

Baker & McKenzie LLP  
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 David F. Heroy  
 Andrew P.R. McDermott

*Special Counsel to the Debtors and  
 Debtors in Possession*

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

<b>In re</b>	<b>Chapter 11 Case No.</b>
<b>MOTORS LIQUIDATION COMPANY, et al., f/k/a General Motors Corp., et al.</b>	<b>09-50026 (REG)</b>
<b>Debtors.</b>	<b>(Jointly Administered)</b>

**FINAL APPLICATION OF BAKER & MCKENZIE  
 FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR  
 SERVICES RENDERED AS SPECIAL COUNSEL FOR THE DEBTORS  
FOR THE PERIOD JUNE 1, 2009 THROUGH MARCH 29, 2011**

Name of Applicant:	Baker & McKenzie
Authorized to Provide Services to:	Debtors
Date of Retention:	June 1, 2009
Date of Entry of Retention Order:	August 3, 2009 [Docket No. 3634]
Fee Period for Which Compensation and Reimbursement is Sought:	June 1, 2009 through March 29, 2011
Compensation Requested:	\$1,280,837.78
Expense Reimbursement Requested:	\$24,236.72
Total Request:	\$1,305,074.50
This Is:	Final Fee Application
Blended Rate of All Billers:**	\$480.40
Blended Rate of Professionals:**	\$507.61

\* One prior interim application has been filed by Baker & McKenzie [Docket No. 4454].

\*\* Blended rates do not include time billed after the First Interim Period.

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<b>Debtors.</b>	<b>(Jointly Administered)</b>

**FINAL APPLICATION OF BAKER & MCKENZIE  
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR  
SERVICES RENDERED AS SPECIAL COUNSEL FOR THE DEBTORS  
FOR THE PERIOD JUNE 1, 2009 THROUGH MARCH 29, 2011**

Baker & McKenzie (“**Baker**”), special counsel to the above-captioned debtors (the “**Debtors**”), hereby applies (this “**Final Application**”) for entry of an order allowing, (a) for the period from June 1, 2009, through March 29, 2011 (the “**Fee Period**”), (1) fees in the amount of \$1,280,837.78, for the reasonable and necessary legal services Baker has rendered to the Debtors, and (2) the actual and necessary expenses that Baker incurred in the amount of \$24,236.72; and (b) fees and expenses related to the filing and prosecution of this Final Application; in each case pursuant to sections 330 and 331 of the Bankruptcy Code, 11 U.S.C. §§ 101, *et seq.* (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 2016-1 of the Local Rules of the Bankruptcy Court for the

Southern District of New York (the “**Local Rules**”), the Retention Order (as defined below), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 (the “**Trustee Guidelines**”) and the Order Granting Motion of Debtors for Entry of Order Pursuant to 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Docket No. 3711] (the “**Interim Compensation Order**”). In support of this Final Application, Baker respectfully states as follows:

**PRELIMINARY STATEMENT**<sup>1</sup>

This Final Application presents only one “new” issue – approval of Baker’s fees and expenses for Retention & Fee Applications (the Baker project matter relating to Baker’s being retained in these Chapter 11 Cases and seeking approval of its fees and expenses through preparation of monthly statements and fee applications). All of the remaining services provided by Baker to the Debtors were completed in the First Interim Fee Period and the Fee Examiner and Baker reached an agreement to resolve the Fee Examiner’s objections to Baker’s First Interim Application with respect to these services. This agreement provided for an agreed reduction in Baker’s fees and subsequent recommendation for interim approval of those fees (as reduced) by the Fee Examiner. With no other objections being lodged, the Court approved Baker’s First Interim Application in accordance with the Fee Examiner’s recommendations.

As Baker was continuing to bill fees and incur expenses relating to Retention & Fee Applications, Baker and the Fee Examiner determined that the issue of approval of its fees for Retention & Fee Applications would most expeditiously be resolved as part of this Final Application. All of the invoices for Retention & Fee Applications are attached hereto as

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<sup>1</sup> All terms as defined below.

**Exhibit C** and have been served upon the Debtors in monthly statements. Although Baker recognizes that amounts awarded as interim compensation are subject to reconsideration, there has been no indication that the resolution regarding Baker's First Interim Application should be revisited. Thus, this Final Application will summarize the First Interim Application, but will not retread these issues or provide additional information unless requested by the Fee Examiner or a party in interest. Schedules summarizing the fees and expenses billed in the First Interim Period, together with information regarding billing professionals, are attached hereto as **Exhibit B**. The variation in total amounts requested in this Final Application reflects reductions agreed upon between the Fee Examiner and Baker in the context of approval of the First Interim Application as described more fully below.

#### **BACKGROUND**

1. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

2. This Final Application has been prepared by Baker in accordance with the Amended Guideline for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on April 19, 1995 (the "**Local Guidelines**"), the Trustee Guidelines and the Interim Compensation Order. Pursuant to the Local Guidelines, a certification regarding compliance with same is annexed hereto as **Exhibit A**.

3. On June 1, 2009 (the "**Commencement Date**"), the Debtors filed voluntary petitions for relief commencing cases (the "**Chapter 11 Cases**") under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee

or examiner has been appointed in these cases.

4. On July 5, 2009, the Court approved the sale of substantially all of the Debtors' assets to Vehicle Acquisition Holdings LLC (its successor, "**New GM**") pursuant to its Order (I) Authorizing Sale Of Assets Pursuant To Amended And Restated Master Sale And Purchase Agreement With NGMCO, Inc., A U.S. Treasury Sponsored Purchase; (II) Authorizing Assumption And Assignment Of Certain Executory Contracts And Unexpired Leases In Connection With The Sale; And (III) Granting Related Relief [Docket No. 2968] and the approved sale was consummated as of July 10, 2009 (the "**Sale Date**").

**BAKER'S RETENTION & CONTINUING DISINTERESTEDNESS**

5. On July 22, 2009, the Debtors filed their Application For Entry Of Order Pursuant To 11 U.S.C. §§ 327(e) And Fed. R. Bankr. P. 2014 Authorizing Retention And Employment of Baker & McKenzie As Special Counsel, *Nunc Pro Tunc* To The Commencement Date (the "**Retention Application**") [Docket No. 3283]. In support thereof, on July 31, 2009, the Debtors filed the Amended And Restated Declaration Of A. Duane Webber And Disclosure Statement Of Baker & McKenzie Pursuant To Sections 327(e), 329 And 504 Of The Bankruptcy Code And Rule 2014(a) Of The Federal Rules Of Bankruptcy Procedure (the "**Webber Declaration**") [Docket No. 3597].

6. By this Court's order dated August 3, 2009 [Docket No. 3634] (the "**Retention Order**"), the Debtors were authorized to retain Baker as special counsel, *nunc pro tunc* to the Commencement Date, with regard to tax and international matters relating primarily to the Debtors' post-petition financing, the tax implications of the Debtors' Chapter 11 Cases and the negotiation and sale of substantially all of the Debtors' assets. The Retention Order authorizes the Debtors to compensate Baker at Baker's hourly rates charged for services of this type and to

reimburse Baker for Baker's actual and necessary out-of-pocket expenses incurred, as more fully set forth therein.

7. As disclosed in the Webber Declaration, Baker does not hold any adverse interest to the Debtors or their estates with respect to the matters on which Baker has been employed. As further set forth in the Webber Declaration, Baker may have in the past represented, may currently represent, and likely in the future will represent parties-in-interest in connection with matters unrelated to the Debtors and the Chapter 11 Cases. In the Webber Declaration, Baker disclosed its connections to parties-in-interest that it has been able to ascertain using its reasonable efforts. Baker has and will continue to update the Webber Declaration if and when necessary and appropriate.

#### **BAKER'S FIRST INTERIM FEE APPLICATION**

8. Beginning on the Commencement Date, Baker performed legal services for the Debtors with respect to four distinct major projects which have made near full use of Baker's international reach:

(a) **"Project Beam,"** the proposed sale of (or investment in) the Debtors' (and New GM, on and after the Sale Date) stake in Adam Opel GmbH, has been led by Baker's Berlin and London offices, with support from offices in Munich and Frankfurt;

(b) **"Delphi Steering Acquisition,"** the proposed acquisition by the Debtors (and New GM, on and after the Sale Date) of the steering and half shafts business of Delphi Corporation, has been managed from Baker's London office, with services worldwide from offices in Amsterdam, Beijing, Berlin, Frankfurt, Madrid, Melbourne, Mexico City, Milan, Monterrey (Mexico), Moscow, Paris, Porto Alegre (Brazil), Rome, San Francisco and Sao Paulo;

(c) “**Project Two**,” support for the Debtors’ (and New GM’s, on and after the Sale Date) restructuring and contingency planning efforts throughout the Asia-Pacific region, including regulatory compliance and review of material contracts, utilizing Baker’s offices and affiliated lawyers in Bangkok, Beijing, Ho Chi Minh City, Jakarta, Kuala Lumpur, Manila, Melbourne, Shanghai, Singapore, Sydney and Tokyo, as well as Baker’s contacts with law firms in countries such as India, that do not permit foreign firms; and

(d) “**U.S. Tax Liability**,” the resolution of disputed tax liabilities of the Debtors and related claims filed in the Chapter 11 Cases serviced by Baker’s Chicago, New York and Washington, D.C. offices.

9. In addition to the foregoing, Baker provided minor follow up services relating to a previous matter that has wound-down (“**Technology Company**”).

10. All of the substantive work performed by Baker was completed in the First Interim Fee Period and the fees and expenses relating to the foregoing matters were submitted for interim approval by the Court in Baker’s First Application for Interim Professional Compensation for Baker & McKenzie LLP, Special Counsel, for the period June 1, 2009 through September 30, 2009 [Docket No. 4454] (the “**First Interim Application**”).

11. On April 22, 2004, Brady C. Williamson, the fee examiner appointed in these Chapter 11 Cases (the “**Fee Examiner**”), filed the Fee Examiner’s Preliminary Report on the First Interim Fee Application of Baker & McKenzie LLP [Docket No. 5543] raising certain issues with the First Interim Application and reflecting the agreement among Baker and the Fee Examiner regarding an extension of the hearing on the First Interim Application to permit a full audit by the Fee Examiner, documented in the Stipulation and Order for Adjournment of April

29, 2010 Hearing on First Interim Fee Application of Baker & McKenzie LLP filed April 26, 2010 [Docket No. 5604] and entered April 29, 2010 [Docket No. 5671].

12. Baker and the Fee Examiner subsequently resolved the Fee Examiner’s issues with Baker’s First Interim Application through Baker’s voluntary write-off of \$51,115.59 in fees relating to its total request of \$1,262,789.76 in fees and \$21,619.20 in expenses, as reflected in the Fee Examiner’s Report and Statement of Limited Objection to the First Interim Fee Application of Baker & McKenzie LLP filed June 22, 2010 [Docket No. 6080] (the “**Fee Examiner’s Report**”).

13. As stated in the Fee Examiner’s Report ¶ 27, “Baker has also disclosed that going forward, all fees and expenses submitted in future fee applications will be for retention or billing matters only. The Fee Examiner and Baker have had productive discussions on this issue, and have agreed to defer treatment of this issue until Baker’s final fee application, when the full scope of billing and retention activities, in relation to the work Baker performed, will be more apparent.”

14. In accordance with the Fee Examiner’s Report and Baker’s acceptance of the recommendations at the hearing on its First Interim Application, on July 22, 2010, the Court entered its Order Granting First Interim Professional Compensation and Reimbursement of Expenses [Docket No. 6402] (the “**First Interim Order**”), approving, pursuant to sections 330 and 331 of the Bankruptcy Code, the following amounts relating to Baker’s First Interim Application (*See* Schedule B to First Interim Order):

<b>Applicant</b>	<b>Fees Requested</b>	<b>Fees Awarded</b>	<b>Fees Held Back (10%)</b>	<b>Expenses Requested</b>	<b>Expenses Awarded</b>
Baker & McKenzie LLP	\$1,262,789.76	\$1,046,409.68	\$104,640.97	\$21,619.20	\$21,785.99

15. In sum, the amount of Baker’s fees approved (\$1,046,409.68) in the First Interim Order, in light of the deductions provided for in the Fee Examiner’s Report include: (i) Fees



Requested (\$1,262,789.76) *less* (ii) the sum of (A) \$51,115.59 (voluntary reductions), (B) \$127,145.05 (Retention & Fee Applications fees), (C) \$35,774.37 (amounts billable to New GM) and (D) upon information and belief, a \$2,345.07 deduction that results from variances between Baker's and the Fee Examiner's requested amounts and deduction amounts arising from use of alternative currency conversion methods.

16. The small increase in expenses awarded to Baker for the First Interim Period (over the amount requested) is the result of the Fee Examiner's application of currency conversion rates to Baker's request. *See* Fee Examiner's Report Exh. A-2.

17. The Fee Examiner's reservation of \$127,145.05 for Baker's Retention & Fee Applications matter varies from the amount of \$122,222.31 reflected in Baker's invoices and First Interim Application because the Fee Examiner included in this amount certain fees billed to other matters that it determined were more properly considered under the Retention & Fee Applications matter. The difference of \$4,922.74 is referenced herein as the "**Additional Fee Examiner R&FA Fees**" and is included in Baker's current request.

#### **BAKER'S FEES FOR RETENTION & FEE APPLICATIONS**

18. Baker's time entries and expenses organized under the Retention & Fee Applications matter relate to Baker's services performed in connection being retained and paid as a professional in the Chapter 11 Cases. The following summarizes the services provided relating to the applicable invoice periods and stages of the Chapter 11 Cases (invoices attached as Exhibit C):

19. Initial Retention (June-July 2009, Fees of \$80,722.81 [Invoices] & \$4,922.74 [Additional Fee Examiner RF&A Fees]) – At the outset, Baker's retention required significant effort principally because Baker's retention involved thirty (30) offices including four major firm

groups working on four distinct matters of major importance to GM's restructuring (as more fully described above): Project BEAM (Germany), the Delphi Steering Acquisition (London), Project Two Asia/Pacific Restructuring (Sydney) and US Tax Matters (Washington, D.C.). Baker's retention was unique in that Baker was required to communicate and comply with bankruptcy guidelines across offices in twenty-one (21) countries worldwide, nineteen (19) of which are non-English speaking. This additional layer of administration included the extra costs of translation of the bankruptcy standards, currency conversions and collection of data across multiple systems, all of which would have been unnecessary outside of bankruptcy. In addition, Baker was not contacted by the Debtors prior to filing regarding the scope and manner of Baker's bankruptcy retention as special counsel because the Debtors believed it would be sufficient to retain Baker as ordinary course counsel. As a result of the foregoing, significant time was spent by Baker in the first months that was not necessary for other professionals, including time spent principally on (i) advising the Debtors and Debtors' counsel that Baker needed to be retained as special counsel (there existed significant confusion as to whether Baker worked for non-Debtor subsidiaries) and determining the proper means for retention (as special counsel instead of ordinary course counsel); (ii) identifying and coordinating Baker's bankruptcy retention among the 30 offices involved (including 26 international offices), performing conflicts checks and notification of billing procedures appropriate in bankruptcy; and (iii) assisting Debtors' counsel with preparation of the Retention Application and drafting the supporting Webber Declaration, which documents many professionals had filed at the beginning of the case. Because this was the Debtors' and its counsel's busiest period, and Baker's retention had not been contemplated, Baker's initial retention required numerous contacts and repeated inquiries that led to additional fees that most other professionals did not experience.

20. Initial Invoices & Monthly Statements (August-September 2009, Fees of \$41,449.50 & Expenses of \$108.09) – Given Baker’s international reach and twenty-six (26) international offices billing to the Debtors in June and July, insolvency attorneys spent significant time preparing Baker’s invoices consistent with the requirements of professionals in U.S. bankruptcy cases and coordinating billing to comply with bankruptcy guidelines. The Monthly Statements contained summary information on over 150 billing professionals worldwide, the majority of which were located in non-English speaking countries and working in offices not typically retained in U.S. bankruptcy proceedings. In addition, Baker billed fees during this period to assisting the Debtors in its retention of “ordinary course professionals” in foreign jurisdictions and significant time working with the Debtors to identify work transitioning to New GM after the sale.

21. First Interim Application (October-November 2009, Fees of \$42,991.50 & Expenses of \$150.04) – In late October and through November, Baker spent significant time preparing its First Interim Application. Baker also continued to provide services relating to transitioning matters from MLC to New GM and working with AlixPartners (advisor to MLC) to resolve confusion over which offices should be billing to which entity and the allocation of responsibility for Baker invoices among MLC and New GM.

22. Monthly Statements, Ordinary Course Professionals, Transition (December 2009 – March 2010, Fees of \$15,543.55 & Expenses of \$266.71) – Baker continued to prepare Monthly Statements during this period. The amounts involved include time spent on preparing submissions relating to Project Two, a matter that the client advised was to be an ongoing matter for MLC, but that was ultimately determined among MLC advisors and New GM to be an obligation of New GM going forward. Fees billed included discussions with AlixPartners and

New GM relating to this transition, and the modification of invoices from Asia/Pacific for inclusion in Monthly Statements. In addition, Baker continued to assist in the retention and payment of ordinary course professionals internationally.

23. Fee Examiner Requests, Settlement & Hearing on First Interim Application (April – July 2010, Fees of \$40,015.00 & Expenses of \$1,542.99) – Amounts stated include time spent responding to inquiries from the Fee Examiner regarding Baker's First Interim Application, reviewing draft Fee Examiner's Reports and providing additional information to the Fee Examiner. In addition, Baker insolvency professionals negotiated a mutually agreeable settlement with the Fee Examiner that prevented wasteful pleadings and Court resources. One Baker attorney travelled to New York for the hearing in July 2010. In addition, Baker continued to prepare Monthly Statements during this period.

24. Fee Examiner Requests, Settlement & Hearing on First Interim Application (August 2010 – March 2011, Fees of \$8,733.00 & Expenses of \$321.31) – After the hearing on Baker's First Interim Application, Baker worked with AlixPartners to resolve an issue as to the proper level of interim payments due to Baker. In addition, Baker performed brief research and continued to monitor Court rulings relating to Retention & Fee Applications in preparation for this Final Application. For efficiency, Baker discontinued preparing Monthly Statements during this period.

25. In sum, from June 1, 2010 through March 31, 2011, Baker provided services relating to Retention & Fee Applications in these Chapter 11 Cases, accruing fees in the total amount of \$234,428.10 and expenses in the amount of \$2,450.73.

26. Baker will supplement this Final Application with invoices after March 31, 2011 for time spent preparing and prosecuting this Final Application.

### ACTUAL & NECESSARY EXPENSES

27. Attached hereto as Exhibit D is a summary of the expenses incurred by Baker during the Fee Period relating to the Retention & Fee Applications matter and for which reimbursement is sought herein.

28. It is Baker's policy to charge its clients in all areas of practice the amounts incurred by Baker for identifiable, non-overhead expenses incurred in connection with the client's case that would not have been incurred except for representation of that particular client. Examples of such expenses are postage, overnight mail, courier delivery, computer assisted legal research, photocopying, out-going facsimile transmissions, local transportation and secretarial overtime.

### CONCLUSION

29. By this Final Application, Baker requests final allowance and payment of: (a) for the Fee Period, fees and expenses in the total amount of \$1,305,074.50 consisting of: (1) \$1,280,837.78, for the actual, reasonable and necessary professional services rendered by Baker on behalf of the Debtors, and (2) \$24,236.72, for actual and necessary costs and expenses; and (b) fees and expenses related to the filing and prosecution of this Final Application.

### NOTICE

30. Notice of this Final Application has been provided to all parties required to receive notice of this Final Application. In light of the nature of the relief requested, Baker submits that no further notice is required.

WHEREFORE, Baker respectfully requests the entry of an order (a) allowing an administrative expense claim for Baker's compensation and reimbursement for its fees and expenses incurred during the Fee Period and fees and expenses related to the filing and prosecution of this Final Application; (b) authorizing and directing payment of such amounts and (c) granting such other and further relief as is just and proper.

Dated: May 15, 2011

/s/ David F. Heroy  
David F. Heroy  
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**EXHIBIT A**

**CERTIFICATION UNDER GUIDELINES IN SUPPORT OF  
FINAL APPLICATION OF BAKER & MCKENZIE  
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR  
SERVICES RENDERED AS SPECIAL COUNSEL FOR THE DEBTORS  
FOR THE PERIOD JUNE 1, 2009 THROUGH MARCH 29, 2011**

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**UNITED STATES BANKRUPTCY COURT  
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FOR THE PERIOD JUNE 1, 2009 THROUGH MARCH 29, 2011**

I, David F. Heroy, hereby certify that:

1. I am a member with the applicant firm, Baker & McKenzie LLP (“**Baker**”), with responsibility for the jointly administered chapter 11 cases of Motors Liquidation Company, et al. (f/k/a General Motors Corp., et al.) (collectively, the “**Debtors**”), pursuant to Sections 105(a), 331 of the Bankruptcy Code and Local Bankruptcy Rule 2016-1, in respect of compliance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court (the “**Local Guidelines**”), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted on January 30, 1996 (the “**Trustee Guidelines**”)



and the Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals (the “**Interim Compensation Order**”, and collectively with the Amended Local Guidelines and **Trustee Guidelines**, the “**Guidelines**”).

2. This certification is made in respect of Baker’s application, dated May 15, 2011 (the “**Final Application**”), for interim compensation and reimbursement of expenses for the period commencing June 1, 2009, through and including March 29, 2011.

3. I certify that:

- a. I have read the Final Application;
- b. to the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Local Guidelines;
- c. the fees and disbursements sought are billed at rates in accordance with those customarily charged by Baker and generally accepted by Baker’s clients; and
- d. in providing a reimbursable service, Baker does not make a profit on that service, whether the service is performed by Baker in-house or through a third party.

4. As required by the Interim Compensation Order, I certify that Baker has complied with these provisions requiring it to provide the Debtors and the Office of the United States Trustee for the Southern District of New York, on a monthly basis, with a statement of Baker’s fees and disbursements accrued during the previous month.

5. I certify that the Debtors and the United States Trustee for the Southern District of

New York are each being provided with a copy of the Application, along with the parties designated in the August 7, 2009 Order of the Court establishing procedures for interim compensation and reimbursement of expenses of professionals.

Dated: May 15, 2011

Respectfully Submitted,

BAKER & MCKENZIE LLP

/s/ David F. Heroy

David F. Heroy

Baker & McKenzie LLP

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**EXHIBIT B**

**SUMMARY OF PROFESSIONALS & PARAPROFESSIONALS  
RENDERING SERVICES DURING FIRST INTERIM PERIOD**

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**ATTORNEY INFORMATION**

<b>Billor</b>	<b>Title</b>	<b>Office</b>	<b>Yrs</b>	<b>Adm.</b>	<b>Area of Exptertise</b>
Achramowicz, Weronika	Associate	Warsaw	2	2007	Mergers & Acquisitions
Adame-Alvarez, Gerardo	Associate	Mexico City	1	2005	Mergers & Acquisitions
Alonso, Manuel	Associate	Madrid	4	2005	Tax
Amaral, Renata C.	Associate	Porto Alegre	6	2003	Environmental
Austin, Jenny	Associate	Chicago	5	2003	Tax
Baiguera, Mara T.	Paralegal	Milan	5	N/A	Mergers & Acquisitions
Bassman, Nicole	Prof. Supp. Lwyr.	Frankfurt	3	N/A	Corporate Commercial
Beatty, Andrew	Partner	Sydney	4	1985	Environmental
Bell, Mitchell	Associate	London	5	1997	Employment
Binns, Bryony	Associate	Melbourne	7	2003	Employment & Comp.
Bolster, Thomas	Trainee Solicitor	London	4	N/A	Tax
Brandman, Scott	Partner	New York	9	1994	Tax
Broderson, Christian	Partner	Frankfurt	-	1975	Real Estate
Broughton, Jonathon	Associate	London	2	2006	Corporate Commercial
Burke, Frederick	Partner	Ho Chi Minh City	12	1988	Corporate Commercial
Cary, Sylvia	Paralegal	Melbourne	2	N/A	Corporate & Securities
Celescuekci, Hercules	Partner	Sao Paulo	13	1984	Employment
Chadwick, Alexander F.	Partner	London	8	1992	Tax
Chauhan, Deepti	Associate	Melbourne	1	2009	Banking & Finance
Chertok, Seth	Associate	Chicago	2	2005	Coporate & Securities
Chia, Brian H. G.	Partner	Kuala Lumpur	7	1990	Coporate Commercial
Coetsee, Emma	Associate	Melbourne	1	-	Corporate & Securities
Cogan, Erin	Associate	London	2	2006	Corporate Commercial
Commons, Martin G.	Associate	Shanghai	8	2002	Competition Law
Crabbe, Lorren	Trainee Solicitor	London	2	N/A	Employment
Crozier, Jannan	Associate	London	3	2005	Corporate Commercial
Cruz, Alessandro F.	Law Clerk	Porto Alegre	2	N/A	Environmental
Cruz, Felix A.	Paralegal	Manila	9	N/A	Corporate Commercial
Cummings, Charles B.	Partner	New York	9	1974	Litigation
De Martinis, Lorenzo	Partner	Milan	8	1992	Intellectual Property
Deng, Joseph W.	Of Counsel	Shanghai	1	1995	Employment
Dickson, John	Summer Assoc.	Chicago	1	N/A	Tax
Dimagiba, Dennis G.	Partner	Manila	11	1995	Tax
Ding, Yi	Associate	Shanghai	4	2000	Corporate Commercial
Ding, Yi-Jun	Jr. Proj. Assoc.	Melbourne	3	N/A	Litigation
Dominguez, Leo G.	Partner	Manila	19	1981	Corporate Commercial
Dookhun, Romaana	Associate	London	3	2007	Employment
Du, Xiaohong	Paralegal	-	N/A	N/A	-
Dunahoo, Carol A.	Partner	Washington, D.C.	6	1986	Tax
Ellers, Holger	Associate	Berlin	4	2006	Corporate Commercial
Feroni, Constantino	Associate	Rome	6	2003	Mergers & Acquisitions
Fikry, Dede	Associate	Jakarta	2	-	Corporate Commercial
Friel, Arne	Partner	Berlin	3	2001	Corporate Commercial
Garcia-Garza, Juan B.	Partner	Monterrey	7	1997	Real Estate
Ge, Xiangyang	Partner	Shanghai	6	1991	M&A, Antitrust
Gebler, Olaf	Partner	Frankfurt	5	1994	Banking & Finance
Gernoth, Jan	Partner	Frankfurt	6	2003	Corporate Commercial
Gimeno, Santiago Martinez	Associate	Madrid	7	2003	Labor & Employment
Glatt, Carmen	Associate	London	3	2007	Intellectual Property

<b>Billor</b>	<b>Title</b>	<b>Office</b>	<b>Yrs</b>	<b>Adm.</b>	<b>Area of Expertise</b>
Gnutova, Maria M.	Associate	Moscow	3	2004	Labor & Employment
Gon, Michelle Y.L.	Partner	Shanghai	15	1986	Mergers & Acquisitions
Gonzalez-Elizondo, Jose	Partner	Monterrey	7	1991	Mergers & Acquisitions
Grange, Joanne	Paralegal	Sydney	16	N/A	Corporate
Gregory, Sarah C.	Partner	London	8	1992	Employment
Gu, Victor	Associate	Shanghai	5	2003	Mergers & Acquisitions
Guch, Karen Anne	Partner	London	3	1996	Corporate Commercial
Gurevich, Leonid	Lit. Supp. Spec.	Chicago	4	N/A	Tax
Heckelmann, Guenther	Partner	Frankfurt	19	1985	Labor & Employment
Heroy, David	Partner	Chicago	3	1976	Financial Restructuring
Hinderer, Hermann Ali	Associate	Berlin	5	2004	Corporate Commercial
Ho, Grace	Associate	Sydney	5	2005	Tax
Holmes, Steve	Partner	London	3	1998	Information Technology
Houghton, Kendall	Partner	Washington, D.C.	1	1998	Tax
Huang, Xin	Associate	Beijing	2	-	Corporate Commercial
Jacinto, Maria Ana Camlia	Associate	Manila	2	2006	Tax
Johnson, Demetrio	Paralegal	Chicago	5	N/A	Tax
Jouniaux, Sophie	Partner	Paris	2	2001	Tax
Jungling, Roman C.	Associate	-	-	-	-
Kellock, Ian	Partner	Melbourne	8	1994	Tax
Kim, Hannah	Paralegal	Sydney	2	N/A	Corporate Commercial
Koch, Caroline	Associate	Berlin	2	2008	Labor & Employment
Komatsuzaki, Tomoko	Paralegal	Tokyo	2	1900	Corporate Commercial
Koutsis, Constantin	Partner	Sydney	3	2001	Tax
Krailadsiri, Saravut	Associate	Bangkok	3	-	Tax
Kurata, Nobuhiko	Associate	Tokyo	4	2004	Corporate Commercial
Lai, Nancy	Associate	Shanghai	3	2004	Tax
Lattanzio, Antonio	Associate	Rome	4	2004	Mergers & Acquisitions
Lee, Kiat Seng	Partner	Singapore	2	1995	Dispute Resolution
Lekfuangfu, Nam-Ake	Lawyer	Bangkok	2	-	Corporate Commercial
Lim, Selwyn	Int'l Clerk	Singapore	1	-	Corporate Commercial
Lim, Jo Yan	Associate	Kuala Lumpur	3	2005	Corporate Commercial
Linguanti, Thomas	Partner	Chicago	8	1991	Tax
Liu, Yolanda	Legal Assistant	Shanghai	3	-	Finance
Liu, Ping	Associate	Beijing	5	2005	Mergers & Acquisitions
Liu, Jinghua	Translator	Beijing	4	2002	Corporate Commercial
Mahalingam, Dakshayani	Paralegal	Singapore	1	-	Corporate Commercial
Maitland, Joanne	Trainee Solicitor	London	1	-	Banking & Finance
Mance, Victoria	Associate	London	6	2004	Pensions
Marlange, Sophie H.	Partner	Paris	3	1997	Labor & Employment
Martin, Concepcion	Partner	Madrid	7	1991	Labor & Employment
Martin, Andrew D.	Partner	Singapore	3	1991	Corporate Commercial
Maruyama, Shin	Paralegal	Tokyo	2	-	Corporate Commercial
Marx, Jean-Denis	Partner	Tokyo	8	1992	Corporate Commercial
Massara, Cinzia	Associate	Milan	4	2006	Mergers & Acquisitions
McDade, Kellie-Ann	Associate	Melbourne	1	2006	Employment & Comp.
McDermott, Andrew P.R.	Associate	Chicago	2	2003	Financial Restructuring
McGrath, Sharon	Associate	Melbourne	2	1998	Corporate & Securities
Munoz-Garcia, Elias	Law Clerk	Monterrey	2	-	Real Estate
Ngai, Clement	Special Counsel	Shanghai	3	1997	Intellectual Property
Nguyen, Thanh Vinh	Associate	Ho Chi Minh City	3	2007	Tax
Nguyen, Tuanh	Associate	Melbourne	3	2007	Corporate & Securities

<b>Billor</b>	<b>Title</b>	<b>Office</b>	<b>Yrs</b>	<b>Adm.</b>	<b>Area of Exptertise</b>
Nguyen, Oanh H.K.	Partner	Ho Chi Minh City	3	1999	Mergers & Acquisitions
O'Neill, Michael	Associate	Melbourne	4	2004	Corporate & Securities
O'Connor, Matthew	Associate	Chicago	2	2008	Corporate & Securities
Ostermeyer, Christoph	Law Clerk	Berlin	1	-	Corporate Commercial
Otaola, Isabel De	Partner	Madrid	10	1986	Tax
Pacheco, Mauricio M.	Associate	Sao Paulo	4	2004	Mergers & Acquisitions
Papin, Sandrine	Paralegal	Paris	4	-	Finance
Partogi, Ponti	Associate	Jakarta	7	-	Tax
Parungao, Maritess	Paralegal	Manila	12	-	Corporate Commercial
Pascual, Cecilia	Paralegal	Manila	4	-	Mergers & Acquisitions
Pasquel Villegas, Salvador	Partner	Mexico City	8	1996	Labor & Employment
Payne, Yvonne	Associate	London	2	2008	Employment
Percivalle, Uberto	Partner	Milan	2	1990	Employment
Perera, Sajeeva	Associate	Melbourne	1	2009	Banking & Finance
Poa, Kelvin T.W.	Partner	Singapore	3	1999	Corporate Commercial
Poke, Ashley	Partner	Melbourne	5	1989	Corporate & Securities
Postigo Uribe, Jose	Partner	Mexico City	7	1997	Mergers & Acquisitions
Poulton, Edward	Associate	London	8	2002	Dispute Resolution
Rawski, Piotr	Partner	Warsaw	6	2001	Employment & Comp.
Reid, Ira A.	Partner	New York	6	1988	Financial Restructuring
Reksodiputro, Harun Admana	Partner	Jakarta	3	-	Corporate Commercial
Respass III, Thomas	Partner	N/A	4	1991	Tax
Rietvelt, Laura E.	Associate	Amsterdam	6	2004	Corporate Commercial
Rodriguez, Patricia Ma	Associate	Madrid	10	2000	Tax
Salce, Valerio	Partner	Rome	8	1995	Mergers & Acquisitions
Samet, Joseph	Partner	New York	19	1975	Financial Restructuring
Sanchez de la Espada, Hugo	Associate	San Fransisco	4	2001	Finance
Sandiford, Matthew J.	Associate	New York	4	2007	Banking & Finance
Sauty De Chalon, Alain	Partner	Paris	6	1997	Mergers & Acquisitions
Saw, Jeremy	Jr. Proj. Assoc.	Melbourne	1	-	Real Estate
Schechter, Erika	Partner	Chicago	3	1997	Tax
Schenkel, Simon	Associate	Melbourne	1	2009	Corporate & Securities
Seidel, Thorsten	Partner	Berlin	3	1998	Corporate Commercial
Sharma, Shamil	Special Counsel	Melbourne	3	2000	Banking & Finance
Shen, Kathy	Associate	Shanghai	2	2004	Corporate Commercial
Shen, Jolie	Associate	Shanghai	4	2001	Mergers & Acquisitions
Silva, Rodrigo T.	Associate	Porto Alegre	3	2007	Mergers & Acquisitions
Smith, James H.	Associate	London	9	2001	Tax
Surasathian, Jidapa	Associate	Bangkok	2	2005	Real Estate
Tan, Allen	Associate	Singapore	5	2004	Tax
Tan, Kim F.	Associate	Amsterdam	1	1999	Corporate Commercial
Taylor, Bruce	Partner	Melbourne	2	1992	Banking & Finance
Tomasoni, Giovanni B.	Associate	Sao Paulo	1	2006	Environmental
Tomboc, Gmeleen Faye	Associate	Manila	2	2007	Corporate Commercial
Tong, Angela W.M.	Paralegal	Singapore	3	-	Corporate Commercial
Tran, Chi Anh	Paralegal	Ho Chi Minh City	2	-	Corporate Commercial
Trevino-Martinez, Fernando	Partner	Monterrey	5	1990	Litigation
Truong, Kieu	Associate	Melbourne	3	2007	Banking & Finance
Tungsuwan, Suriyong	Partner	Bangkok	17	1982	M&A, Real Estate
Turner, Stephen	Partner	London	10	1982	Real Estate
Urban, Catlin A.	Lit. Supp. Spec.	Chicago	15	-	Tax
Van Es, Fleur E.	Associate	Amsterdam	5	2008	Corporate Commercial

<b>Billor</b>	<b>Title</b>	<b>Office</b>	<b>Yrs</b>	<b>Adm.</b>	<b>Area of Expertise</b>
Van Lier, Wouter	Associate	Amsterdam	4	2006	Corporate Commercial
Varandas, Fabrice	Associate	Paris	1	2008	Real Estate
Vasile, Mila	Associate	Milan	4	2008	Employment
Vazquez-Silveyra, Juan	Associate	Monterrey	10	2000	Real Estate
Vonckx, Lawrence	Associate	Chicago	3	2006	Financial Restructuring
Wang, Karen	Associate	Shanghai	1	-	Intellectual Property
Warsaw M&A Paralegal	Paralegal	Warsaw	-	N/A	Mergers & Acquisitions
Webber, Duane	Partner	Washington, D.C.	18	1985	Tax
Wessels, Peter	Partner	Berlin	10	1992	Corporate Commercial
West, Robert J.	Partner	London	25	1978	Pensions
Whitefoord, Charles A.A.	Partner	London	10	1991	Corporate Commercial
Wilson, Oliver T.	Associate	London	1	2009	Real Estate
Wilson, Jeffrey P.	Associate	Shanghai	8	2001	Employment
Winge, Jessica	Law Clerk	Sao Paulo	1	-	Mergers & Acquisitions
Wolff, Alex	Partner	Melbourne	5	1994	Litigation
Wong, Edric	Associate	Singapore	2	2002	Corporate Commercial
Woodhall, Jennifer	Paralegal	Melbourne	2	-	Banking & Finance
Wu, Vivian W.	Associate	Beijing	3	1999	Corporate Commercial
Yik, Elaine	Associate	Sydney	2	2008	Tax
Yu, Hanqian	Associate	Beijing	2	2007	Labor & Employment
Zhang, Tracy	Associate	Shanghai	2	2004	Mergers & Acquisitions
Zhao, Julie H.D.	Paralegal	Shanghai	2	-	Mergers & Acquisitions
Zimmerman, Rebecca C.J.	Associate	Amsterdam	2	2008	Corporate Commercial

### **BILLING SUMMARY**

<b>Billor</b>	<b>Category</b>	<b>Billing Rate*</b>	<b>Total Hours</b>	<b>Total Compensation</b>
Achramowicz, Weronika	Professional	373.14	4.6	1,716.44
Adame-Alvarez, Gerardo	Professional	153.45	40.9	6,276.11
Alonso, Manuel	Professional	343.85	3.7	1,272.25
Amaral, Renata C.	Professional	320.00	7.6	2,432.00
Austin, Jenny	Professional	460.00	1.5	690.00
Baiguera, Mara T.	Paraprofessional	113.00	1.9	214.70
Baiguera, Mara T.	Paraprofessional	113.35	2.4	272.04
Bassman, Nicole	Paraprofessional	225.42	5.9	1,329.98
Beatty, Andrew	Professional	611.52	0.1	61.15
Bell, Mitchell	Professional	544.28	1.1	598.71
Binns, Bryony	Professional	419.17	14.3	5,994.13
Bolster, Thomas	Paraprofessional	275.47	29.7	8,181.46
Bolster, Thomas	Paraprofessional	279.92	34.2	9,573.26
Brandman, Scott	Professional	695.00	5.1	3,544.50
Broderson, Christian	Professional	695.47	0.9	625.93
Broughton, Jonathon	Professional	607.66	34.6	21,025.04
Broughton, Jonathon	Professional	666.86	14.4	9,602.78
Burke, Frederick	Professional	915.98	0.3	274.79
Cary, Sylvia	Paraprofessional	559.60	0.2	111.92
Celescuecki, Hercules	Professional	420.00	6.9	2,898.00
Chadwick, Alexander F.	Professional	816.43	8.4	6,857.98
Chauhan, Deepti	Professional	250.00	1.1	275.00
Chauhan, Deepti	Professional	256.89	16.8	4,315.68

<b>Biller</b>	<b>Category</b>	<b>Billing Rate*</b>	<b>Total Hours</b>	<b>Total Compensation</b>
Chauhan, Deepti	Professional	281.46	113.4	31,917.10
Chertok, Seth	Professional	370.00	45.5	16,835.00
Chia, Brian H. G.	Professional	540.20	1.1	594.22
Coetsee, Emma	Professional	217.70	2.7	587.79
Cogan, Erin	Professional	544.28	166.6	90,677.71
Commons, Martin G.	Professional	728.09	1.7	1,237.74
Crabbe, Lorren	Paraprofessional	287.26	3.6	1,034.14
Crozier, Jannan	Professional	656.27	94.4	61,951.89
Crozier, Jannan	Professional	687.44	24.0	16,498.56
Cruz, Alessandro F.	Paraprofessional	100.00	0.7	70.00
Cruz, Felix A.	Paraprofessional	64.39	4.0	257.56
Cummings, Charles B.	Professional	560.00	4.2	2,352.00
De Martinis, Lorenzo	Professional	679.00	0.6	407.40
Deng, Joseph W.	Professional	850.00	3.1	2,635.00
Deng, Joseph W.	Professional	940.00	0.3	282.00
Dickson, John	Paraprofessional	150.00	16.3	2,445.00
Dimagiba, Dennis G.	Professional	407.65	3.1	1,263.71
Ding, Yi	Professional	460.00	5.2	2,392.00
Ding, Yi-Jun	Paraprofessional	225.79	5.4	1,219.28
Dominguez, Leo G.	Professional	506.11	0.5	253.05
Dominguez, Leo G.	Professional	495.34	2.3	1,139.27
Dominguez, Leo G.	Professional	582.36	1.6	931.77
Dookhun, Romaana	Professional	478.03	9.3	4,445.68
Du, Xiaohong	Paraprofessional	280.60	0.1	28.06
Dunahoo, Carol A.	Professional	810.00	3.0	2,430.00
Ellers, Holger	Professional	408.21	3.8	1,551.21
Feroni, Constantino	Professional	394.24	18.6	7,332.86
Fikry, Dede	Professional	191.69	9.0	1,725.21
Fikry, Dede	Professional	196.29	4.3	844.03
Fikry, Dede	Professional	187.43	0.6	112.46
Fikry, Dede	Professional	221.29	11.3	2,500.63
Friel, Arne	Professional	544.28	22.4	12,191.96
Garcia-Garza, Juan B.	Professional	250.00	3.0	750.00
Ge, Xiangyang	Professional	940.00	1.0	940.00
Gebler, Olaf	Professional	695.47	7.4	5,146.51
Gernoth, Jan	Professional	577.00	3.4	1,961.80
Gimeno, Santiago Martinez	Professional	394.38	3.1	1,222.58
Glatt, Carmen	Professional	544.28	0.7	381.00
Gnutova, Maria M.	Professional	325.00	0.2	65.00
Gon, Michelle Y.L.	Professional	1162.59	2.9	3,371.52
Gonzalez-Elizondo, Jose	Professional	275.00	0.4	110.00
Grange, Joanne	Paraprofessional	264.00	0.1	26.40
Gregory, Sarah C.	Professional	891.23	0.3	267.37
Gu, Victor	Professional	692.86	20.8	14,411.52
Guch, Karen Anne	Professional	980.36	14.1	13,823.08
Guch, Karen Anne	Professional	996.18	1.1	1,095.80
Gurevich, Leonid	Paraprofessional	280.00	21.5	6,020.00
Heckelmann, Guenther	Professional	784.62	1.8	1,412.32
Heckelmann, Guenther	Professional	773.74	1.7	1,315.36
Heckelmann, Guenther	Professional	695.47	3.8	2,642.80
Heroy, David	Professional	795.00	41.0	32,595.00



<b>Biller</b>	<b>Category</b>	<b>Billing Rate*</b>	<b>Total Hours</b>	<b>Total Compensation</b>
Heroy, David	Professional	850.00	1.7	1,445.00
Hinderer, Hermann Ali	Professional	408.21	181.3	74,009.02
Hinderer, Hermann Ali	Professional	482.91	16.5	7,968.02
Ho, Grace	Professional	343.08	11.9	4,082.65
Holmes, Steve	Professional	740.83	3.8	2,815.16
Houghton, Kendall	Professional	650.00	37.0	24,050.00
Huang, Xin	Professional	360.00	7.2	2,592.00
Jacinto, Maria Ana Camlia	Professional	209.65	8.1	1,698.15
Jacinto, Maria Ana Camlia	Professional	256.24	0.2	51.25
Johnson, Demetrio	Paraprofessional	280.00	6.0	1,680.00
Jouniaux, Sophie	Professional	626.67	1.0	626.67
Jungling, Roman C.	Professional	379.69	1.9	721.41
Kellock, Ian	Professional	640.00	0.2	128.00
Kim, Hannah	Paraprofessional	84.67	0.5	42.34
Komatsuzaki, Tomoko	Paraprofessional	140.00	6.2	868.00
Komatsuzaki, Tomoko	Paraprofessional	163.06	2.1	342.42
Koutsis, Constantin	Professional	663.83	2.6	1,725.96
Krailadsiri, Saravut	Professional	293.59	1.5	440.38
Kurata, Nobuhiko	Professional	407.37	2.8	1,140.64
Lai, Nancy	Professional	551.94	0.9	496.75
Lattanzio, Antonio	Professional	380.96	32.5	12,381.20
Lee, Kiat Seng	Professional	686.98	1.1	755.68
Lekfuangfu, Nam-Ake	Professional	187.90	2.4	450.95
Lim, Selwyn	Paraprofessional	234.87	2.0	469.74
Lim, Jo Yan	Professional	287.72	2.9	834.37
Linguanti, Thomas	Professional	750.00	17.7	13,275.00
Liu, Yolanda	Paraprofessional	352.30	1.3	457.99
Liu, Ping	Professional	520.00	22.0	11,440.00
Liu, Jinghua	Paraprofessional	763.32	0.4	305.33
Mahalingam, Dakshayani	Paraprofessional	284.00	2.4	681.60
Maitland, Joanne	Paraprofessional	275.47	3.1	853.96
Maitland, Joanne	Paraprofessional	279.92	4.5	1,259.64
Mance, Victoria	Professional	544.28	1.1	598.71
Marlange, Sophie H.	Professional	634.22	10.8	6,849.58
Martin, Concepcion	Professional	665.00	0.7	465.50
Martin, Andrew D.	Professional	702.50	0.4	281.00
Martin, Andrew D.	Professional	780.35	1.8	1,404.62
Martin, Andrew D.	Professional	786.17	1.1	864.79
Martin, Andrew D.	Professional	786.80	3.7	2,911.16
Maruyama, Shin	Paraprofessional	294.41	1.9	559.38
Marx, Jean-Denis	Professional	683.51	29.1	19,890.14
Marx, Jean-Denis	Professional	683.57	0.2	136.71
Marx, Jean-Denis	Professional	791.99	10.5	8,315.93
Marx, Jean-Denis	Professional	803.64	1.6	1,285.83
Marx, Jean-Denis	Professional	810.29	3.5	2,836.02
Massara, Cinzia	Professional	309.41	20.4	6,311.96
McDade, Kellie-Ann	Professional	321.09	9.6	3,082.46
McDade, Kellie-Ann	Professional	335.00	1.6	536.00
McDermott, Andrew	Professional	425.00	77.1	32,767.50
McGrath, Sharon	Professional	407.43	30.4	12,385.87
Munoz-Garcia, Elias	Paraprofessional	60.00	30.2	1,812.00

<b>Biller</b>	<b>Category</b>	<b>Billing Rate*</b>	<b>Total Hours</b>	<b>Total Compensation</b>
Ngai, Clement	Professional	974.70	0.8	779.76
Nguyen, Thanh Vinh	Professional	293.59	0.7	205.51
Nguyen, Tuanh	Professional	329.28	4.5	1,481.76
Nguyen, Oanh H.K.	Professional	504.96	1.2	605.96
O'Neill, Michael	Professional	463.58	13.1	6,072.90
O'Connor, Matthew	Professional	295.00	3.3	973.50
Ostermeyer, Christoph	Paraprofessional	151.19	1.0	151.19
Otaola, Isabel De	Professional	690.00	2.5	1,725.00
Pacheco, Mauricio M.	Professional	265.00	26.0	6,890.00
Papin, Sandrine	Paraprofessional	215.00	6.1	1,311.50
Partogi, Ponti	Professional	349.41	1.0	349.41
Parungao, Maritess	Paraprofessional	75.71	2.0	151.41
Pascual, Cecilia	Paraprofessional	64.39	1.0	64.39
Pascual, Cecilia	Paraprofessional	75.71	0.3	22.71
Pasquel Villegas, Salvador	Professional	250.00	4.3	1,075.00
Payne, Yvonne	Professional	469.92	9.7	4,558.22
Payne, Yvonne	Professional	493.97	8.7	4,297.54
Percivalle, Uberto	Professional	594.13	2.3	1,366.50
Perera, Sajeeva	Professional	258.72	5.0	1,293.60
Perera, Sajeeva	Professional	277.54	2.2	610.58
Poa, Kelvin T.W.	Professional	582.20	3.2	1,863.04
Poke, Ashley	Professional	570.00	0.8	456.00
Poke, Ashley	Professional	628.78	31.7	19,932.32
Postigo Uribe, Jose	Professional	290.00	33.5	9,715.00
Poulton, Edward	Professional	544.28	0.4	217.71
Rawski, Piotr	Professional	551.04	4.3	2,369.47
Reid, Ira A.	Professional	560.00	34.4	19,264.00
Reid, Ira A.	Professional	625.00	1.7	1,062.50
Reksodiputro, Harun Admana	Professional	457.99	2.0	915.98
Reksodiputro, Harun Admana	Professional	406.92	4.5	1,831.16
Respess III, Thomas	Professional	600.00	0.1	60.00
Rietvelt, Laura E.	Professional	467.00	1.6	747.20
Rodriguez, Patricia Ma	Professional	549.00	0.2	109.80
Salce, Valerio	Professional	549.65	3.4	1,868.81
Salce, Valerio	Professional	549.67	0.6	329.80
Samet, Joseph	Professional	711.00	1.0	711.00
Sanchez de la Espada, Hugo	Professional	565.62	22.3	12,613.33
Sandiford, Matthew J.	Professional	360.00	2.5	900.00
Sauty De Chalon, Alain	Professional	657.08	5.2	3,416.82
Saw, Jeremy	Paraprofessional	225.79	14.4	3,251.40
Schechter, Erika	Professional	595.00	14.0	8,330.00
Schenkel, Simon	Professional	233.43	49.3	11,508.10
Schenkel, Simon	Professional	250.00	3.5	875.00
Schenkel, Simon	Professional	258.72	7.9	2,043.89
Schenkel, Simon	Professional	256.89	2.4	616.53
Seidel, Thorsten	Professional	695.47	7.7	5,355.15
Sharma, Shamil	Professional	460.00	11.4	5,244.00
Sharma, Shamil	Professional	465.00	1.0	465.00
Sharma, Shamil	Professional	508.03	90.7	46,078.50
Sharma, Shamil	Professional	512.24	41.5	21,258.16
Shen, Kathy	Professional	422.76	10.5	4,438.96

<b>Biller</b>	<b>Category</b>	<b>Billing Rate*</b>	<b>Total Hours</b>	<b>Total Compensation</b>
Shen, Jolie	Professional	540.20	13.8	7,454.73
Silva, Rodrigo T.	Professional	210.00	0.2	42.00
Smith, James H.	Professional	544.28	6.9	3,755.56
Surasathian, Jidapa	Professional	299.46	2.8	838.48
Tan, Allen	Professional	454.24	0.5	227.12
Tan, Allen	Professional	483.35	1.0	483.35
Tan, Kim F.	Professional	566.00	0.3	169.80
Taylor, Bruce	Professional	556.02	10.4	5,782.63
Tomasoni, Giovanni B.	Professional	220.00	1.2	264.00
Tomboc, Gmeleen Faye	Professional	171.19	0.4	68.47
Tomboc, Gmeleen Faye	Professional	171.93	3.3	567.37
Tomboc, Gmeleen Faye	Professional	198.00	6.2	1,227.60
Tomboc, Gmeleen Faye	Professional	203.82	3.9	794.91
Tomboc, Gmeleen Faye	Professional	205.51	6.5	1,335.80
Tong, Angela W.M.	Paraprofessional	244.59	1.0	244.59
Tong, Angela W.M.	Paraprofessional	216.95	0.6	130.17
Tran, Chi Anh	Paraprofessional	234.87	1.6	375.79
Tran, Chi Anh	Paraprofessional	258.35	3.3	852.57
Trevino-Martinez, Fernando	Professional	200.00	2.5	500.00
Truong, Kieu	Professional	330.00	3.9	1,287.00
Truong, Kieu	Professional	335.00	2.8	938.00
Truong, Kieu	Professional	352.80	2.3	811.44
Truong, Kieu	Professional	343.97	5.4	1,857.42
Tungsuwan, Suriyong	Professional	557.81	2.0	1,115.62
Turner, Stephen	Professional	816.43	2.7	2,204.35
Urban, Catlin A.	Paraprofessional	410.00	8.0	3,280.00
Van Es, Fleur E.	Professional	373.53	4.7	1,755.59
Van Lier, Wouter	Professional	499.00	2.8	1,397.20
Varandas, Fabrice	Professional	275.45	0.4	110.18
Vasile, Mila	Professional	232.51	15.9	3,696.91
Vazquez-Silveyra, Juan	Professional	200.00	30.1	6,020.00
Vonckx, Lawrence	Professional	335.00	4.8	1,608.00
Wang, Karen	Professional	422.76	2.4	1,014.62
Warsaw M&A Paralegal	Paraprofessional	110.00	1.7	187.00
Webber, Duane	Professional	820.00	14.1	11,562.00
Wessels, Peter	Professional	695.47	177.0	123,098.90
West, Robert J.	Professional	816.43	0.6	489.86
Whitefoord, Charles A.A.	Professional	816.43	117.1	95,603.48
Wilson, Oliver T.	Professional	544.28	7.9	4,299.84
Wilson, Jeffrey P.	Professional	630.00	0.2	126.00
Winge, Jessica	Paraprofessional	100.00	11.7	1,170.00
Wolff, Alex	Professional	573.89	1.0	573.89
Wolff, Alex	Professional	652.40	12.4	8,089.76
Wong, Edric	Professional	495.00	4.9	2,425.51
Wong, Edric	Professional	499.09	11.3	5,639.77
Wong, Edric	Professional	470.06	3.2	1,504.19
Wong, Edric	Professional	524.12	9.5	4,979.14
Woodhall, Jennifer	Paraprofessional	150.53	2.7	406.43
Wu, Vivian W.	Professional	500.00	4.5	2,250.00
Yik, Elaine	Professional	267.00	3.5	934.50
Yu, Hanqian	Professional	360.00	0.1	36.00

Biller	Category	Billing Rate*	Total Hours	Total Compensation
Zhang, Tracy	Professional	422.76	8.2	3,466.61
Zhao, Julie H.D.	Paraprofessional	317.07	2.0	634.14
Zimmerman, Rebecca C.J.	Professional	254.47	8.0	2,035.76
<b>Total:</b>		<b>\$480.40</b>	<b>2,628.6</b>	<b>\$1,262,789.76</b>

\* (1) The existence of multiple billing rates for certain Billers reflects the conversion of that Biller's general billing rate in foreign currency for aggregation on a monthly basis to US Dollars, Australian Dollars and Euros, as applicable and as stated in the Invoices attached as Exhibit C. These fluctuations may be more significant for Billers whose fees originate in currencies with a high degree of fluctuation.

(2) The amount stated is the Billing Rate that is stated in Baker's monthly invoices, converted to US Dollars for inclusion in this summary, calculated using the Spot Rate on the following dates: (a) Project Beam [Euros to USD as of October 20, 2009, which rate was applied by the Debtors in connection with payment of Baker's Monthly Statements]; (b) Project Two, June 1 – July 9 [Australian Dollars to USD as of October 20, 2009, as applied by the Debtors in connection with payment of Baker's Monthly Statements]; (c) Project Two, June 10 - July 31 [Australian Dollars to USD as of August 1, 2009]; (d) Project Two, August [Australian Dollars to USD as of September 1, 2009]; (e) Project Two (September) [Australian Dollars to USD as of October 1, 2009].

(3) Where the Billing Rate is italicized, that Billing Rate was increased for the relevant Biller in connection with traditional increases of the Biller's general rate not related to the Debtors or the Chapter 11 Cases.

#### **BLENDING RATES**

Category	Blended Rate	Total Hours	Total Compensation
Professionals	\$507.61	2,384.6	\$1,210,440.27
Paraprofessionals	\$214.55	244.0	\$ 52,349.49
<b>Total:</b>	<b>\$480.40</b>	<b>2,628.6</b>	<b>\$1,262,789.76</b>

#### **FEES BY PROJECT MATTER**

Matter	Blended Rate	Total Hours	Total Compensation
Project Beam	\$598.05	726.2	\$434,306.88
Delphi Steering Acquisition	\$415.24	917.3	\$380,897.40
Project Two	\$416.68	595.7	\$248,217.16
U.S. Tax Liability	\$506.83	147.3	\$74,656.00
Retention & Fee Applications	\$511.39	239.0	\$122,222.32
Technology Company	\$803.23	3.1	\$2,490.00
<b>Total:</b>	<b>\$480.40</b>	<b>2,628.6</b>	<b>\$1,262,789.76</b>

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**EXHIBIT C**

**ITEMIZED INVOICES**

**RETENTION & FEE APPLICATIONS  
(JUNE 1, 2009 THROUGH MARCH 29, 2011)**

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Baker & McKenzie LLP  
815 Connecticut Avenue, NW  
Washington, D.C. 20006-4078, USA

Tel: +1 202 452 7000  
Fax: +1 202 452 7074  
www.bakernet.com

STATEMENT

July 24, 2009

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94072943**  
**IRS#: 36-2137456**

FOR PROFESSIONAL SERVICES RENDERED FOR THE PERIOD ENDING JUNE 30,  
2009, AS FOLLOWS:

**Re: Retention and Fee Applications**

TOTAL FEES.....	\$	66,658.61
TOTAL AMOUNT DUE.....	\$	<u>66,658.61</u>

**For your convenience, you may send a Wire Transfer in payment of statements to:**

**Baker & McKenzie LLP**  
**Citibank, F.S.B.**  
**1101 Pennsylvania Ave., NW**  
**13<sup>th</sup> Floor**  
**Washington, DC 20006**  
**Attn: Private Banking, Fran Niles**  
**Account No. 3740-0355**  
**Routing No. 2540-7011-6**

**RE: Invoice #: 94072943**

Baker & McKenzie LLP is a member of Baker & McKenzie International, a Swiss Verein



Baker & McKenzie LLP  
815 Connecticut Avenue, NW  
Washington, D.C. 20006-4078, USA

Tel: +1 202 452 7000  
Fax: +1 202 452 7074  
www.bakernet.com

July 24, 2009

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
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- to -

**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94072943**  
**IRS#: 36-2137456**

FOR PROFESSIONAL SERVICES RENDERED FOR THE PERIOD ENDING JUNE 30,  
2009, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**Heroy, David**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
05/07/09	Telephone D. Webber et al. re bankruptcy requirements for representation (.5); review statute (.2) and parallel issues (.2).	.9
06/03/09	Review emails x12 with C. Whitefoord, G. Heckelmann, J. Samet, D. Webber, etc. re application (1.4); conference with D. Webber (.5); phone I. Reid (.4), all re same; phone J. Samet (.5) re same and email all re procedures (1.0); phone Weiss (.3); conference with P. Suse (.1) and emails re details of retention (.4).	4.6
06/04/09	Emails re AU (.4); phone Weiss (Honigman) (.3), all re retention; emails with Weiss (.2) x12, all re same (1.0); conference with A. McDermott and L. Vonckx x4 re same, process (.9); emails with J. Samet re form, timing (.3).	2.9



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<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/05/09	Emails with G. Heckelmann (.2), group (.3); conference with A. McDermott (.3) and review notice to group re procedures and status (.4).	1.2
06/08/09	Emails with J. Samet, A. McDermott and G. Heckelmann regarding retention.	.4
06/09/09	Review data from C. Landon regarding Delphi (Whitefoord) (.5); x2 for G. Heckelmann regarding Opel (.6); review draft with A. McDermott and review conflict search results (2.2); e-mails regarding timing, status (.6).	3.9
06/10/09	E-mail A. McDermott G. Heckelmann, C. Whitefoord, A. Webber, K. Houghton et al., regarding all details x6 (.9); review/revise latest draft (2.1); and comment to A. McDermott (.2).	3.2
06/11/09	Emails with WJL, A. McDermott, G. Heckelmann, D. Webber, C. Whitefoord, et al., all regarding requirements, conflicts and retention (1.4); send comments (.2); phone A. McDermott and review (.5); conference with J. Samet re local procedures (.3); review rest of emails from G. Heckelmann and C. Whitefoord re conflicts (.4).	2.8
06/12/09	Review latest draft (.7); phone A. McDermott (.2); email to team re staffing going forward (.5); work on conflicts - review list once more and conference with A. McDermott re same (.6); email D. Webber re affidavit (.2).	2.2
06/13/09	Emails with A. McDermott x2 regarding new draft, timing (.4).	.4
06/14/09	Email A. McDermott re various - 327(3), conflicts, timing - issues (.5); review preliminary drafts on BB and review issues (.6).	1.1
06/15/09	Review of draft (1.0); conference with A. McDermott x3 re issues (.4); emails re same (.3); conference with A. McDermott re new directions; review language re Magna (.5); emails re status (.3).	2.5
06/16/09	Administration and organization for time -- open new matter; email P. Suse et al, (.8); review WGM, J&B, H paper (1.1); emails with A. McDermott and conference re process (.3); follow up re Affidavit with Duane Webber (.2).	2.4
06/17/09	Review emails (.3); conference with A. McDermott re status (.1).	.4



<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/18/09	Conference with A. McDermott re WGM, US Trustee review and email.	.3
06/19/09	Emails with WGM re status, US Trustee and phone A. McDermott (.3); forward data to group (.1).	.4
06/22/09	Phone and email A. McDermott re new GM, US Trustee meeting, etc. and consider Hangman, Jenner issues (.6).	.6
06/23/09	Retention emails re 327(a)(e) with A. McDermott, J. Samet (.4); phone A. McDermott re same, strategy (.3).	.7
06/24/09	US Trustee call and emails with A. McDermott (.3).	.3
06/25/09	Conference with A. McDermott re filing, follow-up letter (.2); conference with G. Heckelmann (.3).	.5
06/29/09	Review email re new GM coordination and return to A. McDermott (.8); conference with A. McDermott re status (.3).	1.1
06/30/09	Email A. McDermott re New GM (.1); conference with A. McDermott re status and emails to four group (.3); draft email (.2) re same.	.6

**McDermott, Andrew**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/03/09	Correspond with D. Heroy, numerous others re retention of special counsel.	.3
06/04/09	Correspond and conference with D. Heroy, L. Vonckx, others re retention of special counsel.	1.5
06/04/09	Telephone conference and correspond with J. Smolinsky at Weil, J. Samet re retention of Baker, corresponding materials.	.3
06/04/09	Review form application.	.3
06/05/09	Telephone conference with R. Brooks re retention issues.	.2
06/05/09	Correspond and conferences with D. Heroy re retention.	.3
06/05/09	Correspond with responsible partners re retention issues.	.3
06/05/09	Telephone conference with J. Samet re retention.	.1



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<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/08/09	Correspond with responsible partners re retention issues; conference with L. Vonckx and review preliminary conflicts information.	.6
06/09/09	Review client intake system and preliminary conflicts information.	.8
06/09/09	Correspond and conferences with D. Heroy re retention issues.	.3
06/09/09	Correspond and telephone conferences with J. Samet re status.	.3
06/09/09	Draft memorandum re billing protocol, retention procedures; correspond with responsible partners re same.	2.1
06/09/09	Correspond with A. Poke, G. Heckelman re scope of retention.	.8
06/10/09	Correspond and conferences with D. Heroy, G. Heckelman re retention issues.	.5
06/10/09	Correspond and conferences with G. Phillips re outstanding GM invoices.	.3
06/10/09	Revise form application to employ Baker; draft affidavit in support; correspond and conferences with D. Heroy re same.	4.7
06/10/09	Telephone conferences with R. Brooks, J. Smolinski re retention of Baker.	.4
06/10/09	Correspond and conferences with L. Vonckx re conflicts issues, preparation of schedule to affidavit in support of application; review and revise schedule.	1.1
06/11/09	Numerous correspondence with responsible partners re billing matters, retention application, engagement letters.	1.4
06/11/09	Correspond with I. Reid re US Trustee guidelines.	.2
06/11/09	Telephone conferences with D. Heroy re revisions to retention application, affidavit.	.5
06/11/09	Correspondence to J. Smolinski re status of retention; attempted telephone conferences with J. Smolinski, R. Brooks.	.6
06/11/09	Revise form application to employ Baker; draft affidavit in support based on updated conflicts information, comments received.	2.6



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<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/11/09	Review conflicts information, research client intake and conflicts system re potential adversities, connections with parties in interest; draft Schedule 1 to affidavit in support of application.	2.3
06/12/09	Revise form application to employ Baker; draft affidavit in support based on updated conflicts information, comments received; draft correspondence to worldwide partners re same, retention process.	1.8
06/12/09	Conferences and correspond with D. Heroy, D. Linklater, J. Samet, I. Reid re Baker retention, comments to application and affidavit in support; review and revise re comments.	1.4
06/12/09	Numerous correspondence with responsible partners worldwide re retention procedures, conflicts and disclosure issues, internal billing protocols consistent with trustee guidelines.	1.6
06/13/09	Correspond with J. Samet, J. Linklater re retention issues.	.1
06/14/09	Draft correspondence to D. Webber re affidavit in support of retention application; correspond with D. Webber, D. Heroy re same.	.6
06/14/09	Revise application to employ Baker and affidavit in support based on comments received (2.1); review conflicts waiver, engagement letter (.2); correspond with D. Heroy re same (.3).	2.6
06/14/09	Correspond with R. Brooks at Weil re retention process	.1
06/14/09	Draft correspondence to C. Whitefoord re affidavit in support of retention application, certain disclosures and engagement documentation; correspond with C. Whitefoord, D. Heroy re same.	.9
06/15/09	Numerous correspondence with responsible partners worldwide re retention procedures, conflicts and disclosure issues, ordinary course professionals.	1.2
06/15/09	Conferences and correspond with D. Heroy re retention issues, creditors committee, billing.	.7
06/16/09	Prepare for conference with US Trustee re retention application.	.5
06/16/09	Conference with L. Vonckx re billing guidelines (.1); conference and correspond with D. Heroy re matter billing, conflicts issues, status (.7); telephone conference with B. Segal re retention issues (.2).	.7



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<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/16/09	Numerous correspondence with responsible partners worldwide re retention procedures, conflicts and disclosure issues, ordinary course professionals.	1.6
06/17/09	Prepare for and telephone conference with Weil, US Trustee re retention application, affidavit in support, scope of services to be provided and disclosures.	.8
06/17/09	Correspond with D. Heroy, J. Samet, I. Reid, G. Heckelman re various retention issues.	.8
06/18/09	Correspond with D. Heroy re retention status.	.1
06/18/09	Review Weil comments to application to retain Baker, related affidavit (.3); correspond with D. Meshkov re same (.2); correspond with global partners re same (.2).	.7
06/19/09	Correspond with Weil, US Trustee, D. Webber re comments to application and affidavit.	.3
06/20/09	Correspond with D. Heroy re retention.	.2
06/22/09	Correspond and telephone conference with Weil re conference with US Trustee, ordinary course professionals.	.5
06/22/09	Correspond and telephone conference with I. Reid re German engagement (.4); correspond with D. Heroy, I. Reid, J. Samet, G. Heckelman re same, status of engagement (.7); correspond and conference with L. Vonckx re engagement terms are related research (.3).	1.4
06/23/09	Correspond with US Trustee, Weil re retention issues (.3); conference with I. Reid re same (.2); correspond with I. Reid, J. Samet, D. Heroy re same (.3).	.6
06/24/09	Correspond with A. Poke, C. Whitefoord, K. Guch, T. Ryan at GM re retention of ordinary course professionals.	.4
06/24/09	Prepare for (.6) and telephone conference with Weil, US Trustee re Baker retention as special counsel (.5); correspond with D. Heroy, I. Reid, J. Samet re same (.3).	1.4
06/25/09	Correspond with J. Crozier, K. Guch re retention of ordinary course professionals (.2); correspond with Weil re US Trustee comments re application (.1).	.3

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<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/26/09	Telephone conference with R. Brooks re status of retention application (.2); correspond with E. Lederman, R. Brooks at Weil, K. Guch re retention of ordinary course professionals working with Baker globally (.6); draft correspondence re retention going forward and submit for D. Heroy review (.6).	1.4
06/29/09	Correspond with responsible partners re status; telephone conference with C. Agnew re status.	.3
06/30/09	Correspond with K. Guch re retention of ordinary course counsel on pending matters.	.2

**Vonckx, Lawrence**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/04/09	Review master retention checklist (.2); teleconference with C. Williams re conflicts search (.6).	.8
06/08/09	Review results of conflicts check (2.0); correspond with A. McDermott re same (0.1).	2.1
06/10/09	Review schedule of clients and former clients; meet with A. McDermott re same.	.9
06/22/09	Research re: limitation of liability in foreign attorney engagement letter & enforceability in bankruptcy (0.8); correspond with A. McDermott re: same (0.2).	1.0



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### **Frankfurt Office**

#### **Heckelmann, Guenther H.**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
06/12/09	Review of application to New York bankruptcy court for the Baker retention in GMC's Chapter 11 proceedings (0.5 hours); mark-up in the conflicts section and correspondence with Andrew McDermott (Baker & McKenzie, Chicago) regarding same (0.9 hours); additional correspondence with Andrew McDermott regarding further details related to the application (0.2 hours) and telephone conversation with Joe Samet and Ira Reid (both Baker & McKenzie, New York) regarding same (0.2 hours).	1.8

### **New York Office**

#### **Brandman, Scott L.**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
06/04/09	Review e-mails regarding B&M retention issues.	.3
06/08/09	Review e-mail regarding Baker retention.	.2

#### **Reid, Ira A.**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
06/01/09	Reviewed retention letter and considered special counsel retention issues.	.5
06/02/09	Conference with H. Houghton, S. Brandman and C. Cummings regarding retention and planning issues.	.7
06/02/09	Analyzed special counsel retention issues in connection with retention affidavit; reviewed forms of affidavit.	1.4
06/02/09	Reviewed and responded to memoranda from D. Weber regarding retention open issues.	.7
06/03/09	Conferences with D. Heroy, J. Samet and S. Brandman regarding retention issues and reviewed correspondence and retention letters concerning same; reviewed court website.	1.5

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<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/04/09	Reviewed and responded to correspondence from D. Heroy and Baker team regarding retention issues.	.2
06/05/09	Conference with J. Samet regarding retention issues.	.5
06/05/09	Reviewed memorandum from A. McDermott regarding retention issues and e-mails to and from T. Linguanti regarding same.	.4
06/06/09	Reviewed court website and orders in connection with fee standards and e-mails to and from J. Samet.	.3
06/08/09	Reviewed correspondence in connection with retention issues.	.2
06/10/09	Conference with and e-mails to and from J. Samet regarding retention status, and commented on retention memorandum.	.5
06/10/09	Reviewed retention disclosure issues.	.3
06/10/09	Reviewed court fee orders and US Trustee Fee Guidelines and e-mail to Baker tax team regarding same.	.3
06/10/09	E-mails to and from S. Brandman regarding retention status and open issues.	.2
06/11/09	Conferences with J. Samet regarding retention issues; reviewed and commented on correspondence/memorandum regarding same and reviewed correspondence concerning open issues.	.8
06/12/09	E-mails to and from retention team and C. Whitefoord regarding disclosure issues and draft retention pleadings.	.4
06/12/09	Reviewed draft retention pleadings, analyzed disclosure issues and legal requirements for adequacy of disclosure, and revised and commented on.	2.3
06/12/09	Conferences with J. Samet regarding disclosure affidavit comments and disclosure issues.	.8
06/12/09	Reviewed correspondence from J. Linklater regarding retention issues and e-mail to J. Samet regarding same.	.1
06/12/09	E-mails to and from G. Heckelmann regarding retention issues.	.2
06/12/09	Conference with J. Samet and G. Heckelmann regarding retention issues in connection with GM Europe.	.2
06/12/09	Reviewed comments to retention papers from D. Webber.	.1



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<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/15/09	Conference with A. McDermott and J. Samet regarding Magma waiver/retention issues.	.1
06/16/09	Reviewed retention applications by Weil Gotshal, Honigman Miller and Jenner & Block and notice of retention hearing, and drafted e-mail to Baker team regarding same.	.7
06/16/09	E-mails to and from G. Heckelmann regarding retention issues.	.2
06/16/09	E-mail to S. Brandman regarding retention issues.	.1
06/16/09	Conference with J. Samet regarding retention status.	.1
06/17/09	Conference with J. Samet and e-mails to and from A. McDermott regarding status of retention papers.	.3
06/17/09	Reviewed revised draft special counsel retention papers and e-mail to J. Samet regarding same.	.5
06/18/09	Conferences with J. Samet regarding retention issues.	.1
06/19/09	Conferences with J. Samet regarding retention status.	.2
06/22/09	E-mails to and from A. McDermott and J. Samet regarding retention status and issues.	.5
06/22/09	Reviewed and responded to P. Wessels and Guenther Heckelmann regarding retention issues.	.4
06/22/09	Reviewed draft retention papers and memo to J. Samet regarding open issues.	.8
06/22/09	Conference with A. McDermott concerning open retention issues.	.2
06/22/09	E-mails to and from J. Samet regarding retention issues with US Trustee.	.4
06/23/09	E-mails to and from J. Samet regarding retention issues.	.3
06/24/09	Reviewed and responded to correspondence in connection with retention issues.	.1
06/25/09	Conference with J. Samet regarding retention status.	.1
06/26/09	Conference with J. Samet regarding retention status; reviewed court docket and e-mail to A. McDermott.	.3





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<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/28/09	Conference with J. Samet and e-mails to and from T. Linguanti and J. Samet regarding retention status.	.2
06/29/09	Reviewed court docket and filings in connection with retention issues.	.2
06/30/09	Reviewed court docket; conference with J. Samet regarding status of retention.	.2

**Samet, Joseph**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/17/09	Review disclosure and retention status; review memo from I. Reid; review case developments; memo from D. Heroy re: retention; conference with I. Reid; correspondence from I. Reid re: retention.	.6
06/23/09	Retention correspondence and conference with I. Reid re: retention.	.2

**Washington, D.C. Office**

**Houghton, Kendall L.**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/12/09	Review draft affidavit and draft retention motion, as well as D. Webber comments on tax special counsel portions (1.1).	1.1
06/16/09	GM retention matter: E-mail with D. Webber and I. Reid re: conflicts portion of retention application; review material from I. Reid and e-mail Baker team relating to retention application for special tax counsel role.	1.0



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**Webber, A. Duane**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
06/03/09	Review steps for filing motion for special tax counsel designation (0.5); conference with D. Heroy re same (0.4); review memoranda re same (0.4); telephone conferences re same (0.2); conference with T. Linguanti re same and related matters (0.2).	1.7
06/04/09	Review memoranda re motion for special tax counsel designation and prepare responses (0.5).	.5
06/05/09	Review memorandum re motion for special tax counsel designation and prepare response (0.2).	.2
06/08/09	Review memorandum re motion for special tax counsel designation (0.2).	.2
06/11/09	Review memoranda re engagement and motion for special tax counsel designation (0.4).	.4
06/12/09	Review memoranda re engagement and motion for special tax counsel designation, and prepare responses to same (1.5); analyze scope of engagements for bankruptcy motion (0.6); analyze terms and provisions for motion for special counsel designation.	2.6
06/18/09	Review memoranda re arrangements for payment of fees in bankruptcy case and preparation of request to be appointed special counsel (0.3).	.3

**SUMMARY OF FEES:**

**Chicago Office**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>		<b><u>Amount</u></b>
David Heroy	33.4	795.00	\$	26,553.00
Andrew McDermott	46.0	425.00		19,550.00
Lawrence Vonckx	4.8	335.00		1,608.00
			\$	<b>47,711.00</b>



General Motors Corporation  
Client Number: 95229493  
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July 24, 2009  
Matter Number: 000002  
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**Frankfurt Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Guenther H. Heckelmann	1.8	784.62	\$ 1,412.31
			\$ <u>1,412.31</u>

**New York Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Scott L. Brandman	.5	695.00	\$ 347.50
Ira A. Reid	18.6	560.00	10,416.00
Joseph Samet	.8	711.00	568.80
			\$ <u>11,332.30</u>

**Washington, D.C. Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Kendall L. Houghton	2.1	650.00	\$ 1,365.00
A. Duane Webber	5.9	820.00	4,838.00
			\$ <u>6,203.00</u>
		<b>Total:</b>	\$ <b>66,658.61</b>

**TOTAL AMOUNT DUE: \$ 66,658.61**



Baker & McKenzie LLP  
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Tel: +1 202 452 7000  
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STATEMENT

August 20, 2009

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94073639**  
**IRS#: 36-2137456**

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING JULY 31, 2009, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES.....</b>	<b>\$</b>	<b>14,114.20</b>
<b>TOTAL EXPENSES.....</b>	<b>\$</b>	<b><u>61.59</u></b>
<b>TOTAL AMOUNT DUE.....</b>	<b>\$</b>	<b><u>14,175.79</u></b>

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**Account No. 3740-0355**  
**Routing No. 2540-7011-6**

**RE: Invoice #: 94073639**



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August 20, 2009

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94073639**  
**IRS#: 36-2137456**

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING JULY 31, 2009, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**Heroy, David**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
07/01/09	Emails re accounting for retention time separately (.3) Dembaugh, McDermott.	.3
07/02/09	Conference with A. McDermott re status (.2); review emails and respond to four inquiries from AU, Germany (.5).	.7
07/06/09	Email A. McDermott (.1); revise drafts, all re New GM issue (.3).	.4
07/07/09	Review emails; review GM issue and approval (.8); conference with A. McDermott re status, timing, hearing staffing (.3).	1.1
07/16/09	Final revisions re application/order and modifications (.5); conference with A. McDermott (.1).	.6
07/23/09	Emails with G. Heckelmann, D. Webber, et al.; phone A. McDermott, all re billing procedures.	.3



General Motors Corporation  
Client Number: 95229493  
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<u>Date</u>	<u>Description</u>	<u>Hours</u>
07/27/09	Go over emails re directors (.2); conference with A. McDermott re same (.2); phone K. Houghton re same (.1).	.5
07/28/09	Teleconference with D. Webber and K. Houghton re details of tax (.5); email I. Reid.	.8

**McDermott, Andrew**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
07/02/09	Correspond with K. Guch, C. Whitefoord, T. Ryan at GM re ordinary course retentions.	.4
07/06/09	Conference and correspond with D. Heroy re status, ordinary course issues (.2); telephone conference with K. Guch re same (.2); correspond with global partners re sale approval, retention issues (.5).	.9
07/07/09	Correspond with M. Daar at Gm re retention of various ordinary course professionals; correspond with K. Guch, J. Crozier re same; correspond with E. Lederman re same.	.9
07/08/09	Correspond with Trilegal, J. Crozier re ordinary course retention.	.2
07/10/09	Correspond with D. Heroy, G. Heckelman re GM retention.	.2
07/12/09	Correspond with billing partners re GM sale, status of retention.	.3
07/13/09	Correspond with M. Watkins re GM billing, sale.	.1
07/14/09	Correspond with R. Brooks re updated application to employ (.1); review revised application and affidavit (.2); draft correspondence to affiant, D. Heroy summarizing changes, path forward (.3).	.6
07/16/09	Correspond with G. Heckelmann re bankruptcy billing.	.1
07/17/09	Review June invoice re bankruptcy guidelines and correspond with M. Watkins re same (.2); review revised application, affidavit in support re Baker's retention as ordinary counsel (.6); correspond with D. Webber re same (.2); correspond with R. Brooks, E. Lederman at Weil re same (.3)	1.3
07/20/09	Correspond with D. Heroy, I. Reid re status of retention; correspond with J. Woodhall re bankruptcy billing guidelines.	.3

General Motors Corporation  
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<u>Date</u>	<u>Description</u>	<u>Hours</u>
07/21/09	Correspond with C. Whitefoord re ordinary course counsel notice and review same (.2); correspond with R. Brooks at Weil re revised declaration and filing of application (.2).	.4
07/22/09	Correspond with C. Whitefoord, G. Heckelmann, others re filing of application to employ Baker, path forward.	.5
07/24/09	Correspond with R. Brooks at Weil re further comments of US Trustee to application to retain Baker and review same (.3); correspond with billing partners re revising declaration in support, invoices (.2).	.5
07/27/09	Draft amended and supplemented declaration in support of Baker's retention application (.8); correspond with billing departments re pre-petition payments (.3); correspond with worldwide partners re supplemented disclosures (1.3).	2.4
07/28/09	Draft amended and supplemented declaration in support of Baker's retention application (.4); correspond with billing departments re pre-petition payments (.3); correspond with worldwide partners re supplemented disclosures (.5).	1.2
07/29/09	Correspond with billing partners re supplemental information requests of US Trustee (.3); revise declaration in support of application to employ Baker and correspond with R. Brooks at Weil re same (.4); prepare spreadsheet of pre-petition payments for US Trustee (.3).	1.0
07/30/09	Correspond with R. Brooks at K&E, global partners re US Trustee information requests (.7); draft amended and supplemented declaration (.3); prepare information for submission to US Trustee (1.1).	2.1
07/31/09	Correspond with billing partner re pre-petition payments (.1); correspond with R. Brooks at Weil re US Trustee, hearing on application to employ Baker (.3).	.4



General Motors Corporation  
Client Number: 95229493  
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August 20, 2009  
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**New York Office**

**Reid, Ira A.**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
07/10/09	Reviewed correspondence and e-mail to D. Heroy regarding retention.	.1
07/20/09	E-mail to and from K. Haughton and D. Webber and to A. McDermott regarding retention status.	.2
07/24/09	E-mails to and from K. Haughton regarding fee issues.	.2
07/27/09	Reviewed correspondence and draft declaration from A. McDermott regarding retention issues and responded to same.	.3
07/28/09	Reviewed correspondence from D. Webber regarding retention issues.	.1
07/29/09	Reviewed correspondence from A. McDermott and conference with J. Samet regarding open retention issues.	.1

**Samet, Joseph**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
07/28/09	Review memos and retention status.	.2

**Washington, D.C. Office**

**Houghton, Kendall L.**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
07/24/09	Review and approve invoices for June services on Retention matter and on Special Tax Counsel matter (1.0); e-mail processing questions to I. Reid (0.3); e-mail A. McDermott the invoices and process-related questions (0.3); review I. Reid response to questions (0.2).	1.8
07/27/09	Submit two invoices to A. McDermott for processing (0.2); e-mail re: retention issues with D. Webber and D. Heroy (0.2).	.4
07/28/09	E-mail D. Heroy re: invoice review (0.1).	.1



General Motors Corporation  
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August 20, 2009  
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**Webber, A. Duane**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
07/01/09	Review draft Application for Appointment as Special counsel and related memoranda (0.4).	.4
07/09/09	Review draft Application for Appointment as Special counsel and related memoranda (0.3).	.3
07/10/09	Review draft Application for Appointment as Special counsel and related memoranda (0.2).	.2
07/17/09	Review materials to be filed with bankruptcy court re engagement (0.4).	.2
07/24/09	Review memorandum re issues raised re Application for Appointment as Special counsel and related memoranda, and analyze proposed changes (0.4).	.4
07/27/09	Review responses to memorandum re issues raised re Application for Appointment as Special counsel and related memoranda, and prepare memorandum re same (0.5).	.5
07/28/09	Review responses to memorandum re issues raised re Application for Appointment as Special counsel and related memoranda, and prepare memorandum re same (0.5).	.5
07/30/09	Review memoranda re retention application and approval of same, and prepare memorandum re same (0.3).	.3

**Total Fees: \$ 14,114.20**



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94073639

August 20, 2009  
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**SUMMARY OF FEES:**

**Chicago Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>		<u>Amount</u>
David Heroy	4.7	795.00	\$	3,736.50
Andrew McDermott	13.8	425.00		5,865.00
			\$	<b>9,601.50</b>

**New York Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>		<u>Amount</u>
Ira A. Reid	.7	560.00	\$	392.00
Ira A. Reid	.3	625.00		187.50
Joseph Samet	.2	711.00		142.20
			\$	<b>721.70</b>

**Washington, D.C. Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>		<u>Amount</u>
Kendall L. Houghton	2.3	650.00	\$	1,495.00
A. Duane Webber	2.8	820.00		2,296.00
			\$	<b>3,791.00</b>
		<b>Total:</b>	\$	<b>14,114.20</b>

**SUMMARY OF EXPENSES:**

<u>Description</u>		<u>Amount</u>
Telephone	\$	4.82



General Motors Corporation  
Client Number: 95229493  
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August 20, 2009  
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Transportation - Local	28.00
Outside Information Services	<u>28.77</u>

**Total Expenses:** \$ 61.59

**Total Fees and Expenses for Retention and Fee Applications :** \$ 14,175.79

**TOTAL FEES:** \$ 14,114.20  
**TOTAL EXPENSES:** \$ 61.59

**TOTAL AMOUNT DUE:** \$ 14,175.79



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STATEMENT

September 16, 2009

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94074360**  
**IRS#: 36-2137456**

FOR PROFESSIONAL SERVICES RENDERED FOR THE PERIOD ENDING AUGUST 31, 2009, AS FOLLOWS:

**Re: Retention and Fee Applications**

TOTAL FEES .....	\$	32,060.00
TOTAL AMOUNT DUE.....	\$	<u>32,060.00</u>

**For your convenience, you may send a Wire Transfer in payment of statements to:**

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**RE: Invoice #: 94074360**

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September 16, 2009

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94074360**  
**IRS#: 36-2137456**

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FOR PROFESSIONAL SERVICES RENDERED FOR THE PERIOD ENDING AUGUST 31,  
 2009, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**Chertok, Seth**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
08/05/09	Discuss retention project with A. McDermott.	.8
08/07/09	Review bankruptcy attorney invoices.	2.8
08/16/09	Revise invoices; e-mail billing attorneys regarding invoices.	3.6
08/17/09	Revise Project Beam invoices.	.7
08/18/09	Revise Project Beam invoices; e-mail C. Whitefoord regarding Project Delphi invoices.	.7
08/19/09	Revise Delphi invoices.	2.6

General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94074360

September 16, 2009  
Matter Number: 000002  
Page 2

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<u>Date</u>	<u>Description</u>	<u>Hours</u>
08/20/09	Teleconference with C. Whitefood and A. McDermott; revise invoices.	2.4
08/23/09	Revise invoices.	1.0
08/25/09	Revise invoices; prepare monthly statement for bankruptcy order.	3.6
08/26/09	Follow up with D. White re Delphi invoices; analyze currency conversion methodology.	.3
08/28/09	Prepare monthly statement for bankruptcy order.	6.4
08/30/09	Prepare monthly statement for bankruptcy order.	4.8
08/31/09	Prepare monthly statement for bankruptcy order.	11.2

**Heroy, David**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
08/01/09	Emails re hearing on application (I. Reid, A. McDermott, D. Webber) and coverage.	.4
08/03/09	Emails re retention order -- A. McDermott, etc.	.3
08/04/09	Work on monthly statement.	.3
08/17/09	Go over statements (.5); emails (.2).	.7
08/19/09	Go over invoices, strategy for same and review four (4) emails re same.	.5
08/20/09	Review time (.5); conference with A. McDermott re allocation, procedures (.2).	.7

**McDermott, Andrew**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
08/01/09	Correspond with D. Heroy, I. Reid re hearing on application.	.2
08/02/09	Prepare for hearing re retention of Baker; correspond with R. Baker at Weil Gotshal re same; correspond with London office re pre-petition payment; correspond with D. Heroy, I. Reid re hearing coverage.	.8

General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94074360

September 16, 2009  
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Page 3

<u>Date</u>	<u>Description</u>	<u>Hours</u>
08/03/09	Prepare for hearing re Baker's retention application (.2); attend hearing re same (.7); correspond with R. Brooks at Weil, A. Poke re retention going forward (.1); correspond with global partners re status, path forward (.2); conference with D. Heroy re same (.1).	1.3
08/05/09	Conference with S. Chertok re preparation of monthly statement for June (.3); review correspondence to billing partners re same (.1); correspond with R. Brooks re declaration (.1); correspond with S. Chertok re invoices (.2).	.7
08/07/09	Review correspondence from S. Chertok re GM monthly statement.	.2
08/11/09	Correspond with S. Chertok re invoices for monthly statement (.4); correspond with G. Heckelman re retention status (.3); telephone conference and correspond with R. Brooks re timing of submission of June monthly statement (.2).	.9
08/12/09	Correspond and telephone conference with S. Chertok re monthly statement for June, July.	.5
08/13/09	Correspond with S. Chertok, billing partners re monthly statements for June, July.	.5
08/14/09	Correspond with G. Heckelman re billing issue.	.1
08/17/09	Correspond with S. Chertok re monthly statements.	.4
08/18/09	Correspond with S. Chertok, G. Heckelman re monthly statements (.3); conference and correspond with S. Chertok re same (.3).	.6
08/19/09	Correspond with S. Chertok, billing partners re invoices for monthly statements (.4); conference with D. Heroy re same (.2).	.6
08/20/09	Review comments to invoice re bankruptcy guidelines (.2); telephone conference with S. Chertok, K. Guch, C. Whitefoord re same (.3); telephone conference with S. Chertok re same (.2); conference with D. Heroy re same (.1).	.8
08/24/09	Correspond with S. Chertok re billing matters (.3); conference with D. Heroy re same (.1).	.4
08/25/09	Correspond and telephone conference with S. Chertok re monthly statements; review and comment to monthly statement.	.6
08/26/09	Correspond with S. Chertok re monthly statements.	.3

General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94074360

September 16, 2009  
Matter Number: 000002  
Page 4

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<u>Date</u>	<u>Description</u>	<u>Hours</u>
08/31/09	Review and revise monthly statement (.4); telephone conference with D. Webber, K. Houghton re monthly statement, bankruptcy payment process (.6); review cover letter to monthly statement (.2); correspond with S. Chertok re same, schedules and invoices (.2).	1.4

**Melbourne Office**

**Chauhan, Deepti**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
08/31/09	Review Project Two bills to ensure no Project Three time has been inadvertently included.	.4

**McDade, Kellie-Ann**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
08/23/09	Break down time entries for US bankruptcy court billing requirements (1.6 hrs).	1.6

**Schenkel, Simon**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
08/21/09	Preparing mark-up for GM-Delphi's invoice as per email from D. White (to include breakdown and expand narratives).	3.5

**Sharma, Shamil**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
08/06/09	Amending Project Two bills and advising overseas lawyers of amendments needed as well as dealing with agents' queries.	4.2
08/12/09	Reworking GM Project Two billing entries.	4.8
08/13/09	Amending Project Two bill.	1.2
08/31/09	Reworking bill for GM Project Two matter.	1.2



**Truong, Kieu**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
08/14/09	Review Asia Pacific bill and amend as required (1.1); detailed and numerous discussion with E. Olver and J. Woodhall in relation to finalization of Project 2 invoice, including amendments to reflect bankruptcy rules (1.5).	2.5
08/20/09	Discussions with A. Poke and B. Taylor regarding bill (0.2); detailed and numerous discussion with E. Olver and J. Woodhall in relation to closing outstanding time on Project 2 invoice, including amendments to reflect bankruptcy rules (1.0).	1.2
08/31/09	Correspondence with S. Schenkel in relation to billing requirements.	.2

**Washington, D.C. Office**

**Houghton, Kendall L.**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
08/11/09	Review and edit GM Chapter 11 tax matter and GM retention matter invoices (1.1).	1.1
08/13/09	Coordinate edits to retention invoice (0.4).	.4
08/20/09	E-mail S. Chertok re: status of revisions to tax and retention invoices (0.2).	.2
08/31/09	Conference call with A. McDermott and D. Webber re: bankruptcy protocol for debtor invoices (0.3).	.3

**Webber, A. Duane**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
08/01/09	Review memoranda re retention motion and related matters (0.3).	.3
08/02/09	Review memoranda re retention motion and related matters (0.3).	.3



General Motors Corporation  
 Client Number: 95229493  
 Invoice Number: 94074360

September 16, 2009  
 Matter Number: 000002  
 Page 6

<u>Date</u>	<u>Description</u>	<u>Hours</u>
08/31/09	Review memoranda re fees and fee requests; telephone conference re same.	.5

**SUMMARY OF FEES:**

**Chicago Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>		<u>Amount</u>
Seth Chertok	40.9	370.00	\$	15,133.00
David Heroy	2.9	795.00		2,305.50
Andrew McDermott	10.3	425.00		4,377.50
			\$	<b>21,816.00</b>

**Melbourne Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>		<u>Amount</u>
Deepti Chauhan	.4	250.00	\$	100.00
Kellie-Ann McDade	1.6	335.00		536.00
Simon Schenkel	3.5	250.00		875.00
Shamil Sharma	11.4	460.00		5,244.00
Kieu Truong	3.9	330.00		1,287.00
			\$	<b>8,042.00</b>

**Washington, D.C. Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>		<u>Amount</u>
Kendall L. Houghton	2.0	650.00	\$	1,300.00
A. Duane Webber	1.1	820.00		902.00
			\$	<b>2,202.00</b>
<b>Total:</b>			\$	<b>32,060.00</b>



Baker & McKenzie LLP  
815 Connecticut Avenue, NW  
Washington, D.C. 20006-4078, USA

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**STATEMENT**

October 6, 2009

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94074893**  
**IRS#: 36-2137456**

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING SEPTEMBER 30, 2009, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>9,389.50</b>
<b>TOTAL EXPENSES.....</b>	<b>\$</b>	<b><u>108.09</u></b>
<b>TOTAL AMOUNT DUE.....</b>	<b>\$</b>	<b><u><u>9,497.59</u></u></b>

**For your convenience, you may send a Wire Transfer in payment of statements to:**

**Baker & McKenzie LLP**  
**Citibank, F.S.B.**  
**1101 Pennsylvania Ave., NW**  
**13<sup>th</sup> Floor**  
**Washington, DC 20006**  
**Attn: Private Banking, Fran Niles**  
**Account No. 3740-0355**  
**Routing No. 2540-7011-6**

**RE: Invoice #: 94074893**



Baker & McKenzie LLP  
815 Connecticut Avenue, NW  
Washington, D.C. 20006-4078, USA

Tel: +1 202 452 7000  
Fax: +1 202 452 7074  
www.bakernet.com

October 6, 2009

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94074893**  
**IRS#: 36-2137456**

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FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING SEPTEMBER 30, 2009, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**Chertok, Seth**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
09/01/09	Coordinate mailing monthly statement pursuant to interim compensation order.	.2
09/01/09	Coordinate mailing monthly statement pursuant to interim compensation order.	.2
09/01/09	Coordinate mailing monthly statement pursuant to interim compensation order.	.2
09/01/09	Coordinate mailing out monthly statement pursuant to interim compensation order.	.2
09/09/09	E-mail billing attorneys re status of invoices.	.3
09/15/09	Evaluate status of retention issues posed by GM; e-mail A. McDermott re same.	.2



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94074893

October 6, 2009  
Matter Number: 000002  
Page 2

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<u>Date</u>	<u>Description</u>	<u>Hours</u>
09/16/09	E-mail D. Heroy re invoice issues; e-mail A. Poke re status of Asia Pacific; respond to C. Basler re retention issues; follow up with Baker billing attorneys regarding August monthly invoices.	1.8
09/17/09	Follow up with C. Basler re status of Asia Pacific; e-mail A. McDermott contact information for C. Basler	.3
09/18/09	Follow up with Baker attorneys regarding status of August invoices.	.4
09/28/09	Prepare monthly statement.	.8

**Heroy, David**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
09/08/09	Conference with A. McDermott re status, reconciliation of new GM.	.2
09/17/09	Review comments, bill per S. Chertok.	.3
09/22/09	Review bill.	.3
09/23/09	Email S. Chertok (.2).	.2
09/28/09	Review recent statement and conference with A. McDermott (.3); go over script for Alix Partners with A. McDermott (.1).	.4
09/29/09	Review monthly statement; email A. McDermott (.2) and S. Chertok (.1).	.3

**McDermott, Andrew**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
09/01/09	Correspond and telephone conference with S. Chertok re monthly statement, new invoices, exchange rate.	.5
09/02/09	Correspond with S. Chertok, L. Vonckx re monthly statement, new invoices.	.2
09/04/09	Telephone conferences with Alix Partners re monthly statements (.4); correspond and conference with S. Chertok re same (.2).	.6



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94074893

October 6, 2009  
Matter Number: 000002  
Page 3

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<u>Date</u>	<u>Description</u>	<u>Hours</u>
09/08/09	Correspond with S. Chertok re August monthly invoices.	.1
09/09/09	Telephone conference and correspond with R. Brooks at Weil re June, July monthly statement (.3); correspond with S. Chertok re invoices, time requirements (.2).	.5
09/14/09	Correspond with S. Chertok re August monthly statement.	.1
09/17/09	Correspond with G. Heckelman, S. Chertok re August monthly statement.	.3
09/21/09	Correspond with S. Chertok re monthly statement; review correspondence from global partners re same.	.2
09/28/09	Correspond and conference with D. Heroy re GM retention procedures (.3); correspond with AlixPartners re June, July invoice (.1); review monthly statement from S. Chertok (.2).	.6
09/29/09	Review interim compensation order re compliance (.2); review invoices for August and prepare summary schedules for monthly statement (2.8); draft cover letters (.3); prepare for conference with AlixPartners re June and July monthly statements (.3); conference and correspond with D. Heroy re response to AlixPartners, monthly statement (.3).	3.9

**O'Connor, Matthew J.**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
09/16/09	Review invoices from B&M personnel for compliance with bankruptcy guidelines for fee applications.	1.2
09/17/09	Review invoices from B&M personnel for compliance with bankruptcy guidelines for fee applications.	1.9
09/18/09	Review invoices from B&M personnel for compliance with bankruptcy guidelines for fee applications.	.2



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94074893

October 6, 2009  
Matter Number: 000002  
Page 4

**Melbourne Office**

**Chauhan, Deepti**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
09/16/09	Review Project Three bill.	.7

**Poke, Ashley**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
09/01/09	Review of GMC invoices and narrations for Project Two (Australia / Asia Pacific implications); email draft invoices to Seth Chotek and Andrew McDermott.	.8

**Sharma, Shamil**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
09/18/09	Amending billing narrations for Project Two Bill.	.5
09/22/09	Amending bills.	.5

**Truong, Kieu**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
09/10/09	Review Project 2 final invoice and extensively amend in order to comply with bankruptcy law requirements.	1.4
09/11/09	Liaise with E. Olver to amend and redirect incorrect time narratives in Project 2 bill; review amended Project 3 bill.	1.1
09/22/09	Respond to queries from J. Peterson in relation to task billing requirements.	.3

General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94074893

October 6, 2009  
Matter Number: 000002  
Page 5

**Washington, D.C. Office**

**Houghton, Kendall L.**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
09/14/09	Review GM invoice for Chapter 11 matter (0.4).	.4

**Total Fees:   \$   9,389.50**

**SUMMARY OF FEES:**

**Chicago Office**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>		<b><u>Amount</u></b>
Seth Chertok	4.6	370.00	\$	1,702.00
David Heroy	1.7	850.00		1,445.00
Andrew McDermott	7.0	425.00		2,975.00
Matthew J. O'Connor	3.3	295.00		973.50
			\$	<b>7,095.50</b>

**Melbourne Office**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>		<b><u>Amount</u></b>
Deepti Chauhan	.7	250.00	\$	175.00
Ashley Poke	.8	570.00		456.00
Shamil Sharma	1.0	465.00		465.00
Kieu Truong	2.8	335.00		938.00
			\$	<b>2,034.00</b>





General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94074893

October 6, 2009  
Matter Number: 000002  
Page 6

**Washington, D.C. Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Kendall L. Houghton	.4	650.00	\$ 260.00
			\$ 260.00

**Total: \$ 9,389.50**

**SUMMARY OF EXPENSES:**

<u>Description</u>	<u>Amount</u>
Photocopies	\$ 56.81
Courier/Messenger Service	51.28

**Total Expenses: \$ 108.09**

**Total Fees and Expenses for Retention and Fee Applications : \$ 9,497.59**

**TOTAL FEES: \$ 9,389.50**  
**TOTAL EXPENSES: \$ 108.09**

**TOTAL AMOUNT DUE: \$ 9,497.59**



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**STATEMENT**

November 30, 2009

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94075676**  
**IRS#: 36-2137456**

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING OCTOBER 31, 2009, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>16,524.00</b>
<b>TOTAL EXPENSES.....</b>	<b>\$</b>	<b>57.25</b>
<b>TOTAL AMOUNT DUE.....</b>	<b>\$</b>	<b>16,581.25</b>

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**Attn: Private Banking, Fran Niles**  
**Account No. 3740-0355**  
**Routing No. 2540-7011-6**

**RE: Invoice #: 94075676**



Baker & McKenzie LLP  
815 Connecticut Avenue, NW  
Washington, D.C. 20006-4078, USA

Tel: +1 202 452 7000  
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REMITTANCE COPY

November 30, 2009

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94075676**  
**IRS#: 36-2137456**

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FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE  
PERIOD ENDING OCTOBER 31, 2009, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>16,524.00</b>
<b>TOTAL EXPENSES.....</b>	<b>\$</b>	<b><u>57.25</u></b>
<b>TOTAL AMOUNT DUE.....</b>	<b>\$</b>	<b><u><u>16,581.25</u></u></b>

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November 30, 2009

**Daniel M. Houlf, Esq.**  
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**General Motors Corporation**  
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**MC 482-C16-B16**  
**Detroit, MI 48265**

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**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94075676**  
**IRS#: 36-2137456**

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FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE  
PERIOD ENDING OCTOBER 31, 2009, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**Frey, Joy**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
10/19/09	Conference with D. Heroy re interim fee application.	.2
10/22/09	Discuss case and interim fee application with A. McDermott.	.7
10/23/09	Review materials for interim fee application.	3.3
10/25/09	Review GM materials to prepare interim fee application; retrieve relevant documents from case docket re same.	4.1
10/26/09	Find and review local bankruptcy court rules of Southern District of New York for interim fee application.	2.0
10/26/09	Create interim fee application checklist and document form.	2.0
10/26/09	Prepare interim fee application.	4.0
10/28/09	Compose monthly fee statement (2.0); correspond with D. Heroy re same (.1); reference SDNY local rules re same (.3); discuss same with A. McDermott (.2); copy, print and send same (.5).	3.1

General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94075676

November 30, 2009  
Matter Number: 000002  
Page 2

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<u>Date</u>	<u>Description</u>	<u>Hours</u>
10/28/09	Compose interim fee statement.	3.1
10/29/09	Compose interim fee application (6.4); review calculations re same (3.9); discuss same with A. McDermott (.2); e-mail T. Linguanti re same (.1).	10.6
10/30/09	Compose GM interim fee application.	5.1

**Heroy, David**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
10/01/09	Correspondence re payment, procedure in all four regions (.3); conference with A. McDermott (.1).	.4
10/22/09	Review invoices re compliance with bankruptcy guidelines.	.3
10/26/09	Teleconference re billing matters (.6); conference with A. McDermott (.2).	.8

**McDermott, Andrew**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
10/01/09	Telephone conference with C. Basler at AlixPartners re June, July monthly statement (.3); correspond with global partners re payment resolution, going forward billing re New GM/MLC (1.2); correspond with C. Basler re invoices and payment details (1.6).	3.1
10/05/09	Correspond with K. Guch re re-issue of July invoice.	.1
10/06/09	Telephone conference with C. Basler (AlixPartners) re July monthly fee statement.	.2
10/14/09	Correspond with G. Heckelman, C. Basler (AlixPartners) re June, July monthly statement.	.1
10/21/09	Correspond with billing partners re September invoices for monthly statement; follow up with AlixPartners re payment issue.	.4
10/22/09	Conferences and correspond with J. Frey re preparation of interim fee application (.9); collection of materials for preparation of interim fee application (.6).	1.5

General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94075676

November 30, 2009  
Matter Number: 000002  
Page 3

<u>Date</u>	<u>Description</u>	<u>Hours</u>
10/27/09	Correspond with Asia/Pacific offices re September invoices.	.1
10/28/09	Correspond and conferences with J. Frey re interim fee application, September monthly statement (.5); review revised guidelines re fee review from US Trustee (.2); finalize and serve September monthly statement (.1); correspond with C. Basler re materials for interim fee application (.1).	.9

**Melbourne Office**

**Truong, Kieu**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
10/20/09	Review September GM/MLC bills and forward to accounts for processing.	.5
10/21/09	Discussions with E. Olver and accounts regarding bill finalization, including application for GST exemption.	1.6
10/28/09	Numerous telephone calls from D. Quigg's office management in relation to outstanding Quigg Partner bills in relation to GM work; work with E. Olver to resolve queries, including review of folder of emails relating to Quigg Partner agreement to bill GM directly etc.	1.5

**Total Fees: \$ 16,524.00**

**SUMMARY OF FEES:**

**Chicago Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>		<u>Amount</u>
Joy Frey	38.2	295.00	\$	11,269.00
David Heroy	1.5	850.00		1,275.00
Andrew McDermott	6.4	425.00		2,720.00
			\$	<b>15,264.00</b>

General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94075676

November 30, 2009  
Matter Number: 000002  
Page 4

**Melbourne Office**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Kieu Truong	3.6	350.00	\$ 1,260.00
			\$ 1,260.00
		<b>Total:</b>	<b>\$ 16,524.00</b>

**SUMMARY OF EXPENSES:**

<b><u>Description</u></b>	<b><u>Amount</u></b>
Photocopies	\$ 9.50
Courier/Messenger Service	47.75
	<u>57.25</u>
<b>Total Expenses:</b>	<b>\$ <u>57.25</u></b>
<b>Total Fees and Expenses for Retention and Fee Applications :</b>	<b>\$ 16,581.25</b>
<b>TOTAL FEES:</b>	<b>\$ 16,524.00</b>
<b>TOTAL EXPENSES:</b>	<b>\$ <u>57.25</u></b>
<b>TOTAL AMOUNT DUE:</b>	<b>\$ <u>16,581.25</u></b>



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STATEMENT

December 15, 2009

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94076425**  
**IRS#: 36-2137456**

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING NOVEMBER 30, 2009, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES.....</b>	<b>\$</b>	<b>26,467.50</b>
<b>TOTAL EXPENSES.....</b>	<b>\$</b>	<b><u>92.79</u></b>
<b>TOTAL AMOUNT DUE.....</b>	<b>\$</b>	<b><u>26,560.29</u></b>

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**Account No. 3740-0355**  
**Routing No. 2540-7011-6**

**RE: Invoice #: 94076425**

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**Re: Retention and Fee Applications**

TOTAL FEES.....	\$	26,467.50
TOTAL EXPENSES.....	\$	<u>92.79</u>
TOTAL AMOUNT DUE.....	\$	<u>26,560.29</u>

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December 15, 2009

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

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**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94076425**  
**IRS#: 36-2137456**

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING NOVEMBER 30, 2009, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**Frey, Joy**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
11/02/09	E-mail K. Houghton re: US tax liability matter for interim fee application.	.2
11/02/09	Review materials and compose interim fee application schedules.	10.1
11/03/09	Compose interim fee application, schedules and spreadsheet (9.6); Correspond with K. Houghton re same (.2).	9.8
11/04/09	Review materials and compose interim fee application and schedules.	4.6
11/05/09	Compose interim fee application and relevant schedules.	3.2
11/06/09	Discuss interim fee application with A. McDermott (.3); review materials for same (1.4); compose same (1.6).	3.3
11/23/09	Review invoices and prepare monthly fee statement.	1.6
11/24/09	Prepare monthly fee statement (2.2); conference with D. Heroy re same (.1); e-mail A. McDermott re same (.1).	2.4

<u>Date</u>	<u>Description</u>	<u>Hours</u>
11/25/09	Review October invoices for monthly fee statement (1.4); conference with A. McDermott re same (.2); prepare and send numerous e-mails to K. McDade, K. Truong, and J. Mondello re same (1.3).	2.9
11/30/09	Review and amend GM/MLC Monthly Fee Statement (1.1); correspond with A. McDermott, J. Mondello, K. Houghton, T. Linguanti re same (1.5).	2.6

**Heroy, David**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
11/09/09	Emails re draft.	.2
11/16/09	Review and comment on fee application.	.5
11/17/09	Conference with A. McDermott re examiner.	.2
11/24/09	Review statement.	.3

**McDermott, Andrew**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
10/08/09	Correspond with C. Basler (AlixPartners) re billing of tax matters (.2); correspond with tax partners re same (.2); correspond with R. Brooks, E. Lederman (Weil) re same (.2).	.6
10/20/09	Correspond and telephone conference with R. Brooks, E. Lederman (Weil) re transition of matters to New GM.	.2
10/23/09	Correspond with D. Webber, C. Dunahoo re transition of matters to New GM, payment of bankruptcy invoices.	.3
11/02/09	Review and execute monthly fee statement; correspond with C. Basler re information for interim fee application.	.5
11/04/09	Correspond with R. Brooks (Weil) re interim fee application procedures (.1); review US Trustee requests for submission format (.2).	.3
11/05/09	Review draft interim fee application (1.1); correspond with J. Frey re same (.1); correspond with A. Poke re Project Three invoice (.1).	1.3
11/06/09	Draft correspondence to global partners re information needed for interim fee application (1.2); correspond and conferences with J. Frey re status of draft, supporting schedules (.6); review invoices and prepare supporting schedules re interim fee application (3.1).	4.9

<u>Date</u>	<u>Description</u>	<u>Hours</u>
11/08/09	Revise interim fee application and draft supporting schedules.	1.7
11/09/09	Revise interim fee application and draft supporting schedules (2.8); correspond with G. Heckelman re project description (.1).	2.9
11/10/09	Correspond with A. Poke, M. Watkins re interim fee application inserts.	.2
11/11/09	Revise interim fee application and supporting schedules.	3.2
11/12/09	Complete supporting schedules to interim fee application (2.3); correspond with Washington Office re invoices (.2); correspond with London Office re inserts to interim fee application (.1); revise interim fee application (3.5); correspond with R. Brooks (Weil) re same (.1).	6.2
11/16/09	Final review and revise interim fee application (1.2); correspond with R. Brooks, E. Lederman (Weil) re service of same (.3); conferences with J. Frey, D. Heroy re same (.3); correspond and telephone conference with I. Reid re filing of interim fee application, US Trustee review of same (.4).	2.2
11/17/09	Organize materials in preparation for call to US Trustee re interim fee application (.2); correspond with R. Brooks (Weil) re fee examiner, interim fee applications (.1); conference with D. Heroy re fee examiner (.2).	.5
11/19/09	Correspond with global partners re status, appointment fee examiner, interim fee application, monthly statement for October.	.8
11/24/09	Conference and correspond with J. Frey re monthly fee statement; review same.	.3
11/25/09	Conference with J. Frey re monthly fee statement and review invoices re same.	.3
11/30/09	Correspond with K. Houghton re revisions to invoices; conferences with J. Frey re October monthly statement; review and execute same.	.3

**Vonckx, Lawrence**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
11/04/09	Meet with J. Frey re her questions about fee application format and requirements.	.2

**New York Office**

**Reid, Ira A.**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
11/16/09	Reviewed B&M fee application and e-mail to and conference with A. McDermott regarding electronic filing of same.	.4
11/16/09	Reviewed and responded to correspondence from A. McDermott regarding interim fee application.	.1
11/16/09	Conference with A. McDermott regarding electronic filing of fee application.	.1
11/17/09	Reviewed interim fee application.	.2
11/19/09	Reviewed correspondence regarding invoices and fee examiner.	.1
11/30/09	Coordinated preparation and filing of claim; conferences and e-mails to and from A. McDermott; conference with J. Samet regarding same.	.5

**Washington, D.C. Office**

**Houghton, Kendall L.**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
11/02/09	Revise R. Kelly's services description (0.2).	.2
11/03/09	Revise and e-mail description of tax services for interim fee application to Baker team (0.4).	.8

**Kelly, Ryan J.**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
11/02/09	Draft description language to be used in bill submitted to the Bankruptcy Court for work performed by Baker in relation to disputed tax matters.	1.5

**Total Fees:   \$   26,467.50**

**SUMMARY OF FEES:**

**Chicago Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>		<u>Amount</u>
Joy Frey	40.7	295.00	\$	12,006.50
David Heroy	1.2	850.00		1,020.00
Andrew McDermott	26.7	425.00		11,347.50
Lawrence Vonckx	.2	335.00		67.00
			\$	<b>24,441.10</b>

**New York Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>		<u>Amount</u>
Ira A. Reid	1.4	560.00	\$	784.00
			\$	<b>784.00</b>

**Washington, D.C. Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>		<u>Amount</u>
Kendall L. Houghton	1.0	650.00	\$	650.00
Ryan J. Kelly	1.5	395.00		592.50
			\$	<b>1,242.50</b>

**Total: \$ 26,467.50**

**SUMMARY OF EXPENSES:**

<u>Description</u>	<u>Amount</u>
Photocopies	\$ 53.39
Courier/Messenger Service	39.40
	<hr/>
<b>Total Expenses:</b>	<b>\$ <u>92.79</u></b>

**Total Fees and Expenses for Retention and Fee Applications : \$ 26,560.29**

<b>TOTAL FEES:</b>	<b>\$ 26,467.50</b>
<b>TOTAL EXPENSES:</b>	<b>\$ <u>92.79</u></b>
<b>TOTAL AMOUNT DUE:</b>	<b>\$ <u>26,560.29</u></b>

Daniel M. Houlf, Esq.  
Director, U.S. Tax Counsel  
General Motors Corporation  
300 Renaissance Center  
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STATEMENT

January 12, 2010

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94077207**  
**IRS#: 36-2137456**

FOR PROFESSIONAL SERVICES RENDERED FOR THE PERIOD ENDING DECEMBER 31, 2009, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>1,257.00</b>
<b>TOTAL STATEMENT .....</b>	<b>\$</b>	<b><u>1,257.00</u></b>
<b>TOTAL AMOUNT DUE .....</b>	<b>\$</b>	<b><u>82,345.69</u></b>

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**Account No. 3740-0355**  
**Routing No. 2540-7011-6**

**RE: Invoice #: 94077207**





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January 12, 2010

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
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- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94077207**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED FOR THE PERIOD ENDING DECEMBER  
31, 2009, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>1,257.00</b>
<b>TOTAL STATEMENT .....</b>	<b>\$</b>	<b>1,257.00</b>
<b>TOTAL AMOUNT DUE .....</b>	<b>\$</b>	<b>82,345.69</b>

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January 12, 2010

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- to -

**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94077207**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED FOR THE PERIOD ENDING DECEMBER 31, 2009, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**Frey, Joy**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
12/29/09	Review invoices and prepare November Monthly Statement.	1.7
12/30/09	Conference with A. McDermott re Monthly Statement; revise and send same.	.4

**McDermott, Andrew**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
12/01/09	Correspond with R. Brooks re October monthly statement.	.1
12/16/09	Correspond with Washington Office re invoices for November monthly statement; briefly review same and forward to J. Frey.	.1
12/22/09	Correspond with R. Brooks (Weil) re hearing on interim fee application; forward correspondence to J. Frey and calendar.	.1



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94077207

January 12, 2010  
Matter Number: 000002  
Page 2

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<u>Date</u>	<u>Description</u>	<u>Hours</u>
12/28/09	Correspond with A. Poke re Project Three invoices for monthly statement; conference with J. Frey re preparation of monthly statement.	.3
12/29/09	Correspond with A. Poke re Project Three invoices for monthly statement; telephone conference with J. Frey re preparation of monthly statement.	.2
12/30/09	Conference with J. Frey re November monthly statement; review and revise invoices for compliance with bankruptcy guidelines; review and execute November monthly statement.	.7

**SUMMARY OF FEES:**

**Chicago Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>		<u>Amount</u>
Joy Frey	2.1	295.00	\$	619.50
Andrew McDermott	1.5	425.00		637.50
			\$	<b>1,257.00</b>
		<b>Total:</b>	\$	<b>1,257.00</b>

**TOTAL STATEMENT: \$ 1,257.00**  
**TOTAL AMOUNT DUE: \$ 82,345.69**



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STATEMENT

February 17, 2010

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94078153**  
**IRS#: 36-2137456**

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING JANUARY 31, 2010, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>2,758.00</b>
<b>TOTAL EXPENSES.....</b>	<b>\$</b>	<b><u>40.35</u></b>
<b>TOTAL AMOUNT DUE.....</b>	<b>\$</b>	<b><u><u>2,798.35</u></u></b>

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**RE: Invoice #: 94078153**



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February 17, 2010

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**General Motors Corporation**  
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- to -

**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94078153**  
**IRS#: 36-2137456**

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FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE  
PERIOD ENDING JANUARY 31, 2010, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>2,758.00</b>
<b>TOTAL EXPENSES.....</b>	<b>\$</b>	<b>40.35</b>
<b>TOTAL AMOUNT DUE.....</b>	<b>\$</b>	<b><u>2,798.35</u></b>

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February 17, 2010

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**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94078153**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING JANUARY 31, 2010, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**McDermott, Andrew**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
01/08/10	Review notice re fee examiner budgets; correspond with R. Brooks (K&E) re same.	.1
01/20/10	Correspond with Washington Office re monthly fee statement (.1); correspond with fee auditor re February monthly budget (.1).	.2
01/28/10	Correspond with A. Poke re monthly statement.	.1



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94078153

February 17, 2010  
Matter Number: 000002  
Page 2

**Melbourne Office**

**Poke, Ashley**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
12/29/09	Reviewing draft bills for GM Project Two; liaison with Andrew McCormack on outstanding GM billing issues; liaison and coordination with B&M finance on GM billing issues.	1.3

**Sharma, Shamil**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
01/06/10	Amending bills and reviewing bills for Project Two.	2.2
01/29/10	Attending to amendments to GM Project Two bills and attending to bill finalization.	1.4

**Total Fees:   \$   2,758.00**

**SUMMARY OF FEES:**

**Chicago Office**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Andrew McDermott	.4	425.00	\$ 170.00
			<b>\$ 170.00</b>



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94078153

February 17, 2010  
Matter Number: 000002  
Page 3

**Melbourne Office**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>		<b><u>Amount</u></b>
Ashley Poke	1.3	620.00	\$	806.00
Shamil Sharma	3.6	495.00		1,782.00
			\$	<b>2,588.00</b>
		<b>Total:</b>	\$	<b>2,758.00</b>

**SUMMARY OF EXPENSES:**

<b><u>Description</u></b>	<b><u>Amount</u></b>
Courier/Messenger Service	\$ <u>40.35</u>
<b>Total Expenses:</b>	<b>\$ <u>40.35</u></b>
<b>Total Fees and Expenses for Retention and Fee Applications :</b>	<b>\$ 2,798.35</b>
<b>TOTAL FEES:</b>	<b>\$ 2,758.00</b>
<b>TOTAL EXPENSES:</b>	<b>\$ <u>40.35</u></b>
<b>TOTAL AMOUNT DUE:</b>	<b>\$ <u>2,798.35</u></b>





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STATEMENT

March 12, 2010

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94078848**  
**IRS#: 36-2137456**

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING FEBRUARY 28, 2010, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>5,156.00</b>
<b>TOTAL EXPENSES.....</b>	<b>\$</b>	<b>82.50</b>
<b>TOTAL AMOUNT DUE.....</b>	<b>\$</b>	<b>5,238.50</b>

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**Account No. 3740-0355**  
**Routing No. 2540-7011-6**

**RE: Invoice #: 94078848**



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March 12, 2010

**Daniel M. Houlf, Esq.**  
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**General Motors Corporation**  
**300 Renaissance Center**  
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**Detroit, MI 48265**

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**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94078848**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE  
PERIOD ENDING FEBRUARY 28, 2010, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>5,156.00</b>
<b>TOTAL EXPENSES.....</b>	<b>\$</b>	<b>82.50</b>
<b>TOTAL AMOUNT DUE.....</b>	<b>\$</b>	<b>5,238.50</b>

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March 12, 2010

**Daniel M. Houlf, Esq.**  
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**General Motors Corporation**  
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**Detroit, MI 48265**

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**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94078848**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING FEBRUARY 28, 2010, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**Frey, Joy**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
02/01/10	Review invoice and prepare Monthly Statement (.9); conference and correspond with A. McDermott re same (.4); review Project Two invoices from Australian office and prepare amended Statement (1.8).	3.1
02/02/10	Conference with A. McDermott re updates to court docket (.2); review docket re same (.2).	.4



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94078848

March 12, 2010  
Matter Number: 000002  
Page 2

---

<u>Date</u>	<u>Description</u>	<u>Hours</u>
02/16/10	Conference with A. McDermott re interim fee application (.1); review Interim Compensation Order re same (.2); correspond with A. McDermott re November Monthly Statement invoices (.2).	.5
02/19/10	Conference with E. Ostrow re interim fee application.	.2

**McDermott, Andrew**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
01/08/10	Review notice re fee examiner budgets; correspond with R. Brooks (K&E) re same.	.1
01/20/10	Correspond with Washington Office re monthly fee statement (.1); correspond with fee auditor re February monthly budget (.1).	.2
01/28/10	Correspond with A. Poke re monthly statement.	.1
02/01/10	Conference and correspond with J. Frey, A. Poke re invoices for monthly statement.	.4
02/02/10	Conference with J. Frey re fee examiner report.	.1
02/09/10	Correspond with R. Brooks at Weil re continuance of fee application hearing; follow-up correspondence with global partners.	.2
02/16/10	Correspond with C. Basler re monthly statement review question; conference and correspond with J. Frey re interim fee application.	.4
02/17/10	Correspond re invoices for monthly statement.	.1
02/18/10	Correspond with C. Basler, A. Poke, GM contacts re invoices in monthly statement.	.3
02/22/10	Telephone conference and correspond with L. Labio at GM re billing of Asia/Pacific work.	.2



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94078848

March 12, 2010  
Matter Number: 000002  
Page 3

**Melbourne Office**

**Poke, Ashley**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
12/29/09	Reviewing draft bills for GM Project Two; liaison with Andrew McCormack on outstanding GM billing issues; liaison and coordination with B&M finance on GM billing issues.	1.3

**Sharma, Shamil**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
01/06/10	Amending bills and reviewing bills for Project Two.	2.2
01/29/10	Attending to amendments to GM Project Two bills and attending to bill finalization.	1.4
02/10/10	Reviewing bills for GM.	.9

**Total Fees:    \$    5,156.00**

**SUMMARY OF FEES:**

**Chicago Office**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>		<b><u>Amount</u></b>
Joy Frey	4.2	295.00	\$	1,239.00
Andrew McDermott	2.1	425.00		892.50
			\$	<b>2,131.50</b>



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94078848

March 12, 2010  
Matter Number: 000002  
Page 4

**Melbourne Office**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>		<b><u>Amount</u></b>
Ashley Poke	1.3	620.00	\$	806.00
Shamil Sharma	.9	485.00		436.50
Shamil Sharma	3.6	495.00		1,782.00
			\$	<b>3,024.50</b>
			<b>Total:</b>	<b>\$ 5,156.00</b>

**SUMMARY OF EXPENSES:**

<b><u>Description</u></b>	<b><u>Amount</u></b>
Courier/Messenger Service	\$ <u>82.50</u>

**Total Expenses: \$ 82.50**

**Total Fees and Expenses for Retention and Fee Applications : \$ 5,238.50**

**TOTAL FEES: \$ 5,156.00**

**TOTAL EXPENSES: \$ 82.50**

**TOTAL AMOUNT DUE: \$ 5,238.50**



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**S T A T E M E N T**

April 12, 2010

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94079484**  
**IRS#: 36-2137456**

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING MARCH 31, 2010, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>6,372.55</b>
<b>TOTAL EXPENSES .....</b>	<b>\$</b>	<b>143.86</b>
<b>TOTAL AMOUNT DUE .....</b>	<b>\$</b>	<b>6,516.41</b>

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**Routing No. 2540-7011-6**

**RE: Invoice #: 94079484**



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April 12, 2010

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
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**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94079484**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING MARCH 31, 2010, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**Frey, Joy**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
02/01/10	Review invoice and prepare Monthly Statement (.9); conference and correspond with A. McDermott re same (.4); review Project Two invoices from Australian office and prepare amended Statement (1.8).	3.1
02/02/10	Conference with A. McDermott re updates to court docket (.2); review docket re same (.2).	.4
02/16/10	Conference with A. McDermott re interim fee application (.1); review Interim Compensation Order re same (.2); correspond with A. McDermott re November Monthly Statement invoices (.2).	.5
02/19/10	Conference with E. Ostrow re interim fee application.	.2





General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94079484

April 12, 2010  
Matter Number: 000002  
Page 2

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<u>Date</u>	<u>Description</u>	<u>Hours</u>
03/17/10	Conference with A. McDermott re transition to Ordinary Course Professional (.2); conference and correspond with Russ Brooks at Weil Gotshal re same (.3); prepare OCP retention documents (.6).	1.1
03/29/10	Review docket for Ordinary Course Professional documents (.4); prepare Declaration of Disinterestedness for conversion from Special Counsel status to Ordinary Course Professional (1.9); conference with A. McDermott re same (.3).	2.6
03/30/10	Conference with A. McDermott re conversion from special counsel to ordinary course professional (.2); review docket re same (.2).	.4

**McDermott, Andrew**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
01/08/10	Review notice re fee examiner budgets; correspond with R. Brooks (K&E) re same.	.1
01/20/10	Correspond with Washington Office re monthly fee statement (.1); correspond with fee auditor re February monthly budget (.1).	.2
01/28/10	Correspond with A. Poke re monthly statement.	.1
02/01/10	Conference and correspond with J. Frey, A. Poke re invoices for monthly statement.	.4
02/02/10	Conference with J. Frey re fee examiner report.	.1
02/09/10	Correspond with R. Brooks at Weil re continuance of fee application hearing; follow-up correspondence with global partners.	.2
02/16/10	Correspond with C. Basler re monthly statement review question; conference and correspond with J. Frey re interim fee application.	.4
02/17/10	Correspond re invoices for monthly statement.	.1
02/18/10	Correspond with C. Basler, A. Poke, GM contacts re invoices in monthly statement.	.3
02/22/10	Telephone conference and correspond with L. Labio at GM re billing of Asia/Pacific work.	.2
03/02/10	Correspond with Weil re conversion to ordinary course professional.	.1
03/16/10	Correspond with R. Brooks re hearing on IFA.	.1
03/17/10	Conference with J. Frey re transition to Ordinary Course Professional.	.2



General Motors Corporation  
Client Number: 95229493  
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Page 3

**Melbourne Office**

**Poke, Ashley**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
12/29/09	Reviewing draft bills for GM Project Two; liaison with Andrew McCormack on outstanding GM billing issues; liaison and coordination with B&M finance on GM billing issues.	1.3

**Sharma, Shamil**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
01/06/10	Amending bills and reviewing bills for Project Two.	2.2
01/29/10	Attending to amendments to GM Project Two bills and attending to bill finalization.	1.4
02/10/10	Reviewing bills for GM.	.9
03/09/10	Reviewing e-mails in relation to post-closing stamping and registration by B&M Indonesia and Singapore.	.2

**Total Fees:   \$   6,372.55**

**SUMMARY OF FEES:**

**Chicago Office**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>		<b><u>Amount</u></b>
Joy Frey	8.3	295.00	\$	2,448.50
Andrew McDermott	2.5	425.00		1,062.50
			\$	<b>3,511.00</b>



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94079484

April 12, 2010  
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**Melbourne Office**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>		<b><u>Amount</u></b>
Ashley Poke	1.3	558.00	\$	725.40
Shamil Sharma	4.7	454.50		2,136.15
			\$	<b>2,861.55</b>
			<b>Total:</b>	<b>\$ 6,372.55</b>

**SUMMARY OF EXPENSES:**

<b><u>Description</u></b>		<b><u>Amount</u></b>	
Courier/Messenger Service	\$	82.50	
Outside Photocopying (Pacer)		61.36	
			<b>Total Expenses: \$ <u>143.86</u></b>
<b>Total Fees and Expenses for Retention and Fee Applications :</b>	\$	<b>6,516.41</b>	
		<b>TOTAL FEES:</b>	<b>\$ 6,372.55</b>
		<b>TOTAL EXPENSES:</b>	<b>\$ <u>143.86</u></b>
		<b>TOTAL AMOUNT DUE:</b>	<b>\$ <u><u>6,516.41</u></u></b>



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**S T A T E M E N T**

May 7, 2010

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94080256**  
**IRS#: 36-2137456**

FOR PROFESSIONAL SERVICES RENDERED FOR THE PERIOD ENDING  
APRIL 30, 2010, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>15,003.00</b>
<b>TOTAL AMOUNT DUE .....</b>	<b>\$</b>	<b><u>15,003.00</u></b>

**For your convenience, you may send a Wire Transfer in payment of statements to:**

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**13<sup>th</sup> Floor**  
**Washington, DC 20006**  
**Attn: Private Banking, Fran Niles**  
**Account No. 3740-0355**  
**Routing No. 2540-7011-6**

**RE: Invoice #: 94080256**



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May 7, 2010

**Daniel M. Houlf, Esq.**  
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**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94080256**  
**IRS#: 36-2137456**

FOR PROFESSIONAL SERVICES RENDERED FOR THE PERIOD ENDING  
APRIL 30, 2010, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**Frey, Joy**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
04/30/10	Conference with A. McDermott re Monthly Statement and invoices (.4); prepare March monthly statement (1.3).	1.7

**Heroy, David**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
04/01/10	Review fee examiners (.4).	.4
04/05/10	Review letter (.4), phone G & K (.1), conference with A. McDermott (.3), all re objection.	.8
04/15/10	Review fee report.	.5
04/16/10	Emails re examiners request.	.3
04/19/10	Emails A. McDermott x2.	.2



General Motors Corporation  
Client Number: 95229493  
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May 7, 2010  
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Page 2

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<u>Date</u>	<u>Description</u>	<u>Hours</u>
04/20/10	Telephone A. McDermott re fee issue, strategy (.5); follow-up on third application (.2).	.7
04/23/10	Conference with A. McDermott, phone Nexor/review pleading.	.5
04/26/10	Phone A. McDermott and review email (.5); review to sign (.1).	.6

**McDermott, Andrew**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
04/05/10	Telephone conference and follow-up correspondence with M. Santa-Maria re fee examiner review of IFA.	.5
04/08/10	Review letter from fee examiner re first interim fee application and review interim fee application re same (1.2); conference with L. Vonckx re fee examiner letter (.2).	.2
04/12/10	Conference with L. Vonckx re results of detailed review of invoices in response to fee examiner letter.	.4
04/15/10	Review draft fee examiner report; correspond with K. Stadler (Godfrey & Kahn) re same.	.5
04/16/10	Continue review draft fee examiner report; correspond with D. Heroy re same; analyze strategy for response.	2.1
04/19/10	Analyze options re draft fee examiner report and draft email to D. Heroy re status, strategy.	1.4
04/20/10	Telephone conference with fee examiner re first interim fee application (.1); telephone conference with D. Heroy re same (.4); correspond with D. Heroy re same (.3); conference with L. Vonckx re same (.1).	1.0
04/22/10	Review draft examiner report, stipulation forwarded by fee examiner (1.2); correspond with D. Heroy re same (.2); correspond with fee examiner re adjournment of hearing re first interim fee application (.2)	1.7
04/26/10	Correspond and telephone conferences with M. Santa-Maria (Godfrey & Kahn) re stipulation of adjournment; correspond with D. Heroy re same; draft summary of status for global partners; review docket re potential objections.	2.0
04/28/10	Review supplemental fee materials filed by fee examiner; brief review various professional's replies in preparation for hearing; correspond with global partners re hearing.	1.8
04/29/10	Attend hearings re fee applications.	5.0
04/30/10	Conference with J. Frey re Monthly Statement and invoices.	.2



General Motors Corporation  
 Client Number: 95229493  
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May 7, 2010  
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**Vonckx, Lawrence**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
04/08/10	Meet with A. McDermott re fee examiner letter (0.2); review fee examiner letter (0.2); review fee application re compliance with fee examiner issues (1.5).	1.9
04/09/10	Review invoices re fee examiners concerns.	2.8
04/12/10	Review invoices re fee examiner's issues (3.6); meet with A. McDermott re same (.3).	3.9
04/15/10	Review fee examiner report re Baker fees.	.3
04/16/10	Review fee examiner report and outline strategy re same; meet with A. McDermott re same.	1.3
04/20/10	Telephone conference with fee examiner counsel and A. McDermott re settlement; meet with A. McDermott re same.	.6

**Young, Mark A.**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
04/27/10	Research hearing and arrange appearance with courtcall.	.5
04/29/10	Conference with court and courtcall re appearance.	.4

**Washington, D.C. Office**

**Webber, A. Duane**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
04/26/10	Review filings in bankruptcy court re fees and related matters; prepare memorandum re same.	.2

**SUMMARY OF FEES:**

**Chicago Office**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>		<b><u>Amount</u></b>
Joy Frey	1.7	295.00	\$	501.50
David Heroy	4.0	850.00		3,400.00
Andrew McDermott	16.8	425.00		7,140.00
Lawrence Vonckx	10.8	335.00		3,618.00
Mark A. Young	.9	195.00		175.50
			\$	<b>14,835.00</b>



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94080256

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Page 4

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**Washington, D.C. Office**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
A. Duane Webber	.2	840.00	\$ <u>168.00</u>
	<b>Total:</b>	<b>\$</b>	<b>15,003.00</b>

**TOTAL AMOUNT DUE: \$ 15,003.00**





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**S T A T E M E N T**

June 21, 2010

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94081322**  
**IRS#: 36-2137456**

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FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING MAY 31, 2010, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>728.00</b>
<b>TOTAL EXPENSES .....</b>	<b>\$</b>	<b>85.32</b>
<b>TOTAL AMOUNT DUE .....</b>	<b>\$</b>	<b>813.32</b>

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**Account No. 3740-0355**  
**Routing No. 2540-7011-6**

**RE: Invoice #: 94081322**



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June 21, 2010

**Daniel M. Houlf, Esq.**  
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**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94081322**  
**IRS#: 36-2137456**

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FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE  
PERIOD ENDING MAY 31, 2010, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**Frey, Joy**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
05/26/10	Correspond with A. McDermott re Monthly Statement (.1); review invoice for compliance with bankruptcy court rules (.4); prepare April Monthly Statement and notice letters (.9).	1.4



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94081322

June 21, 2010  
Matter Number: 000002  
Page 2

**McDermott, Andrew**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
05/10/10	Correspond with global partners re fee hearing.	.3
05/14/10	Correspond with G. Heckelman re payment received, applicability to holdback.	.1
05/19/10	Correspond with R. Brooks (Weil) re retention status.	.2
05/26/10	Correspond with J. Frey re Monthly Statement.	.1
<b>Total Fees:</b>		<b>\$ 728.00</b>

**SUMMARY OF FEES:**

**Chicago Office**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Joy Frey	1.4	300.00	\$ 420.00
Andrew McDermott	.7	440.00	308.00
<b>Total:</b>			<b>\$ 728.00</b>

**SUMMARY OF EXPENSES:**

<b><u>Description</u></b>	<b><u>Amount</u></b>
Courier/Messenger Service	\$ <u>85.32</u>
<b>Total Expenses:</b>	<b>\$ <u>85.32</u></b>
<b>Total Fees and Expenses for Retention and Fee Applications :</b>	<b>\$ 813.32</b>
<b>TOTAL FEES:</b>	<b>\$ 728.00</b>
<b>TOTAL EXPENSES:</b>	<b>\$ <u>85.32</u></b>
<b>TOTAL AMOUNT DUE:</b>	<b>\$ <u>813.32</u></b>



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REMITTANCE COPY

July 16, 2010

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94082046**  
**IRS#: 36-2137456**

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FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE  
PERIOD ENDING JUNE 30, 2010, AS FOLLOWS:

**Re: Retention and Fee Applications**  
**Vendor Code: LG 199900056**

**TOTAL FEES .....\$ 20,115.00**  
**TOTAL EXPENSES.....\$ 136.77**  
**TOTAL AMOUNT DUE.....\$ 20,251.77**

*PLEASE RETURN THIS COPY WITH YOUR REMITTANCE*



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July 16, 2010

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94082046**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING JUNE 30, 2010, AS FOLLOWS:

**RE: Retention and Fee Applications**  
**Vendor Code: LG 199900056**

**Chicago Office**

**Frey, Joy**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
06/16/10	Conference with A. McDermott re GM monthly statements (.3); correspond with A. McDermott re same (.4).	.7
06/21/10	Review GM IFA Objection Resolution letter per A. McDermott's request.	.5
06/22/10	Review invoice for compliance with bankruptcy court rules (.2); prepare Monthly Statement (.6); prepare cover letters (.4).	1.2
06/24/10	Revise invoice to remove entries that should be billed to NewGM (.2); revise Monthly Statement (.1); conference with A. McDermott re same (.1); correspond with J. Mondello re same (.3).	.7



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94082046

July 16, 2010  
Matter Number: 000002  
Page 2

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<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/25/10	Correspond with J. Mondello in the Baker Washington office re the invoice for the May monthly statement.	.3

**Heroy, David**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/07/10	Review fee examiner's letter (.6); email/phone A. McDermott (.5).	.9
06/09/10	Email x2 with A. McDermott re letter.	.4
06/14/10	Emails re fee examiner letter.	.4
06/16/10	Go over letter from fee examiner (.6); conference with A. McDermott to devise strategy re same (.6); follow-up with A. McDermott (.2).	1.4
06/17/10	Conference with A. McDermott re issue x2 (.4); revise document (.3); another draft (.2).	.9
06/18/10	Teleconference re fee examiner (1.2), preparation (.2).	1.4
06/21/10	Review/finish fee letter.	.7
06/23/10	Review correspondence, A McDermott/GK firm re terms.	.2

**McDermott, Andrew**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/02/10	Correspond with D. Webber re status, payments received; telephone conference with Washington Office re status of payments.	.8
06/07/10	Review correspondence from fee examiner re fee reduction recommendations; correspond and conference with D. Heroy re same.	1.8
06/08/10	Correspond with L. Vonckx re fee examiner letter.	.2
06/09/10	Correspond with D. Heroy re fee examiner letter.	.5
06/14/10	Analyze letter from fee examiner (3.7); conference and correspond with D. Heroy re same (.3); telephone conference with K. Stadler re same (.2)	4.2
06/15/10	Analyze in detail draft report from fee examiner and prepare supplemental material in preparation for response (4.3).	4.3
06/16/10	Conferences with D. Heroy re response to fee examiner (.8); continue review of examiner analysis and collection of materials for response (2.8); correspond with counsel to fee examiner (K. Stadler) (.1); conferences and correspond with J. Frey re same (.5).	4.2



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94082046

July 16, 2010  
Matter Number: 000002  
Page 3

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<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/17/10	Conferences with D. Heroy re response to fee examiner (.5); continue review of examiner analysis and collection of materials for response (.8); correspond with counsel to fee examiner re conference (K. Stadler) (.1).	1.4
06/18/10	Teleconference with counsel to fee examiner (1.2), prepare for same (.5); conferences with D. Heroy re same, follow-up (.3); draft letter with materials in response to fee examiner (1.6).	3.6
06/21/10	Finalize draft letter with materials in response to fee examiner (.8); conference with D. Heroy re same (.3); telephone conference with K. Stadler re same (.2); brief review of modified report for consistency with agreement (.5).	1.8
06/24/10	Telephone conference with D. Webber re settlement with fee examiner; prepare for fee hearing.	.3
06/28/10	Travel to New York for fee hearing (billed at half time).	3.5
06/29/10	Attend fee hearing.	1.0
06/29/10	Travel from New York to Chicago re fee hearing (billed at half time).	2.8

**Melbourne Office**

**McDade, Kellie-Ann**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
06/03/10	(Kundevski): Review email from N. Kalanoski regarding directions hearing and strike out application; discuss issues with B. Binns.	.4
06/04/10	Telephone attendance with J. Tracey regarding application and directions hearing; discuss issues with B. Binns.	.3

**Total Fees:   \$   20,115.00**



General Motors Corporation  
 Client Number: 95229493  
 Invoice Number: 94082046

July 16, 2010  
 Matter Number: 000002  
 Page 4

**SUMMARY OF FEES:**

**Chicago Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Joy Frey	3.4	300.00	\$ 1,020.00
David Heroy	6.3	870.00	5,481.00
Andrew McDermott	30.4	440.00	13,376.00
			<u>\$ 19,877.00</u>

**Melbourne Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Kellie-Ann McDade	.7	340.00	\$ 238.00
			<u>\$ 238.00</u>
	<b>Total:</b>		<b>\$ 20,115.00</b>

**SUMMARY OF EXPENSES:**

<u>Description</u>	<u>Amount</u>
Telephone	\$ 93.21
Courier/Messenger Service	43.56
	<u>136.77</u>
<b>Total Expenses:</b>	<b>\$ 136.77</b>
<b>Total Fees and Expenses for Retention and Fee Applications:</b>	<b>\$ 20,251.77</b>
<b>TOTAL FEES:</b>	<b>\$ 20,115.00</b>
<b>TOTAL EXPENSES:</b>	<b>\$ 136.77</b>
<b>TOTAL AMOUNT DUE:</b>	<b>\$ 20,251.77</b>





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REMITTANCE COPY

August 11, 2010

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
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**Detroit, MI 48265**

- to -

**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94082693**  
**IRS#: 36-2137456**

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FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE  
PERIOD ENDING JULY 31, 2010, AS FOLLOWS:

**Re: Retention and Fee Applications (LG 199900056)**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>4,169.00</b>
<b>TOTAL EXPENSES.....</b>	<b>\$</b>	<b>1,320.90</b>
<b>TOTAL AMOUNT DUE.....</b>	<b>\$</b>	<b>5,489.90</b>

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August 11, 2010

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94082693**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING JULY 31, 2010, AS FOLLOWS:

**RE: Retention and Fee Applications (LG 199900056)**

**Chicago Office**

**Frey, Joy**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
07/16/10	Review docket for IFA Order.	.1
07/19/10	Conference with A. McDermott re Court's Order and Examiner's Fee on GM docket (.3); review docket for same (.3); correspond with A. McDermott re same (.1).	.7
07/26/10	Review Judge Gerber's opinion re fee statements (.4) and review Weil and Kramer fee applications to assess the impact of the opinion per A. McDermott's instructions (.4); review the June invoice for the Monthly Statement (.2); correspond with J. Mondello in the Washington office re same (.2).	.8



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94082693

August 11, 2010  
Matter Number: 000002  
Page 2

<u>Date</u>	<u>Description</u>	<u>Hours</u>
07/28/10	Correspond with J. Mondello in the Baker Washington office re invoice corrections (.2); conference with A. McDermott re same (.1); review invoice for compliance with bankruptcy court rules (.2); prepare Monthly Fee Statement and schedules (.4); prepare Monthly Fee Statement correspondence (.3); arrange sending of same (.1).	1.3
07/30/10	Conference with A. McDermott re GM fee order (.1); review docket for same (.1).	.2

**Heroy, David**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
07/09/10	Conference with A. McDermott re letter, court ruling, and fee prep time.	.3
07/28/10	Read Gerber opinion (.8); Skadden letter (.5); conference with A. McDermott re position (.1).	1.4

**McDermott, Andrew**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
07/01/10	Correspond with Washington Office re payments received from MLC, results of fee hearing.	.2
07/07/10	Review and analyze transcript of hearing on fee applications (1.2); review docket re order (.1); review other professional applications re amounts billed to retention and fee applications and analyze impact on adjourned portion of Baker application (1.1).	2.4
07/08/10	Review correspondence re payments from MLC in preparation for entry of order.	.2
07/09/10	Prepare for and brief D. Heroy re findings from fee hearing, implications for Baker.	.6
07/26/10	Correspond and conference with G. Heckelman re GM order (.3); conference with J. Frey re same, opinion re retention matter (.2).	.2
07/28/10	Review memo from counsel to fee examiner re summary of Gerber decision.	.2
07/30/10	Conference with J. Frey re GM fee order; review order.	.2

**Total Fees:   \$   4,169.00**



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94082693

August 11, 2010  
Matter Number: 000002  
Page 3

**SUMMARY OF FEES:**

**Chicago Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Joy Frey	3.1	300.00	\$ 930.00
David Heroy	1.7	870.00	1,479.00
Andrew McDermott	4.0	440.00	<u>1,760.00</u>
	<b>Total:</b>	<b>\$</b>	<b><u>4,169.00</u></b>

**SUMMARY OF EXPENSES:**

<u>Description</u>	<u>Amount</u>
Telephone	\$ 71.92
Photocopies	7.98
Courier/Messenger Service	42.76
Travel - Out-of-Town	1,182.96
Miscellaneous – Court Fee	<u>15.28</u>
	<b>Total Expenses: \$ <u>1,320.90</u></b>
<b>Total Fees and Expenses for Retention and Fee Applications:</b>	<b>\$ 5,489.90</b>
	<b>TOTAL FEES: \$ 4,169.00</b>
	<b>TOTAL EXPENSES: \$ <u>1,320.90</u></b>
	<b>TOTAL AMOUNT DUE: \$ <u><u>5,489.90</u></u></b>



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REMITTANCE COPY

September 13, 2010

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94083822**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE  
PERIOD ENDING AUGUST 31, 2010, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>3,249.00</b>
<b>TOTAL EXPENSES .....</b>	<b>\$</b>	<b>42.57</b>
<b>TOTAL AMOUNT DUE .....</b>	<b>\$</b>	<b>3,291.57</b>

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September 13, 2010

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**300 Renaissance Center**  
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**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94083822**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING AUGUST 31, 2010, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**Frey, Joy**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
08/03/10	Conference with A. McDermott re research for discussion with fee examiner (.2); review Godfrey and Kahn document re court's July 6, 2010 ruling (.4); review docket re same (.3).	.9
08/05/10	Review fee and retention matters per A. McDermott's instructions in view of Judge's order.	1.2
08/26/10	Review invoice for Monthly Statement (.1); prepare Monthly Statement (.4); prepare Notice letters (.4).	.9
08/31/10	Review correspondence re proof of claim (.2); conference with A. McDermott re same (.1); research unsecured creditors' claims under the GM plan per A. McDermott's instructions (.3); conference with A. McDermott re same (.1).	.7



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94083822

September 13, 2010  
Matter Number: 000002  
Page 2

**Heroy, David**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
08/02/10	Review letter.	.5
08/05/10	Conference with A. McDermott re issues, strategy (.4); review terms of letter with earlier memo (.5).	.9
08/31/10	Emails re waive request.	.3

**McDermott, Andrew**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
08/02/10	Telephone conferences and correspond with Washington Office re fee order (.1); correspond with C. Basler re same (.1).	.3
08/03/10	Review Heroy comments to examiner letter; conference with J. Frey re same, analysis of retention fees outstanding for final fee application.	.5
08/05/10	Conference with D. Heroy re adjourned portion of fee objection, Court ruling.	.4
08/11/10	Correspond re July monthly statement.	.1
08/20/10	Correspond with Washington Office re most recent interim order.	.1
08/30/10	Correspond with C. Basler re interim order.	.1

**Total Fees:   \$   3,249.00**

**SUMMARY OF FEES:**

**Chicago Office**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Joy Frey	3.7	300.00	\$ 1,110.00
David Heroy	1.7	870.00	1,479.00
Andrew McDermott	1.5	440.00	660.00
	<b>Total:</b>	<b>\$</b>	<b>3,249.00</b>



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94083822

September 13, 2010  
Matter Number: 000002  
Page 3

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**SUMMARY OF EXPENSES:**

<b><u>Description</u></b>	<b><u>Amount</u></b>	
Courier/Messenger Service	\$ <u>42.57</u>	
	<b>Total Expenses:</b>	<b>\$ <u>42.57</u></b>
<b>Total Fees and Expenses for Retention and Fee Applications :</b>		<b>\$ 3,291.57</b>
	<b>TOTAL FEES:</b>	<b>\$ 3,249.00</b>
	<b>TOTAL EXPENSES:</b>	<b>\$ <u>42.57</u></b>
	<b>TOTAL AMOUNT DUE:</b>	<b>\$ <u>3,291.57</u></b>





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REMITTANCE COPY

October 13, 2010

**Daniel M. Houlf, Esq.**  
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**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94084827**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE  
PERIOD ENDING SEPTEMBER 30, 2010, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>4,093.00</b>
<b>TOTAL EXPENSES .....</b>	<b>\$</b>	<b>84.94</b>
<b>TOTAL AMOUNT DUE .....</b>	<b>\$</b>	<b>4,177.94</b>

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October 13, 2010

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**300 Renaissance Center**  
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**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94084827**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING SEPTEMBER 30, 2010, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**Frey, Joy**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
08/03/10	Conference with A. McDermott re research for discussion with fee examiner (.2); review Godfrey and Kahn document re court's July 6, 2010 ruling (.4); review docket re same (.3).	.9
08/05/10	Review fee and retention matters per A. McDermott's instructions in view of Judge's order.	1.2
08/26/10	Review invoice for Monthly Statement (.1); prepare Monthly Statement (.4); prepare Notice letters (.4).	.9
08/31/10	Review correspondence re proof of claim (.2); conference with A. McDermott re same (.1); research unsecured creditors' claims under the GM plan per A. McDermott's instructions (.3); conference with A. McDermott re same (.1).	.7



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94084827

October 13, 2010  
Matter Number: 000002  
Page 2

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<u>Date</u>	<u>Description</u>	<u>Hours</u>
09/24/10	Review invoices for compliance with bankruptcy court rules (.2); conference with Washington office re same (.2); prepare schedules and August Monthly Statement (.5); prepare notice letters (.3).	1.2

**Heroy, David**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
08/02/10	Review letter.	.5
08/05/10	Conference with A. McDermott re issues, strategy (.4); review terms of letter with earlier memo (.5).	.9
08/31/10	Emails re waive request.	.3

**McDermott, Andrew**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
08/02/10	Telephone conferences and correspond with Washington Office re fee order (.1); correspond with C. Basler re same (.1).	.3
08/03/10	Review Heroy comments to examiner letter; conference with J. Frey re same, analysis of retention fees outstanding for final fee application.	.5
08/05/10	Conference with D. Heroy re adjourned portion of fee objection, Court ruling.	.4
08/11/10	Correspond re July monthly statement.	.1
08/20/10	Correspond with Washington Office re most recent interim order.	.1
08/30/10	Correspond with C. Basler re interim order.	.1
09/28/10	Correspond with C. Basler (AlixPartners) re interim payment.	.1
09/30/10	Correspond with DC Office re discrepancy in interim payment (.6); telephone conference with S. Hamilton (AlixPartners) re discrepancy (.4).	1.0

**Total Fees:    \$    4,093.00**



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94084827

October 13, 2010  
Matter Number: 000002  
Page 3

**SUMMARY OF FEES:**

**Chicago Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>		<u>Amount</u>
Joy Frey	4.9	300.00	\$	1,470.00
David Heroy	1.7	870.00		1,479.00
Andrew McDermott	2.6	440.00		1,144.00
				<hr/>
		<b>Total:</b>	<b>\$</b>	<b>4,093.00</b>

**SUMMARY OF EXPENSES:**

<u>Description</u>	<u>Amount</u>
Courier/Messenger Service	\$ <u>84.94</u>

**Total Expenses: \$ 84.94**

**Total Fees and Expenses for Retention and Fee Applications: \$ 4,177.94**

**TOTAL FEES: \$ 4,093.00**

**TOTAL EXPENSES: \$ 84.94**

**TOTAL AMOUNT DUE: \$ 4,177.94**



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REMITTANCE COPY

November 12, 2010

**Daniel M. Houlf, Esq.**  
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**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94085536**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE  
PERIOD ENDING OCTOBER 31, 2010, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>431.00</b>
<b>TOTAL EXPENSES .....</b>	<b>\$</b>	<b>42.76</b>
<b>TOTAL AMOUNT DUE .....</b>	<b>\$</b>	<b>473.76</b>

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November 12, 2010

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94085536**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING OCTOBER 31, 2010, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**Frey, Joy**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
10/19/10	Review invoice for Monthly Statement (.2); correspond with Chicago office about revising same (.2).	.4
10/20/10	Review revised invoice (.2); prepare monthly statement (.2); prepare notice letters (.2).	.6

**Heroy, David**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
10/04/10	Correspond with C. Basler, Washington Office re payment discrepancy.	.1



General Motors Corporation  
 Client Number: 95229493  
 Invoice Number: 94085536

November 12, 2010  
 Matter Number: 000002  
 Page 2

**McDermott, Andrew**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
10/11/10	Correspond with G. Heckelman re first IFA.	.1
<b>Total Fees:</b>		<b>\$ 431.00</b>

**SUMMARY OF FEES:**

**Chicago Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Joy Frey	1.0	300.00	\$ 300.00
David Heroy	.1	870.00	87.00
Andrew McDermott	.1	440.00	44.00
<b>Total:</b>			<b>\$ 431.00</b>

**SUMMARY OF EXPENSES:**

<u>Description</u>	<u>Amount</u>
Courier/Messenger Service	\$ 42.76

**Total Expenses: \$ 42.76**

**Total Fees and Expenses for Retention and Fee Applications: \$ 473.76**

**TOTAL FEES: \$ 431.00**  
**TOTAL EXPENSES: \$ 42.76**

**TOTAL AMOUNT DUE: \$ 473.76**



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REMITTANCE COPY

December 16, 2010

**Daniel M. Houlf, Esq.**  
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**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94086632**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE  
PERIOD ENDING NOVEMBER 30, 2010, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>330.00</b>
<b>TOTAL EXPENSES.....</b>	<b>\$</b>	<b>42.95</b>
<b>TOTAL AMOUNT DUE.....</b>	<b>\$</b>	<b><u>372.95</u></b>

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December 16, 2010

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94086632**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING NOVEMBER 30, 2010, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**Frey, Joy**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
11/18/10	Conference and correspond with Washington office re GM billing for Monthly Statement (.2); correspond with A. McDermott re same (.1); review invoice for monthly statement (.1); prepare Monthly Statement for October (.2); prepare notice letters for Monthly Statement (.2).	.8



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94086632

December 16, 2010  
Matter Number: 000002  
Page 2

**McDermott, Andrew**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
11/16/10	Review fee examiner memorandum to retained professionals.	.2

**Total Fees:   \$       330.00**

**SUMMARY OF FEES:**

**Chicago Office**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Joy Frey	.8	300.00	\$ 240.00
Andrew McDermott	.2	450.00	90.00
			<b>\$ 330.00</b>
		<b>Total:</b>	<b>\$ 330.00</b>

**SUMMARY OF EXPENSES:**

<b><u>Description</u></b>	<b><u>Amount</u></b>
Courier/Messenger Service	\$ <u>42.95</u>

**Total Expenses:   \$       42.95**

**Total Fees and Expenses for Retention and Fee Applications :   \$       372.95**

**TOTAL FEES:   \$       330.00**  
**TOTAL EXPENSES:   \$       42.95**

**TOTAL AMOUNT DUE:   \$       372.95**



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REMITTANCE COPY

January 21, 2011

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94087720**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE  
PERIOD ENDING DECEMBER 31, 2010, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>315.00</b>
<b>TOTAL EXPENSES .....</b>	<b>\$</b>	<b>43.56</b>
<b>TOTAL AMOUNT DUE .....</b>	<b>\$</b>	<b>358.56</b>

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January 21, 2011

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94087720**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING DECEMBER 31, 2010, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**Frey, Joy**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
12/20/10	Review invoice for compliance with bankruptcy court requirements; prepare notice letters for monthly statement; revise schedules and prepare November monthly statement.	.6

**McDermott, Andrew**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
12/02/10	Correspond with MLC re interim payments.	.1
12/09/10	Correspond with R. Brooks at Weil re retention status; correspond with J. Frey re same.	.2



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94087720

January 21, 2011  
Matter Number: 000002  
Page 2

**Total Fees: \$ 315.00**

**SUMMARY OF FEES:**

**Chicago Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Joy Frey	.6	300.00	\$ 180.00
Andrew McDermott	.3	450.00	135.00
		<b>Total:</b>	<b>\$ 315.00</b>

**SUMMARY OF EXPENSES:**

<u>Description</u>	<u>Amount</u>
Courier/Messenger Service	\$ 43.56

**Total Expenses: \$ 43.56**

**Total Fees and Expenses for Retention and Fee Applications: \$ 358.56**

**TOTAL FEES: \$ 315.00**

**TOTAL EXPENSES: \$ 43.56**

**TOTAL AMOUNT DUE: \$ 358.56**



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REMITTANCE COPY

February 16, 2011

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94088771**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED FOR THE PERIOD ENDING  
JANUARY 31, 2011, AS FOLLOWS:

**Re: Retention and Fee Applications**

**TOTAL FEES .....\$ 90.00**  
**TOTAL AMOUNT DUE .....\$ 90.00**

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February 16, 2011

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & McKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94088771**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED FOR THE PERIOD ENDING  
JANUARY 31, 2011, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**McDermott, Andrew**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
01/24/11	Correspond with C. Basler, Washington Office re tax forms.	.2



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94088771

February 16, 2011  
Matter Number: 000002  
Page 2

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**SUMMARY OF FEES:**

**Chicago Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Andrew McDermott	.2	450.00	\$ <u>90.00</u>
	<b>Total:</b>	<b>\$</b>	<b><u>90.00</u></b>

**TOTAL AMOUNT DUE: \$ 90.00**





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March 9, 2011

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94089444**  
**IRS#: 36-2137456**

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FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING FEBRUARY 28, 2011, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>180.00</b>
<b>TOTAL EXPENSES .....</b>	<b>\$</b>	<b>56.93</b>
<b>TOTAL AMOUNT DUE .....</b>	<b>\$</b>	<b>236.93</b>

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March 9, 2011

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94089444**  
**IRS#: 36-2137456**

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FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE  
PERIOD ENDING FEBRUARY 28, 2011, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**Frey, Joy**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>
02/01/11	Review December invoice; correspond with Washington office re same; prepare December Monthly Statement; prepare monthly statement correspondence to notice list.	.6

**Total Fees:     \$     180.00**



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94089444

March 9, 2011  
Matter Number: 000002  
Page 2

**SUMMARY OF FEES:**

**Chicago Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Joy Frey	.6	300.00	\$ <u>180.00</u>
		<b>Total:</b>	<b>\$ 180.00</b>

**SUMMARY OF EXPENSES:**

<u>Description</u>	<u>Amount</u>
Courier/Messenger Service	\$ <u>56.93</u>
	<b>Total Expenses: \$ <u>56.93</u></b>
<b>Total Fees and Expenses for Retention and Fee Applications:</b>	<b>\$ 236.93</b>
	<b>TOTAL FEES: \$ 180.00</b>
	<b>TOTAL EXPENSES: \$ <u>56.93</u></b>
<b>TOTAL AMOUNT DUE:</b>	<b>\$ <u><u>236.93</u></u></b>



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April 8, 2011

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
**MC 482-C16-B16**  
**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94090606**  
**IRS#: 36-2137456**

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FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE  
PERIOD ENDING MARCH 31, 2011, AS FOLLOWS:

**Re: Retention and Fee Applications**

<b>TOTAL FEES .....</b>	<b>\$</b>	<b>45.00</b>
<b>TOTAL EXPENSES .....</b>	<b>\$</b>	<b>7.60</b>
<b>TOTAL AMOUNT DUE .....</b>	<b>\$</b>	<b>52.60</b>

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April 8, 2011

**Daniel M. Houlf, Esq.**  
**Director, U.S. Tax Counsel**  
**General Motors Corporation**  
**300 Renaissance Center**  
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**Detroit, MI 48265**

- to -

**BAKER & MCKENZIE**  
**Client Number: 95229493**  
**Matter Number: 000002**  
**Invoice Number: 94090606**  
**IRS#: 36-2137456**

---

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE  
PERIOD ENDING MARCH 31, 2011, AS FOLLOWS:

**RE: Retention and Fee Applications**

**Chicago Office**

**McDermott, Andrew**

<u>Date</u>	<u>Description</u>	<u>Hours</u>
03/30/11	Correspond with J. Frey re monthly fee statements.	.1

**Total Fees:     \$           45.00**



General Motors Corporation  
Client Number: 95229493  
Invoice Number: 94090606

April 8, 2011  
Matter Number: 000002  
Page 2

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**SUMMARY OF FEES:**

**Chicago Office**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Andrew McDermott	.1	450.00	\$ 45.00
			\$ <u>45.00</u>
	<b>Total:</b>		\$ <b>45.00</b>

**SUMMARY OF EXPENSES:**

<u>Description</u>	<u>Amount</u>
Outside Information Services	\$ <u>7.60</u>
	<b>Total Expenses: \$ <u>7.60</u></b>
<b>Total Fees and Expenses for Retention and Fee Applications :</b>	<b>\$ 52.60</b>
	<b>TOTAL FEES: \$ 45.00</b>
	<b>TOTAL EXPENSES: \$ <u>7.60</u></b>
<b>TOTAL AMOUNT DUE:</b>	<b>\$ <u><u>52.60</u></u></b>

---

**EXHIBIT D**

**ITEMIZED EXPENSES**

**RETENTION & FEE APPLICATIONS  
(JUNE 1, 2009 THROUGH MARCH 29, 2011)**

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## SUMMARY OF EXPENSES

Business Meals	0.00
Commercial Register	0.00
Computer Assisted Legal Research	0.00
Corporate Document Services	0.00
Courier/Messenger Services	829.13
Court Reporting	0.00
Duty Stamps	0.00
Facsimile	0.00
Filing & Court Fees	15.28
In-House Reproduction	0.00
Local Travel	0.00
Long Distance Telephone	0.00
Notary	0.00
Office Supplies	0.00
Outside Information Services	97.73
Outside Reproduction	0.00
Outside Research	0.00
Photocopies	127.68
Postage	0.00
Staff Overtime	0.00
Taxes (Local, e.g., VAT)	0.00
Telephone (Long Distance)	169.95
Transportation (Local)	28.00
Travel (Out-of-Town)	1,182.96
<b>DISBURSEMENT TOTAL</b>	<b>\$2,450.73</b>