

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 (REG)

Debtors.

(Jointly Administered)

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MOTORS LIQUIDATION COMPANY
AVOIDANCE ACTION TRUST,

Adversary Proceeding
Case No. 09-00504 (REG)

Plaintiff.

-against-

JPMORGAN CHASE BANK, N.A. *et al.*

Defendants.

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JOINDER IN MOTIONS TO DISMISS

Defendants, DE-SEI Instl Inv TR-Hi Yld BD, DE-SEI Instl Mgd TR-Hi Yld BD, SEI Inst Mgd TR Core Fxd Inc, DE-SEI Institutional Investment Trust - High Yield Bond Fund, DE-SEI Institutional Managed Trust - High Yield Bond Fund, Delaware-SEI Institutional Investment Trust-High Yield Bond Fund, Delaware-SEI Institutional Managed Trust-High Yield Bond Fund and SEI Institutional Managed Trusts Core Fixed Income (the "SEI entities"), by its undersigned counsel, hereby joins in the following motions to dismiss:

1. *Certain Term Loan Investors Defendants' Joint Motion to Dismiss Plaintiff's Amended Complaint* [Dkt. No. 226] and the accompanying *Memorandum of Law* [Dkt. No. 226-1]; and

2. Motion of Ad Hoc Group of Term Lenders (1) to Vacate Certain Prior Orders of the Court; and (2) To Dismiss the Adversary Proceeding [Dkt. No. 262].

The SEI entities adopt the arguments set forth in the above pleadings as if the same were set forth fully herein. The SEI entities' joinder applies regardless of whether such motions to dismiss are settled, withdrawn or otherwise resolved.

WHEREFORE, the SEI entities respectfully request that the Court dismiss the adversary proceeding with prejudice as to the SEI entities and grant the SEI entities such other and further relief as it deems just and proper.

Dated: New York, New York
November 30, 2015

MARSHALL DENNEHEY WARNER
COLEMAN & GOGGIN

By: /s/ R. David Lane, Jr.
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SEI Institutional Managed Trust-
High Yield Bond Fund,
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