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**Hearing Date: To be determined by Court**  
**Hearing Time: To be determined by Court**  
**Response Deadline: March 4, 2016**

*Attorneys for Sanford C. Bernstein Fund Inc. - Intermediate Duration Portfolio, Sanford C. Bernstein Fund Inc. II - Intermediate Duration Institutional Portfolio, and Ivy Funds, on behalf of its series, Ivy High Income Fund*

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

In re:	:	Chapter 11 Case
	:	
MOTORS LIQUIDATION COMPANY, <i>et al.</i> ,	:	Case No. 09-50026 (REG)
	:	
Debtors.	:	(Jointly Administered)
	:	
MOTORS LIQUIDATION COMPANY AVOIDANCE	:	Adversary Proceeding
ACTION TRUST, by and through the Wilmington Trust	:	
Company, solely in its capacity as Trust Administrator and	:	Case No. 09-00504 (REG)
Trustee,	:	
	:	
Plaintiff,	:	
	:	
vs.	:	
	:	
JPMORGAN CHASE BANK, N.A., <i>et al.</i> ,	:	
	:	
Defendants.	:	
	:	
	:	

**MOTION OF DEFENDANTS SANFORD C. BERNSTEIN FUND INC. -  
INTERMEDIATE DURATION PORTFOLIO, SANFORD C. BERNSTEIN FUND INC. II  
- INTERMEDIATE DURATION INSTITUTIONAL PORTFOLIO, AND IVY FUNDS,  
ON BEHALF OF ITS SERIES, IVY HIGH INCOME FUND FOR JUDGMENT ON THE  
PLEADINGS AND JOINDER IN ARGUMENTS**

Defendants Sanford C. Bernstein Fund Inc. - Intermediate Duration Portfolio, Sanford C. Bernstein Fund Inc. II - Intermediate Duration Institutional Portfolio (named in the Amended Complaint as “Sanford Bernstein II Intern DU”), and Ivy Funds, on behalf of its series, Ivy High Income Fund (named in the Amended Complaint as “Ivy Fund Inc.-High Income Fund” and “Ivy Funds-Ivy High Income Fund”), by their counsel, K&L Gates LLP, hereby move for judgment on the pleadings pursuant to the stipulation and order of this Court entered January 4, 2016 (ECF No. 341), and Fed. R. Civ. P. 12(c), made applicable to this adversary proceeding by Fed. R. Bankr. P. 7012(b), and hereby join in the arguments made in the following motions to dismiss:

1. *Point II*, Certain Term Loan Investor Defendants’ Joint Motion to Dismiss Plaintiff’s Amended Complaint (ECF No. 226), as set forth in the Memorandum of Law in Support of Certain Term Loan Investor Defendants’ Joint Motion to Dismiss Plaintiff’s Amended Complaint (ECF No. 226-1);
2. *Point I*, Motion of Ad Hoc Group of Term Lenders (1) To Vacate Certain Prior Orders of the Court; and (2) To Dismiss the Adversary Proceeding (ECF No. 262); and
3. *Point I*, Motion of Term Loan Lenders for Judgment on the Pleadings (ECF No. 377).

Defendants Sanford C. Bernstein Fund Inc. - Intermediate Duration Portfolio, Sanford C. Bernstein Fund Inc. II - Intermediate Duration Institutional Portfolio, and Ivy Funds, on behalf of its series, Ivy High Income Fund adopt and incorporate by reference the arguments with respect to service-extension issues as set forth in the above motions, as if set forth fully herein.

WHEREFORE, Defendants Sanford C. Bernstein Fund Inc. - Intermediate Duration Portfolio, Sanford C. Bernstein Fund Inc. II - Intermediate Duration Institutional Portfolio, and Ivy Funds, on behalf of its series, Ivy High Income Fund respectfully request that the Court grant judgment on the pleadings in their favor, dismiss the adversary proceeding as against them with prejudice, and grant such other and further relief as may be just and proper.

Dated: New York, New York  
January 27, 2016

Respectfully submitted,

K&L GATES LLP

By:           /s/ Robert T. Honeywell    
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*Attorneys for Sanford C. Bernstein Fund Inc. -  
Intermediate Duration Portfolio, Sanford C.  
Bernstein Fund Inc. II - Intermediate Duration  
Institutional Portfolio, and Ivy Funds, on behalf of  
its series, Ivy High Income Fund*