

MANELLI DENISON & SELTER PLLC
ATTORNEYS

Before the United States Bankruptcy Court
For the Southern District of New York

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In the Matter of: Chapter 11
GENERAL MOTORS CORP., *et al.*, Case No. 09-50026 (REG)
Debtors (Jointly Administered)
-----X

**OBJECTIONS OF AISIN AW CO., LTD. TO
DEBTORS' NOTICE OF DEBTORS' INTENT TO ASSUME
AND ASSIGN CERTAIN EXECUTORY CONTRACTS, ETC.,
AND CURE AMOUNTS RELATED THERETO**

On behalf of Aisin AW Co., Ltd. ("Aisin AW"), a corporation of Japan, we hereby object to the captioned Notice ("Notice") for the reasons set forth below. Aisin AW is a prepetition trade creditor against Debtors.

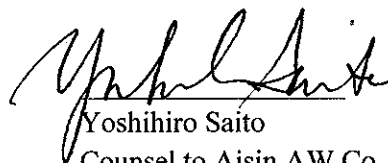
Aisin AW objects to the Notice because the Notice contains the errors which are listed in Exhibit A to these Objections. The errors include *inter alia* misidentification of a counter party and of the correct counter party's Vendor Identification Number. To substantiate the foregoing Aisin AW is attaching copies of the relevant purchase orders as Exhibit B-1 through B-12 to the instant Objections. Aisin AW does not contest the Contract Cure Amount listed in the Notice.

For the foregoing reasons, we respectfully request that the Court order Debtors to correct the above-mentioned errors by filing a supplementary notice.

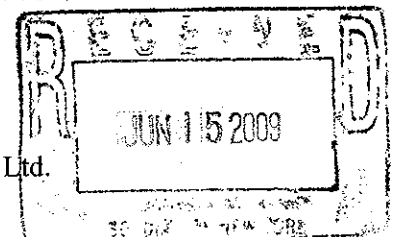
If the Court has any questions regarding the instant submission, please contact the undersigned.

June 12, 2009

Respectfully submitted,


Yoshihiro Saito

Counsel to Aisin AW Co., Ltd.
ysaito@mdslaw.com



Certificate of Service

This is to certify that I, Yoshihiro Saito, caused the foregoing document to be served on the following parties this 12th day of June 2009 by first-class mail, postage prepaid:

Behalf of Debtors:

General Motors Corporation
Cadillac Building
30009 Van Dyke Avenue
Warren, MI 48090-9025
(Attn: Warren Command Center
Mail Code 480-206-114)

Behalf of Debtors:

Weil, Gotshal & Manges LLP
767 Fifth Avenue, New York,
NY 10153
(Attn: Harvey Miller, Esquire)

Behalf of the U.S. Treasury:

1500 Pennsylvania Avenue, N.W.
Room 2312
Washington, D.C. 20220
(Attn: Matthew Feldman, Esquire)

Behalf of Purchaser:

Cadwalader, Wickersham & Taft LLP
One World Financial Center
New York, NY 10281
(Attn: John J. Rapisardi, Esquire)

Behalf of Export Development Canada:

Vedder Price, P.C.
1633 Broadway, 47th Floor
New York, NY 10019
(Attn: Michael J. Edelman, Esquire)

Behalf of Creditors Committee:

Kramer Levin LLP
1177 Avenue of The Americas
New York, N.Y. 10036

Behalf of the Trustee:

Office of the United States Trustee for
The Southern District of New York
33 Whitehall Street, 21st Floor, New York, New York 10004
(Attn: Diana G. Adams, Esquire)

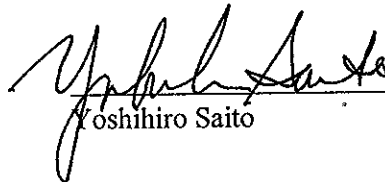

Yoshihiro Saito

EXHIBIT A

Opposition to the proposed assumption and assignment of the Assumable Executory Contracts

◆ On the Contract List

Contract List Items									
Row ID	GM Contract ID	Vendor ID	Counter Party Name	Contract Type	Contract Status	Problem			
5716-00518247	0R6D0011	690535588	AISIN AW CO LTD	Blanket Order	Noticed	Incorrect Vendor ID (69053558 → 708350459)			
5716-00518248	0R6D0013	690535588	AISIN AW CO LTD	Blanket Order	Noticed	Incorrect Vendor ID (69053558 → 708350459)			
5716-00600362	K12YG000	708350459	AISIN AW CO LTD	Agreement	Noticed	Unknown Contract			
5716-00623677	K12YG001	708350459	AISIN AW CO LTD	Agreement	Noticed	Unknown Contract			
5716-00593342	K12YG002	708350459	AISIN AW CO LTD	Agreement	Noticed	Unknown Contract			
5716-00650952	K1LHP000	708350459	AISIN AW CO LTD	Agreement	Noticed	Unknown Contract			
5716-00585624	K1LHP001	708350459	AISIN AW CO LTD	Agreement	Noticed	Unknown Contract			
5716-00672378	K1LHP002	708350459	AISIN AW CO LTD	Agreement	Noticed	Unknown Contract			
5716-00623132	K1LHP003	708350459	AISIN AW CO LTD	Agreement	Noticed	Unknown Contract			
5716-00632162	K1SH2000	708350459	AISIN AW CO LTD	Agreement	Noticed	Unknown Contract			
5716-00638768	K1SH2001	708350459	AISIN AW CO LTD	Agreement	Noticed	Unknown Contract			
5716-00640039	N1DUR000	708350459	AISIN AW CO LTD	Agreement	Noticed	Unknown Contract			
5716-00608593	N1DUR001	708350459	AISIN AW CO LTD	Agreement	Noticed	Unknown Contract			
5716-00577556	N1GZ1000	708350459	AISIN AW CO LTD	Agreement	Noticed	Unknown Contract			
5716-00587558	N1GZ1001	708350459	AISIN AW CO LTD	Agreement	Noticed	Unknown Contract			
5716-00647631	N1J4Q000	708350459	AISIN AW CO LTD	Agreement	Noticed	Unknown Contract			
5716-00624109	N1J4Q001	708350459	AISIN AW CO LTD	Agreement	Noticed	Unknown Contract			
5716-00607562	PXX71000	690658877	AISIN AW CO LTD	Agreement	Noticed	Unknown Contract			
5716-00108119	TCS26688	690658877	AISIN AW CO LTD	Agreement	Noticed	Unknown Contract			
5716-00784399	0R6D0005	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00784400	0R6D0009	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00784401	0R6D000C	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00784402	0R6D000D	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00784403	0R6D000F	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00784404	0R6D000G	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00784405	0R6D000H	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00784406	0R6D000J	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00784407	0R6D000K	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00782600	0R6D000N	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00782601	0R6D000P	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00782602	0R6D000R	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Unknown Contract			
5716-00782603	0R6D000T	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00782604	0R6D000V	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00782605	0R6D000W	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00782606	0R6D000X	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00782607	0R6D000Z	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00782608	0R6D0010	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00782609	0R6D0012	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00933814	1ZJZ0001	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00933815	1ZJZ0002	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Unknown Contract			
5716-00933816	1ZJZ0003	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			
5716-00933817	1ZJZ0004	690535588	AISIN SEIKI CO LTD	Blanket Order	Noticed	Wrong Counter Party Name, DUNS (AISIN SEIKI → AISIN AW)			

◆ Not on the Contract List

Contract / PO Items									
Row ID	GM Contract ID	Vendor ID	Counter Party Name	Contract Type	Contract Status	Problem			
		708350459	AISIN AW CO LTD	Blanket Order		Missing in the Contract List (New Parts, no contract yet)			