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October 10, 2018

By Hand, ECF and Email

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

Re: *Motors Liquidation Company Avoidance Action Trust v. JPMorgan Chase Bank, N.A., et al., No. 09-00504 (MG) (Bankr. S.D.N.Y.)*

Dear Judge Glenn:

We represent defendant JPMorgan Chase Bank, N.A. (“JPMorgan”) in the above-captioned adversary proceeding. We write to update the Court on the status of discovery from General Motors Company (“New GM”) under the Stipulation and Order Amending and Superseding Certain Prior Orders Regarding Discovery and Scheduling entered by the Court on September 14, 2018 [Dkt. No. 1080] (“Scheduling Order”) and to request that the Court extend two discovery deadlines related to Initial Discovery and Trial Issues (as those terms are referred and defined in the Scheduling Order) in the Scheduling Order. We have consulted with plaintiff’s counsel, and they consent and join in the request to extend these deadlines.

As authorized by the Court at the August 9, 2018 pre-motion conference, on August 16 JPMorgan served a targeted subpoena on New GM seeking documents related to documents concerning defendants’ Constructive Trust and Earmarking Defenses (collectively, the “Affirmative Defenses”) as well as a small number of other Initial Discovery and Trial Issues as also discussed at the pre-motion conference. Thereafter, promptly following the Court’s

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issuance of the Scheduling Order, which opened discovery more generally, on September 16, JPMorgan served a second subpoena on New GM seeking additional documents concerning the Initial Discovery and Trial Issues as well as an inspection subpoena for GM Assembly Lordstown. JPMorgan is currently engaged in ongoing negotiations with New GM's counsel concerning the scope of New GM's production. To date, however, New GM's counsel has only been able to commit that the production it has agreed to make will be completed on or before October 31, *i.e.*, the document discovery deadline for the Initial Discovery and Trial Issues under the Scheduling Order.

Accordingly, with a number of document production issues still under discussion, the October 31 deadline is no longer realistic. While New GM has undertaken to make its production on or before October 31, JPMorgan will not be able to review those documents to determine the sufficiency of the production and/or whether follow-up requests are necessary within the October 31 deadline. In addition, the parties are still working to select additional representative assets as contemplated in the Scheduling Order, and JPMorgan will need to serve an additional subpoena on New GM at that time.¹

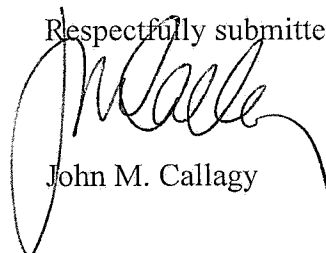
¹ As noted above, pursuant to the Court's authorization during the pre-motion conference held on August 9, JPMorgan served a targeted subpoena on New GM on August 16 seeking, in part, documents concerning defendants' Affirmative Defenses. On that date, JPMorgan also served a deposition subpoena on a former New GM employee, Adil Mistry. While New GM's counsel has agreed to produce responsive documents to the Affirmative Defenses requests, it has recently informed us that it needs until October 16 to complete that production. Moreover, New GM's counsel also has recently informed us that Mr. Mistry is out of the country for the first half of October, and unavailable for a deposition until October 24. We have contacted counsel for plaintiff, and they have consented to Mr. Mistry's deposition being held on October 24, after the October 16 discovery deadline for the Affirmative Defenses in the Scheduling Order. We have also made clear to plaintiff's counsel and New GM's counsel that we reserve the right to seek additional depositions, if necessary, after reviewing New GM's document production. We do not currently anticipate that this sequencing of discovery will have an impact on

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For all these reasons, we believe that the Scheduling Order should be amended to adjourn the deadlines for document and fact discovery and the expert witness disclosure relating to Initial Discovery and Trial Issues from October 31, 2018 to November 30, 2018 and from December 14, 2018 to December 21, 2018 respectively. This shift should not impact the remainder of the schedule. Attached please find a proposed Stipulation and Order amending the Scheduling Order as to these two deadlines for the Court's consideration.

We are available at Your Honor's convenience to discuss the status of discovery set forth above and any questions or concerns Your Honor may have.

Respectfully submitted,



John M. Callagy

Attachment

CC: Counsel of Record (by ECF and email/ attachment)

the motion schedule for the Affirmative Defenses set forth in the Scheduling Order, and will promptly inform the Court if anything changes.

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

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In re: Chapter 11
MOTORS LIQUIDATION COMPANY, f/k/a Case No. 09-50026 (MG)
GENERAL MOTORS CORPORATION, *et al.*, (Jointly Administered)

Debtors.

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

Plaintiff Adversary Proceeding Case

against No. 09-00504 (MG)

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

Defendants.

----- x
**STIPULATION AND ORDER AMENDING THE
SEPTEMBER 14, 2018 SCHEDULING ORDER (ECF NO. 1080)**

WHEREAS, on September 14, 2018, the Court entered a *Stipulation and order Amending and Superseding Certain Prior Orders Regarding Discovery and Scheduling* (ECF No. 1080) (the “**September 14, 2018 Scheduling Order**”), setting forth the schedule for ongoing proceedings on Motion Issues, Initial Discovery and Trial Issues, and Final Discovery and Trial Issues (all capitalized terms not defined herein have the meanings defined in the September 14, 2018 Scheduling Order);

WHEREAS, pursuant to the September 14, 2018 Scheduling Order, the Plaintiff and the members of the Defendants’ Steering Committee have been diligently working to obtain the necessary document discovery related to Initial Discovery and Trial Issues from third-parties but

will not be able to complete document discovery on or before October 31, 2018, as set forth in the September 14, 2018 Scheduling Order because of delays in third-party productions;

WHEREAS, good cause exists for amending the document and fact discovery deadlines and the expert witness disclosure deadline related to Initial Discovery and Trial Issues because doing so will permit all parties opportunity to complete discovery, without otherwise impacting the September 14, 2018 Scheduling Order;

IT IS HEREBY STIPULATED AND AGREED, by and among counsel for the undersigned parties, that the September 14, 2018 Scheduling Order is amended, with respect only to the document and fact discovery deadlines and the expert witness disclosure deadline related to Initial Discovery and Trial Issues, as follows:

November 30, 2018	Deadline for document discovery related to Initial Discovery and Trial Issues
December 21, 2018	Deadline for fact discovery related to Initial Discovery and Trial Issues; Deadline to disclose expert witnesses and topics that will be the subject of expert testimony

Except as set out herein, the Court's September 14, 2018 Scheduling Order remains in full force and effect.

Dated: New York, New York
October 10, 2018

New York, New York
October 10, 2018

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