current Fees \$88,595.00

Current Expenses \$107.60

Total Amount of This Invoice \$88,702.60

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UNIT HOLDERS
NY, NY 10036

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Invoice Date 11/12/18
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
ATTN: SCOTT VOGEL
UNIT HOLDERS
NY, NY 10036

Invoice Number 1821073
Invoice Date 02/19/19
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 11/30/18 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 11/01/18 | DN | Call with S. Duffy and D Golden re settlement. | 0.50 |
| 11/01/18 | DHG | Telephone conference with D. Newman and S. Duffy re: Rule 23 application to settlement; review materials re same. | 0.70 |
| 11/01/18 | KED | Prepare for settlement meeting with plaintiffs' counsel and GUC Trust counsel. | 5.20 |
| 11/01/18 | SCD | Prepare for meeting with plaintiffs and Drinker re: settlement. | 2.30 |
| 11/01/18 | JIA | Research re Rule 23 limited fund issues; draft summary re same. | 4.30 |
| 11/02/18 | DN | Call with unitholder re status of case. | 0.50 |
| 11/02/18 | DHG | Extended meeting at Brown Rudnick with Drinker Biddle, Plaintiffs' class action lawyers and Akin Gump re: class action settlement alternatives. | 2.50 |
| 11/02/18 | NM | Prepare for and attend all hands meeting re: Rule 23 and next steps. | 4.50 |
| 11/02/18 | JAL | Participate on call w/ unitholder re status; telephonically attend all-hands meeting re next steps. | 2.90 |
| 11/02/18 | KED | Prepare for and attend settlement strategy meeting with plaintiffs' counsel, GUC Trust counsel, and bankruptcy team. | 7.00 |
| 11/02/18 | SCD | Prepare for and attend all hands meeting; follow up research. | 6.90 |
| 11/05/18 | JAL | Attend to case administration. | 1.30 |
| 11/05/18 | SCD | Review plan and key documents re: settlement structure; emails with Cabraser (class action counsel) re: strategy. | 4.60 |
| 11/06/18 | DN | Call with S. Duffy, K. Deal and N. Moss re settlement issues. | 1.00 |
| 11/06/18 | NM | Prepare for and attend Rule 23 discussion with S. Duffy, D. Newman and K. Deal; review Judge Glenn scheduling order; draft update for unitholder group. | 3.40 |
| 11/06/18 | JAL | Attend to case administration. | 1.00 |
| 11/06/18 | KED | Prepare for and participate in call with D. Newman, N. Moss and S. Duffy regarding Rule 23 analysis and settlement options; research and analyze certification decisions under Rule 23(c)(4) | 7.80 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | and (b)(1)(B). | |
| 11/06/18 | SCD | Emails with plaintiffs' counsel re Rule 23 issues; call with Akin team re strategy; analysis of potential settlement structure. | 4.20 |
| 11/06/18 | JIA | Review Rule 23 case law in connection with settlement. | 1.50 |
| 11/07/18 | JAL | Attend to case administration. | 3.10 |
| 11/07/18 | KED | Analyze settlement structures for GUC Trust beneficiaries and confer with E. Cabraser and S. Duffy re same. | 1.80 |
| 11/07/18 | SCD | Review research on (c)(4) certification and emails re: strategy. | 1.50 |
| 11/07/18 | JIA | Research re: limited trust in class actions. | 2.50 |
| 11/08/18 | KED | Draft proposed settlement structure. | 3.60 |
| 11/08/18 | SCD | Emails re: strategy on settlement and class certification. | 1.10 |
| 11/13/18 | JAL | Attend to case administration. | 2.10 |
| 11/13/18 | JIA | Research re potential Rule 23 structuring issues. | 3.30 |
| 11/14/18 | NM | Review GUC trust operating report; correspondence to D. Newman re: Rule 23 next steps. | 0.70 |
| 11/15/18 | DN | Call w/ S. Duffy and K. Deal; confer w/ N. Moss and D. Golden re same | 1.20 |
| 11/15/18 | NM | Call with K. Dealy, S. Duffy and D. Newman re: proposed Rule 23 next steps; review Judge Glenn's scheduling order. | 0.80 |
| 11/15/18 | KED | Analysis of settlement structure and calls with D. Newman, N. Moss, J. Aronchick, and S. Duffy regarding same. | 4.30 |
| 11/15/18 | SCD | Confer with Akin team re settlement issues; work on memo re settlement structure. | 3.50 |
| 11/15/18 | JIA | Review class action case law; confer with Akin team re same. | 5.20 |
| 11/16/18 | JIA | Draft memorandum re proposed settlement structure; drafting settlement modification proposal. | 9.60 |
| 11/17/18 | SCD | Revisions to memo on settlement structure | 2.50 |
| 11/17/18 | JIA | Research and draft settlement risks analysis. | 6.00 |
| 11/18/18 | KED | Revise memorandum regarding class settlement structure. | 5.10 |
| 11/18/18 | JIA | Review comments to settlement memo; revise same. | 3.00 |
| 11/19/18 | KED | Further revise memorandum regarding class settlement structure. | 3.40 |
| 11/19/18 | JIA | Revise and finalize settlement memo. | 5.40 |
| 11/20/18 | NM | Review GM Rule 23 memo; prepare issues list re: same. | 1.50 |
| 11/20/18 | KED | Prepare for and participate in call with plaintiffs' counsel regarding proposed class settlement structure. | 1.40 |
| 11/20/18 | SCD | Emails re: strategy; review research on Rule 23(c)(4). | 3.30 |
| 11/20/18 | JIA | Follow up research re Rule 23 issues; correspondence with Akin team re same. | 5.90 |
| 11/21/18 | DN | Call w/ S. Duffy, D. Golden, K. Deal and N. Moss; pre-meeting with N. Moss re same; review memo re settlement. | 2.20 |
| 11/21/18 | DHG | Telephone conference with D. Newman, N. Moss, S. Duffy and K. Dealy re: efforts to resurrect Rule 23 settlement process. | 1.30 |
| 11/21/18 | NM | Attend pre-meeting with D. Newman re: Rule 23 memo; attend call with S. Duffy, K. Deal, D. Newman and D. Golden re: same. | 1.50 |
| 11/21/18 | KED | Prepare for and participate in call with S. Duffy, D. Golden, D. Newman, and N. Moss re settlement strategy. | 1.50 |
| 11/21/18 | SCD | Outline path forward for class settlement and prep for strategy call; strategy call with D. Golden, D. Newman, N. Moss, and K. Deal. | 4.10 |
| 11/21/18 | JIA | Review bankruptcy court decisions applicable to proposed settlement; emails with Akin team re same. | 4.30 |
| 11/26/18 | NM | Review analysis of various potential settlement/litigation timelines; review Drinker Biddle memo re notice costs. | 1.10 |
| 11/26/18 | KED | Analyze outline of legal issues provided by GUC Trust counsel. | 1.90 |
| 11/26/18 | SCD | Review Drinker Biddle memo re: settlement issues; emails re: same; draft memo re: path forward. | 5.30 |
| 11/26/18 | JIA | Draft memo re potential settlement issues and proposed next steps. | 6.20 |
| 11/27/18 | NM | Call with unitholder re: status. | 0.50 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 11/27/18 | SCD | Revise path forward memo. | 2.60 |
| 11/27/18 | JIA | Research re potential Rule 23 issues; revise draft memo re same. | 2.30 |
| 11/28/18 | KED | Revise outline of potential settlement path; analyze issues list from GUC Trust counsel; review relevant Rule 23 case law in connection with same. | 6.00 |
| 11/28/18 | SCD | Revise memo re: path forward. | 2.80 |
| 11/28/18 | JIA | Phone call with S. Duffy re next steps; research re follow up Rule 23 issues. | 2.80 |
| 11/29/18 | KED | Revise settlement memo; review case law re same. | 4.50 |
| 11/29/18 | SCD | Work on potential settlement path memo. | 2.50 |
| 11/30/18 | NM | Call with unitholder re: status; review revised Rule 23 memo. | 1.30 |
| 11/30/18 | JAL | Telephonically attend all-hands call re next steps. | 1.00 |
| 11/30/18 | KED | Read Rule 23(b)(1)(A) cases cited by plaintiffs counsel in proposed settlement outline. | 3.20 |
| 11/30/18 | SCD | Review position papers on settlement structure; prep for group call; draft memo re potential next steps; attend all hands call. | 4.50 |
| 11/30/18 | JIA | Finalize potential settlement path analysis memo. | 1.00 |
| Total Hours | | | 208.30 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 5.40 | at | \$1045.00 | = | \$5,643.00 |
| D H GOLDEN | 4.50 | at | \$1475.00 | = | \$6,637.50 |
| K E DEAL | 56.70 | at | \$840.00 | = | \$47,628.00 |
| S C DUFFY | 51.70 | at | \$970.00 | = | \$50,149.00 |
| N MOSS | 15.30 | at | \$980.00 | = | \$14,994.00 |
| J A LATOV | 11.40 | at | \$620.00 | = | \$7,068.00 |
| J ARONCHICK | 63.30 | at | \$690.00 | = | \$43,677.00 |

Current Fees \$175,796.50

Current Expenses \$1,434.12

Total Amount of This Invoice \$177,230.62

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
ATTN: SCOTT VOGEL
UNIT HOLDERS
NY, NY 10036

Invoice Number 1821073
Invoice Date 02/19/19
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

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AKIN GUMP STRAUSS - 6838

400 White Clay Center Drive
Newark, DE 19711

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CITI PRIVATE BANK

1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941

ABA# 254070116

Ref: 693414/0001, Invoice No. 1821073

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036
ATTN: SCOTT VOGEL

Invoice Number 1821078
Invoice Date 02/21/19
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 12/31/18 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 12/01/18 | NM | Review update on meet and confer re settlement process. | 0.30 |
| 12/03/18 | DHG | Review Rule 23 memo from plaintiffs; office conference with N. Moss re same. | 0.60 |
| 12/03/18 | NM | Review plaintiffs memo re Rule 23 issues; confer with D. Golden re same. | 0.70 |
| 12/05/18 | DN | Telephone call with S. Duffy and K. Deal re settlement; call with D. Golden re same; telephone call with D. Golden and K. Going re same. | 1.20 |
| 12/05/18 | DHG | Telephone calls with K. Going and S. Duffy re revised settlement architecture; call with D. Newman re same; call with K. Going and D. Newman re same. | 1.60 |
| 12/05/18 | NM | Review draft status letter to Judge Glenn. | 0.20 |
| 12/05/18 | SCD | Revisions to and finalize memo outlining settlement structure for stakeholders; calls with Akin team re plaintiffs settlement. | 4.60 |
| 12/06/18 | DN | Telephone calls with unitholders re status; meet with N. Moss and J. Latov re next steps. | 1.00 |
| 12/06/18 | NM | Meet with D. Newman and J. Latov re status and timelines for potential paths; review drafts of status letter for Judge Glenn; review draft settlement term sheet; correspondence with team re same. | 1.90 |
| 12/06/18 | JAL | Prepare timelines of settlement and litigation routes; confer with D. Newman and N. Moss re same. | 2.40 |
| 12/06/18 | SCD | Revise settlement term sheet; emails with plaintiffs counsel re notice costs. | 3.20 |
| 12/06/18 | JIA | Research re potential 7th amendment issues in connection with settlement. | 1.30 |
| 12/07/18 | JAL | Prepare timelines re alternate litigation scenarios. | 2.50 |
| 12/07/18 | SCD | Prepare for and attend meet and confer on settlement process; emails with E. Cabraser re settlement issue; telephone call with K. | 4.80 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | Going re strategy. | |
| 12/07/18 | JIA | Research re potential appeals issues in connection with settlement. | 1.00 |
| 12/10/18 | DHG | Participate in call with group re Rule 23 issues; calls with unitholders re same. | 1.20 |
| 12/10/18 | NM | Prepare for and attend group call; follow up calls with unitholders; attend to case admin; revise draft update for group member. | 1.50 |
| 12/10/18 | JAL | Prepare for and attend group update call; draft summary re same; attend call with unitholder re same. | 4.10 |
| 12/10/18 | KED | Telephone call re status of GM settlement proposal with E. Cabraser and S. Duffy. | 0.60 |
| 12/10/18 | SCD | Prepare for and attend group call; follow up re same. | 1.20 |
| 12/11/18 | DN | Telephone calls with E. Weisfelner and K. Going re status and next steps; confer with D. Golden re same. | 1.10 |
| 12/11/18 | DHG | Telephone calls with E. Weisfelner, S. Duffy and N. Moss re revised plaintiffs settlement proposal; confer with D. Newman re settlement issues. | 1.00 |
| 12/11/18 | SCD | Correspondence re notice cost issues; call with Akin team and BR. | 2.10 |
| 12/11/18 | JIA | Research re notice issues; draft summary for S. Duffy. | 3.50 |
| 12/12/18 | DN | Telephone call with S. Duffy and K. Going re letter to court; review same. | 0.60 |
| 12/12/18 | NM | Review status letters; confer with Akin team re same; call with H. Steele re same. | 0.70 |
| 12/12/18 | SCD | Telephone call with Cabraser re notice issues; revise status letter; call with Akin team re same. | 2.10 |
| 12/13/18 | SCD | Telephone call with Epiq reps re notice program costs; telephone call with Going re strategy; prepare for hearing on status. | 3.50 |
| 12/14/18 | SCD | Revise settlement term sheet; telephone calls with K. Going and Epiq re notice costs; review deal structure points. | 3.90 |
| 12/17/18 | NM | Telephone call with S. Duffy re upcoming status conference. | 0.40 |
| 12/17/18 | KED | Research notice cost-shifting issues in connection with settlement proposal. | 2.40 |
| 12/17/18 | SCD | Review notice cost analysis; telephone call with Sean Matt re options; telephone call with K. Going re strategy; telephone call with N. Moss re hearing. | 3.40 |
| 12/18/18 | KED | Participate in call re upcoming GM status conference. | 0.40 |
| 12/18/18 | SCD | Prepare for and attend strategy call with settlement group. | 2.10 |
| 12/19/18 | SCD | Prepare for status conference. | 2.50 |
| 12/20/18 | NM | Prepare for and attend status conference on GUC Trust/Plaintiffs settlement; travel to and from the courthouse. | 2.00 |
| 12/20/18 | JAL | Telephonically attend status conference. | 1.00 |
| 12/20/18 | SCD | Prepare for and attend status conference and follow up. | 4.30 |
| Total Hours | | | 72.90 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 3.90 | at | \$1045.00 | = | \$4,075.50 |
| D H GOLDEN | 4.40 | at | \$1475.00 | = | \$6,490.00 |
| K E DEAL | 3.40 | at | \$840.00 | = | \$2,856.00 |
| S C DUFFY | 37.70 | at | \$970.00 | = | \$36,569.00 |
| N MOSS | 7.70 | at | \$980.00 | = | \$7,546.00 |
| J A LATOV | 10.00 | at | \$620.00 | = | \$6,200.00 |
| J ARONCHICK | 5.80 | at | \$690.00 | = | \$4,002.00 |

Current Fees

\$67,738.50

Current Expenses

\$558.92

Total Amount of This Invoice

\$68,297.42

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1821078
Invoice Date 02/21/19
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
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AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
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AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1821078

(For wires originating outside the US reference Swift ID# CITIUS33)



MOTORS LIQUIDATION COMPANY GUC TRUST

UNIT HOLDERS
NY, NY 10036

Invoice Number 1817779
Invoice Date 03/19/19
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 01/31/19 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 01/07/19 | JIA | Review draft settlement agreement; analyze applicability of Rule 23(b)(3) to settlement; review caselaw re: same. | 4.50 |
| 01/08/19 | SCD | Prepare for and telephone calls with K. Going and R. Geman (plaintiffs counsel) re: settlement. | 3.80 |
| 01/09/19 | SCD | Emails re: strategy; review term sheet and memos re: class certification. | 4.20 |
| 01/09/19 | JIA | Research caselaw on pre-estimation proceedings and applicability of Rule 23(c)(4); research application of Daubert in estimation proceedings; draft outline re: same. | 3.50 |
| 01/10/19 | KED | Analyze and discuss with S. Duffy and J. Aronchick Rule 23(b)(1)(B) issues. | 1.50 |
| 01/10/19 | SCD | Review term sheet and related settlement documents; call with K. Deal and J. Aronchick re: same. | 2.50 |
| 01/10/19 | JIA | Telephone call with S.Duffy and K.Deal re: settlement structure, strategy, and future research; prepare for meeting with S.Duffy and K.Deal re: outstanding/open issues in GM; analyze case law re: notice requirements in Rule 23(b)(1)(B) limited funds. | 5.70 |
| 01/14/19 | DN | Telephone call with GUC Trust counsel; confer with D. Golden re: same. | 0.20 |
| 01/14/19 | DHG | Review revised term sheet for settlement agreement; participate in all-hands call (partial) (Brown Rudnick, plaintiffs counsel, K. Going) re: same and strategy; subsequent telephone call with K. Going; confer with D. Newman re: same. | 1.60 |
| 01/14/19 | NM | Prepare for and attend all hands call re: draft term sheet. | 1.50 |
| 01/14/19 | SCD | Prepare for and attend call on term sheet; follow up emails. | 3.10 |
| 01/15/19 | SCD | Review settlement term sheet; telephone conference with K. Going re: same. | 1.10 |
| 01/15/19 | JIA | Review case law re: Rule 23 issues. | 3.50 |
| 01/16/19 | SCD | Call with K. Going re: strategy; review settlement outline and | 1.60 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | related documents. | |
| 01/17/19 | SCD | Prepare status report to clients re: settlement issues; telephone call with K. Going re: next steps; review settlement agreement. | 2.50 |
| 01/21/19 | DN | Telephone call with the GUC Trust counsel re: potential AAT/Lender settlement and Plaintiff settlement. | 0.30 |
| 01/21/19 | SCD | Emails with counsel to plaintiffs re: settlement documentation. | 0.50 |
| 01/22/19 | DN | Confer with D. Golden and J. Latov (separately) re: potential AAT/Lender settlement and Plaintiff settlement. | 0.70 |
| 01/23/19 | DHG | Review draft settlement agreement. | 1.40 |
| 01/24/19 | SCD | Emails with Drinker Biddle re: settlement issues. | 0.60 |
| 01/25/19 | DHG | Telephone call with S. Duffy and N. Moss re: potential Rule 23 issues. | 0.50 |
| 01/25/19 | NM | Telephone call with D. Golden and S. Duffy re: potential settlement motion and next steps. | 0.30 |
| 01/25/19 | KED | Analyze revised settlement agreement and related briefing; call with GUC Trust counsel re: same. | 4.60 |
| 01/25/19 | SCD | Review settlement approval papers; telephone call with GUC Trust counsel; emails re: strategy; call with Akin team re: next steps. | 3.70 |
| 01/28/19 | DHG | Telephone call with E. Weisfelner re: motion to approve settlement; review/revise motion and settlement agreement; draft email to unitholders re: status. | 2.20 |
| 01/28/19 | JIA | Begin reviewing draft settlement documents; confer with S. Duffy re: same. | 2.00 |
| 01/29/19 | DHG | Telephone conference with Brown Rudnick, Goodwin Proctor, S. Berman firm, E. Cabresa firm, DB re: review of draft settlement agreement and related motion for approval; finalize memo; call with S. Duffy re: settlement agreement; telephone conference DB re: issues with settlement agreement; call with E. Weisfelner re: same; draft correspondence to DB re various issues; confer with N. Moss re: settlement agreement. | 3.70 |
| 01/29/19 | NM | Prepare for and attend all hand's call re: revised settlement agreement; follow up with D. Golden re: same; call with Drinker Biddle re: same; revise and send update to the group; correspondence with group members re: same; review draft settlement documents. | 3.50 |
| 01/29/19 | KED | Prepare for and participate in call with plaintiffs' counsel and GUC Trust counsel re: potential class settlement. | 1.80 |
| 01/29/19 | SCD | Prepare for and attend all hands call re: settlement documents; telephone call with D. Golden re: strategy; emails re: same. | 3.50 |
| 01/29/19 | JIA | Review draft settlement documents; review comments to same. | 2.10 |
| 01/30/19 | DHG | Continue to review and revise draft of settlement agreement and motion for approval of same; telephone conference with Plaintiffs counsel, Drinker Biddle and Akin re: same; telephone calls with S. Duffy re: same. | 3.20 |
| 01/30/19 | NM | Review recent hearing transcript in connection with revised settlement. | 0.60 |
| 01/30/19 | KED | Analyze notice issues and related Ortiz issues in connection with class settlement proposal. | 0.80 |
| 01/30/19 | SCD | Review settlement documents; telephone call with K. Going re: strategy; calls with D. Golden re same. | 2.90 |
| 01/31/19 | DHG | Review email re: settlement of AAT litigation; telephone calls with K. Going re: same; quick research on ability of JPM defendants to file 502 h claim if insurer pays the settlement; review latest drafts of Rule 23 motion, 9019 motion, settlement agreement and exhibits; telephone calls to unitholders re: same; telephone calls with K. Going, E. Weisfelner, H. Steel, S. Duffy re: status of settlement pleadings and sign off by PIWD plaintiffs; | 5.20 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | email exchanges with B. Hilliard re: same; confer with N. Moss re AAT litigation. | |
| 01/31/19 | NM | Confer with D. Golden re: AAT issues; correspondence re: revised settlement. | 1.00 |
| 01/31/19 | KED | Review revised motion for class certification and related settlement documents; discuss edits to same with S. Duffy. | 1.80 |
| 01/31/19 | SCD | Review settlement papers; comment on same; discuss same with K. Deal. | 4.60 |
| Total Hours | | | <u>92.30</u> |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D NEWMAN | 1.20 | at | \$1120.00 | = | \$1,344.00 |
| D H GOLDEN | 17.80 | at | \$1550.00 | = | \$27,590.00 |
| N MOSS | 6.90 | at | \$1125.00 | = | \$7,762.50 |
| K E DEAL | 10.50 | at | \$985.00 | = | \$10,342.50 |
| S C DUFFY | 34.60 | at | \$1060.00 | = | \$36,676.00 |
| J ARONCHICK | 21.30 | at | \$690.00 | = | \$14,697.00 |

Current Fees \$98,412.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

| | |
|---------------------------------------|------------|
| Computerized Legal Research - Westlaw | \$1,152.15 |
| - in contract 30% discount | |
| Document Retrieval | \$95.82 |
| Telephone - Long Distance | \$51.00 |
| Transcripts | \$52.80 |

Current Expenses \$1,351.77

Total Amount of This Invoice \$99,763.77

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST

UNIT HOLDERS
NY, NY 10036

| | |
|----------------|----------|
| Invoice Number | 1817779 |
| Invoice Date | 03/19/19 |
| Client Number | 693414 |
| Matter Number | 0001 |

FED I.D. NO. 75-1338644

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Suite 900
Washington, DC 20004

Account #: 9250397941

ABA# 254070116

Ref: 693414/0001, Invoice No. 1817779

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1835528
Invoice Date 06/21/19
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 02/28/19 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 02/01/19 | NM | Review filed settlement docs; correspondence re: same; review AAT settlement letter. | 1.20 |
| 02/01/19 | JIA | Review filed settlement documents; research case law re: same. | 4.80 |
| 02/04/19 | NM | Draft update for group re: revised settlement; correspondence with D. Golden re: same. | 0.80 |
| 02/05/19 | NM | Meet with R. Rubin re: background and next steps | 0.60 |
| 02/05/19 | RLR | Discuss case with N. Moss; review key documents. | 1.70 |
| 02/06/19 | NM | Call with Unitholder re: status | 0.50 |
| 02/06/19 | JAL | Attend to case administration. | 2.20 |
| 02/07/19 | RLR | Revise holding chart; review key documents. | 3.50 |
| 02/11/19 | RLR | Review recently filed pleadings; attend to case administration. | 3.10 |
| 02/12/19 | DHG | Review latest New GM letter and emails to group re: update. | 0.40 |
| 02/12/19 | NM | Review New GM letter; send to group with update. | 0.40 |
| 02/13/19 | RLR | Emails re recently filed pleadings; review same. | 0.60 |
| 02/14/19 | NM | Review AAT update; send letter to group with brief update. | 0.30 |
| 02/14/19 | RLR | Emails re case updates and holdings. | 0.30 |
| 02/14/19 | SCD | Review New GM letter to court, plaintiff reply; emails re: same. | 2.40 |
| 02/15/19 | RLR | Emails re case updates. | 0.20 |
| 02/15/19 | KED | Review letters to bankruptcy court from New GM and product defect plaintiffs re: proposed settlement; analyze additional arguments to refute New GM's assertions. | 2.80 |
| 02/15/19 | SCD | Review key decisions re: cert issues in MDL; t/c with Aronchick re: research issues; emails re: strategy. | 3.90 |
| 02/15/19 | JIA | Discussion with S.Duffy re: analysis of the current trust settlement and its interplay with Rule 23 requirements; research re: estimation issues. | 2.50 |
| 02/18/19 | JIA | Analyze case law on estimation and commonality. | 1.50 |
| 02/19/19 | RLR | Emails re holdings; update same; distribution of pleadings. | 1.30 |
| 02/19/19 | JIA | Analyze case law on estimation and allowance in bankruptcy | 1.00 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | proceeding. | |
| 02/20/19 | RLR | Revise holding information. | 0.80 |
| 02/21/19 | RLR | Emails re holdings; update same. | 0.20 |
| 02/23/19 | RLR | Analyze and summarize motion to stay and motion to withdraw reference; circulate pleadings. | 4.80 |
| 02/23/19 | SCD | Review New GM Motions to stay and withdraw reference; outline responses. | 3.60 |
| 02/24/19 | NM | Draft update email to the group; review and start revising summaries of recently filed pleadings; correspondence with unitholder. | 0.90 |
| 02/24/19 | RLR | Revise summaries of stay and reference motions. | 2.40 |
| 02/25/19 | DHG | Review GM stay/withdrawal of reference motions. | 1.30 |
| 02/25/19 | NM | Revise summaries of motion to stay and motion to withdraw the reference. | 1.50 |
| 02/25/19 | RLR | Revise summaries re N. Moss comments; circulate pleadings; review pleadings. | 2.50 |
| 02/25/19 | KED | Review GM filings and emails re: strategy for responding to same. | 1.80 |
| 02/26/19 | DHG | Telephone conference with Drinker Biddle and Akin re: new GM's stay and withdrawal of reference motions; telephone call with E. Weisfelner re: same. | 1.30 |
| 02/26/19 | NM | Akin team catch up call re: stay motion and motion to withdraw and next steps. | 0.50 |
| 02/26/19 | RLR | Revise summaries per D. Golden comments and N. Moss further comments. | 1.90 |
| 02/26/19 | SCD | Emails re: strategy on response to GM withdrawal motion and related filings | 0.50 |
| 02/27/19 | DHG | Telephone conference with Drinker Biddle and Akin Gump team re: discussion of GM's stay and withdrawal of reference motion; follow up re: same. | 1.00 |
| 02/27/19 | NM | Attend call with Drinker Biddle re: New GM stay motion and motion to withdraw the reference. | 0.50 |
| 02/27/19 | RLR | Call with GUC trust counsel. | 0.50 |
| 02/27/19 | KED | Analyze New GM's briefing in response to proposed class settlement and discuss research related to same with S. Duffy and J. Aronchick. | 2.40 |
| 02/27/19 | SCD | Prepare for and attend call with Drinker Biddle re: new GM motions. | 1.50 |
| 02/27/19 | JIA | Discuss estimation matter in proposed plan with S.Duffy and K.Deal; continue research re: same. | 2.70 |
| 02/28/19 | DHG | Review and revise summaries of New GM stay and withdrawal of reference motions; office conference with N. Moss re: same; telephone call with E. Weisfelner re: responses to New GM stay and withdrawal of reference motion; telephone call with K. Going re: same. | 2.40 |
| 02/28/19 | KED | Read cases to support opposition to New GM's request for a stay and to withdraw the reference. | 2.80 |
| 02/28/19 | JIA | Review and analyze case law on allowance of contingent claims in estimation proceedings in bankruptcy. | 4.30 |
| Total Hours | | | 78.10 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D H GOLDEN | 6.40 | at | \$1550.00 | = | \$9,920.00 |
| N MOSS | 7.20 | at | \$1125.00 | = | \$8,100.00 |
| K E DEAL | 9.80 | at | \$985.00 | = | \$9,653.00 |
| S C DUFFY | 11.90 | at | \$1060.00 | = | \$12,614.00 |

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|------------------------------|--------------|----|-------------|---|-------------------|
| R L RUBIN | 23.80 | at | \$855.00 | = | \$20,349.00 |
| J A LATOV | 2.20 | at | \$760.00 | = | \$1,672.00 |
| J ARONCHICK | 16.80 | at | \$690.00 | = | \$11,592.00 |
| Current Fees | | | | | <hr/> \$73,900.00 |
| Current Expenses | | | | | <hr/> \$1,111.53 |
| Total Amount of This Invoice | | | | | <hr/> \$75,011.53 |

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MOTORS LIQUIDATION COMPANY GUC TRUST
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Invoice Number 1835528
Invoice Date 06/21/19
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

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ABA# 254070116
Ref: 693414/0001, Invoice No. 1835528

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1837501
Invoice Date 07/09/19
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 03/31/19 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 03/01/19 | DHG | Attend telephonically GM/MDL conference. | 1.50 |
| 03/01/19 | DK | Prepare for upcoming hearing. | 0.50 |
| 03/01/19 | NM | Telephonically attend MDL conference; call with Drinker Biddle re: status and next steps. | 2.00 |
| 03/01/19 | RLR | Call with Drinker re: next steps; prepare for and telephonically attend hearing. | 2.20 |
| 03/03/19 | RLR | Review recently filed pleadings; begin drafting summary of same. | 1.30 |
| 03/03/19 | SCD | Revise to GUC Trust response to new GM motions for stay and withdrawal. | 3.20 |
| 03/04/19 | NM | Review settlement objections. | 0.50 |
| 03/04/19 | RLR | Draft summary of pleadings; revise same; review and circulate additional pleadings; begin drafting summaries re: same; prepare materials for hearing. | 5.60 |
| 03/04/19 | SCD | Further revise GUC Trust draft response to new GM stay and withdrawal. | 1.90 |
| 03/05/19 | DK | Prepare materials for upcoming hearing. | 0.30 |
| 03/05/19 | NM | Telephonically attend hearing on environmental trust issue; correspondence with D. Golden re: same. | 1.50 |
| 03/06/19 | SCD | Review New GM Objection to class settlement. | 0.70 |
| 03/07/19 | DHG | Extended telephone calls with E. Weisfelner and K. Going re: reply to settlement/Rule 23 motions; telephone call with S. Duffy re: same; review/revise GUC Trust draft reply. | 2.20 |
| 03/07/19 | RLR | Draft update to clients; revise same. | 0.60 |
| 03/07/19 | KED | Analyze CAFA notice requirements and discuss research re: same with J. Aronchick. | 0.70 |
| 03/07/19 | SCD | Telephone calls re: GUC Trust reply brief. | 1.50 |
| 03/07/19 | JIA | Review and analyze circuit case law re: notice requirements following proposed class settlements in federal court; call with K. Deal re: same. | 6.00 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 03/08/19 | DHG | Review General Motors reply to objections of Plaintiffs and GUC Trust and related pleadings. | 2.40 |
| 03/08/19 | DK | Review recently filed pleadings for attorneys. | 0.50 |
| 03/08/19 | NM | Review draft update for clients; revise same; correspondence re: reply to settlement objection. | 1.50 |
| 03/08/19 | RLR | Revise update to clients; emails re: case updates. | 1.20 |
| 03/08/19 | KED | Review New GM's briefing, the GUC Trust's proposed reply, and provide substantive comments re: same. | 3.50 |
| 03/08/19 | SCD | Revise GUC Trust brief re: stay and settlement objection | 1.70 |
| 03/08/19 | JIA | Research re: class settlement notice requirements. | 3.50 |
| 03/09/19 | RLR | Review recently filed pleadings. | 0.40 |
| 03/10/19 | JIA | Research re: class settlement notice requirements; draft memo re: same. | 4.50 |
| 03/11/19 | DHG | Review of reply briefs re: stay motion and settlement motion. | 2.40 |
| 03/11/19 | DK | Review settlement related pleadings; prepare binders re: same. | 2.20 |
| 03/11/19 | RLR | Emails re: MDL NOA and declaration | 0.80 |
| 03/14/19 | DK | Attend to issues re: notice of appearance for Akin attorneys in MDL. | 2.00 |
| 03/18/19 | DK | Confer with Managing Clerk re: precedent for MDL notices of appearance, disclosure statement, and Duffy pro hac vice motion; review precedent; review filing procedures. | 1.10 |
| 03/18/19 | SCD | Review response to new GM motion to withdrawal the reference. | 1.30 |
| 03/19/19 | DK | Confer with R. Rubin re: revisions to MDL notices of appearance, disclosure statement, and Duffy pro hac vice motion; revise the above; follow up with Managing Clerk re: procedures and filing; prepare finalized versions of pleadings for attorney approval. | 1.70 |
| 03/19/19 | RLR | Revise NOAs; emails re: same. | 2.50 |
| 03/21/19 | DK | Review transcripts. | 0.40 |
| 03/21/19 | RLR | Revise NOAs and circulate same; summarize pleading. | 3.20 |
| 03/22/19 | NM | Read American Axle decision in bankruptcy court. | 0.30 |
| 03/29/19 | DHG | Began review of cases re: 502(h) claim to be filed against GUC trust. | 1.70 |
| 03/29/19 | RLR | Review materials re: 502(h); emails re: fee summary. | 1.80 |
| 03/31/19 | RLR | Review cases re: 502(h) in connection with JPM claim against GUC Trust. | 2.40 |
| Total Hours | | | 75.20 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D H GOLDEN | 10.20 | at | \$1550.00 | = | \$15,810.00 |
| N MOSS | 5.80 | at | \$1125.00 | = | \$6,525.00 |
| K E DEAL | 4.20 | at | \$985.00 | = | \$4,137.00 |
| S C DUFFY | 10.30 | at | \$1060.00 | = | \$10,918.00 |
| R L RUBIN | 22.00 | at | \$855.00 | = | \$18,810.00 |
| J ARONCHICK | 14.00 | at | \$690.00 | = | \$9,660.00 |
| D KRASA-BERSTELL | 8.70 | at | \$395.00 | = | \$3,436.50 |

Current Fees \$69,296.50

Current Expenses \$854.19

Total Amount of This Invoice

\$70,150.69

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Invoice Date 07/09/19
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Matter Number 0001

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Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1837625
Invoice Date 07/09/19
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 04/30/19 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 04/04/19 | RLR | Emails re case administration. | 0.90 |
| 04/08/19 | DK | Review pleadings from the MDL. | 0.50 |
| 04/08/19 | RLR | Emails re NOAs in MDL. | 1.00 |
| 04/09/19 | NM | Attend to issues re: appearing in the MDL in connection with motion to withdraw the reference. | 1.50 |
| 04/10/19 | NM | Prepare and coordinate filing of notices of appearance in the MDL in advance of 4/18 hearing. | 1.00 |
| 04/10/19 | RLR | Revise NOA and disclosure; finalize same; emails re same. | 1.20 |
| 04/10/19 | SCD | Review draft MDL pro hac vice motion; emails with R. Rubin re: same. | 0.30 |
| 04/12/19 | NM | Review correspondence from K. Going re: upcoming MDL hearing; review AAT update letter. | 0.40 |
| 04/15/19 | DHG | Correspondence from District Court; email to group re: same; telephone call with H. Novikoff re: AAT settlement. | 1.10 |
| 04/15/19 | NM | Draft update for the group. | 0.70 |
| 04/22/19 | DHG | Telephone conference with K. Going re: unitholder fees and settlement status; attend to issues re: same. | 1.20 |
| 04/23/19 | DK | Review recently filed pleadings. | 0.40 |
| 04/29/19 | DK | Review pleadings from MDL. | 0.40 |
| 04/30/19 | DHG | Telephone call with K. Going re: status of economic loss settlement proceedings and Peller motion; telephone call with E. Weisfelner re: same. | 0.90 |
| Total Hours | | | 11.50 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D H GOLDEN | 3.20 | at | \$1550.00 | = | \$4,960.00 |

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|------------------------------|--------------|----|-------------|---|--------------|
| N MOSS | 3.60 | at | \$1125.00 | = | \$4,050.00 |
| S C DUFFY | 0.30 | at | \$1060.00 | = | \$318.00 |
| R L RUBIN | 3.10 | at | \$855.00 | = | \$2,650.50 |
| D KRASA-BERSTELL | 1.30 | at | \$395.00 | = | \$513.50 |
| Current Fees | | | | | \$12,492.00 |
| Current Expenses | | | | | \$561.82 |
| Total Amount of This Invoice | | | | | \$13,053.82 |

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Invoice Number 1837625
Invoice Date 07/09/19
Client Number 693414
Matter Number 0001

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Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1837747
Invoice Date 07/10/19
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 05/31/19 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 05/01/19 | DHG | Telephone call with K. Going re: Peller motion and Akin Gump request for reimbursement of fees; telephone call with H. Novikoff re: same and JPM views. | 0.50 |
| 05/02/19 | DHG | Telephone call with K. Going re: proposed response to status conference request by Judge Furman; review motion to withdraw. | 1.70 |
| 05/06/19 | MPH | Correspondence with Akin team re: status and potential litigation issues. | 0.20 |
| 05/10/19 | NM | Review letter from AAT re: settlement. | 0.20 |
| 05/10/19 | SDL | Prepare materials for upcoming hearing. | 2.80 |
| 05/13/19 | DHG | Review AAT settlement pleading; review research on 502h claim. | 2.00 |
| 05/13/19 | NM | Review AAT settlement pleadings | 1.50 |
| 05/13/19 | SDL | Prepare hearing materials. | 1.20 |
| 05/14/19 | DHG | Team meeting re: AAT settlement; review research on common law fund; draft email to ad hoc group re: AAT settlement. | 2.30 |
| 05/14/19 | MPH | Exchange memos with team re: status; meet with team re: AAT settlement and next steps. | 1.40 |
| 05/14/19 | NM | Meet with D. Golden, R. Rubin and M. Hurley re: status and next steps; review common fund research; correspondence with R. Rubin re: same. | 2.00 |
| 05/15/19 | DHG | Extended telephone call with K. Going re: AAT settlement, economic loss settlement and next distribution mechanics. | 1.20 |
| 05/15/19 | NM | Read objection in connection with New GM's motion to stay Alabama suit; research re: common fund doctrine; revise outline re same. | 3.20 |
| 05/16/19 | DHG | Prepare for and participate in conference call with unit holders re: AAT settlement. | 1.20 |
| 05/16/19 | MPH | Attend group update call. | 0.50 |
| 05/16/19 | DK | Review dockets for district cases; prepare update for R. Rubin. | 0.60 |
| 05/16/19 | NM | Prepare for and attend update call with clients; review AAT | 3.10 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | settlement docs. | |
| 05/21/19 | MPH | Review papers on withdrawal of reference. | 2.10 |
| 05/22/19 | DHG | Review Peller pleadings; telephone calls with K. Going re: same and future distributions; telephone call with E. Weisfelner re: same. | 2.50 |
| 05/22/19 | MPH | Review memo from D. Golden re: status; review notes and motion papers on AAT settlement. | 3.40 |
| 05/22/19 | NM | Prepare for Peller hearing; review plan and GUC trust docs in connection with potential distribution issues. | 1.50 |
| 05/23/19 | DHG | Prepare for and attend Peller motion hearing. | 2.40 |
| 05/23/19 | MPH | Review second circuit decision re UCC-3 filing; review motion to certify class for settlement purposes and response and reply papers; attend Peller hearing via telephone conference. | 5.90 |
| 05/23/19 | DK | Review and prepare GM decisions. | 1.60 |
| 05/23/19 | NM | Prepare for, travel to and from, and attend Peller late claims motion hearing; confer with D. Golden re: same. | 2.00 |
| 05/28/19 | DHG | Conference call with J. Nussbaum and J. Carton re: economic loss settlement and GUC trust distribution; review Peller decision; email exchange with N. Moss re: implications of Peller decision; correspondence with K. Going re: GUC trust distributions. | 2.40 |
| 05/28/19 | DK | Review recently filed pleadings. | 0.30 |
| 05/29/19 | DK | Review recently filed pleadings; prepare for upcoming hearing. | 0.50 |
| 05/30/19 | DHG | Email with K. Going re: future distributions. | 0.40 |
| 05/30/19 | NM | Telephonically attend hearing on Alabama plaintiffs' request to asset claims against New GM; correspondence with D. Golden re: same. | 2.00 |
| 05/31/19 | DK | Attend to case administration. | 0.20 |
| Total Hours | | | 52.80 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D H GOLDEN | 16.60 | at | \$1550.00 | = | \$25,730.00 |
| M P HURLEY | 13.50 | at | \$1305.00 | = | \$17,617.50 |
| N MOSS | 15.50 | at | \$1125.00 | = | \$17,437.50 |
| D KRASA-BERSTELL | 3.20 | at | \$395.00 | = | \$1,264.00 |
| S D LEVY | 4.00 | at | \$235.00 | = | \$940.00 |

Current Fees \$62,989.00

Current Expenses \$3,612.95

Total Amount of This Invoice \$66,601.95

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Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1840425
Invoice Date 07/24/19
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 06/30/19 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 06/04/19 | DHG | Review common fund research. | 1.30 |
| 06/04/19 | ESL | Review research re: common fund; review docket. | 0.60 |
| 06/04/19 | JMW | Research re: common fund and attorney's fees. | 1.00 |
| 06/06/19 | DHG | Prepare for and attend meeting with K. Going re: distribution issues. | 3.30 |
| 06/06/19 | NM | Prepare for and attend meeting at Drinker Biddle re: distribution issues; follow up re: same. | 2.90 |
| 06/06/19 | ESL | Review documents re: trust distribution issues; review case law re: same. | 0.60 |
| 06/07/19 | DHG | Call with R. Testani re: SEC reporting issue; review correspondence re: same. | 0.50 |
| 06/07/19 | MPH | Prepare memo to D. Golden. | 0.20 |
| 06/07/19 | RAT | Call with D. Golden re: SEC reporting for Trust; draft email memo to D. Golden re: same. | 0.50 |
| 06/07/19 | DK | Attend to preparation for upcoming hearing. | 0.30 |
| 06/07/19 | ESL | Correspondence re: updated holdings information. | 0.20 |
| 06/10/19 | ESL | Review correspondence from holders; update holdings chart. | 0.50 |
| 06/10/19 | JMW | Research re: common fund doctrine. | 1.20 |
| 06/11/19 | ESL | Update holdings chart; review AAT settlement motion; review docket and circulate pleadings to Akin team. | 0.70 |
| 06/12/19 | DHG | Emails with N. Moss re: report on AAT/JPM settlement hearing. | 0.40 |
| 06/12/19 | NM | Attend AAT settlement hearing; follow up with GUC Trust re: same; correspondence with D. Golden re: same; confer with E. Lisovicz re: wind-down costs; review 2019 budget and analyze wind-down costs. | 2.20 |
| 06/12/19 | ESL | Attend hearing (telephonically) re: settlement; review trust wind-down costs; prepare analysis re: same; confer with N. Moss re: same. | 3.30 |
| 06/13/19 | DHG | Telephone call with N. Moss re: GM wind-down issues; review | 0.60 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 06/13/19 | NM | related analysis. Call with D. Golden re: AAT hearing and GUC Trust wind-down issues; review correspondence to Drinker Biddle re: same. | 0.50 |
| 06/13/19 | ESL | Correspond with Akin team re: GUC Trust distributions and wind-down costs; prepare analysis re: same; review docket and circulate updates to Akin team. | 0.90 |
| 06/14/19 | ESL | Update case calendar; attention to issues re: trust distributions. | 0.40 |
| 06/14/19 | JMW | Research issues re: common fund doctrine. | 1.00 |
| 06/17/19 | NM | Comment on D. Golden's draft email to D. Biddle re: meeting with WTC. | 0.20 |
| 06/17/19 | ESL | Review documents re: wind-down budget; review correspondence re: same. | 0.50 |
| 06/19/19 | ESL | Update holdings chart; emails with N. Moss re: same; attention to issues re: distributions from GUC trust. | 1.20 |
| 06/20/19 | DHG | Prepare for and meet with D. Vanasky, K. Going and N. Moss re: potential upcoming distribution and status of settlement discussions. | 2.70 |
| 06/20/19 | NM | Prepare for and attend meeting with WTC and Drinker Biddle; confer with team re: wind-down calculations; analyze same. | 2.10 |
| 06/20/19 | ESL | Prepare for and attend meeting with Drinker Biddle re: GUC Trust distributions; analyze materials re: wind-down; follow up with Akin team re: same. | 4.40 |
| 06/21/19 | DHG | Conference with N. Moss, E. Lisovicz re: potential distribution amounts; review 10K and cash reporting re: same; prepare for and participate in call with holders re: same; report from call with K. Going. | 2.60 |
| 06/21/19 | NM | Prepare for and attend group update call; follow up calls and emails with holders re: trust asset disclosures; confer with D. Golden re: same; call with K. Going re: same. | 1.90 |
| 06/21/19 | ESL | Prepare for and attend update call with holders; review reporting re: distributions; review pleadings re: motion to stay pending appeal. | 1.80 |
| 06/24/19 | DHG | Emails with Akin team re: report on meeting with WTC and K. Going; call with K. Going re: same; call with clients re: wind down budget. | 1.20 |
| 06/24/19 | ESL | Prepare for and attend call with Drinker Biddle and FTI re: Trust distributions; follow up emails with Akin team re: same. | 0.50 |
| 06/25/19 | DHG | Call with K. Going re: wind-down issues. | 0.70 |
| 06/25/19 | ESL | Review docket and circulate GM settlement update letter. | 0.10 |
| 06/28/19 | ESL | Emails with Akin team and Drinker Biddle re: upcoming call. | 0.10 |
| Total Hours | | | 43.10 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D H GOLDEN | 13.30 | at | \$1550.00 | = | \$20,615.00 |
| M P HURLEY | 0.20 | at | \$1305.00 | = | \$261.00 |
| R A TESTANI | 0.50 | at | \$1360.00 | = | \$680.00 |
| N MOSS | 9.80 | at | \$1125.00 | = | \$11,025.00 |
| E S LISOVICZ | 15.80 | at | \$890.00 | = | \$14,062.00 |
| J M WEISS | 3.20 | at | \$370.00 | = | \$1,184.00 |
| D KRASA-BERSTELL | 0.30 | at | \$395.00 | = | \$118.50 |

Current Fees

\$47,945.50

Current Expenses

\$574.65

Total Amount of This Invoice

\$48,520.15

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1840425
Invoice Date 07/24/19
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1840425

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1853623
Invoice Date 10/18/19
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/30/19 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 07/01/19 | DHG | Conference call with FTI and K. Going re calculation for upcoming distribution; telephone calls with unitholders re same; review AAT settlement appeal; email traffic with K. Going re upcoming distribution. | 1.70 |
| 07/01/19 | NM | Prepare for and attend call with Drinker Biddle and FTI re potential distribution; follow up with D. Golden re same. | 0.80 |
| 07/01/19 | ESL | Prepare for and attend call with Drinker Biddle and FTI; review notice of appeal of AAT settlement; review docket and circulate significant pleadings to Akin team. | 1.10 |
| 07/03/19 | ESL | Review docket and circulate update to Akin team; review notice adjourning motion to extend duration of AAT trust. | 0.10 |
| 07/08/19 | ESL | Review docket; emails with Akin team re AAT motion to approve distribution plan; review same. | 0.30 |
| 07/09/19 | DHG | Review AAT distribution motion; telephone call with K. Going re same. | 1.20 |
| 07/09/19 | ESL | Review notice of designation of items on appeal re AAT appeal. | 0.10 |
| 07/10/19 | ESL | Review docket and circulate relevant materials to Akin team. | 0.10 |
| 07/11/19 | DHG | Telephone call with E. Weistelner re AAT distribution motion; telephone call with K. Going re same and status of GUC trust distribution calculations. | 1.10 |
| 07/11/19 | ESL | Attend to case administration; emails with Akin team re hearing on motion to extend AAT. | 2.00 |
| 07/11/19 | SDL | Attend to case administration. | 2.50 |
| 07/15/19 | DHG | Emails and telephone calls with K. Going re status of distribution motion. | 0.40 |
| 07/16/19 | DHG | Review draft distribution motion. | 0.70 |
| 07/16/19 | ESL | Review docket and circulate pleadings; review AAT letter re IRS letter ruling. | 0.10 |
| 07/17/19 | DHG | Telephone calls with K. Going re calculation of distribution. | 0.80 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 07/23/19 | DHG | Review draft distribution motion; review update email to unit holders; meeting with N. Moss re same and distribution issues. | 2.00 |
| 07/23/19 | NM | Review distribution motion; draft summary to clients re same; calls with unitholders re same; confer with D. Golden re same. | 2.00 |
| 07/24/19 | DHG | Prepare for and meet with N. Moss re distribution motion issues. | 0.50 |
| 07/24/19 | NM | Confer with D. Golden re distribution motion issues. | 0.40 |
| 07/25/19 | DHG | Telephone call with E. Weisfelner re proposed GUC Trust distribution; telephone calls with K. Going re same; telephone call with unit holders re distribution calculations; meeting with M. Hurley re preparation for distribution hearing. | 1.60 |
| 07/25/19 | MPH | Meet with D. Golden re distribution motion hearing. | 0.50 |
| 07/25/19 | ESL | Confer with Akin team re statement re GUC Trust distribution motion; attend to case administration; review pleadings re request for stay; emails with Akin team re same. | 0.60 |
| 07/25/19 | SDL | Attend to case administration. | 1.90 |
| 07/26/19 | DHG | Email exchange with K. Going re holdback/reserve calculations; email exchanges with Akin team re New GM distribution objection. | 0.80 |
| 07/26/19 | ESL | Review case law re stay issues; confer with Akin team re same. | 2.50 |
| 07/27/19 | ESL | Draft joinder to GUC Trust distribution motion; review materials re same. | 0.50 |
| 07/29/19 | DHG | Review New GM's and Plaintiffs' objection to AAT/GUC Trust distribution motions; office conference with N. Moss re drafting of statement in support of GUC Trust distribution motion. | 1.10 |
| 07/29/19 | NM | Draft joinder to WTC's distribution motion; review New GM's and Plaintiff's objections to same; review relevant documents in connection with drafting same; confer with D. Golden re same. | 5.20 |
| 07/29/19 | ESL | Analyze pleadings re joinder to GUC distribution motion; review draft joinder and emails with Akin team re same; review docket and circulate objections to AAT distribution motion; review same. | 1.30 |
| 07/29/19 | SDL | Circulate docket update. | 0.20 |
| 07/30/19 | DHG | Review and revise statement in support of GUC Trust distribution motion; several conferences with N. Moss re same; review Judge Glenn's Rule 23 decision; telephone call with E. Fisher re AAT distribution motion. | 2.70 |
| 07/30/19 | MPH | Review and comment on joinder in support of distribution motion. | 0.50 |
| 07/30/19 | DK | Confer with E. Lisovicz re cite check of joinder; cite check same; file and serve same. | 1.60 |
| 07/30/19 | NM | Revise draft joinder; review D. Golden comments; revise same; confer with team re same; file same; review plaintiffs' request for an adjournment of AAT hearing; review stay related pleadings and related decision. | 4.10 |
| 07/30/19 | ESL | Review joinder re GUC Trust distribution motion; revise same; finalize and attend to filing of same; review GUC Trust quarterly report; review docket and circulate relevant pleadings to Akin team. | 2.50 |
| 07/30/19 | SDL | Attend to case administration. | 0.70 |
| 07/31/19 | DHG | Start outlining responses to New GM's and Plaintiffs' objections to distribution motion; telephone call with unit holders re same; telephone call with K. Going re same; office conference with N. Moss re same. | 2.30 |
| 07/31/19 | NM | correspondence re distribution issues; correspondence re service of recent filing; meet with D. Golden re distribution motion. | 1.00 |
| 07/31/19 | ESL | Review correspondence to unitholders; attend to case administration. | 0.60 |
| 07/31/19 | SDL | Attend to case administration. | 0.40 |
| 08/01/19 | DHG | Review letters/pleadings from Economic Loss Plaintiffs, New GM, AAT Trust re scheduling of hearing on distribution motion; | 0.90 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | telephone call with K. Going re same. | |
| 08/01/19 | DK | Prepare Joinder for service; update service list; effect email service; draft affidavit of service; file same. | 1.30 |
| 08/01/19 | NM | Prepare for hearing on distribution motion. | 2.90 |
| 08/01/19 | ESL | Review docket and circulate relevant pleadings to Akin team; review correspondence re requested adjournment of distribution motion hearing. | 0.10 |
| 08/02/19 | DHG | Work on outline of response to objections by New GM and Economic Loss Plaintiffs to GUC Trust Distribution Motion. | 1.70 |
| 08/02/19 | NM | Work on draft response to distribution motion objections. | 3.10 |
| 08/05/19 | MPH | Confer with D. Golden re response to objections to distribution motion; call with D'Amato re same; meet with D'Amato and D. Golden re objection strategy. | 1.20 |
| 08/05/19 | NM | Review objections to distribution motion | 1.50 |
| 08/05/19 | ESL | Review New GM Objection to GUC Trust Distribution Motion; emails with Akin team re response in support of motion; review pleadings in connection with same. | 1.30 |
| 08/05/19 | RJD | Review New GM's objection to distribution motion and other relevant filings in preparation for drafting reply; meet with D. Golden and M. Hurley re reply to objection. | 3.30 |
| 08/06/19 | MPH | Review pleadings relating to distribution motion; conference call with D. Golden, counsel for GUC trust re same; confer with R. D'Amato re drafting brief; review trust and related agreements. | 4.10 |
| 08/06/19 | JLL | Review applicable documents in connection with reply to distribution motion objections. | 1.50 |
| 08/06/19 | NM | Call with GUC trust counsel; work on reply to distribution motion objections. | 3.00 |
| 08/06/19 | ESL | Review pleadings in connection with GUC Trust distribution motion; emails with Akin team re same; prepare summaries of New GM objection and JPM reply; review pleadings re stay issues; draft email update to clients re same; prepare for and attend call with WTC; follow up discussion with Akin team re same. | 4.80 |
| 08/06/19 | SDL | Prepare for upcoming court hearing. | 0.30 |
| 08/06/19 | RJD | Legal research on issues related to reply to objection to distribution motion; call with Akin team and GUC Trust counsel re coordinating on reply to objection to distribution motion; draft reply to objection to distribution motion. | 8.70 |
| 08/07/19 | MPH | Review Furman summary judgment decision; prepare for team meeting re reply; meet with team; work on reply on distribution motion. | 5.20 |
| 08/07/19 | NM | Work on reply to objections to distribution motion; meet with team re reply. | 4.50 |
| 08/07/19 | ESL | Review pleadings re new GM standing issue; attend meeting with Akin team re reply; review draft response to objections to GUC Trust Distribution motion; research re same; review docket and circulate pleadings. | 3.30 |
| 08/07/19 | RJD | Draft/revise reply to objections to distribution motion; meet with Akin team re reply to objection to distribution motion. | 3.70 |
| 08/08/19 | DHG | Work on participating unitholders response to objections; review draft GUC Trust reply to objections; telephone call with K. Going; telephone call with E. Weisfelner. | 4.00 |
| 08/08/19 | MPH | Revise response to distribution motion objections. | 3.50 |
| 08/08/19 | DK | Confer with E. Lisowicz re cite checking of Reply to objections to Wilmington Trust's distribution motion; cite check the above; research additional precedent; confer with Akin team re status. | 6.70 |
| 08/08/19 | NM | Draft reply to objections to the distribution motion; confer with Akin team re same; review comments to same. | 2.50 |
| 08/08/19 | ESL | Review revised draft of response to objections to GUC Trust | 0.70 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 08/08/19 | RJD | Distribution motion; emails with Akin team re same. Review/comment on GUC Trust's draft reply to objection to distribution motion; review recent District Court decision in MDL litigation for possible impact on bankruptcy settlement with Economic Loss Plaintiffs; review and revise reply to objection to distribution motion. | 6.90 |
| 08/09/19 | DHG | Work on revisions to participating unitholders reply to New GM and ELP objections to distribution motion; telephone call with unitholder re same; telephone calls/meetings with N. Moss and R. D'Amato re same. | 3.50 |
| 08/09/19 | MPH | Emails with D. Golden re GM hearing; review comments on reply; comment on same. | 2.50 |
| 08/09/19 | DK | Finalize and file reply brief; serve same. | 2.10 |
| 08/09/19 | JLL | Prepare materials for upcoming hearing. | 0.80 |
| 08/09/19 | NM | Revise and finalize reply; attend to filing of reply; review AAT and GUC Trust replies; confer with team re same; prepare for hearing. | 2.50 |
| 08/09/19 | ESL | Revise and finalize reply to objections re GUC Trust distribution motion; attend to filing of same; emails with Akin team re same; prepare for hearing on 8/12; review GUC Trust replies in support of distribution motions. | 3.20 |
| 08/09/19 | RJD | Review, revise and finalize reply to objection to distribution motion for filing; prepare for oral argument on objection to distribution motion, including reviewing key filing; calls with Akin team re same. | 2.50 |
| 08/11/19 | DHG | Substantial prep for argument on GUC Trust distribution motion; draft memo to holders; telephone calls to and from unit holders re hearing. | 6.50 |
| 08/12/19 | DHG | Prepare for and attend hearing on GUC Trust distribution motion. | 5.40 |
| 08/12/19 | MPH | Call with D. Golden re hearing on distribution motion; review materials supplied by FR team re same. | 1.00 |
| 08/12/19 | NM | Telephonically attend the hearing on the distribution motion; follow up re same. | 2.50 |
| 08/12/19 | ESL | Prepare for and attend hearing re distribution motions; travel to and from same; revise summary for unitholders re same; emails with Akin team re Judge Furman decision. | 3.80 |
| 08/12/19 | RJD | Prepare for and attend hearing. | 3.50 |
| 08/13/19 | MPH | Exchange emails re standing issues. | 0.40 |
| 08/13/19 | ESL | Research issues re supplemental briefing requested by Judge Glenn; emails with Akin team re same; review Judge Glenn opinion re settlement and related pleadings; emails with Akin team re impact of Judge Furman decision. | 1.10 |
| 08/13/19 | SCD | Analyze Furman decision and emails re same | 2.10 |
| 08/14/19 | MPH | Review materials in preparation for upcoming MDL hearing. | 2.80 |
| 08/14/19 | DK | Prepare for upcoming MDL hearing. | 0.30 |
| 08/14/19 | ESL | Attention to prep for MDL status conference on 8/15. | 0.20 |
| 08/15/19 | DHG | Prepare for and participate in Chambers conference before Judge Furman; telephone calls to holders re results of hearing; draft memo to holders; telephone calls with K. Going re same. | 5.60 |
| 08/15/19 | MPH | Prep for and attend hearing before J. Furman; calls with GUC counsel re status and next steps. | 4.40 |
| 08/15/19 | NM | Telephonically attend MDL status conference; confer with D. Golden re same. | 2.00 |
| 08/15/19 | ESL | Review 502(h) distribution order; telephonically attend portion of status conference before Judge Furman. | 0.50 |
| 08/15/19 | RJD | Attend MDL status conference before Judge Furman. | 1.00 |
| 08/16/19 | MPH | Review correspondence re mediation | 0.30 |
| 08/16/19 | NM | Call with unitholder re status and next steps. | 0.50 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 08/16/19 | RJD | Review summary of chambers conference before Judge Furman re GUC Trust distribution and settlement issues. | 0.10 |
| 08/19/19 | DHG | Prepare for and participate in unitholders update call. | 1.40 |
| 08/19/19 | NM | Prepare for and attend group update call. | 1.00 |
| 08/19/19 | ESL | Prepare for and attend update call with holders. | 0.90 |
| 08/19/19 | RJD | Attend call with client group re update on distribution motion and strategy discussion (partial). | 0.60 |
| 08/20/19 | DHG | Prepare for and participate in call with counsel for New GM and ELPs re mediation process. | 1.30 |
| 08/20/19 | MPH | Call re mediation with plaintiffs, New GM counsel | 0.50 |
| 08/20/19 | ESL | Prepare for and attend call with mediation parties re mediation (partial). | 0.40 |
| 08/21/19 | DHG | Call with M. Lettington, M. Yoshida, counsel for New GM and counsel for ELPs re upcoming mediation. | 0.80 |
| 08/22/19 | ESL | Review ELP's letter to Judge Glenn and motion for reconsideration. | 0.20 |
| 08/26/19 | ESL | Review letter from AAT to Judge Glenn re transfer of AAT trust assets. | 0.20 |
| 08/26/19 | RJD | Reviewed letter to Court from AAT Trust re problems with transferring assets from AAT Trust to GUC Trust. | 0.20 |
| 08/28/19 | NM | Review and revise draft mediation statement. | 1.50 |
| 08/28/19 | RJD | Review draft GUC Trust mediation statement. | 0.40 |
| 08/29/19 | DHG | Review initial draft of mediation statement and provide extensive comments on same. | 2.30 |
| 09/02/19 | DHG | Continue to work on joint GUC Trust/Participating Unitholders mediation statement; telephone call with E. Fisher re AAT participation in any settlement proposal; telephone call with K. Going re same. | 2.30 |
| 09/02/19 | NM | Review WTC draft mediation statement; revise same. | 1.90 |
| 09/02/19 | ESL | Review draft GUC Trust mediation statement; review correspondence with K. Goings re same. | 0.20 |
| 09/03/19 | DHG | Numerous telephone calls and office conferences with K. Going and N. Moss re finalization of mediation statement; continue to work on draft to final. | 2.90 |
| 09/03/19 | NM | Meet with D. Golden and review comments to the draft mediation statement; revise same; review revised draft from GUC Trust counsel; further revise. | 3.50 |
| 09/04/19 | NM | Prepare for upcoming mediation. | 2.00 |
| 09/05/19 | DHG | Review New GM and ELPs mediation statements; begin preparation for mediation; telephone calls with M. Yoshida re exchange of prior mediation statements; emails with M. Yoshida re scope of mediation. | 3.10 |
| 09/05/19 | NM | Prepare for upcoming mediation. | 2.50 |
| 09/06/19 | DHG | All day preparation for upcoming mediation, including review of equitable mootness pleadings, late credit filing pleadings, decisions by Judge Glenn and Judge Furman; telephone calls with K. Going and E. Weisfelner re same. | 7.00 |
| 09/06/19 | MPH | Review memos exchanged among team; memo to D. Golden re exchange of mediation statements | 0.30 |
| 09/06/19 | DK | Confer with N. Moss re preparation for materials for upcoming mediation; confer with D. O'Reilly (Kirkland) re exhibits to mediation statements; prepare materials for mediation. | 4.50 |
| 09/06/19 | NM | Prepare for mediation; multiple conferences with D. Golden re same; review decisions, briefing and transcripts in connection with mediation prep. | 5.10 |
| 09/06/19 | SCD | Emails with D. Golden re strategy in connection with mediation. | 0.40 |
| 09/07/19 | DHG | Continued preparation for mediation; telephone call with E. Weisfelner re same. | 2.50 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 09/08/19 | DHG | Continued work for mediation. | 2.30 |
| 09/09/19 | DHG | Continued preparation for upcoming mediation. | 4.40 |
| 09/09/19 | NM | Prepare for upcoming mediation. | 1.90 |
| 09/10/19 | DHG | Fly to California; prepare for mediation. | 8.00 |
| 09/10/19 | NM | Prepare for mediation; travel to California for mediation. | 8.50 |
| 09/10/19 | SCD | Email to Golden re mediation strategy | 0.60 |
| 09/11/19 | DHG | Participate in mediation. | 8.00 |
| 09/11/19 | NM | Prepare for and attend mediation with ELPs and New GM; follow up re same. | 10.20 |
| 09/12/19 | DHG | Telephone calls with K. Going, E. Weisfelner and E. Fisher re ongoing mediation efforts and strategy. | 0.90 |
| 09/13/19 | DHG | Prepare for and participate in conference call with participating unitholders re mediation update; telephone calls with individual unitholders; telephone call with K. Going re termination of settlement agreement. | 1.60 |
| 09/13/19 | NM | Attend group call re status. | 0.70 |
| 09/13/19 | SCD | Attend call with unitholders re status and strategy. | 0.70 |
| 09/16/19 | DHG | Telephone call with K. Going re settlement agreement termination letter and briefing schedule; call with unitholders re strategy and timing; review prior threshold issues briefing. | 2.40 |
| 09/17/19 | DHG | Calls with unitholders; continued review of 2016 threshold issues briefing; telephone call with E. Weisfelner. | 4.10 |
| 09/17/19 | ESL | Review docket update and pleadings filed in ignition switch litigation. | 0.20 |
| 09/17/19 | SDL | Review materials filed in the MDL. | 0.30 |
| 09/18/19 | DHG | Telephone calls with E. Weisfelner, K. Going re EM briefing and termination of settlement agreement. | 5.60 |
| 09/19/19 | DHG | Review GM letter to J. Furman; review draft letters terminating settlement agreement and letter to Judge Glenn. | 1.80 |
| 09/19/19 | NM | Review plaintiffs/New GM update letter filed in the MDL; call with K. Going re same. | 0.70 |
| 09/20/19 | NM | Review draft letters re termination of the settlement agreement; correspondence to D. Golden re same. | 0.90 |
| 09/23/19 | DHG | Revise draft letters to ELPs terminating settlement agreement and informing Court; telephone conference with GUC Trust counsel re same; telephone call with E. Weisfelner re termination. | 1.80 |
| 09/23/19 | DK | Review case transcripts. | 0.50 |
| 09/23/19 | ESL | Review letters re updates in MDL litigation; review hearing transcripts re late-filed claims motion. | 0.40 |
| 09/24/19 | DHG | Reviewed 1/12/17 and 2/15/17 transcripts re briefing schedule; conference call with GUC Trust counsel re briefing schedule. | 3.60 |
| 09/24/19 | MPH | Review draft correspondence and comments re proposed settlement; conference call with GUC Trust counsel re briefing schedule. | 1.70 |
| 09/24/19 | NM | Prepare for and attend call with GUC Trust counsel; research re late claims issues. | 3.10 |
| 09/25/19 | DHG | Review research on late claims and remedies for due process violation; finalize letters to E. Weisfelner and Court. | 2.20 |
| 09/25/19 | ESL | Review GUC Trust letter to Judge Glenn and confer with Akin team re same; prepare email to clients re same. | 0.30 |
| 09/26/19 | DHG | Continued reiev of research on late claims and equitable mootness. | 3.20 |
| 09/26/19 | NM | Review correspondence with plaintiffs counsel re status and next steps. | 0.40 |
| 09/26/19 | SDL | Circulate docket update. | 0.30 |
| 09/27/19 | DHG | Telephone calls with E. Weisfelner re potential settlement discussions; telephone call with K. Going re same. | 0.80 |

| <u>Date</u> | <u>Tkpr</u> | <u>Hours</u> |
|-------------|-------------|--------------|
| | Total Hours | 324.30 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D H GOLDEN | 118.80 | at | \$1550.00 | = | \$184,140.00 |
| M P HURLEY | 28.90 | at | \$1305.00 | = | \$37,714.50 |
| N MOSS | 82.40 | at | \$1125.00 | = | \$92,700.00 |
| S C DUFFY | 3.80 | at | \$1060.00 | = | \$4,028.00 |
| E S LISOVICZ | 33.60 | at | \$890.00 | = | \$29,904.00 |
| R J D'AMATO | 30.90 | at | \$690.00 | = | \$21,321.00 |
| D KRASA-BERSTELL | 17.00 | at | \$395.00 | = | \$6,715.00 |
| J LANGMACK | 2.30 | at | \$335.00 | = | \$770.50 |
| S D LEVY | 6.60 | at | \$235.00 | = | \$1,551.00 |

| | |
|--------------|--------------|
| Current Fees | \$378,844.00 |
|--------------|--------------|

| | |
|------------------|-------------|
| Current Expenses | \$21,977.53 |
|------------------|-------------|

| | |
|-------------------------------------|---------------------|
| Total Amount of This Invoice | \$400,821.53 |
|-------------------------------------|---------------------|

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1853623
Invoice Date 10/18/19
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1853623

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1862107
Invoice Date 11/27/19
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 10/31/19 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 10/01/19 | DHG | Work on proposed late claims briefing schedule. | 1.40 |
| 10/02/19 | DHG | Review E. Weisfelner settlement proposal; telephone call with K. Going re: same; telephone call with mediator; telephone conference with K. Going and E. Weisfelner re: settlement negotiation; work on briefing schedule; calls with M. Hurley re: same. | 2.30 |
| 10/02/19 | MPH | Call w. D. Golden re: late claims briefing; call with GUC Trust counsel re briefing; confer team re same. | 1.10 |
| 10/02/19 | NM | Call with GUC Trust counsel re briefing schedule and strategy. | 0.50 |
| 10/03/19 | DHG | Telephone calls with holders re: potential settlement discussions; telephone call with K. Going re: briefing schedule; telephone call with E. Weisfelner re: timing of settlement; prepare for next day unitholders call; review AAT settlement issues. | 2.60 |
| 10/03/19 | MPH | Review update for unitholders. | 0.30 |
| 10/03/19 | NM | Coordinate call with unitholder group; confer with D. Golden re: same; analyze AAT provisions in connection with settlement issues; correspondence with D. Golden re: same. | 1.50 |
| 10/04/19 | DHG | Prepare for and participate in conference call with unitholders re: settlement negotiations; telephone calls with holders re: same; telephone call with K. Going re: briefing issues; revise briefing issues. | 3.10 |
| 10/04/19 | MPH | Update call w/ unitholders | 0.80 |
| 10/04/19 | NM | Attend group update call; follow up with D. Golden; correspondence with unitholders. | 1.70 |
| 10/07/19 | DHG | Call with AG, Cyrus, Nut Tree, Alta re: revised approach to settlement dynamic; telephone calls with K. Going re: settlement proposal and briefing schedule. | 2.40 |
| 10/07/19 | NM | Prepare for and attend call with unitholders re: next steps; follow up calls with D. Golden; attend to issues re: same. | 2.20 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 10/07/19 | SDL | Circulate docket updates. | 0.20 |
| 10/08/19 | DHG | Work on settlement proposal and briefing schedule; telephone calls with unitholders. | 1.40 |
| 10/08/19 | NM | Attend to issues re: potential settlement proposal. | 1.70 |
| 10/10/19 | DHG | Prepare for and participate in unitholder call re: revised settlement proposal; telephone calls with K. Going re: settlement proposal; revisions to same. | 3.20 |
| 10/10/19 | DMZ | Meeting with DG re: current status; begin review of transcript; consideration of late claims issues. | 1.30 |
| 10/10/19 | NM | Call with D. Golden re: various pending legal; review correspondence re: same. | 0.60 |
| 10/11/19 | DHG | Prepare for and participate in all-hands (New GM, ELPs, PI/WDs, GUC Trust) call re: meet and confer on briefing schedule; follow-up emails. | 2.10 |
| 10/11/19 | DMZ | Review 8/12 transcript; review briefing issues; meet and confer with parties re: briefing schedule, telephone call with DG; telephone call with DG, NM, KG; review 2017 opening late claim briefing. | 4.30 |
| 10/11/19 | MPH | Attend call regarding briefing schedule | 0.40 |
| 10/11/19 | NM | Attend all hands meet and confer; follow up re: same; meet with C. Griffin and J. Coleman re: background; follow up call with GUC Trust counsel. | 3.00 |
| 10/11/19 | CMG | Meeting with N. Moss and J. Coleman re: status of proceedings. | 0.50 |
| 10/14/19 | DHG | Continue working on briefing protocol; telephone calls with D. Zensky and K. Going re: same. | 1.80 |
| 10/14/19 | DMZ | Review draft email re: briefing schedule; telephone call with DG. | 0.20 |
| 10/14/19 | CMG | Read decision on motion to enforce sale order. | 2.60 |
| 10/15/19 | DHG | Prepare for and participate in all-hands meet and confer re: briefing schedule; follow-up calls with K. Going and D. Zensky re: same. | 2.30 |
| 10/15/19 | DMZ | Prepare for all hands meet confer; attend same; telephone call with DG; lengthy strategy call with DG/KG; review memo on due process cases and correspondence to DG; develop potential settlement strategy. | 3.50 |
| 10/15/19 | NM | Attend to issues re: proposed late claims briefing. | 0.50 |
| 10/16/19 | DMZ | Review hearing transcript; review/edit correspondence to opposing counsel; review Gerber ruling; correspondence with NM; telephone call with DG re: settlement ideas. | 3.00 |
| 10/16/19 | CMG | Read 2d Circuit decision in Elliot v. General Motors LLC. | 2.10 |
| 10/17/19 | DMZ | Correspondence to MWE; continue review of cases and briefs. | 3.50 |
| 10/17/19 | CMG | Review communication re: proposed schedule for briefing. | 0.10 |
| 10/21/19 | DHG | Review/revise draft GUC Trust letter to Judge Glenn re: briefing schedule; telephone calls re: same; telephone call with A. Steinberg re: briefing; telephone call with mediator. | 1.10 |
| 10/21/19 | DMZ | Telephone call with DG re: briefing. | 0.20 |
| 10/21/19 | CMG | Read precedent from bankruptcy proceedings as to late claims issue. | 1.70 |
| 10/21/19 | JKC | Review prior court decisions. | 1.10 |
| 10/21/19 | SDL | Attend to case admin. | 0.70 |
| 10/22/19 | DHG | Telephone call with K. Going re: letter to Judge Glenn; telephone call with D. Zensky re: same; telephone call with M. Yoshida re: mediation. | 0.70 |
| 10/22/19 | DMZ | Telephone call with DG re: issues, settlement. | 0.20 |
| 10/22/19 | CMG | Review GUC Trust's letter re: scheduling proposal. | 0.20 |
| 10/22/19 | JKC | Review prior court decisions. | 1.20 |
| 10/23/19 | DHG | Review Judge Glenn order re: briefing schedule; telephone call with E. Weisfelner re: same; review ELP letter to Judge Glenn. | 1.40 |
| 10/23/19 | DMZ | Review case materials; review correspondence to clients. | 2.40 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 10/23/19 | NM | Research re: potential upcoming late claims litigation issues; confer with Akin team re: same; review Judge Glenn order re: responses to proposed briefing schedule. | 1.50 |
| 10/23/19 | CMG | Confer with N. Moss and J. Coleman re: case status; read D. Golden email to unitholders re: status update. | 0.40 |
| 10/23/19 | SDL | Attend to case admin. | 2.80 |
| 10/24/19 | DMZ | Telephone call with DG 2x; review correspondence to court; review Glenn and Furman rulings on new GM issues. | 2.20 |
| 10/24/19 | JKC | Review briefing in preparation for late claims briefing. | 0.70 |
| 10/24/19 | JKC | Research recent case law in connection with equitable mootness. | 3.30 |
| 10/25/19 | DMZ | Meeting with RD re: status and potential settlement. | 0.30 |
| 10/25/19 | JKC | Research re equitable mootness. | 1.50 |
| 10/25/19 | RJD | Meeting with D. Zensky re: next steps on briefing; review GUC Trust letter proposing briefing schedule and opposition. | 0.50 |
| 10/27/19 | NM | Review equitable mootness research; review letter from Gary Peller re: proposed late claims schedule. | 1.90 |
| 10/28/19 | DHG | Emails to/from D. Zensky re: trust agreement distribution limitations; telephone call with K. Going, N. Moss and D. Zensky re: letters to Judge Glenn re: briefing and determination re: further actions. | 0.90 |
| 10/28/19 | DMZ | Telephone call with DG; review correspondence to court; telephone call with NM; correspondence with DG; review prior pleadings. | 3.10 |
| 10/28/19 | NM | Correspondence with Akin team re: various late claims issues. | 1.10 |
| 10/28/19 | CMG | Review email from D. Golden to Akin team and K. Going re: case status and open issues. | 0.10 |
| 10/28/19 | JKC | Circulate docket updates. | 0.30 |
| 10/28/19 | RJD | Review key prior briefing on Pioneer issues in preparation for upcoming briefing. | 0.40 |
| 10/29/19 | DHG | Telephone calls with unitholders re: status. | 0.70 |
| 10/29/19 | DMZ | Telephone call with DG/NM, MWE re: letters, arguments, next steps; review EM briefs; review 2015 judgment; review stipulation of facts. | 3.00 |
| 10/29/19 | NM | Attend call with Akin team and counsel for the GUC Trust re: late claims litigation and next steps; research re: equitable mootness; correspondence with Akin team re: late claims issues. | 1.60 |
| 10/29/19 | JKC | Compile materials in preparation for equitable mootness brief. | 0.30 |
| 10/29/19 | RJD | Review prior Pioneer briefing in preparation for upcoming briefing; Call with Akin team and counsel to GUC Trust re: strategy for upcoming briefing. | 0.70 |
| 10/30/19 | DHG | Further telephone calls with holders; extended telephone call with D. Zensky re: class action considerations; review prior transcripts. | 1.40 |
| 10/30/19 | DMZ | Review brief on due process issues; telephone call with DG; review late claims motion; correspondence re: judgment and impact on current status. | 3.50 |
| 10/30/19 | NM | Attend to case admin; confer with Akin team re: various late claims issues. | 1.20 |
| 10/30/19 | SDL | Attend to case admin. | 0.80 |
| 10/30/19 | RJD | Review prior briefing on Pioneer applicability and tolling issues in preparation for upcoming briefing. | 2.30 |
| 10/31/19 | DHG | Telephone call with E. Weisfelner re: mediation discussions; email traffic with New GM re: withdrawal of reference motion. | 0.90 |
| 10/31/19 | DMZ | Complete review of pioneer/tolling briefing; meet with RD re: same; correspondence to team; review/consider cases; review POC attached to late claims motion; memo to RD. | 3.30 |
| 10/31/19 | NM | Correspondence with D. Zensky re: various late claims issues; review case materials re: same; attend to case admin. | 1.50 |
| 10/31/19 | RJD | Meeting with D. Zensky re: strategy for briefing on Pioneer and | 2.50 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|---------------|
| | | equitable mootness issues; review prior briefing and decisions on equitable mootness issues in preparation for upcoming briefing. | |
| | | Total Hours | <u>113.80</u> |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|---------------------|
| D H GOLDEN | 29.70 | at | \$1550.00 | = | \$46,035.00 |
| D M ZENSKY | 34.00 | at | \$1305.00 | = | \$44,370.00 |
| M P HURLEY | 2.60 | at | \$1305.00 | = | \$3,393.00 |
| N MOSS | 20.50 | at | \$1125.00 | = | \$23,062.50 |
| C M GRIFFIN | 7.70 | at | \$660.00 | = | \$5,082.00 |
| J K COLEMAN | 8.40 | at | \$560.00 | = | \$4,704.00 |
| R J D'AMATO | 6.40 | at | \$690.00 | = | \$4,416.00 |
| S D LEVY | 4.50 | at | \$235.00 | = | \$1,057.50 |
| Current Fees | | | | | <u>\$132,120.00</u> |

FOR COSTS ADVANCED AND EXPENSES INCURRED:

| | |
|---|-------------------|
| Computerized Legal Research - Other | \$88.38 |
| Computerized Legal Research - Westlaw | \$778.30 |
| - in contract 30% discount | |
| Courier Service/Messenger Service- Off Site | \$49.00 |
| Duplication - In House | \$481.20 |
| Meals (100%) | \$27.90 |
| Current Expenses | <u>\$1,424.78</u> |

Total Amount of This Invoice **\$133,544.78**

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1862107
Invoice Date 11/27/19
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1862107

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1863828
Invoice Date 12/06/19
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 11/30/19 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 11/01/19 | DHG | Review New GM mediation settlement proposal; telephone calls with K. Going and D. Zensky re: same; telephone calls with E. Weisfelner re: same. | 2.60 |
| 11/01/19 | DMZ | Review 2017 hearing transcript; lengthy telephone call with D. Golden re: mediation and potential settlement; review ROGS; review Barker proposed POC; telephone call with D. Golden re: late claims issues. | 3.00 |
| 11/01/19 | NM | Review letter to Judge Furman re: motion to withdraw the reference; review hearing transcript in connection with equitable mootness analysis; correspondence with D. Zensky re: same. | 1.10 |
| 11/02/19 | RJD | Legal research on issues for Pioneer briefing. | 2.90 |
| 11/03/19 | RJD | Reviewed case law on Pioneer standard and potential applicability. | 2.00 |
| 11/04/19 | DHG | Review New GM latest settlement proposal; telephone call with K. Going re: same; telephone call with E. Weisfelner re: same; telephone call to mediator; confer with N. Moss re: status. | 1.30 |
| 11/04/19 | DMZ | Review/assess term sheet from new GM; telephone call with D. Golden re: same and case timeline; review memo from P. D'amato. | 0.90 |
| 11/04/19 | NM | Call with MWE re: New GM term sheet; review same; confer with D. Golden re: same. | 1.50 |
| 11/04/19 | RJD | Review key Pioneer case law and prior briefing/court orders in preparation for upcoming briefing. | 2.90 |
| 11/05/19 | DHG | Draft letter to GM mediator. | 0.40 |
| 11/05/19 | DMZ | Review additional due process case law; review correspondence to mediator. | 0.50 |
| 11/05/19 | NM | Review scheduling order entered by the court; confer with Akin team re: same; correspondence with counsel for New GM re: New GM settlement proposal. | 0.80 |
| 11/05/19 | CMG | Read precedent decisions from prior proceedings in case. | 2.20 |
| 11/05/19 | RJD | Research re: late claims issues. | 0.70 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 11/06/19 | DHG | Review ELP revised settlement proposal; telephone calls with K. Going re: steps to have Judge Glenn schedule a status conference; review distribution transcript; extended telephone conference with New GM. | 2.70 |
| 11/06/19 | DMZ | Review termsheet; lengthy call with GUC Trust and New GM re: same; follow up with DG/NM re: same; review correspondence. | 2.10 |
| 11/06/19 | NM | prepare for and call with New GM re: potential settlement; follow up with D. Golden and D. Zensky re: same. | 1.50 |
| 11/06/19 | CMG | Review GUC Trust letter re: status conference. | 0.10 |
| 11/06/19 | RJD | Attend call with counsel for New GM re: settlement negotiation; review letter from GUC Trust requesting status conference on proposed briefing schedule. | 1.50 |
| 11/07/19 | DHG | Review ELPs revised settlement proposal; telephone conference with E. Weisfelner, K. Going, N. Moss and D. Zensky re: same. | 0.90 |
| 11/07/19 | DMZ | Review plaintiff term sheet; lengthy strategy call with DG; correspondence to team; call with plaintiffs and GUC trust. | 2.50 |
| 11/07/19 | NM | Review plaintiffs' proposed settlement proposal; call with MWE and BR re: same; confer with D. Golden re: same. | 1.50 |
| 11/08/19 | DHG | Telephone calls with E. Weisfelner and K. Going re: settlement discussions; draft update to unitholders. | 1.40 |
| 11/08/19 | DMZ | Correspondence with K. Going re: scheduling order. | 0.20 |
| 11/08/19 | NM | Review scheduling order entered by Judge Glenn; call with D. Golden re: same; correspondence with R. D'Amato re: same. | 0.80 |
| 11/08/19 | CMG | Email order re: status conference to Akin team; attend to case administration. | 0.30 |
| 11/08/19 | RJD | Call with N. Moss re: research on vehicles implicated in litigation; review Court order scheduling status conference. | 0.20 |
| 11/10/19 | NM | Review status update from D. Golden | 0.30 |
| 11/10/19 | CMG | Read email memo from D. Golden to unitholders and Akin team. | 0.20 |
| 11/11/19 | NM | Coordinate and prepare for upcoming group call. | 0.50 |
| 11/11/19 | CMG | Attend to case administration. | 0.30 |
| 11/12/19 | DHG | Call with K. Going and Akin team re: possibility of consummating unilateral settlement between ELPS and GUC Trust; prepare for Unitholders call; participate in Unitholders call; individual calls with unit holders re: settlement and litigation status. | 2.40 |
| 11/12/19 | DMZ | Review documents; telephone call with MWE; update call with unitholder group. | 1.50 |
| 11/12/19 | NM | Call with unitholder re: status and next steps; call with MWE team re: potential settlement; group call re: status. | 2.00 |
| 11/12/19 | CMG | Attend to case administration; teleconference with McDermott Will & Emery re: potential settlement; teleconference with Akin team and unitholders. | 1.50 |
| 11/12/19 | JKC | Prepare materials for call with members of FR team; attend call with Ad Hoc Group and professionals (partial). | 1.30 |
| 11/12/19 | RJD | Call with D. Golden and ad hoc group re: case status update and strategizing next steps. | 0.70 |
| 11/13/19 | DHG | Follow-up calls with holders re: status; call with D. Zensky re: prep for Dec 10 hearing and alternatives. | 0.80 |
| 11/13/19 | DMZ | Telephone call with D. Golden re: settlement and late claims litigation status. | 0.30 |
| 11/13/19 | NM | Discuss research re: plaintiffs' purported claims with J. Coleman. | 0.40 |
| 11/13/19 | JKC | Research re: late claims issues; confer with N. Moss re: same. | 3.40 |
| 11/13/19 | RJD | Legal research re: issues related to upcoming Pioneer briefing. | 0.20 |
| 11/14/19 | DHG | Call with E. Weisfelner re: ELPs revised global settlement proposal; call with K. Going re: same. | 0.60 |
| 11/14/19 | NM | Review research re: plaintiffs' claims; confer with J. Coleman re: same; research re: same. | 2.20 |
| 11/14/19 | JKC | Research subordination of unjust enrichment claims; | 2.80 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 11/15/19 | DHG | correspondence with N. Moss re: same. Call with P. Basta re: settlement issues; review research re: late claims. | 2.10 |
| 11/15/19 | DMZ | Correspondence with R. D'Amato re: pending legal. | 0.10 |
| 11/15/19 | NM | Prepare materials for D. Zensky in connection with late claims motions; revise J. Coleman's summary of research re: unjust enrichment. | 1.20 |
| 11/15/19 | CMG | Update spreadsheet of MTLQU holdings. | 0.40 |
| 11/15/19 | JKC | Summarize research on late claims issue. | 0.90 |
| 11/16/19 | RJD | Review and analyze potential late-filed class claim theories. | 1.40 |
| 11/18/19 | RJD | Review analysis of Economic Loss Plaintiffs' potential damages claims. | 1.00 |
| 11/19/19 | DMZ | Telephone call with DG; telephone call with opposing counsel; review memo on late claims research and correspondence re: same. | 1.00 |
| 11/19/19 | NM | Precall with D. Golden; call with Paul Weiss re: potential settlement; follow up call with D. Golden; emails with Akin team re: late claims research and potential settlement. | 1.20 |
| 11/19/19 | CMG | Update holdings chart and email to N. Moss; attention to correspondence with Akin team re: same. | 0.30 |
| 11/20/19 | DHG | Email correspondence from mediator; call with E. Weisfelner re: same; draft letter to mediator. | 1.20 |
| 11/20/19 | DMZ | Review and asses new 2d cir ruling on punitives; correspondence with NM re: ruling; review memo from RD on damages; review Furman ruling and further correspondence to RD; correspondence to/from mediator. | 1.20 |
| 11/20/19 | NM | Review second circuit decision re: punitive damages; review correspondence re: mediation status; call with unitholder re: status and next steps. | 1.20 |
| 11/20/19 | CMG | Update holdings chart. | 0.20 |
| 11/20/19 | RJD | Review/analysis of MDL briefing on damages issues for purposes of late claim briefing. | 1.00 |
| 11/21/19 | DHG | Calls with K. Going and E. Weisfelner re: mediation status. | 0.60 |
| 11/21/19 | DMZ | Review plaintiffs 2d circuit briefs. | 1.10 |
| 11/27/19 | DHG | Review letter and New GM mediation offer; calls with K. Going and E. Weisfelner. | 0.80 |
| Total Hours | | | 76.80 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D H GOLDEN | 17.80 | at | \$1550.00 | = | \$27,590.00 |
| D M ZENSKY | 14.40 | at | \$1305.00 | = | \$18,792.00 |
| N MOSS | 16.20 | at | \$1125.00 | = | \$18,225.00 |
| C M GRIFFIN | 5.50 | at | \$660.00 | = | \$3,630.00 |
| J K COLEMAN | 8.40 | at | \$560.00 | = | \$4,704.00 |
| R J D'AMATO | 14.50 | at | \$690.00 | = | \$10,005.00 |

Current Fees \$82,946.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

| <u>Date</u> | | <u>Value</u> |
|-------------|---------------------------------------|--------------|
| 11/02/19 | Computerized Legal Research - Westlaw | \$396.23 |

| | | |
|----------|--|--------------------|
| | - in contract 30% discount User: D'AMATO RICHARD Date: 11/2/2019 AcctNumber: 1000193694 ConnectTime: 0.0 | |
| 11/13/19 | Computerized Legal Research - Westlaw - in contract 30% discount User: COLEMAN JESS Date: 11/13/2019 AcctNumber: 1000193694 ConnectTime: 0.0 | \$533.53 |
| 11/13/19 | Computerized Legal Research - Westlaw - in contract 30% discount User: D'AMATO RICHARD Date: 11/13/2019 AcctNumber: 1000193694 ConnectTime: 0.0 | \$213.42 |
| 11/14/19 | Computerized Legal Research - Westlaw - in contract 30% discount User: MOSS NAOMI Date: 11/14/2019 AcctNumber: 1000193694 ConnectTime: 0.0 | \$533.53 |
| 11/15/19 | Courier Service/Messenger Service- Off Site VENDOR: CITY EXPEDITOR INC INVOICE#: 83437 DATE: 11/15/2019 SENDER'S NAME: M. Andino; JOB NUMBER: 1422724; PICKUP: One Bryant Park; DESTINATION: 100 Greene Street; DATE: 11/15/2019 | \$15.00 |
| | Current Expenses | \$1,691.71 |
| | Total Amount of This Invoice | \$84,637.71 |

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1863828
Invoice Date 12/06/19
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1863828

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1873774
Invoice Date 02/24/20
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 12/31/19 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 12/02/19 | DHG | Call with K. Going re: latest GM settlement proposal; call with D. Zensky re: same. | 0.60 |
| 12/02/19 | DMZ | Review and analyze GM settlement proposal; review GUC trust agreement. | 1.80 |
| 12/03/19 | DHG | Telephone conference with two participating unitholders re: status; email mediator re: settlement negotiations; call with K. Going re: mediation efforts. | 1.00 |
| 12/03/19 | DMZ | Review GUC trust agreement; review correspondence to mediator re: settlement. | 0.70 |
| 12/04/19 | DHG | Calls with individual unitholders re: status and next steps; review briefing issues; call with D. Zensky re: same. | 1.60 |
| 12/04/19 | DMZ | Call with D. Golden re: briefing issues; prepare for December 10th hearing; analyze briefing arguments. | 4.00 |
| 12/04/19 | RJD | Conduct docket research on key filings for upcoming briefing. | 0.40 |
| 12/05/19 | DHG | Telephone conference with mediator and K. Going re: status of mediation; call with D. Zensky re: same. | 1.20 |
| 12/05/19 | DMZ | Review key documents from bankruptcy proceeding; call with mediator re: settlement; call with K. Going re: mediation status; meeting with D. Golden and N. Moss re: briefing issues; meeting with R. D'Amato re: strategy and next steps; review Pioneer cases. | 4.50 |
| 12/05/19 | RJD | Meeting with D. Zensky re: preparation for equitable mootness briefing; research and analysis on issues re: equitable mootness arguments; conduct research re: key docket filings for upcoming briefing. | 2.70 |
| 12/06/19 | DHG | Calls with individual unitholders re: status and next steps; follow-up call with mediator; telephone conference with K. Going; office conference with D. Zensky re: results of briefing issue. | 2.70 |
| 12/06/19 | DMZ | Review cases re: briefing issues and memorandum re: same; meeting with D. Golden re: case status; telephone call with K. | 4.90 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | Going re: preparation for hearing and settlement; calls with D. Golden re: case issues; calls with mediator re: status; correspondence with R. D'Amato re: research issues. | |
| 12/06/19 | CMG | Communications with Akin team re: holdings chart. | 0.20 |
| 12/06/19 | JKC | Research appeals in GM bankruptcy proceeding. | 0.30 |
| 12/06/19 | SDL | Attend to case administration. | 2.00 |
| 12/07/19 | DHG | Review prior pleadings re: late claims and equitable mootness; prepare for call with unitholders and upcoming status conference. | 4.40 |
| 12/08/19 | DHG | Continue review of prior pleadings re: late claims and equitable mootness; review Gerber and 2nd Circuit decision; conference call with D. Zensky, R. D'Amato and N. Moss re: preparation for call with unitholders; draft memorandum for unitholders. | 6.20 |
| 12/08/19 | DMZ | Review key documents and filings for client call and court conference; analyze litigation phases and prepare summary re: same; correspondence re: collateral estoppel and merits research; conference call with D. Golden, N. Moss and R. D'Amato re: strategy and settlement. | 3.50 |
| 12/08/19 | RJD | Call with D. Golden, D. Zensky and N. Moss re: litigation and briefing strategy and anticipated outcomes; legal research on issues relevant to upcoming briefing. | 3.20 |
| 12/09/19 | DHG | Call with D. Zensky and N. Moss re: preparation for client call; draft memo to clients; participate in call with clients. | 3.60 |
| 12/09/19 | DMZ | Telephone call with D. Golden; review key hearing transcripts; review key cases re: briefing issues; prepare for client call; review D. Golden memo; participate in client call; telephone call with K. Going re: upcoming hearing; prepare for Court; telephone call with team re: same. | 5.80 |
| 12/09/19 | NM | Prepare for and attend update call with holders; follow up with Akin team re: next steps; correspondence with Akin team re: various research issues; review Weintraub notice of withdrawal. | 2.50 |
| 12/09/19 | CMG | Prepare for and attend call with Akin team and unitholders re: status; review D. Golden memorandum re: status and strategy. | 1.20 |
| 12/09/19 | JKC | Prepare materials for and attend update call; review memo to unitholders. | 1.30 |
| 12/09/19 | SDL | Attend to case administration. | 1.70 |
| 12/09/19 | RJD | Conduct research re: briefing issues; call with D. Golden and unitholder group re: litigation strategy and next steps. | 5.60 |
| 12/10/19 | DHG | Prepare for and participate in status conference with Judge Glenn re: scope and timing of late claims briefing; call with D. Zensky re: strategy; attend ongoing mediation. | 9.50 |
| 12/10/19 | DMZ | Attend court conference; attend mediation; meeting with D. Golden, N. Moss and K. Going re: next steps and strategy. | 7.00 |
| 12/10/19 | NM | Prepare for and attend status conference; attend mediation. | 9.50 |
| 12/10/19 | CMG | Prepare for and telephonically attend status conference hearing. | 2.20 |
| 12/10/19 | RJD | Telephonically attend court conference regarding late claims motion next steps and briefing schedule. | 2.00 |
| 12/11/19 | DHG | Prepare for and participate in status call with unitholders. | 2.00 |
| 12/11/19 | DMZ | Correspondence with R. D'Amato re: status and next steps; meeting with R. D'Amato re: same; strategy call with D. Golden; call with clients; strategy meeting with R. D'Amato. | 3.00 |
| 12/11/19 | CMG | Call with unitholders to discuss strategy and next steps; communications with Akin team re: same. | 0.70 |
| 12/11/19 | JKC | Research orders re: successor liability in multi-district litigation. | 1.00 |
| 12/11/19 | RJD | Call with D. Golden, D. Zensky and client re: update on status conference/mediation, litigation strategy and next steps; draft correspondence to Economic Loss Plaintiffs' counsel re: demands for discovery and next steps; meeting with D. Zensky re: litigation strategy and key issues to research. | 2.30 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 12/12/19 | DHG | Call with D. Zensky re: Judge Furman decision re: briefing schedule. | 0.30 |
| 12/12/19 | DMZ | Edit correspondence to Economic Loss Plaintiffs' counsel; call with D. Golden re: status; review Judge Furman ruling and assess impact on case. | 2.50 |
| 12/12/19 | NM | Review Judge Furman's decision on plaintiffs' motion for reconsideration in the MDL and request for interlocutory appeal; correspondence with Akin team re: same. | 1.50 |
| 12/12/19 | CMG | Circulate Judge Furman decision to Akin team; communications with Akin team re: next steps. | 0.40 |
| 12/12/19 | JKC | Prepare outline of memo re: briefing issues. | 3.00 |
| 12/12/19 | RJD | Review Judge Furman's decision denying motion for reconsideration; draft outline of litigation analysis memo for client. | 1.90 |
| 12/13/19 | DHG | Review Judge Furman's decision regarding motion for reconsideration; calls with unitholders re: same. | 2.70 |
| 12/13/19 | DMZ | Correspondence to GUC Trust counsel; correspondence with team re: successor liability rulings and review same. | 0.60 |
| 12/13/19 | NM | Correspondence re: research issues and Judge Furman decision. | 0.50 |
| 12/13/19 | JKC | Prepare outline of litigation memo; correspondence with R. D'Amato re: same. | 6.20 |
| 12/13/19 | RJD | Draft outline of memo analyzing possible litigation outcomes for client; research on successor liability motion outcomes in multi-district litigation. | 0.50 |
| 12/14/19 | RJD | Draft outline of litigation analysis memo for client. | 2.00 |
| 12/15/19 | DHG | Update call with Akin team. | 1.00 |
| 12/15/19 | DMZ | Review Judge Furman ruling; review authority re: same; call with Akin team re: impact of ruling and next steps (partial). | 0.80 |
| 12/15/19 | NM | Call with Akin team re: Judge Furman decision. | 1.00 |
| 12/15/19 | CMG | Communications with Akin team re: status and strategy. | 1.00 |
| 12/15/19 | JKC | Attend update call with Akin team (partial). | 0.80 |
| 12/15/19 | RJD | Draft outline of litigation analysis memo for client; call with D. Zensky, N. Moss and D. Golden re: impact of Judge Furman decision, litigation strategy and next steps. | 1.80 |
| 12/16/19 | DMZ | Review memo from R. D'Amato; correspondence to team; review pioneer briefing and pioneer key cases; call with P. Shah re: order; call with D. Golden re: status. | 2.20 |
| 12/16/19 | NM | Review internal equitable mootness analysis; correspondence with Akin team re: same | 0.80 |
| 12/17/19 | DHG | Extended call with K. Going and D. Zensky re: strategy for next steps; call with N. Moss re: same; participate in call with holders. | 1.60 |
| 12/17/19 | DMZ | Call with D. Golden and K. Going re: next steps and settlement; call with clients re: same. | 1.10 |
| 12/17/19 | NM | Prepare for and attend call with subset of unitholders re: status; follow up with unitholder re: same; confer with D. Golden re: same. | 1.50 |
| 12/17/19 | CMG | Attend call with Akin team and certain unitholders; communications with Akin team re: transcript from December 10th hearing. | 1.30 |
| 12/17/19 | JKC | Prepare for and attend update call with certain unitholders re: status; confer with Akin team re: status. | 1.40 |
| 12/18/19 | DHG | Attend Judge Furman status conference; draft email to group re: same; meeting with K. Going re: strategy. | 2.40 |
| 12/18/19 | DMZ | Attend court conference; meeting with D. Golden and K. Going re: settlement issues; review correspondence to clients; call with clients re: status and case strategy; meeting with Akin team. | 2.20 |
| 12/18/19 | NM | Telephonically attend MDL status conference; confer with Akin team re: same. | 0.80 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 12/18/19 | CMG | Prepare for and telephonically attend status conference before Judge Furman in MDL litigation; communications with Akin team re: same; review summary email re: same from D. Golden. | 0.80 |
| 12/19/19 | DHG | Extended call with E. Weisfelner; call with R. Testani re: steps to go dark; strategy call with D. Zensky. | 1.30 |
| 12/19/19 | DMZ | Correspondence with Akin team. | 0.10 |
| 12/19/19 | DMZ | Strategy call with D. Golden; revise litigation outline; call with M. Generales re: estoppel research. | 1.10 |
| 12/19/19 | MCG | Conduct research re: collateral estoppel use. | 0.60 |
| 12/19/19 | RJD | Legal research re: issues related to upcoming briefing. | 0.60 |
| 12/20/19 | DHG | Office conferences with D. Zensky re: strategy for settlement discussions; call with Kirkland re: status. | 2.60 |
| 12/20/19 | DMZ | Correspondence with Akin team re: jurisdiction and venue issues. | 0.20 |
| 12/20/19 | DMZ | Correspondence and call with D. Golden re: status and next steps; call with Kirkland re: status; revise memo for clients; review cases re: same; meeting with D. Golden re: client memo. | 3.40 |
| 12/20/19 | MCG | Research re: collateral estoppel issues. | 4.40 |
| 12/20/19 | RJD | Revise client litigation analysis memo. | 1.60 |
| 12/21/19 | RJD | Revise litigation memo for clients. | 2.50 |
| 12/22/19 | RJD | Revise litigation analysis memo for clients. | 1.40 |
| 12/23/19 | DMZ | Revise and analyze arguments in client memo and review cases; correspondence with team re: further research; review correspondence from opposing counsel re: status. | 3.70 |
| 12/23/19 | RJD | Legal research re: issues for upcoming briefing; draft letter to Economic Loss Plaintiffs re: request for MDL discovery. | 1.80 |
| 12/24/19 | DMZ | Correspondence with Kirkland, GUC Trust counsel and D. Golden re: case status; correspondence re: document request to plaintiff. | 0.40 |
| 12/24/19 | RJD | Revise litigation analysis memo for clients. | 2.20 |
| 12/26/19 | DMZ | Strategy call with K. Going; revise client memo; correspondence with D. Golden and N. Moss re: same. | 0.10 |
| 12/26/19 | CMG | Communications with Akin team re: GUC trust and draft client memo; review GUC trust quarterly reports and other documents to ascertain distributions made from GUC trust; summarize same; additional communications with Akin team re: transcripts from past hearings. | 3.50 |
| 12/26/19 | RJD | Revise litigation analysis memo for clients. | 2.30 |
| 12/27/19 | DHG | Work on lit memo for clients. | 1.80 |
| 12/27/19 | DMZ | Revise client memo; correspondence with R. D'Amato; review mediation statements; review hearing transcripts. | 3.00 |
| 12/27/19 | NM | Correspondence re: client memo; review issues re: same. | 0.60 |
| 12/27/19 | CMG | Communications with Akin team re: status and open items with respect to client memo on potential briefing. | 0.60 |
| 12/27/19 | RJD | Revise litigation analysis memo for clients; revise draft demand letter to Economic Loss Plaintiffs and send to GUC Trust counsel for review. | 5.80 |
| 12/28/19 | CMG | Review transcripts for relevant items to include in client memo; prepare summary and email same to Akin team. | 6.00 |
| 12/29/19 | NM | Emails with Akin team re: next steps and status of various pending items. | 1.00 |
| 12/29/19 | RJD | Internal correspondence re: litigation analysis memo for client and next steps | 0.10 |
| 12/30/19 | DHG | Call with mediator; office conference with D. Zensky; continued work on client memo; call with E. Weisfelner; draft cover email attaching client memo. | 3.40 |
| 12/30/19 | DMZ | Review current draft of client memo; calls with mediator and E. Weisfelner re: status; meeting with D. Golden re: strategy; meeting with Akin team re: client memo and settlement issues; continue to revise memo. | 8.00 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 12/30/19 | NM | Call with Akin team re: status and memo; follow up correspondence re: same. | 2.10 |
| 12/30/19 | CMG | Call with Akin team to discuss status and work in progress. | 1.30 |
| 12/30/19 | RJD | Revise litigation analysis memo for clients. | 7.50 |
| 12/31/19 | DHG | Final review of client memo and draft cover email to clients. | 0.80 |
| 12/31/19 | NM | Emails with Akin team re: client memo. | 0.50 |
| 12/31/19 | CMG | Attention to case calendar. | 0.20 |
| 12/31/19 | RJD | Revise and finalize litigation analysis memo for clients. | 1.00 |
| Total Hours | | | 228.90 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D H GOLDEN | 50.70 | at | \$1550.00 | = | \$78,585.00 |
| D M ZENSKY | 64.60 | at | \$1305.00 | = | \$84,303.00 |
| N MOSS | 22.30 | at | \$1125.00 | = | \$25,087.50 |
| M C GENERALES | 5.00 | at | \$510.00 | = | \$2,550.00 |
| C M GRIFFIN | 19.40 | at | \$660.00 | = | \$12,804.00 |
| J K COLEMAN | 14.00 | at | \$560.00 | = | \$7,840.00 |
| R J D'AMATO | 49.20 | at | \$690.00 | = | \$33,948.00 |
| S D LEVY | 3.70 | at | \$235.00 | = | \$869.50 |

Current Fees \$245,987.00

Current Expenses \$2,004.35

Total Amount of This Invoice \$247,991.35

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1873774
Invoice Date 02/24/20
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1873774

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1873800
Invoice Date 02/24/20
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 01/31/20 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 01/03/20 | DHG | Review GUC Trust allocation motion; call with K. Going re same; office conference with N. Moss re allocation motion. | 1.70 |
| 01/03/20 | DMZ | Correspondence to platiniffs' counsel re: case status; correspondence with GUC trust counsel re: same; calls with R. Godfrey re: status. | 0.50 |
| 01/03/20 | NM | Review GUC Trust allocation motion; confer with D. Golden re: same; call with K. Going re: same. | 1.50 |
| 01/03/20 | CMG | Communications with Akin team re: GUC trust report; attend to case administration. | 0.40 |
| 01/03/20 | RJD | Review and analyze issues for upcoming briefing. | 0.30 |
| 01/04/20 | DHG | Lengthy telephone conference with K. Going, M. Huttenlocher and D. Zensky re strategy for upcoming mediation session. | 1.40 |
| 01/04/20 | DMZ | Lengthy call with D. Golden re: strategy; assess strategy; telephone call with R. Godfrey re: status; correspondence to D. Golden and K. Going re: same. | 1.70 |
| 01/04/20 | NM | Review correspondence re: mediation and potential settlement issues. | 0.40 |
| 01/04/20 | RJD | Call with D. Zensky, D. Golden and GUC Trust counsel re: strategy for upcoming mediation and briefing. | 1.00 |
| 01/05/20 | DHG | Call with D. Zensky re preparation for call with holders. | 0.40 |
| 01/05/20 | DMZ | Telephone call with D. Golden re: mediation strategy; correspondence with plaintiffs' counsel re: status and briefing. | 0.40 |
| 01/05/20 | CMG | Communications with Akin team re: upcoming call with unitholders. | 0.20 |
| 01/06/20 | DHG | Prepare for and participate in extended call with holders re mediation strategy. | 2.10 |
| 01/06/20 | DMZ | Prepare for call with clients re: mediation strategy; review client memo; draft mediation strategy; conduct client call. | 2.20 |
| 01/06/20 | NM | Prepare for and attend call with GM holder group re: status and | 1.50 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 01/06/20 | CMG | mediation; call with unitholder re: upcoming mediation. Prepare materials for call with unitholders; attend call with unitholders and Akin team; research docket re: question as to appeal of certain issue. | 1.60 |
| 01/06/20 | JKC | Prepare materials for and attend call with unitholders. | 1.20 |
| 01/07/20 | DHG | Participate in call with mediator. | 0.50 |
| 01/07/20 | DMZ | Telephone call with R. Godfrey, GUC Trust counsel, D. Golden and mediator; prepare term sheet; correspondence with GUC Trust counsel re: same. | 2.50 |
| 01/07/20 | NM | Call with mediator and D. Zensky re: upcoming mediation; review D. Zensky updates and potential settlement construct outline. | 1.10 |
| 01/07/20 | RJD | Call with D. Zensky and GUC Trust counsel re: strategy for upcoming mediation. | 0.50 |
| 01/08/20 | DHG | Calls with D. Zensky re mediation status. | 0.80 |
| 01/08/20 | DMZ | Attend mediation; telephone call with D. Golden re: same; telephone call with members of the Akin team re: confidential issues; review Second Circuit briefs; review and edit mediation summary. | 10.50 |
| 01/08/20 | NM | Attend mediation session; review and revise summary from New GM; call with Akin team re: securities law issues; correspondence with counsel for the GUC Trust re: New GM summary and proposed next steps. | 11.00 |
| 01/08/20 | CMG | Communications with Akin team re: status of mediation. | 0.10 |
| 01/08/20 | RJD | Review and analyze recent docket filings in MDL. | 0.10 |
| 01/09/20 | DHG | Revise settlement term sheet; calls with GUC Trust counsel re late claims briefing schedule; calls with clients. | 2.10 |
| 01/09/20 | DMZ | Correspond re: mediation summary; telephone call with K. Going; review further mediation summary and correspond to N. Moss re: same; telephone call with clients; telephone call with D. Golden. | 3.40 |
| 01/09/20 | NM | Calls with unitholders re: status; confer with Akin team re: next steps. | 1.50 |
| 01/09/20 | CMG | Communications with Akin team re: status of certain outstanding plaintiff claims. | 0.10 |
| 01/09/20 | RJD | Call with D. Zensky and GUC Trust counsel re: strategy for proposed briefing schedule and related filings; meet with D. Zensky re: strategy for upcoming briefing. | 0.50 |
| 01/10/20 | DHG | Calls and emails with D. Zensky re settlement term sheet and open issues on briefing schedule. | 0.80 |
| 01/10/20 | DMZ | Correspond with plaintiffs' counsel re: pending litigation; telephone call with D. Golden re: next steps; correspondence with N. Moss and D. Golden re: same; telephone call with opposing counsel. | 1.10 |
| 01/10/20 | CMG | Communications with Akin team re: term sheet. | 0.10 |
| 01/11/20 | DHG | Emails with Akin team re settlement term sheet. | 0.40 |
| 01/11/20 | CMG | Review communications among Akin team re: proposed scheduling order. | 0.10 |
| 01/11/20 | RJD | Review/comment on draft proposed scheduling order. | 0.50 |
| 01/12/20 | DHG | Call with D. Zensky re strategy for Judge Furman call. | 0.30 |
| 01/12/20 | DMZ | Correspond with opposing counsel re: mediation summary; review draft order and correspond with D. Golden and R. Amato re: same; correspond re: status conference; correspond with K. Going re: status conference. | 0.60 |
| 01/12/20 | CMG | Review communications with Akin team re: proposed scheduling order and status. | 0.20 |
| 01/13/20 | DHG | Participate in call with Judge Furman; calls with D. Zensky and K. Going re briefing schedule; email traffic with E. Weisfelner re AAT. | 1.30 |
| 01/13/20 | DMZ | Correspond with opposing counsel and K. Going; telephone call | 2.20 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | with D. Golden; telephone call with K. Going; telephone call with R. Godfrey; telephone call with D. Golden; correspond from K. Going re: AAT; telephone call with Judge Furman. | |
| 01/13/20 | NM | Prepare for and attend chambers conference with Judge Furman; emails re: status of potential future mediation session with AAT. | 1.00 |
| 01/13/20 | CMG | Call with Akin team re: settlement; call with K. Going re: same; attend to case administration. | 0.80 |
| 01/13/20 | RJD | Call with D. Zensky and GUC Trust counsel re: strategy for settlement and upcoming briefing; call with D. Zensky, counsel to GUC Trust, counsel to New GM and counsel to ELPs re: next steps on procuring settlement approval and moving forward briefing schedule with remaining plaintiffs. | 1.50 |
| 01/14/20 | DMZ | Correspond with plaintiffs' counsel re: case conference; telephone call with K. Going and M. Huttenlocher; review new draft of proposed documents. | 1.20 |
| 01/15/20 | DHG | Calls with D. Zensky re strategy for dealing with confidential chambers call with Judge Glenn; review K. Going letter to Court and enclosed scheduling order; call with D. Zensky re same; email traffic with counsel for New GM and ELPs re conference calls with Judge Furman and Judge Glenn. | 1.40 |
| 01/15/20 | DMZ | Correspond with K. Going; telephone call with D. Golden; review revised scheduling order and correspond to court; telephone call with K. Going re: conference preparation. | 1.00 |
| 01/15/20 | NM | Correspondence re: upcoming telephonic conference with Judge Glenn. | 0.50 |
| 01/15/20 | RJD | Call with D. Zensky and GUC Trust counsel re: strategy on coordinating briefing schedule and settlement approval. | 0.30 |
| 01/16/20 | DHG | Prepare for all hands conference call with Judge Glenn; participate in conference call. | 0.80 |
| 01/16/20 | DMZ | Prepare for conference with Judge Glenn; conference with court; correspond re: AAT trust and PIWD claims. | 0.90 |
| 01/16/20 | DK | Confer with R. D'Amato re precedent research for joint district and bankruptcy court hearings; draft status email for R. D'Amato and team; research follow up issues. | 3.80 |
| 01/16/20 | NM | Attend telephonic chambers conference with Judge Glenn. | 0.50 |
| 01/16/20 | RJD | Research on procedure for requesting settlement approval in MDL and Bankruptcy Court. | 1.80 |
| 01/17/20 | DMZ | Review correspondence to and from AAT trust; review memo from R. D'Amato on joint approval hearing; telephone call with R. Godfrey re: settlement docs and timing; meeting with R. D'Amato and J. Coleman. | 1.00 |
| 01/17/20 | DK | Research precedent for joint district and bankruptcy court hearings; draft status email for R. D'Amato and team; research outstanding issues. | 4.30 |
| 01/17/20 | JKC | Correspondence with R. D'Amato re hearing consolidation research. | 0.20 |
| 01/17/20 | RJD | Research on procedure for requesting joint settlement approval hearing. | 4.10 |
| 01/21/20 | DMZ | Telephone call with K. Going; correspondence with opposing counsel. | 1.10 |
| 01/23/20 | DMZ | Correspondence with Chambers; telephone call with D. Golden; revise talking points and correspondence with K. Going re: same; attend meeting of parties; attend court conference; review correspondence to GUC Trust counsel re: same. | 5.20 |
| 01/23/20 | JKC | Circulate recent docket filings. | 0.20 |
| 01/24/20 | DHG | Review draft ELP settlement agreement; review draft briefing proposed order. | 2.50 |
| 01/24/20 | DMZ | Review settlement documents; attend conference call with Judge | 4.50 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | Glenn; correspondence with N. Moss; correspondence with D. Golden. | |
| 01/24/20 | NM | Review draft settlement documents; confer with team re: same. | 0.80 |
| 01/24/20 | JKC | Review, summarize and circulate recent docket filing. | 0.20 |
| 01/26/20 | DHG | Review ELP draft of class action settlement agreement and D. Zensky comments thereto. | 1.40 |
| 01/27/20 | DHG | Extended telephone conference with D. Zensky, K. Going and M. Huttenlocher re revisions to proposed class action settlement agreement and related issues. | 2.00 |
| 01/27/20 | DMZ | Correspondence with D. Golden and N. Moss; continue to review settlement documents; telephone call with D. Golden; telephone call with GUC Trust counsel. | 3.70 |
| 01/27/20 | NM | Review recently filed pleadings. | 0.30 |
| 01/27/20 | JKC | Circulate recent docket filings. | 0.40 |
| 01/28/20 | DHG | Review bankruptcy court orders on ELP briefing schedule and AAT issues; call with D. Zensky re same. | 0.60 |
| 01/28/20 | DMZ | Review/edit proposed notice; correspondence to other parties re: settlement docs; correspondence to GUC Trust counsel re potential settlement issues; review recent orders entered by Judge Glenn; review lengthy 2018 bankruptcy opinion for impact on settlement; telephone call with D. Golden; review markup; call with MWE, Kirkland, Paul Weiss re: pending issues and next steps. | 4.50 |
| 01/28/20 | NM | Call re: settlement docs and next steps; confer with D. Zensky re: same. | 0.50 |
| 01/28/20 | JKC | Circulate recent docket filings. | 0.30 |
| 01/28/20 | RJD | Reviewed draft settlement agreement and related documentation | 1.00 |
| 01/29/20 | DMZ | Revise settlement drafts; correspondence with GUC Trust counsel; review cases cited by J. Glenn in 2018 settlement opinion. | 2.30 |
| 01/30/20 | DMZ | Telephone call with D. Golden; work on notice; correspondence with GUC Trust counsel; review correspondence re: fees. | 1.30 |
| 01/31/20 | DMZ | Telephone call with Kirkland re: settlement; review Kirkland markup of settlement documents; telephone call with DG; correspondence with MWE; correspondence with D. Golden and N. Moss | 1.60 |
| Total Hours | | | 120.30 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D H GOLDEN | 20.50 | at | \$1595.00 | = | \$32,697.50 |
| D M ZENSKY | 53.40 | at | \$1595.00 | = | \$85,173.00 |
| N MOSS | 20.60 | at | \$1225.00 | = | \$25,235.00 |
| C M GRIFFIN | 3.60 | at | \$775.00 | = | \$2,790.00 |
| J K COLEMAN | 2.50 | at | \$615.00 | = | \$1,537.50 |
| R J D'AMATO | 11.60 | at | \$810.00 | = | \$9,396.00 |
| D KRASA-BERSTELL | 8.10 | at | \$415.00 | = | \$3,361.50 |

Current Fees \$160,190.50

Current Expenses \$489.02

Total Amount of This Invoice

\$160,679.52

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1873800
Invoice Date 02/24/20
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1873800

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1879912
Invoice Date 04/06/20
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 02/29/20 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 02/03/20 | DMZ | Review and revise settlement agreement and reference withdrawal motions; telephone call with N. Moss re: conference and correspondence to clients. | 4.50 |
| 02/04/20 | DMZ | Correspondence to GUC Trust counsel; telephone call with K. Going and M. Huttenlocher re: various open issues. | 0.60 |
| 02/04/20 | NM | Review recently filed pleadings and other related issues in connection with upcoming AAT distribution motion conference. | 0.50 |
| 02/04/20 | CMG | Attend to case administration. | 1.40 |
| 02/04/20 | SDL | Organize Court Call for upcoming hearing. | 0.20 |
| 02/05/20 | DHG | Participate telephonically in court status conference; call with D. Zensky re open issues. | 2.30 |
| 02/05/20 | DMZ | Attend court conference; meeting with GUC Trust and plaintiffs counsel re: settlement and mediation issues; correspondence with Kirkland re: same; telephone call with D. Golden. | 3.50 |
| 02/05/20 | NM | Telephonically attend AAT conference (partial). | 0.80 |
| 02/05/20 | CMG | Prepare for and telephonically attend case management conference hearing; communications with unitholders re: current and prior months' holdings. | 1.50 |
| 02/06/20 | DHG | Review latest drafts of 9019 settlement documents; calls with D. Zensky re same. | 2.50 |
| 02/06/20 | DMZ | Telephone call with D. Golden; revise draft settlement documents; telephone call with M. Huttenlocher; lengthy call with new GM re: settlement documents; review and revise 9019 motion. | 3.80 |
| 02/06/20 | CMG | Review correspondence from unitholders re: holdings; update tracker re: same. | 0.40 |
| 02/07/20 | DMZ | Continue to review and revise draft settlement motion; correspondence with GUC Trust counsel; telephone call with GUC Trust counsel. | 4.50 |
| 02/09/20 | DMZ | Review notes and draft 9019 motion; lengthy call with GUC Trust | 0.80 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | counsel. | |
| 02/10/20 | DHG | Review latest drafts of MDL and Bankruptcy Court settlement documents. | 2.10 |
| 02/10/20 | DMZ | Review withdrawal of reference draft motion; review correspondence from K. Going; correspondence to Kirkland re: settlement. | 0.80 |
| 02/11/20 | DMZ | Telephone call with N. Moss; correspondence to other parties re: status and open items; correspondence with Kirkland re: same. | 0.40 |
| 02/11/20 | NM | Confer with D. Zensky re: status of settlement documents; correspondence with other parties re: same. | 0.50 |
| 02/12/20 | DHG | Call with D. Zensky re status of open points on settlement documents and open issues. | 0.40 |
| 02/12/20 | DMZ | Review reference motion; review and revise draft 9019 motion; telephone call with D. Golden; correspondence with Kirkland re: timing of settlement. | 3.90 |
| 02/13/20 | DHG | Correspondence to D. Zensky re settlement noticing costs. | 0.30 |
| 02/13/20 | DMZ | Review and revise settlement documents; correspondence with GUC Trust counsel; review Plaintiffs edits to reference withdrawal motion; correspondence with N. Moss and C. Griffin. | 5.30 |
| 02/13/20 | CMG | Communications with Akin team re group holdings; calculate same based on most recent GUC Trust Quarterly Report as of 9/30/2019. | 0.40 |
| 02/14/20 | DMZ | Correspondence with settling parties; review GUC Trust settlement markup and correspondence re: same; review transcript from 7/19/2018 hearing on settlement. | 3.20 |
| 02/17/20 | DHG | Continue to work on settlement documents. | 1.80 |
| 02/17/20 | DMZ | Correspondence to GUC Trust counsel; review draft correspondence to Court. | 0.20 |
| 02/17/20 | CMG | Review correspondence re: draft settlement agreement and settlement agreement. | 0.20 |
| 02/18/20 | DHG | Continue to work on settlement documents. | 2.00 |
| 02/18/20 | DMZ | Review workstreams re: current settlement; correspondence to GUC Trust counsel; correspondence to new GM counsel; review and edit GUC trust order; correspondence with N. Moss re: same. | 2.30 |
| 02/18/20 | CMG | Review order entered on the docket and email to Akin team. | 0.20 |
| 02/19/20 | DHG | Calls with D. Zensky re comments on settlement documents. | 0.60 |
| 02/19/20 | DMZ | Review edits from D. Golden re: settlement documents; calls with D. Golden re: next steps and timing issues; lengthy call with Kirkland re: same; correspondence to D. Golden, N. Moss and K. Going re: update on timing; review draft order. | 0.80 |
| 02/20/20 | DMZ | Review GM memo in support of preliminary approval. | 1.50 |
| 02/21/20 | DMZ | Continue to review and edit GM memo in support of preliminary approval of settlement; correspondence with Kirkland re: same. | 1.50 |
| 02/24/20 | DHG | Continue to review latest drafts; calls with D. Zensky re open issues. | 1.40 |
| 02/24/20 | DMZ | Review correspondence from Kirkland; correspondence with D. Golden and N. Moss; review revised documents and new release agreement; telephone call with D. Golden re: status; prepare correspondence to GUC Trust counsel; assess open issues. | 2.50 |
| 02/24/20 | CMG | Coordinate re: case administration with S. Levy. | 0.30 |
| 02/25/20 | DHG | Call with D. Zensky re open issues. | 0.40 |
| 02/25/20 | DMZ | Telephone call with D. Golden. | 0.40 |
| 02/26/20 | DMZ | Correspondence with Kirkland and GUC Trust counsel re: status of settlement documents; review timeline re: same. | 0.30 |
| 02/27/20 | DMZ | Telephone call with K. Going re: status; correspondence from Kirkland. | 0.40 |
| 02/27/20 | SDL | Attend to case administration. | 1.80 |
| 02/28/20 | DMZ | Review new timeline; correspondence from GUC Trust counsel. | 0.10 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--------------------------------|--------------|
| 02/28/20 | CMG | Attend to case administration. | 2.00 |
| 02/28/20 | SDL | Attend to case administration. | 0.80 |
| Total Hours | | | 66.10 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D H GOLDEN | 13.80 | at | \$1595.00 | = | \$22,011.00 |
| D M ZENSKY | 41.30 | at | \$1595.00 | = | \$65,873.50 |
| N MOSS | 1.80 | at | \$1225.00 | = | \$2,205.00 |
| C M GRIFFIN | 6.40 | at | \$775.00 | = | \$4,960.00 |
| S D LEVY | 2.80 | at | \$245.00 | = | \$686.00 |
| Current Fees | | | | | \$95,735.50 |

FOR COSTS ADVANCED AND EXPENSES INCURRED:

| | |
|---|---------|
| Computerized Legal Research - Other | \$38.11 |
| Courier Service/Messenger Service- Off Site | \$27.00 |
| Current Expenses | \$65.11 |

Total Amount of This Invoice **\$95,800.61**

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1879912
Invoice Date 04/06/20
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

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AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

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Please use the following instructions:

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CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1879912

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1880591
Invoice Date 04/08/20
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 03/31/20 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 03/02/20 | DMZ | Correspondence with N. Moss re status of settlement. | 0.10 |
| 03/02/20 | NM | Review docket updates; calls with holders re status; emails re same. | 0.60 |
| 03/02/20 | CMG | Attend to case administration. | 0.50 |
| 03/03/20 | DHG | Conference call with N. Moss and D. Zensky re status of settlement documents and open points; call with K. Going re same. | 0.60 |
| 03/03/20 | DMZ | Telephone call with N. Moss and D. Golden re status of settlement; review edits to same from GUC Trust counsel and correspondence re same; correspondence from Kirkland re settlement. | 0.80 |
| 03/03/20 | NM | Telephone call with members of the Akin team re status and next steps. | 0.50 |
| 03/04/20 | DHG | Telephone calls with D. Zensky re open points of settlement. | 0.30 |
| 03/04/20 | DMZ | Telephone call with D. Golden re settlement; email K. Going re open items for settlement. | 0.20 |
| 03/05/20 | DHG | Correspondence to Akin group re open points and establishing a deadline for MDL/Bankruptcy court settlement filings; call with D. Zensky re same. | 0.70 |
| 03/05/20 | DMZ | Correspondence from Kirkland, MWE re settlement; telephone call with D. Golden re same. | 0.80 |
| 03/06/20 | DMZ | Correspondence to D. Golden and N. Moss re settlement status; review list of needed documents for same. | 0.40 |
| 03/07/20 | DHG | Review latest revisions to settlement documents. | 1.00 |
| 03/07/20 | DMZ | Review new settlement mark up and draft GUC order re settlement motion. | 1.10 |
| 03/08/20 | DHG | Review and revise latest draft of global settlement agreement in preparation for meeting with New GM, ELPs and GUC Trust; emails with K. Going and D. Zensky re same. | 3.20 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 03/09/20 | DHG | Attend pre-meeting with K. Going, M. Huttenlocher and D. Zensky re proposed revisions to settlement agreement; meeting with counsel for New GM, ELPS and GUC Trust re settlement agreement. | 8.00 |
| 03/09/20 | DMZ | Preparation for all hands meeting re settlement; review 9019 documents to be filed; attend all day drafting session re same. | 7.50 |
| 03/09/20 | NM | Telephonically attend all hand's meeting re open issues and finalizing settlement documents (partial). | 5.00 |
| 03/09/20 | JKC | Review case documents for information re ELP late proofs of claim. | 0.50 |
| 03/09/20 | RJD | Research related to settlement negotiations | 0.30 |
| 03/10/20 | DHG | Telephone call with D. Zensky re open settlement issues. | 0.70 |
| 03/10/20 | DMZ | Prepare correspondence to MWE re 9019 settlement documents; correspondence with all hands re same; telephone call with D. Golden re settlement status. | 1.80 |
| 03/10/20 | DMZ | Review settlement documents; call with D. Golden re settlement issues. | 1.00 |
| 03/11/20 | DMZ | Review new draft settlement agreement; correspondence with MWE re same; telephone call with D. Golden; correspondence with opposing counsel and review further edits to settlement documents. | 3.20 |
| 03/12/20 | DHG | Telephone conference with Womuth firm re potential lawsuit against old GM rail carriers and review deck re same. | 1.20 |
| 03/12/20 | DMZ | Telephone call with K. Going re various settlement issues; correspondence to opposing counsel re same; review and edit new drafts settlement documents; call with D. Golden and K. Going and correspondence re same. | 3.10 |
| 03/13/20 | DHG | Prepare for and participate in lengthy all-hands call re comments to settlement documents; separate calls with D. Zensky and K. Going re same. | 3.30 |
| 03/13/20 | DMZ | Prepare for call re settlement documents; review new settlement draft; lengthy all hands telephone call re same; telephone call with D. Golden; telephone call with E. Weisfelner re settlement; review new language added to settlement documents; telephone call with K. Going and M. Huttenlocher re same; continue settlement review. | 2.40 |
| 03/14/20 | DHG | Continue to work on settlement documents; calls with D. Zensky and K. Going re same. | 0.70 |
| 03/14/20 | DMZ | Continue work on draft settlement documents; telephone call with E. Weisfelner re same; correspondence with D. Golden and K. Going re same. | 0.80 |
| 03/15/20 | DMZ | Review settlement updates; telephone opposing counsel re same; telephone call with M. Huttenlocher re same. | 1.80 |
| 03/16/20 | DMZ | Correspondence re Court conference; continue settlement revisions; review settlement document edits and correspondence re same. | 1.60 |
| 03/16/20 | JKC | Research re sale order and related materials re claims held by Debtors' estate. | 1.20 |
| 03/17/20 | DMZ | Correspondence to opposing counsel re settlement; work on revised settlement motions; telephone all with K. Going and M. Huttenlocher re same. | 2.50 |
| 03/17/20 | JKC | Continue research re sale order and related materials re potential claims against rail carriers. | 2.20 |
| 03/18/20 | DHG | Review latest drafts of bankruptcy court approval motion and related documents; calls with D. Zensky re same. | 1.30 |
| 03/19/20 | DHG | Participate in group call with Judge Furman re status; calls with holders re status. | 0.80 |
| 03/19/20 | DMZ | Review and revise settlement motion; revise settlement checklist; | 2.60 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | correspondence with opposing counsel re same; correspondence to K. Going and M. Huttenlocher re same; review draft notice re settlement; revise Philips declaration; correspondence to Akin team re draft joinder to 9019 motion; review new draft motion to withdraw the reference. | |
| 03/19/20 | NM | Telephone call with unitholder re status; analyze potential contingent railway litigation claims; emails with K. Going and Akin team re 9019 motion and next steps. | 1.10 |
| 03/19/20 | CMG | Communications with Akin team re joinder to GUC Trust's 9019 motion. | 0.30 |
| 03/20/20 | DHG | Review draft Layn declaration; review latest changes to 9019 motion; correspondence with other parties re Layn declaration. | 2.20 |
| 03/20/20 | DMZ | Review latest draft settlement; review Philips declaration and correspondence re same with other parties; calls and correspondence with GUC Trust counsel; correspondence with opposing counsel re various open issues; continue to finalize draft settlement documents. | 2.20 |
| 03/20/20 | JKC | Conduct research re assumed contracts; correspondence with N. Moss re same. | 1.10 |
| 03/22/20 | DHG | Review latest drafts of settlement documents; correspondence to W. Bloom and group re hearing date. | 2.60 |
| 03/22/20 | DMZ | Review draft settlement documents; multiple calls with D. Golden re settlement; call with Kirkland re same; correspondence with opposing counsel and MWE; review new drafts and blacklines of motions, orders and declarations; correspondence with team re joinder to 9019 motion. | 3.50 |
| 03/22/20 | CMG | Draft joinder to GUC Trust's 9019 approval motion and email same to Akin team. | 1.00 |
| 03/23/20 | DHG | All hands conference call re status of settlement; continue to comment on updated drafts for same. | 3.10 |
| 03/23/20 | DMZ | Review and revise plaintiffs motion; all hands call re motion date; review edits to draft settlement motion and correspondence re same, call with M. Huttenlocher re status of drafts; review GM settlement motion; review joinder; review and comment on non-plaintiffs settlement motion; call with M. Huttenlocher re same; all hands call re settlement status. | 4.90 |
| 03/23/20 | CMG | Revise draft joinder; communications with Akin team re same; review new docket entries. | 0.40 |
| 03/24/20 | DHG | Review memo on ownership of potential lawsuit against rail carriers. | 0.60 |
| 03/24/20 | DMZ | Review markups of plaintiffs settlement motion; correspondence with opposing counsel re same. | 0.60 |
| 03/24/20 | NM | Attend to issues re potential claim; emails with D. Golden re same. | 0.30 |
| 03/25/20 | DHG | Attend working group call; calls and emails with D. Zensky re Layn declaration and potential action against rail carriers. | 1.30 |
| 03/25/20 | DMZ | Review settlement checklist and revised settlement drafts; correspondence to K. Going and M. Huttenlocher re same; correspondence to opposing counsel re same; all hands call re same; call with D. Golden re status; review allocation decision. | 3.80 |
| 03/26/20 | DHG | Telephone call and correspondence to M. Yoshida re Layn declaration; attend call re settlement status; review revised Layn declaration. | 1.20 |
| 03/26/20 | DMZ | Correspondence with M. Huttenlocher and K. Going re settlement status; correspondence to D. Golden re same; review Cabreser declaration draft; all hands call re settlement; review final drafts of numerous settlement documents; correspondence to opposing counsel re same. | 4.20 |
| 03/26/20 | CMG | Email unitholders to schedule call to discuss settlement and GUC | 0.50 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| | | Trust's 9019 motion; communications with Akin team re same; update call sheet holdings and email to Akin team. | |
| 03/27/20 | DHG | Numerous calls and emails re status of settlement filings; conference call with unitholders re terms of agreements and filing of motions. | 2.40 |
| 03/27/20 | DMZ | Prepare for client call; review redlines of final draft settlement documents; final all hands call re same; call with clients; review sale documents; call with D. Golden re status; correspondence to R. D'Amato re research re sale order. | 4.30 |
| 03/27/20 | NM | Review filed settlement pleadings; attend group call re same. | 1.20 |
| 03/27/20 | CMG | Telephone call with Akin team and unitholders to discuss settlement and GUC Trust's 9019 motion; communications with Akin team re same; review pleadings filed in bankruptcy court and multi-district litigation re the settlement; circulate same to unitholders and Akin team. | 1.20 |
| 03/27/20 | JKC | Conduct research re assumed contracts. | 1.10 |
| 03/27/20 | RJD | Legal research re issues related to assignment; review Pre-Closing Accident Plaintiffs' brief in support of their late claims motion; review 9019 motion to approve settlement agreement with Economic Loss Plaintiffs and related documents; call with clients re update, summary and advice on settlement with Economic Loss Plaintiffs. | 3.00 |
| 03/28/20 | RJD | Legal research re claim assignment issues. | 3.40 |
| 03/29/20 | DMZ | Correspondence with Akin team re joinder to 9019 motion; correspondence with Akin team re antitrust issue. | 0.40 |
| 03/29/20 | CMG | Revise draft joinder; emails with Akin team re same. | 0.80 |
| 03/30/20 | DMZ | Correspondence with other parties all hands call; finalize joinder for filing. | 0.50 |
| 03/30/20 | CMG | Finalize draft joinder for filing; coordinate with paralegal re filing and service of same; communications with Akin team re same; review all recent filings on bankruptcy and MDL dockets and compile same. | 1.80 |
| 03/31/20 | DMZ | Review personal injury brief and analyze responses; correspondence with GUC Trust counsel re status of settlement; call with D. Golden re status and open items. | 1.10 |
| Total Hours | | | 120.40 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D H GOLDEN | 35.20 | at | \$1595.00 | = | \$56,144.00 |
| D M ZENSKY | 57.20 | at | \$1595.00 | = | \$91,234.00 |
| N MOSS | 8.70 | at | \$1225.00 | = | \$10,657.50 |
| C M GRIFFIN | 6.50 | at | \$775.00 | = | \$5,037.50 |
| J K COLEMAN | 6.10 | at | \$615.00 | = | \$3,751.50 |
| R J D'AMATO | 6.70 | at | \$810.00 | = | \$5,427.00 |

Current Fees \$172,251.50

FOR COSTS ADVANCED AND EXPENSES INCURRED:

| | |
|---------------------------------------|----------|
| Computerized Legal Research - Other | \$41.92 |
| Computerized Legal Research - Westlaw | \$320.13 |
| - in contract 30% discount | |
| Travel - Ground Transportation | \$66.79 |

| | |
|------------------|----------|
| Current Expenses | \$428.84 |
|------------------|----------|

| | |
|-------------------------------------|---------------------|
| Total Amount of This Invoice | \$172,680.34 |
|-------------------------------------|---------------------|

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1880591
Invoice Date 04/08/20
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1880591

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1889525
Invoice Date 06/10/20
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 05/31/20 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 04/01/20 | DHG | Call with E. Weisfelner re status report on his conversations with AAT; email to D. Zensky re same. | 0.30 |
| 04/01/20 | DMZ | Review New GM filing; review ELP filing; correspondence to K. Going re: same. | 0.90 |
| 04/01/20 | CMG | Emails with unitholders for March and April 2020 holdings; update MTLQU distribution list. | 0.50 |
| 04/01/20 | RJD | Reviewed briefing regarding AAT distribution motion. | 0.70 |
| 04/02/20 | DHG | Telephone conference with unitholders re status. | 0.70 |
| 04/02/20 | DMZ | Teleconference with MWE re: PIWD briefing issues and settlement; review new ruling from Judge Glenn. | 0.90 |
| 04/02/20 | CMG | Update holdings chart based on communications with unitholders; review Judge Glenn decision entered on the docket and circulate to Akin team. | 1.00 |
| 04/02/20 | RJD | Call with D. Zensky and GUC Trust counsel re: strategy for response to Pre-Closing Accident Plaintiffs' late claims briefing (including preparation time). | 0.70 |
| 04/03/20 | NM | Attend to issues re: case updates and next steps. | 0.50 |
| 04/03/20 | CMG | Attend to case administration; communications with unitholder and Akin team re: settlement. | 0.30 |
| 04/06/20 | DHG | Telephone call with unitholders re status and settlement issues; telephone conference with K. Going and D. Zensky re briefing of personal injury late claims litigation, wind up of trust and related issues. | 1.00 |
| 04/06/20 | DMZ | Telephone call with D. Golden and K. Going re litigation and trust issues. | 0.60 |
| 04/06/20 | NM | Attend to case administration. | 0.50 |
| 04/06/20 | CMG | Attend to case administration. | 0.40 |
| 04/07/20 | DMZ | Review correspondence from MWE. | 0.10 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 04/07/20 | NM | Call with C. Griffin re: calendar of events; review update letter. | 0.60 |
| 04/07/20 | CMG | Attend to case administration; communications with Akin team re: upcoming dates and deadlines. | 0.30 |
| 04/07/20 | JKC | Create case calendar. | 0.90 |
| 04/08/20 | CMG | Attend to case administration; review draft chart with critical dates and deadlines re: recent filings; review transcripts and hearing notes with respect to continued hearing on AAT Distribution Motion, GUC Trust allocation motion and ELP's motion to allow late claims; communications with Akin team re: same. | 3.60 |
| 04/10/20 | CMG | Review filings on the docket re: AAT distribution plan motion; emails with Akin team re: same. | 1.50 |
| 04/13/20 | DHG | Telephone call with K. Going re GUC Trust 2020 budget items; review allocation of distributable asset motion and order; review PIWD Andrews 12 proofs of claims. | 1.40 |
| 04/13/20 | DMZ | Correspondence with Akin team re upcoming dates and deadlines. | 0.40 |
| 04/13/20 | NM | Review settlement schedule and coordinate with respect to upcoming joint hearing; attend to case administration; emails with Akin team re: upcoming settlement schedule. | 1.10 |
| 04/13/20 | CMG | Review upcoming dates and deadlines with respect to settlement and other filings; update case calendar chart re: same; communications with Akin team re: same; review order re: telephonic appearances and speaking privileges for the April 23rd hearing; attend to case administration. | 2.90 |
| 04/13/20 | RJD | Conduct legal research re: process and response deadlines for preliminary approval motion in MDL court. | 0.40 |
| 04/14/20 | DHG | Draft and disseminate memo to unitholders re potential amount of final distribution and timing; telephone calls with holders re same. | 1.70 |
| 04/14/20 | NM | Review upcoming settlement schedule; review letter to Judge Furman re: 4/23 conference; review update to unitholders re: trust wind down schedule and costs associated with same. | 1.00 |
| 04/14/20 | CMG | Draft and send email to holders re: upcoming dates and deadlines; review correspondence from D. Golden to holders; attend to case administration; review joint letter filed by K. Going on behalf of the GUC Trust and Participating Unitholders re: speaking privileges at the April 23 hearing. | 0.70 |
| 04/15/20 | DHG | Review and revise MWE initial reply to late claims motion. | 2.30 |
| 04/15/20 | DMZ | Review AAT filing re: distribution motion; review memo from D. Golden re: status; correspondence with Akin team re: same. | 0.60 |
| 04/16/20 | DHG | Review D. Zensky revisions to MWE draft reply to PI late claims motion; extended telephone call with D. Zensky re same; review AM objection to 9019 motion; review AAT objection to 9019 motion. | 3.50 |
| 04/16/20 | DMZ | Revise draft reply brief from MWE; review objections to settlement; review settlement provisions and other documents re: same; call with D. Golden re: brief and objections. | 6.00 |
| 04/16/20 | JKC | Review cases cited in AAT brief. | 0.20 |
| 04/16/20 | RJD | Review filed objections to settlement agreement. | 0.50 |
| 04/17/20 | DHG | Continue work on GUC Trust response to PIWD late claims brief; numerous calls with MWE and D. Zensky re same; conference call with Paul Weiss, Kirkland, E. Weisfelner and MWE re response to AAT and PIWD objections to 9019 motion. | 2.70 |
| 04/17/20 | DMZ | Correspondence with Akin team re: status of settlement; teleconference with Akin team re objections and research; call with MWE re PIWD brief and settlement briefing; teleconference with all hands on settlement; correspondence with D. Golden and K. Going re: same. | 2.30 |
| 04/17/20 | NM | Prepare for and attend call with members of the Akin team re: objections to the proposed settlement; review objections; review | 1.90 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| | | applicable trust documents and plan following internal call; draft summary of relevant provisions for Akin team. | |
| 04/17/20 | CMG | Review case management procedures for reply deadlines; communications with Akin team re: reply to AAT objection to GUC Trust motion; conduct research re: 9019 standard; communications with Akin team re: same. | 3.40 |
| 04/17/20 | JKC | Review objections to 9019 motion; conduct research re same; attend call with team re same. | 3.20 |
| 04/17/20 | RJD | Internal call with Akin team re: strategy for response to settlement objections; conduct research re: issues for response to settlement objections. | 3.00 |
| 04/18/20 | DHG | Finalize GUC Trust response to PIWD late claims brief; review and revise first draft of MWE response to AAT and PIWD objections to 9019 motion. | 1.40 |
| 04/18/20 | DMZ | Correspondence with Akin team re: joinders to settlement and PIWD motions. | 0.20 |
| 04/18/20 | CMG | Draft joinders in support of GUC Trust's Omnibus Objection to PIWD Motions and GUC Trust's Reply in support of their 9019 motion; communications with Akin team re: same. | 1.00 |
| 04/19/20 | DHG | Continue work on GUC Trust reply to AAT/PIWD 9019 objections; review first draft of unitholders' reply; calls with D. Zensky re same. | 1.80 |
| 04/19/20 | DMZ | Review GUC TRUST draft reply to AAT/PIWD 9019 objections; correspondence to Akin team re: same; teleconference with K. Going re: same. | 1.50 |
| 04/19/20 | CMG | Communications with Akin team re: joinders in the GUC Trust's Omnibus Objection to PIWD Late Claims Motions and in reply to objections to 9019 motion; review hearing transcripts re: issue re: trusts. | 0.80 |
| 04/19/20 | RJD | Draft joinder to GUC Trust's motion to approve settlement agreement. | 1.00 |
| 04/20/20 | DHG | Continue work on GUC Trust objection to PIWD late claims brief; work on unitholders' joinder. | 2.80 |
| 04/20/20 | DMZ | Review replies from other parties to 9019 motion and PIWD motions; teleconference with D. Golden; revise participating unitholders' joinders in support of GUC Trust. | 2.40 |
| 04/20/20 | NM | Review replies and other pleadings filed in connection with proposed 9019 motion; emails with members of the Akin team re: same; review correspondence with Ad Hoc Group re: same; attend to issues re: prep for upcoming hearing on 9019 motion. | 2.20 |
| 04/20/20 | CMG | Finalize joinder in GUC Trust's reply in support of the 9019 motion; finalize joinder in GUC Trust's omnibus objection to PIWD motions; coordinate filing and service of same; communications with Akin team and unitholders re: same; review other responses filed on the docket; circulate same to the Akin team and unitholders. | 2.80 |
| 04/20/20 | JKC | Coordinate Court Call lines for upcoming hearing. | 0.30 |
| 04/20/20 | RJD | Review, revise, finalize and file joinders to GUC trust's motion to approve settlement agreement and reply to Pre-Closing Accident Plaintiffs. | 1.20 |
| 04/21/20 | DHG | Review supplement filed by PIWD claimants. | 0.40 |
| 04/21/20 | NM | Emails with members of the Akin team re: upcoming settlement hearing; review pleadings in advance of same. | 1.10 |
| 04/21/20 | CMG | Communications with Akin team re: April 23rd joint hearing re: settlement motions; update case calendar re: same; email unitholders re: same; review Judge Furman order re: dial in procedures for April 23 hearing; call chambers re: chambers copies; email chambers copies. | 1.00 |

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|--|--------------|
| 04/21/20 | RJD | Research and review filings in preparation for oral argument on motion to approve settlement agreement. | 0.20 |
| 04/22/20 | DHG | Numerous telephone conferences with New GM, ELPs, GUC Trust re preparation for hearing and announcement of AAT settlement; review and revise draft settlement order and letter; calls with MWE re preparation for hearing; review emails responding to Judges questions. | 5.20 |
| 04/22/20 | DMZ | Prepare for hearing; teleconference with Akin team and GUC Trust counsel re: same; review orders from court. | 3.50 |
| 04/22/20 | NM | Review scheduling orders and correspondence with Akin team re: same and upcoming settlement hearing. | 0.60 |
| 04/22/20 | CMG | Review agenda filed on the docket; circulate same to Akin team; communications with Akin team re: hearing preparation; review prior filings with respect to same. | 1.00 |
| 04/22/20 | JKC | Conduct research re settlement hearing. | 4.90 |
| 04/22/20 | RJD | Legal research in preparation for oral argument on settlement approval. | 1.70 |
| 04/23/20 | DHG | Review latest drafts of AAT, New GM, ELPs and GUC Trust settlement in principle letter; review and revise drafts of order approving 9019 motion incorporating AAT settlement; calls with MWE and D. Zensky re preparation for hearing; participate in settlement hearing; emails and calls to unitholders re results of hearing. | 4.40 |
| 04/23/20 | DMZ | Final preparation for court; appear on teleconference for argument; correspondence with clients re: same. | 3.80 |
| 04/23/20 | NM | Review letter re: AAT settlement; correspondence with Akin team re: same; telephonically attend the joint hearing re: approval of the settlement; review entered 9019 order; emails with unitholders; confer with D. Golden and C. Griffin re: motion for fee reimbursement; review potential precedent re: same. | 3.70 |
| 04/23/20 | CMG | Review revised GUC Trust Approval Order filed on the docket; circulate to Akin team; prepare for hearing; telephonically attend hearing; call with N. Moss re: strategy and next steps. | 3.40 |
| 04/23/20 | JKC | Attend hearing telephonically (partial). | 1.00 |
| 04/24/20 | DMZ | Review revised order; correspondence with other settlement parties re order. | 0.80 |
| 04/27/20 | CMG | Review research re: common benefit doctrine and other fee motions. | 2.00 |
| 04/28/20 | DMZ | Review revised settlement agreement; teleconference with MWE re: same. | 1.30 |
| 04/28/20 | CMG | Communications with J. Coleman re: research questions with respect to fee motion; continue to review research re: same. | 1.50 |
| 04/28/20 | JKC | Conduct research re common fund doctrine; confer with C. Griffin re same. | 2.90 |
| 04/28/20 | RJD | Review and comment on AAT revisions on draft settlement agreement; call with GUC Trust counsel re: AAT revisions on draft settlement agreement | 1.60 |
| 04/29/20 | NM | Call with D. Golden and C. Griffin re: GUC Trust agreement and fees reimbursement issues; review GUC trust agreement re: same; emails with D. Golden re: same. | 1.70 |
| 04/29/20 | CMG | Call with N. Moss and D. Golden re: fee motion; conduct research re: same; email cases to D. Golden re: same; read cases re: same. | 2.30 |
| 04/29/20 | JKC | Conduct research re common fund. | 3.50 |
| 04/30/20 | DMZ | Review AAT edits to settlement and draft 9019 order. | 0.40 |
| Total Hours | | | 128.50 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D H GOLDEN | 29.60 | at | \$1595.00 | = | \$47,212.00 |
| D M ZENSKY | 25.70 | at | \$1595.00 | = | \$40,991.50 |
| N MOSS | 14.90 | at | \$1225.00 | = | \$18,252.50 |
| C M GRIFFIN | 30.40 | at | \$775.00 | = | \$23,560.00 |
| J K COLEMAN | 16.90 | at | \$615.00 | = | \$10,393.50 |
| R J D'AMATO | 11.00 | at | \$810.00 | = | \$8,910.00 |

| | |
|--------------|--------------|
| Current Fees | \$149,319.50 |
|--------------|--------------|

| | |
|------------------|------------|
| Current Expenses | \$3,703.76 |
|------------------|------------|

| | |
|-------------------------------------|---------------------|
| Total Amount of This Invoice | \$153,023.26 |
|-------------------------------------|---------------------|

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
NY, NY 10036

Invoice Number 1889525
Invoice Date 06/10/20
Client Number 693414
Matter Number 0001

FED I.D. NO. 75-1338644

If sending remittance via Postal Mail
please remit to:

AKIN GUMP STRAUSS HAUER & FELD LLP

Dept. 7247-6838
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier
please remit to:

FIRST DATA REMITCO
AKIN GUMP STRAUSS - 6838
400 White Clay Center Drive
Newark, DE 19711

If sending remittance via Wire
Please use the following instructions:

AKIN GUMP STRAUSS HAUER & FELD LLP

CITI PRIVATE BANK
1101 Pennsylvania Avenue, NW
Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1889525

(For wires originating outside the US reference Swift ID# CITIUS33)

Akin Gump

Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
New York, NY 10036

Invoice Number 1891515
Invoice Date 06/26/20
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 05/31/20 :

| | |
|------------------------------|---------------|
| Fees | \$3,488.00 |
| Total Disbursements | <u>\$0.00</u> |
| Total Amount of this Invoice | \$3,488.00 |

Akin Gump
Strauss Hauer & Feld LLP

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
New York, NY 10036

Invoice Number 1891515
Invoice Date 06/26/20
Client Number 693414
Matter Number 0001

Re: GM LIQUIDATION TRUST

FOR PROFESSIONAL SERVICES RENDERED THROUGH 05/31/20 :

| <u>Date</u> | <u>Tkpr</u> | | <u>Hours</u> |
|-------------|-------------|---|--------------|
| 05/01/20 | DMZ | Review additional documents related to AAT settlement filing. | 0.40 |
| 05/04/20 | DMZ | Correspondence with D. Golden re: PIWD claims. | 0.10 |
| 05/04/20 | CMG | Review case law re: fee motion. | 1.20 |
| 05/07/20 | DMZ | Telephone call with K. Going and M. Huttenlocher re: PIWD claim issues. | 0.30 |
| 05/07/20 | SDL | Organize court call for upcoming hearing. | 0.40 |
| 05/08/20 | DMZ | Review GUC Trust brief in response to PIWD claims motion. | 0.20 |
| 05/08/20 | CMG | Review docket entries re: AAT entry into amended settlement agreement; circulate same to Akin team. | 0.30 |
| 05/11/20 | CMG | Review communications among Akin team re: PIWD plaintiffs reply. | 0.10 |
| 05/12/20 | DMZ | Review PIWD plaintiffs reply re: claims motion. | 0.10 |
| 05/19/20 | CMG | Circulate letter filed by GUC Trust to Judge Glenn to Akin team and unitholders. | 0.20 |
| 05/19/20 | RJD | Review GUC Trust letter re: pending excess distribution. | 0.10 |
| 05/20/20 | DMZ | Telephone call with D. Golden re: status. | 0.10 |
| Total Hours | | | 3.50 |

TIMEKEEPER TIME SUMMARY:

| <u>Timekeeper</u> | <u>Hours</u> | | <u>Rate</u> | | <u>Value</u> |
|-------------------|--------------|----|-------------|---|--------------|
| D M ZENSKY | 1.20 | at | \$1595.00 | = | \$1,914.00 |
| C M GRIFFIN | 1.80 | at | \$775.00 | = | \$1,395.00 |
| R J D'AMATO | 0.10 | at | \$810.00 | = | \$81.00 |
| S D LEVY | 0.40 | at | \$245.00 | = | \$98.00 |

Current Fees \$3,488.00

Total Amount of This Invoice 1

\$3,488.00

REMITTANCE COPY

Return with Payment

MOTORS LIQUIDATION COMPANY GUC TRUST
UNIT HOLDERS
New York, NY 10036

Invoice Number 1891515
Invoice Date 06/26/20
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Suite 900
Washington, DC 20004

Account #: 9250397941
ABA# 254070116
Ref: 693414/0001, Invoice No. 1891515

(For wires originating outside the US reference Swift ID# CITIUS33)

Exhibit B

Proposed Order

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

In re

**MOTORS LIQUIDATION COMPANY, *et al.*,
f/k/a General Motors Corp., *et al.***

Debtors.

Chapter 11 Case No.

09-50026 (MG)

(Jointly Administered)

**ORDER GRANTING WILMINGTON TRUST COMPANY'S
MOTION FOR APPROVAL OF THE PARTICIPATING UNITHOLDERS'
REQUESTED REIMBURSEMENT OF ATTORNEYS' FEES AND EXPENSES**

Upon the motion, dated July 22, 2020 (the “**Motion**”)¹ of Wilmington Trust Company in its capacity as trust administrator and trustee (in such capacity, the “**GUC Trust Administrator**”) of the Motors Liquidation Company GUC Trust (the “**GUC Trust**”), as established under the Debtors’ Second Amended Joint Chapter 11 Plan dated as of March 18, 2011 [ECF No. 9836] (as confirmed, the “**Plan**”) of the above-captioned post-effective date debtors (the “**Debtors**”) seeking entry of an order approving the Participating Unitholders’ (as defined in the Motion) requested reimbursement of certain past and future attorneys’ fees incurred and paid by Participating Unitholders in connection with, among other things, resolving the ongoing contingent late claims being asserted against the GUC Trust, all as more fully described in the Motion; and any objections to the Motion having been settled, resolved, withdrawn or overruled; and this Court having determined that the relief requested in the Motion is in the best interests of the Debtors’ creditors and estates; and it further appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and after due deliberation thereon, and good and sufficient cause appearing therefor:

¹ Capitalized terms not defined herein shall have the meanings ascribed to them in the Motion.

IT IS HEREBY:

ORDERED, that the relief requested in the Motion is granted to the extent provided herein; and it is further

ORDERED, that the Court finds that the requested reimbursement of the Participating Unitholders for the fees and expenses incurred by Akin Gump, as counsel to the Participating Unitholders, is an appropriate exercise of the GUC Trust administrator's rights, powers, and privileges under the Second Amended and Restated Motors Liquidation Company GUC Trust Agreement (the "**GUC Trust Agreement**"); and it is further

ORDERED, that, the GUC Trust is authorized to reimburse the Participating Unitholders for the fees and expenses incurred by Akin Gump, as counsel to the Participating Unitholders, from Distributable Assets (as that term is defined in the GUC Trust Agreement); and it is further

ORDERED, that this Court shall retain jurisdiction of all matters and disputes arising in connection with or related to the interpretation or implementation of this Order, any use of Distributable Cash in connection herewith, or the GUC Trust Agreement.

Dated: _____, 2020
New York, New York

UNITED STATES BANKRUPTCY JUDGE