

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

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In re:

MOTORS LIQUIDATION COMPANY, f/k/a  
GENERAL MOTORS CORPORATION, *et al.*,

Chapter 11

Case No. 09-50026 (MG)  
(Jointly Administered)

Debtors.

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MOTORS LIQUIDATION COMPANY AVOIDANCE  
ACTION TRUST, by and through the Wilmington Trust  
Company, solely in its capacity as Trust Administrator and  
Trustee,

Adversary Proceeding

Plaintiff,

Case No. 09-00504 (MG)

against

JPMORGAN CHASE BANK, N.A., *et al.*,

Defendants.

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**STIPULATION AND [PROPOSED] ORDER  
DISMISSING ADVERSARY PROCEEDING  
AGAINST RBC DEXIA INVESTOR SERVICES TRUST  
AS TRUSTEE FOR GM CANADA FOREIGN TRUST**

**WHEREAS**, on May 20, 2015, Plaintiff filed a First Amended Adversary  
Complaint for  
(1) Avoidance of Unperfected Lien, (2) Avoidance and Recovery of the Postpetition  
Transfers,  
(3) Avoidance and Recovery of Preferential Payments, and (4) Disallowance of Claims  
by  
Defendants ("**Amended Complaint**") [ECF No. 91] and thereafter filed an application for  
certificate of default against, among others defendant RBC Dexia Investor Services

Trust as Trustee for GM Canada Foreign Trust (the “**GM Canada Foreign Trust**”)  
[ECF No. 503];

**WHEREAS**, the claims asserted against the GM Canada Foreign Trust in the Amended Complaint concern transfers to the GM Canada Foreign Trust on May 27, 2009 in the amount of \$49,162.24 and on June 30, 2009 in the amount of \$3,303,518.28 (the “**Transfers**”), which Plaintiff asserts were made pursuant to a certain term loan agreement, dated as of November 29, 2006, as amended by that certain first amendment dated as of March 4, 2009 (the “**Term Loan Agreement**”);

**WHEREAS**, on July 12, 2016 the Court entered the parties’ stipulation (i) vacating the default judgment entered against the GM Canada Foreign Trust and (ii) granting Defendant thirty (30) days to move or otherwise respond to the Amended Complaint [ECF No. 654];

**WHEREAS**, on August 10, 2016, the GM Canada Foreign Trust, by and through State Street Trust Company of Canada, as the final trustee on behalf of the GM Canada Foreign Trust, moved to dismiss the complaint [ECF. No. 702];

**WHEREAS**, in August 2013, the GM Canada Foreign Trust was terminated and all of its assets were distributed;

**NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED**, by and between counsel for the parties, as follows:

1. The claims against the GM Canada Foreign Trust are dismissed from this adversary proceeding with prejudice.

2. The GM Canada Foreign Trust’s Motion to Dismiss [ECF. No. 702], together with all supporting papers, is hereby withdrawn as moot.

Dated: New York, New York  
October 7, 2016

Dated: New York, New York  
October 7, 2016

**BINDER & SCHWARTZ LLP**

**KING & SPALDING LLP**

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*Attorneys for Plaintiff*

*Attorneys for RBC Dexia Investor  
Services Trust as Trustee for GM  
Canada Foreign Trust, by and  
through State Street Trust Company  
of Canada, as the final trustee on  
behalf of the GM Canada Foreign  
Trust*

**SO ORDERED**

Dated: New York, New York  
October \_\_\_\_, 2016

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Martin Glenn  
United States Bankruptcy Judge