

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

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In re:

MOTORS LIQUIDATION COMPANY, f/k/a
GENERAL MOTORS CORPORATION, *et al.*,

Chapter 11

Case No. 09-50026 (MG)
(Jointly Administered)

Debtors.
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MOTORS LIQUIDATION COMPANY AVOIDANCE
ACTION TRUST, by and through the Wilmington Trust
Company, solely in its capacity as Trust Administrator and
Trustee,

Adversary Proceeding

Plaintiff,

Case No. 09-00504 (MG)

against

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

Defendants.
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**STIPULATION AND [PROPOSED] ORDER PERMITTING THE PARTIES
TO FILE MOTIONS IN LIMINE UNDER SEAL**

WHEREAS, on August 17, 2015, the Court entered an *Order Regarding Discovery and Scheduling* (ECF No. 153) (the “**August 17, 2015 Order**”), setting forth the schedule for discovery in this Action;

WHEREAS, on April 18, 2016, the Court entered the *Amended Agreed Protective Order* (ECF No. 489) (the “**Amended Agreed Protective Order**”), which governs discovery provided by and to all parties and non-parties in this Action;

WHEREAS, on May 4, 2016, the Court entered an *Order Amending the August 17, 2015 “Order Regarding Discovery and Scheduling” To Provide For Proceedings Concerning Characterization and Valuation of Representative Assets* (ECF No. 547), setting discovery and motion deadlines for additional proceedings addressing the Collateral Identification Issues and

Valuation Principles Issues (as defined in the May 4, 2016 Order) with respect to 40 representative assets selected by the parties (the “**Representative Assets**”), while otherwise leaving the deadlines in the August 17, 2015 Order in effect;

WHEREAS, on December 2, 2016, the Court entered an *Order Amending and Superseding Certain Prior Order Regarding Discovery and Scheduling* (ECF No. 805) (the “**December 2, 2016 Order**”), setting a schedule for trial on the Representative Assets and pre-trial proceedings;

WHEREAS, in accordance with the December 2, 2016 Order, the Parties’ pre-trial motions in limine are due to be filed with the Court on March 8, 2017 (the “**Motions in Limine**”); oppositions to Pre-trial Motions in Limine on March 22, 2017 (the “**Opposition Briefs**”); and replies to the pre-trial motions in limine on March 31, 2017 (the “**Reply Briefs**” and, together, with the Pre-trial Motions in Limine and the Opposition Briefs, the “**Motion in Limine Briefing**”);

WHEREAS, certain of the Motion in Limine Briefing that will be submitted by the Parties contains information that has been designated by the parties or various third parties as Confidential or Outside Attorneys’ Eyes Only (“**OAEO**”) (the “**Confidential Motion in Limine Briefing**”);

WHEREAS, certain other Motion in Limine Briefing that will be submitted by the Parties does not contain information that has been designated by the parties or various third parties as Confidential or OAEO (the “**Non-Confidential Motion in Limine Briefing**”);

WHEREAS, paragraph 12 of the Amended Agreed Protective Order requires that “All Confidential or OAEO Discovery Material filed with the Court, and all portions of pleadings, motions or other papers filed with the Court that disclose such Confidential or OAEO Discovery

Material, shall be filed under seal with the Clerk of the Court and kept under seal until further order of the Court”;

WHEREAS, counsel for Plaintiff and counsel for the members of the Defendants’ Steering Committee are mindful of the Court’s comments during the December 12, 2016 conference regarding the Court’s desire to address the third-party confidentiality concerns in advance of the Representative Assets trial;

WHEREAS, counsel for Plaintiff and counsel for the members of the Defendants’ Steering Committee have met and conferred regarding the filing of the Confidential Motion in Limine Briefing under seal; and

WHEREAS, counsel for Plaintiff and counsel for the members of the Defendants’ Steering Committee shall publicly file any Non-Confidential Motion in Limine Briefing on the Court’s electronic docket on the dates specified in the December 2, 2016 Order;

WHEREAS, good cause exists for temporarily permitting the Parties to file the Confidential Motion in Limine Briefing under seal to ensure that all confidentiality concerns are addressed before the Court in a timely manner;

IT IS HEREBY STIPULATED AND AGREED, by and among counsel for the undersigned parties, that:

1. The Parties shall serve all of the Motions in Limine, the Opposition Briefs and the Reply Briefs on all Parties to this Action via email on the dates set forth in the December 2, 2016 Order and will specify for any Confidential Motion in Limine Briefing that such material shall be treated as Confidential under the Amended Agreed Protective Order;

2. On April 3, 2017, or within one business day of the Court's so-ordering of this Stipulation, whichever is later, the Parties shall file the Confidential Motion in Limine Briefing under seal with the Clerk of Court pursuant to the Amended Agreed Protective Order;

3. On or before April 3, 2017, the Parties shall serve on all third-parties who have designated as Confidential or OAEO material contained in the Confidential Motion in Limine Briefing: (i) a copy of this Stipulation and Order; and (ii) the relevant portions of the Confidential Motion in Limine Briefing that contain such third party's Confidential or OAEO material;

4. Unless any party or third party files a motion to seal some or all of the Confidential Motion in Limine Briefing on or before April 14, 2017, the Confidential Motion in Limine Briefing will cease to be Confidential or OAEO and the Parties will file the Confidential Motion in Limine Briefing on the Court's electronic docket on April 17, 2017.

5. If any party or third party files a motion to seal portions of the Confidential Motion in Limine Briefing, after the Court has resolved the motions to seal, the parties will file the Confidential Motion in Limine Briefing on the Court's electronic docket with any redactions that the Court directs.

Dated: New York, New York
March 7, 2017

New York, New York
March 7, 2017

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SO ORDERED

Dated: New York, New York
_____, 2017

Martin Glenn
United States Bankruptcy Judge