

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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MOTORS LIQUIDATION COMPANY, et al.,	:	Case No. 09-50026 (REG)
f/k/a General Motors Corp., et al.,	:	
	:	
Debtors.	:	(Jointly Administered)
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MOTORS LIQUIDATION COMPANY GUC TRUST,	:	
	:	Adversary Proceeding
Plaintiff,	:	
v.	:	Case No.: 12-09802
	:	
APPALOOSA INVESTMENT LIMITED	:	
PARTNERSHIP I; et al.	:	
	:	
Defendants.	:	
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ORDER REGARDING POST-TRIAL BRIEFING

Following the trial on the Motors Liquidation Company GUC Trust's (the "GUC Trust") 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 and consistent with the Court's Endorsed Order entered on March 27, 2013 [Docket No. 209] (the "Endorsed Order"), it is hereby ORDERED that post-trial briefing and briefing on any relief sought by the GUC Trust under Federal Rule of Civil Procedure 60(b) is to be conducted as follows:

1. Rule 60(b) Briefs

In accordance with the options presented by the Court on March 19, 2013 (Tr. at 3472-77) and consistent with the Court's direction in the Endorsed Order, Green Hunt Wedlake, Inc., in its capacity as trustee of the bankrupt estate of General Motors Nova Scotia Finance Company

(the "Nova Scotia Trustee"), Elliott Management Corporation, Fortress Investment Group LLC, and Morgan Stanley & Co. International, plc, on behalf of their managed funds (the "Current Noteholders"),<sup>3</sup> certain investment funds or accounts managed by Paulson & Co. Inc. (the "Paulson Noteholders"),<sup>4</sup> and General Motors LLC ("New GM") (collectively with the GUC Trust, the Nova Scotia Trustee, the Current Noteholders and the Paulson Noteholders, the "Parties" or individually a "Party") have requested that the GUC Trust file a motion pursuant to Federal Rule of Civil Procedure 60(b), reserving all of their defenses thereto. The briefing on this motion shall be done within the page limits established by Paragraph 29 of Case Management Order #2 [Docket No. 9427], in accordance with paragraph 3 of the Endorsed Order, and according to the following schedule:

GUC Trust's Rule 60(b) Motion: Due by May 3, 2013

Responses to Rule 60(b) Motion: Due by June 3, 2013

GUC Trust's Reply: Due by June 17, 2013

2. Post-Trial Briefs

The post-trial briefs must be submitted according to the following schedule:

Simultaneous Exchange of Opening Briefs: Due by May 17, 2013

Simultaneous Exchange of Reply Briefs: Due by July 1, 2013

Each Party is permitted the following number of pages for its opening brief:

GUC Trust: 75 pages

Current Noteholders: 50 pages

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<sup>3</sup> These funds are: (1) Elliott International, L.P.; (2) The Liverpool Limited Partnership; (3) Drawbridge DSO Securities LLC; (4) Drawbridge OSO Securities LLC; (5) FCOF UB Securities LLC; and (6) funds managed by Morgan Stanley & Co. International, plc.

<sup>4</sup> The funds or accounts managed by Paulson are: (1) dbX - Risk Arbitrage 1 Fund, (2) Lyxor/Paulson International Fund Limited, (3) Paulson Enhanced Ltd., (4) Paulson International Ltd., (5) Paulson Partners Enhanced, L.P., and (6) Paulson Partners L.P.

Note: Consistent with the Endorsed Order's direction to coordinate submissions and avoid duplication, the Paulson Noteholders will endeavor to collaborate with the Current Noteholders on and join in the Current Noteholders' brief. However, if the Paulson Noteholders feel it is needed to preserve their rights, they may file a separate brief of no more than 25 pages.

Nova Scotia Trustee: 50 pages

New GM: 40 pages

Along with their opening briefs, the Current Noteholders, the Paulson Noteholders, the Nova Scotia Trustee, and New GM shall file a Joint Statement of Facts, which may be of no more than 75 pages.

Each Party is permitted the following number of pages for its reply brief:

GUC Trust: 75 pages

Current Noteholders: 30 pages

Note: Consistent with the Endorsed Order's direction to coordinate submissions and avoid duplication, the Paulson Noteholders will endeavor to collaborate with the Current Noteholders on and join in the Current Noteholders' reply brief. However, if the Paulson Noteholders feel it is needed to preserve their rights, they may file a separate reply brief of no more than 15 pages.

Nova Scotia Trustee: 40 pages

New GM: 30 pages

Dated: New York, New York

April 12, 2013

**s/ Robert E. Gerber**  
**UNITED STATES BANKRUPTCY JUDGE**