

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

In re:

MOTORS LIQUIDATION COMPANY, *et al.*,

Debtors.

Chapter 11

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

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

Adversary Proceeding

Case No.: 09-00504 (MG)

Plaintiff,

v.

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

Defendants.

**STIPULATION AND ORDER EXTENDING TIME FOR
GENERAL MOTORS LLC TO FILE A MOTION TO SEAL SOME
MOTION IN LIMINE BRIEFING AND TRIAL MATERIALS**

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 March 8, 2017, the Court entered a *Stipulation and Order Permitting the Parties to File Motion in Limine Under Seal* (ECF No. 862) (the “**March 8, 2017 Stipulation and Order**”)¹, setting forth the procedures regarding the treatment of the Motion in Limine

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the March 8, 2017 Stipulation and Order and the April 6, 2017 Stipulation and Order (defined below).

Briefing that contains information designated by parties and third parties as Confidential or OAE0, in accordance with the terms therein and the Amended Agreed Protective Order;

WHEREAS, on April 6, 2017, the Court entered a *Stipulation and Order Permitting the Parties to Submit Trial Exhibits and Deposition Designations Under Seal* (ECF No. 921) (the “**April 6, 2017 Stipulation and Order**”), setting forth the procedures regarding the treatment of the Trial Materials that contain information designated by parties and third parties as Confidential or OAE0, in accordance with the terms therein and the Amended Agreed Protective Order;

WHEREAS, in accordance with the March 8, 2017 Stipulation and Order and the April 6, 2017 Stipulation and Order, the parties recently served all third parties, including General Motors LLC (“**New GM**”), with the relevant portions of the Motion in Limine Briefing and Trial Materials that contained each third party’s Confidential or OAE0 material on April 3, 2017 and April 10, 2017, respectively;

WHEREAS, in accordance with the March 8, 2017 Stipulation and Order and the April 6, 2017 Stipulation and Order, the deadline for any party or third party to file any motion to seal some or all of the Motion in Limine Briefing or Trial Materials is April 14, 2017;

WHEREAS, due to time limitations, the significant amount of Motion in Limine Briefing and Trial Materials that the parties provided for New GM’s review, New GM’s concerns as to the confidential nature of certain of the information contained therein, and on-going discussions about New GM’s concerns, New GM requests a brief extension of time to file a motion to seal some or all of the Motion in Limine Briefing or Trial Materials to April 19, 2017;

WHEREAS, counsel for New GM, counsel for Plaintiff, counsel for Defendant JPMorgan Chase Bank, N.A., and counsel for the Defendants' Steering Committee have met and conferred regarding New GM's request for an extension of time to file a motion to seal some or all of the Motion in Limine Briefing or Trial Materials;

WHEREAS, good cause exists for granting New GM an extension of time to file any motions to seal some or all of the Motion in Limine Briefing or Trial Materials;

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

1. The deadline to file any motion to seal some or all of the Motion in Limine Briefing or Trial Materials² shall be extended to on or before April 19, 2017, solely with respect to New GM.

2. The deadline for the parties to file the Motion in Limine Briefing on the Court's electronic docket in the event that no party or third party files a motion to seal some or all of the Motion in Limine Briefing or Trial Materials shall be extended to on or before April 20, 2017.

3. In the event New GM files a motion to seal some or all of the Motion in Limine Briefing or Trial Materials, such documents shall remain sealed and the time for the parties to file any applicable, redacted versions, shall be (i) four days after the close of evidence, or (ii) pursuant to the Court's Order.

4. The remainder of the March 8, 2017 Stipulation and Order and the April 6, 2017 Stipulation and Order shall remain in full force and effect.

² For the sake of clarity, New GM has no concerns about and does not seek to potentially seal or redact any of New GM's business records marked as exhibits by the Parties.

Dated: New York, New York
April 14, 2017

KING & SPALDING LLP

By: /s/ Arthur Steinberg
Arthur J. Steinberg
1185 Avenue of the Americas
New York, NY 10036
Email: asteinberg@kslaw.com
Telephone: (212) 556-2100

Edward L. Ripley
(admitted pro hac vice)
1100 Louisiana Street
Suite 4000
Houston, TX 77002
Email: eripley@kslaw.com
Telephone: (713) 751-3200

Attorneys for General Motors LLC

Dated: New York, New York
April 14, 2017

BINDER & SCHWARTZ LLP

By: /s/ Eric Fisher
Eric B. Fisher
Neil S. Binder
Lindsay A. Bush
Lauren K. Handelsman
366 Madison Avenue, 6th Floor
New York, New York 10017
Telephone: (212) 510-7008
Facsimile: (212) 510-7299
Email: efisher@binderschwartz.com

*Attorneys for Plaintiff Motors
Liquidation Company Avoidance Action
Trust*

New York, New York
April 14, 2017

WACHTELL, LIPTON, ROSEN & KATZ

By: /s/ Marc Wolinsky
Harold S. Novikoff
Marc Wolinsky
Amy R. Wolf
Emil A. Kleinhaus
Carrie M. Reilly
C. Lee Wilson
51 West 52nd Street
New York, New York 10019
Telephone: (212) 403-1322
Email: HSNovikoff@wlrk.com
Email: MWolinsky@wlrk.com

KELLEY DRYE & WARREN LLP

John M. Callagy
Nicholas J. Panarella
Martin A. Krolewski
101 Park Avenue
New York, New York 10178
Telephone: (212) 808-7800
Email: jcallagy@kelleydrye.com
Email: npanarella@kelleydrye.com
Email: mkrolewski@kelleydrye.com

*Attorneys for Defendant JPMorgan Chase Bank,
N.A.*

JONES DAY

By: /s/ Bruce Bennett
Bruce Bennett
Erin L. Burke
555 South Flower Street, 50th Floor
Los Angeles, California 90071
Telephone: (213) 489-3939
Email: bbennett@jonesday.com
Email: eburke@jonesday.com

Gregory M. Shumaker
Christopher J. DiPompeo
51 Louisiana Avenue, N.W.
Washington, D.C. 20001
Telephone: (202) 879-3939
Email: gshumaker@jonesday.com
Email: cdipompeo@jonesday.com

MUNGER, TOLLES & OLSON LLP

John W. Spiegel
Matthew A. Macdonald
Bradley R. Schneider
350 South Grand Avenue, 50th Floor
Los Angeles, California 90071
Telephone: (213) 683-9100
Email: john.spiegel@mto.com
Email: matthew.macdonald@mto.com
Email: bradley.schneider@mto.com

Nicholas D. Fram
560 Mission Street, 27th Floor
San Francisco, California 94105
Telephone: (415) 512-4000
Email: nicholas.fram@mto.com

*Attorneys for the Term Loan Lenders Listed on
Appendix A to Dkt. No. 241*

**KASOWITZ BENSON TORRES &
FRIEDMAN LLP**

By: /s/ Andrew K. Glenn
Andrew K. Glenn
Joshua N. Paul
Michelle G. Bernstein
Isaac S. Sasson
1633 Broadway
New York, New York 10019
(212) 506-1700
Email: aglenn@kasowitz.com
Email: jpaul@kasowitz.com
Email: mgenet@kasowitz.com
Email: isasson@kasowitz.com

*Attorneys for the Ad Hoc Group of Term Lenders
listed in Appendix A to Dkt. No. 670*

HAHN & HESSEN LLP

By: /s/ Mark T. Power
Mark T. Power
Alison M. Ladd
488 Madison Avenue
New York, New York 10022
Telephone: (212) 478-7200
Email: mpower@hahnessen.com
Email: aladd@hahnessen.com

*Attorneys for Certain Term Loan Investor
Defendants identified on Exhibit 1 to Dkt. No. 788*

DAVIS POLK & WARDWELL LLP

By: /s/ Elliot Moskowitz
Elliot Moskowitz
Marc J. Tobak
M. Nick Sage
450 Lexington Avenue
New York, New York 10017
Email: elliot.moskowitz@davispolk.com
Email: marc.tobak@davispolk.com
Email: m.nick.sage@davispolk.com

*Attorneys for Defendants Arrowgrass
Master Fund Ltd., Bank of America, N.A.,
Merrill Lynch Capital Services, Inc.,
Baltic Funding, LLC, Barclays Bank PLC,
Grand Central Asset Trust, WAM Series,
Citibank, N.A., Citigroup Financial
Products Inc., Loan Funding XI LLC,
Deutsche Bank AG, Deutsche Bank AG
Cayman Islands Branch, Goldman Sachs
Lending Partners LLC, Goldman Sachs –
ABS Loans 2007 Ltd., Marathon CLO I
Ltd., Marathon CLO II Ltd., Marathon
Financing I, B.V., Morgan Stanley Senior
Funding Inc., Muzinich &
Company (Ireland) Ltd. for the Account of
Muzinich Loan Fund Plus (f/k/a Muzinich &
Company (Ireland) Ltd. for the Account of
Extra Yield \$ Loan Fund), and The Royal
Bank of Scotland plc*

IT IS SO ORDERED.

Dated: _____, 2017
New York, New York

MARTIN GLENN
United States Bankruptcy Judge