

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

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In re:	:	Chapter 11
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MOTORS LIQUIDATION COMPANY, <i>et al.</i> ,	:	Case No. 09-50026 (REG)
f/k/a General Motors Corp., <i>et al.</i> ,	:	
	:	(Jointly Administered)
Debtors.	:	
	:	
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**THIRD AMENDMENT TO STIPULATION AND AGREED SCHEDULING ORDER  
REGARDING THE CONTESTED MATTER OF THE MOTORS LIQUIDATION  
COMPANY GUC TRUST’S FIRST AMENDED OBJECTION TO CLAIMS FILED BY  
GREEN HUNT WEDLAKE, INC. AND NOTEHOLDERS OF GENERAL MOTORS  
NOVA SCOTIA FINANCE COMPANY AND MOTION FOR OTHER RELIEF  
[DOCKET NO. 7859] AND ADVERSARY PROCEEDING NO. 12-09802**

Elliott Management Corporation, Fortress Investment Group LLC, and Morgan Stanley & Co. International, plc (each a “**Noteholder**” and collectively the “**Noteholders**”), Motors Liquidation Company GUC Trust (the “**GUC Trust**”), General Motors LLC (f/k/a General Motors Company) (on behalf of itself and its affiliate, General Motors of Canada Limited (individually and collectively, “**New GM**”)), and Green Hunt Wedlake, Inc., in its capacity as trustee for General Motors Nova Scotia Finance Company (the “**Nova Scotia Trustee**” and collectively with the Noteholders, the GUC Trust and New GM, the “**Parties**”) respectfully submit this Third Amendment to Stipulation and Agreed Scheduling Order with respect to the GUC Trust’s First Amended Objection to Claims Filed by the Nova Scotia Trustee and the Noteholders [Docket No. 7859] (“**Objection**”) and the Adversary Proceeding No. 12-09802 (“**Adversary Proceeding**”) and state as follows:

1. The Court so ordered and entered the Stipulation and Agreed Scheduling Order Regarding the Contested Matter of the Motors Liquidation Company GUC Trust’s First

Amended Objection to Claims Filed by Green Hunt Wedlake, Inc. and Noteholders of General Motors Nova Scotia Finance Company and Motion for Other Relief [Docket No. 7859] and Adversary Proceeding No. 12-09802 on March 19, 2012 [Docket No. 11527] (“**Agreed Order**”). The Parties agreed to modify the Agreed Order in its First Amendment First Amendment to Stipulation and Agreed Scheduling Order, entered by the Court on May 1, 2012 [Docket No. 11665] (“**First Amended Agreed Order**”). The Parties also agreed to modify the Agreed Order in its Second Amendment to Stipulation and Agreed Scheduling Order, entered by the Court on May 7, 2012 [Docket No. 11680] (“**Second Amended Agreed Order**”).

2. In the Second Amended Agreed Order, the Parties agreed to a discovery schedule which accounted for the exchange of rebuttal expert reports and expert depositions. The Parties stipulate to amend the expert discovery schedule as follows:

- a. The Parties shall exchange rebuttal expert reports on or before June 12, 2012; and
- b. The Parties shall take the depositions of all experts, rebuttal or otherwise, between June 11 and July 10, 2012.

3. Unless specifically referenced herein, the schedule set forth as amended by the Second Amended Agreed Order remains in full force and effect.

4. Nothing in this Stipulation and Agreed Order shall preclude any party from seeking an additional extension of time by agreement or by Order of the Court.

*[signature page to follow]*

**SO AGREED TO BY AND AMONG THE FOLLOWING:**

/s/ Eric B. Fisher

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DATED: June 8, 2012

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Fortress Investment Group LLC (and its  
managed entities); and Morgan Stanley &  
Co. International plc.*

DATED: June 8, 2012

**IT IS SO ORDERED.**

Dated: June 12, 2012  
New York, New York

/s/ Sean E. O'Donnell

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DATED: June 8, 2012

/s/ Scott Davidson

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and its affiliate General Motors of Canada Limited*

DATED: June 8, 2012

s/ Robert E. Gerber  
United States Bankruptcy Judge