

# Akin Gump

STRAUSS HAUER & FELD LLP

DANIEL H. GOLDEN

+1 212.872.8010/fax: +1 212.872.1002  
dgolden@akingump.com

August 27, 2014

**VIA E-MAIL TRANSMISSION  
AND ECF FILING**

The Honorable Robert E. Gerber  
United States Bankruptcy Judge  
United States Bankruptcy Court  
Southern District of New York  
Alexander Hamilton Custom House  
One Bowling Green  
New York, New York 10004

**Re: In re Motors Liquidation Company, et al.  
(Case No. 09-50026 (REG))**

Dear Judge Gerber:

We represent certain unaffiliated holders (the “Unitholders”) of freely tradable units of beneficial interests in the Motors Liquidation Company GUC Trust (the “GUC Trust”) in the above-referenced matter. We write in connection with the *Motion for Leave to Pursue Claims Against General Motors LLC, and, Alternatively, to File a Post-Bar-Date Proof of Claim in the Motors Liquidation Company Bankruptcy* filed by Roger Dean Gillispie [Docket No. 12727] (the “Gillispie Motion”).

The Unitholders agree with the positions taken by Wilmington Trust Company (“Wilmington Trust”), as Trustee for and Administrator of the GUC Trust, in its response to the Gillispie Motion [Docket No. 12864], and have not sought (and do not intend to seek) to file their own submission. However, to the extent that Mr. Gillispie seeks to assert claims against the GUC Trust, the Unitholders believe that any such claims are barred by the doctrine of equitable mootness. As the Court is aware, the question of whether claims that may be asserted against the GUC Trust are barred by the doctrine of equitable mootness has been designated a “Threshold Issue” in connection with the *Motion of General Motors LLC Pursuant to 11 U.S.C. §§ 105 and 363 to Enforce the Court’s July 5, 2009 Sale Order and Injunction* [Docket No. 12620], and is set to be briefed in accordance with the schedule established by the Court.<sup>1</sup> Accordingly, the

---

<sup>1</sup> See Supplemental Scheduling Order Regarding (i) Motion of General Motors LLC Pursuant to 11 U.S.C. §§ 105 and 363 to Enforce the Court’s July 5, 2009 Sale Order and Injunction, (ii) Objection Filed by Certain Plaintiffs

The Honorable Robert E. Gerber  
United States Bankruptcy Court  
Southern District of New York  
August 27, 2014  
Page 2

Unitholders write to ensure that their determination to refrain from weighing in on the Gillispie Motion not be viewed by the Court as a waiver of their rights to argue that claims that may be asserted against the GUC Trust are barred by the doctrine of equitable mootness, and to reserve their rights to assert such an argument in the briefing contemplated by the Scheduling Order.

We are available at the Court's convenience should Your Honor wish to discuss this matter further.

Sincerely,

Daniel Golden /nm

Daniel H. Golden

cc: David B. Owens  
Matthew J. Williams  
Lisa H. Rubin  
Keith Martorana  
Arthur Steinberg