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April 6, 2017

BY ECF

The Honorable Martin Glenn  
United States Bankruptcy Court  
Southern District of New York  
One Bowling Green, Courtroom 523  
New York, NY 10004-1408

Re: Motors Liquidation Company Avoidance Action Trust v. JP Morgan Chase Bank, N.A., et al., Case No. 09-00504 (MG)

Dear Judge Glenn:

I am writing in advance of tomorrow's pretrial conference to notify the Court that JPMorgan is adding one witness, Colleen Charles, to the trial witness list. Ms. Charles is not listed on Defendants' witness list submitted with the Joint Pretrial Order (ECF No. 918), which has not yet been entered by the Court.

Ms. Charles, the former Executive Director of GM's Global Financial Shared Services, is expected to testify based on GM's eFast asset ledger that GM owned the land and

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buildings where the Michigan Representative Assets were located. This fact should not be controversial. Plaintiff's title search witness, Robert Mollhagen, stated on the first page of his report that plaintiff's counsel "asked [him] to assume" that the "name of the owner of the Eaton County GM Plants Property [*i.e.* Lansing Delta Township] as of June 1, 2009, is General Motors Corporation." Mr. Mollhagen then found evidence corroborating that assumption from a limited search of a public website.

Nonetheless, plaintiff refused to include the fact that GM owned the land and buildings where the Michigan Representative Assets were located in the Stipulated Facts section of the Joint Pretrial Order. Plaintiff is effectively suggesting, without basis, that GM invested hundreds of millions of dollars to build plants on land that GM did not own.

In consulting with counsel for plaintiff as to whether it would agree that GM owned the land and buildings where the Michigan Representative Assets were located, and avoid the need to call Ms. Charles, we pointed counsel to the following:

1. In the Term Loan Collateral Agreement, GM represented to the Term Lenders that "General Motors Corporation" was the "current record owner" of all of the facilities where Representative Assets were located, as "reflected in the records of the filing office for [each] such property." JX-0002.

2. GM's Form 10-K for the year ending December 31, 2008, the last one before the bankruptcy, stated that Old GM's 207 "locations" included 48 "manufacturing sites," that it "own[ed] most of [those] facilities," and that "[l]eased properties consist[ed] primarily of warehouses and administration, engineering and sales offices." DX-0017.

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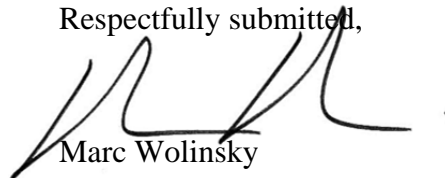
3. The KPMG workpapers establish what GM's 10-K states, *i.e.*, that GM owned the "land" and "buildings and improvements" associated with the GMNA plants. DX-0146. (As Your Honor knows, plaintiff is moving to exclude the admission of this evidence.)

4. Each facility is listed as "Owned" by "GM" in a document that tracked the transfer of property from Old GM to New GM. DX-0339. (Again, plaintiff has not consented to the admission of this evidence.)

Notwithstanding this, as of now, plaintiff has maintained its position that it does not consent to Ms. Charles' addition to the witness list and will not stipulate that GM owned the land and buildings where the Michigan Representative Assets were located. In light of the foregoing, we feel compelled to call Ms. Charles to testify as to a matter that should not be in dispute.

I will be prepared to address this at tomorrow's conference.

Respectfully submitted,



Marc Wolinsky

cc: All counsel of record