

Harvey R. Miller
Stephen Karotkin
Joseph H. Smolinsky
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
PHONE: (212) 310-8000
FAX: (212) 310-8007

Attorneys for Debtors
and Debtors in Possession

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

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In re : Chapter 11 Case No.
: :
MOTORS LIQUIDATION COMPANY, *et al.*, : 09-50026 (REG)
: :
Debtors. : (Jointly Administered)
: :
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**SIXTH SUPPLEMENTAL DECLARATION OF ALBERT A. KOCH
OF AP SERVICES, LLC AS CRISIS MANAGERS AND CHIEF
RESTRUCTURING OFFICER TO THE DEBTORS AND DEBTORS IN POSSESSION**

I, Albert A. Koch being duly sworn, state the following under penalty of perjury.

1. I am a managing director of AlixPartners, LLP (“**AlixPartners**”). AlixPartners is an affiliate of AP Services, LLC (“**APS**”), a Michigan limited liability corporation, which has as its principal place of business 2000 Town Center, Suite 2400, Southfield, Michigan 48075.

2. Except as otherwise noted, I have personal knowledge of the matters set forth herein and, if called as a witness, would testify competently thereto.

3. On June 12, 2009, I executed my original declaration (the “**Original Declaration**”) in support of the application (the “**Application**”)¹, dated June 12, 2009, of General Motors Corporation n/k/a Motors Liquidation Company, and its affiliated debtors and debtors in possession (the “**Debtors**”) for entry of an order authorizing the Debtors to employ and retain APS, as their crisis manager and designating Albert A. Koch as Chief Restructuring Officer under the terms and conditions set forth in the Application. The Original Declaration was supplemented by my first supplemental declaration filed on June 24, 2009, my second supplemental declaration filed on July 13, 2009, my third supplemental declaration filed on July 31, 2009, my fourth supplemental declaration filed on September 4, 2009 and my fifth supplemental declaration filed on January 19, 2010.

4. On or about July 2, 2009, this Court entered an Amended Order approving the Application (the “**Retention Order**”). The Retention Order supersedes a prior order approving the Application entered on June 25, 2009.

5. In the Original Declaration, I stated that APS reserved the right to supplement its declaration in the event that APS discovered any facts bearing on matters described in the Original Declaration regarding APS’ employment by the Debtors. Accordingly, APS wishes to disclose the following items noted below.

6. Frederick A. "Fritz" Henderson, formerly the President and Chief Executive Officer of General Motors Corporation n/k/a Motors Liquidation Company (“**MLC**”) and of General Motors Company (“**General Motors**”), from March 31, 2009 through December 1, 2009, will be providing consulting services as an independent contractor to AlixPartners as of

¹ Capitalized terms not otherwise defined herein shall have the meaning set forth in the Engagement Letter.

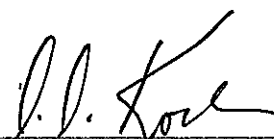
March 1, 2010. Mr. Henderson will not be involved in any matters on behalf of AlixPartners that would involve MLC.

7. In addition, AlixPartners would like to disclose the following parties as new client engagements of AlixPartners:

- FairPoint Communication Inc., a current or former utility provider to the Debtors and their affiliates, is a current AlixPartners chapter 11 client in matters unrelated to the Debtors and their affiliates. To mitigate any potential conflicts, AlixPartners will not be representing either party in matters adverse to the other.
- Goldman Sachs and affiliated entities are current or former lenders, director affiliated companies, professionals in interest or underwriting investment bankers to the Debtors. Goldman Sachs is a current AlixPartners client in matters unrelated to the Debtors and their affiliates. Previously, Goldman Sachs was listed as a former AlixPartners client.
- Saab Automobile AB, a former subsidiary of the Debtors, is a current AlixPartners client in matters unrelated to the Debtors and their affiliates.

8. APS continues to submit that it holds no adverse interest as to the matters for which it has been employed by the Debtors and continues to reserve the right to supplement this and the Original Declaration in the event that APS discovers any facts bearing on matters described in this Sixth Supplemental Declaration regarding APS' employment by the Debtors. If any new material relevant facts or relationships are discovered or arise, APS will promptly file a supplemental declaration pursuant to Bankruptcy Rule 2014(a).

Dated this 9th day of March, 2010



Albert A. Koch