# UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11 Case No.

MOTORS LIQUIDATION COMPANY, et al., : 09-50026 (REG)

f/k/a General Motors Corp., et al.

Debtors. : (Jointly Administered)

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# ORDER GRANTING DEBTORS' 110<sup>TH</sup> OMNIBUS OBJECTION TO CLAIMS (Contingent Co-Liability Claims)

Upon the 110th omnibus objection to expunge certain claims, dated December 3, 2010 (the "110th Omnibus Objection to Claims"), of Motors Liquidation Company (f/k/a General Motors Corporation) and its affiliated debtors, as debtors in possession (collectively, the "Debtors"), pursuant to section 502(b) of title 11, United States Code (the "Bankruptcy Code"), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and this Court's order approving procedures for the filing of omnibus objections to proofs of claim filed in these chapter 11 cases (the "Procedures Order") (ECF No. 4180), seeking entry of an order disallowing and expunging the Contingent Co-Liability Claims on the grounds that such claims should be disallowed under section 502(e)(1)(B) of the Bankruptcy Code, all as more fully described in the 110th Omnibus Objection to Claims; and due and proper notice of the 110th Omnibus Objection to Claims having been provided, and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the

Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the 110th Omnibus Objection to Claims.

110th Omnibus Objection to Claims is in the best interests of the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the 110th Omnibus Objection to Claims establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the relief requested in the 110th Omnibus Objection to Claims is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the claims listed on **Exhibit** "A" (the "Order Exhibit") annexed hereto under the heading "Claims to be Disallowed and Expunged" are disallowed and expunged from the claims registry; and it is further

ORDERED that the 110th Omnibus Objection to Claims is adjourned with respect to the claims listed on the Order Exhibit annexed hereto under the heading "Objection Adjourned" (the "Adjourned Claims") to the date indicated on the Order Exhibit, subject to further adjournments (such actual hearing date, the "Adjourned Hearing Date"), and the Debtors' response deadline with respect to the Adjourned Claims shall be 12:00 noon (Eastern Time) on the date that is three (3) business days before the Adjourned Hearing Date; and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of, and all rights to object on any basis are expressly reserved with respect to, any claim listed on Exhibit A annexed to the 110th Omnibus Objection to Claims under the heading "Claims to be Disallowed and Expunged" that is not disallowed or expunged pursuant to this Order; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: New York, New York *January 14, 2011* 

> <u>s/Robert E. Gerber</u> United States Bankruptcy Judge

The descriptions of each claim as set forth herein shall not constitute an admission on the part of the Debtors as to any facts to be used against the Debtors in any legal proceeding. In most instances, the descriptions merely reiterate allegations made in proofs of claims filed against the Debtors.

# CLAIMS TO BE DISALLOWED AND EXPUNGED

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference
AVIS	36706	Motors	\$0.00 (S)	502(e)(1)(B)	Pgs. 1-10
C/O PARLEE MCLAWS LLP ATTN: SHAWN M JOHANSON		Liquidation Company	\$0.00 (A)		
10180-101 ST, 1500 MANULIFE PL EDMONTON, ALBERTA T5J 4K1, CANADA			\$0.00 (P)		
, CANADA			\$4,500,000.00 (U)		
			\$4,500,000.00 (T)		

#### Unliquidated

Note: Claimant is seeking contribution/indemnity from a third party personal injury suit. Claimant owned a vehicle manufactured by the Debtors which was ultimately obtained by a third party and later involved in an accident for which an action has been brought against the Claimant.

BRUNSON AUTOMOBILE SALES INC ROBERT W ACHURCH III ESQ ATTORNEY FOR BRUNSON AUTOMOBILE SALES INC HOWELL GIBSON AND HUGHES PA PO BOX 40 BEAUFORT, SC 29901 Motors Liquidation Company

#### Unliquidated

Note: Claimant is seeking contribution/indemnity from a third party personal injury suit. Claimant is a Dealership that sold a vehicle manufactured by the Debtors which was ultimately obtained by a third party and later involved in an accident for which an action has been brought against the Claimant.

BUDGET RENT A CAR SYSTEM LLC
CAMERON HODGES COLEMAN LAPOINT WRIGHT
15 W CHURCH ST STE 301
ORLANDO. FL 32801

62336 Motors Liquidation Company 502(e)(1)(B)

502(e)(1)(B)

Pgs. 1-10

Pgs. 1-10

#### Unliquidated

Note: Claimant is seeking contribution/indemnity from a third party personal injury suit. Claimant is in the business of renting automobiles and rented a vehicle manufactured by the Debtors which was involved in an accident for which an action has been brought against the Claimant.

CUESTA INVESTMENTS INC PEEL GARCIA & STAMPER LLP 3585 W BEECHWOOD AVE STE 101 FRESNO, CA 93711 36933 Motors Liquidation Company 502(e)(1)(B)

Pgs. 1-10

Unliquidated

Note: Claimant is seeking contribution/indemnity from a third party personal injury suit. Claimant is a Dealership that sold a vehicle manufactured by the Debtors which was sold to a third party and later involved in an accident for which an action has been brought against the Claimant.

(1) In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

The descriptions of each claim as set forth herein shall not constitute an admission on the part of the Debtors as to any facts to be used against the Debtors in any legal proceeding. In most instances, the descriptions merely reiterate allegations made in proofs of claims filed against the Debtors.

# CLAIMS TO BE DISALLOWED AND EXPUNGED

Name and Address of Claimant	Claim#	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference
ERIN DEAN AS ATTORNEY FOR D&R AUTO SALES 611 BAY STREET BEAUFORT, SC 29901 UNITED STATES OF AMERICA	64428	Motors Liquidation Company		502(e)(1)(B)	Pgs. 1-10
			Unliquidated		
Note: Claimant is seeking contribution/indemnity from a th was ultimately obtained by a third party and later inv				the Debtors which	
ERIN DEAN	64429	Motors		502(e)(1)(B)	Pgs. 1-10

AS ATTORNEY FOR ANDY'S AUTO SALES 611 BAY STREET Liquidation Company

BEAUFORT, SC 29901 UNITED STATES OF AMERICA

#### Unliquidated

Note: Claimant is seeking contribution/indemnity from a third party personal injury suit. Claimant is a Dealership that sold a vehicle manufactured by the Debtors which was ultimately obtained by a third party and later involved in an accident for which an action has been brought against the Claimant.

GOSWICK CHEVROLET, INC	26966	Motors	\$0.00	(S)	502(e)(1)(B)	Pgs. 1-10
C/O HENSLEE SCHWARTZ LLP ATTN ANDRES R GONZALEZ & MICHAEL M GAVITO		Liquidation Company	\$0.00	(A)		
112 E PECAN ST STE 540			\$0.00	(P)		
SAN ANTONIO, TX 78205 UNITED STATES OF AMERICA			\$5,000,000.00	(U)		
			\$5,000,000.00	(T)		

#### Unliquidated

Note: Claimant is seeking contribution/indemnity from a third party personal injury suit. Claimant is a Dealership that sold a vehicle manufactured by the Debtors which was ultimately obtained by a third party and later involved in an accident for which an action has been brought against the Claimant.

HARLEYSVILLE MUTUAL INSURANCE CO MANSUR A KHAN	32721	Motors Liquidation	\$0.00 (\$		Pgs. 1-10
MIDATLANTIC CLAIMS SERVICE CENTER 112 WEST PARK DRIVE		Company	\$0.00 (A \$0.00 (I	•	
MT LAUREL, NJ 08054			\$2,000,000.00 (U	J)	
			\$2,000,000.00 (7	Γ)	

#### Unliquidated

Note: Claimant is seeking contribution/indemnity for a third party personal injury suit. Claimant is an Insurance Company that, among other things, insured automobile dealerships that sold a vehicle manufactured by the Debtors that was later involved in an accident for which an action has been brought against the insured.

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

<sup>(1)</sup> In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

STEVENS POINT, WI 54481

Exhibit A

Motors Liquidation Company, et al. Case No. 09-50026 (REG), Jointly Administered

The descriptions of each claim as set forth herein shall not constitute an admission on the part of the Debtors as to any facts to be used against the Debtors in any legal proceeding. In most instances, the descriptions merely reiterate allegations made in proofs of claims filed against the Debtors.

# CLAIMS TO BE DISALLOWED AND EXPUNGED

	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Pag Reference
MAJOR CHEVROLET INC C/O BIVONA & COHEN PC WALL STREET PLAZA 88 PINE ST 17TH FLOOR	45288	Motors Liquidation Company		502(e)(1)(B)	Pgs. 1-10
NEW YORK, NY 10005					
			Unliquidated		
Note: Claimant is seeking contribution/indemnity from a third pa was involved in an accident for which an action has been b			that sold a vehicle manufactured by t	he Debtors which	
NEW ENGLAND DETROIT DIESEL - ALLISON INC	70440	Motors		502(e)(1)(B)	Pgs. 1-10
C/O SULLIVAN & COLLINS LLC ATTN: CHRISTOPHER J SULLIVAN ESQ 500 WEST CUMMINGS PARK, SUITE 4000	,,,,,,	Liquidation Company			C
WOBURN, MA 01801					
			Unliquidated		
			of engines that sold components man		
Debtors and has been sued by third parties who claim to ha	ve suffered injury by inhali	ng diesel fumes from	of engines that sold components man		Pgs. 1-10
Debtors and has been sued by third parties who claim to ha		Motors Liquidation	of engines that sold components man		Pgs. 1-10
Debtors and has been sued by third parties who claim to has been sued by third parties who claim to has borners and has been sued by third parties who claim to have borners and has been sued by third parties who claim to have borners and has been sued by third parties who claim to have borners and has been sued by third parties who claim to have borners and has been sued by third parties who claim to have borners and has been sued by third parties who claim to have borners and has been sued by third parties who claim to have borners and has been sued by third parties who claim to have borners and has been sued by third parties who claim to have borners and has been sued by third parties who claim to have borners and have been sued by third parties who claim to have borners and have been sued by third parties who claim to have been sued by the borners and have been sued by the b	ve suffered injury by inhali	ng diesel fumes from Motors	of engines that sold components man		Pgs. 1-10
Debtors and has been sued by third parties who claim to has been sued by third parties who claim to has been sued by third parties who claim to has been sued by the substitution of the s	ve suffered injury by inhali	Motors Liquidation	of engines that sold components man		Pgs. 1-10
Debtors and has been sued by third parties who claim to has been sued by third parties who claim to has been sued by third parties who claim to has been sued by the substitution of the s	ve suffered injury by inhali	Motors Liquidation	of engines that sold components man		Pgs. 1-10
Debtors and has been sued by third parties who claim to has been sued by third parties who claim to has been sued by third parties who claim to has borness and has been sued by third parties who claim to have borness and has been sued by third parties who claim to have borness and has been sued by third parties who claim to have borness and has been sued by third parties who claim to have borness and has been sued by third parties who claim to have borness and has been sued by third parties who claim to have borness and has been sued by third parties who claim to have borness and has been sued by third parties who claim to have borness and has been sued by third parties who claim to have borness and have been sued by third parties who claim to have borness and have been sued by third parties who claim to have borness and have been sued by third parties who claim to have borness and have been sued by the borness	ve suffered injury by inhali	Motors Liquidation	of engines that sold components man		Pgs. 1-10
Debtors and has been sued by third parties who claim to hat NORFOLK SOUTHERN RAILWAY COMPANY ANDREW C CORKERY ESQ BOYLE BRASHER LLC 5000 WEST MAIN STREET PO BOX 23560 BELLEVILLE, IL 62223	al injury suit. Claimant is a	Motors Liquidation Company	of engines that sold components man engines purchased from the Claimant  Unliquidated t may own or have caused damage to	502(e)(1)(B)	Pgs. 1-10
NORFOLK SOUTHERN RAILWAY COMPANY ANDREW C CORKERY ESQ BOYLE BRASHER LLC 5000 WEST MAIN STREET PO BOX 23560 BELLEVILLE, IL 62223  Note: Claimant is seeking indemnification in a third party person track located on land alleged to have been owned by the December 1.	al injury suit. Claimant is a	Motors Liquidation Company	of engines that sold components man engines purchased from the Claimant  Unliquidated t may own or have caused damage to	502(e)(1)(B)	Pgs. 1-10

#### Unliquidated

Note: Claimant is seeking contribution/indemnity for a third party personal injury suit and/or for perspective suits that may occur in the future. Claimant is an Insurance Company that, among other things, insured automobile dealerships that sold a vehicle manufactured by the Debtors that was later involved in an accident for which an action has been brought against the insured.

<sup>(1)</sup> In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

<sup>(2)</sup> Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

The descriptions of each claim as set forth herein shall not constitute an admission on the part of the Debtors as to any facts to be used against the Debtors in any legal proceeding. In most instances, the descriptions merely reiterate allegations made in proofs of claims filed against the Debtors.

Name and Address of Claimant	Claim #	Debtor	Claim Amount an Priority (1)	d Grounds For Objection	Objection Page Reference
SENTRY SELECT INSURANCE COMPANY ATTN KENNETH J ERLER ASSOCIATE COUNSEL 1800 NORTH POINT DR STEVENS POINT, WI 54481	44306	Motors Liquidation Company		502(e)(1)(B)	Pgs. 1-10
Note: Claimant is seeking contribution/indemnity for a third party person	al injury suit and/o	r for nersnective suits t	Unliquidated	re. Claimant is an Insurance	
Company that, among other things, insured automobile dealerships action has been brought against the insured.					
TAKATA CORPORATION DON A. SCHIEMANN ESQ. TK HOLDINGS INC 2500 TAKATA DRIVE AUBURN HILLS, MI 48326	65808	Motors Liquidation Company		502(e)(1)(B)	Pgs. 1-10
			Unliquidated		
Note: Claimant is seeking contribution/indemnity for a third party person which the Claimant is named as a defendant.	al injury suit relatii	ng to an automobile acc	•	e manufactured by the Debtors in	
	nal injury suit relation	MLCS Distribution	sident involving a vehicle	502(e)(1)(B)	Pgs. 1-10
which the Claimant is named as a defendant.  THE TRAVELERS INDEMNITY COMPANY AND AFFILIATES MICHAEL P POMPEO DRINKER BIDDLE & REATH LLP 1000 CAMPUS DRIVE		MLCS	cident involving a vehicle	502(e)(1)(B)	Pgs. 1-10
which the Claimant is named as a defendant.  THE TRAVELERS INDEMNITY COMPANY AND AFFILIATES  MICHAEL P POMPEO  DRINKER BIDDLE & REATH LLP		MLCS Distribution	\$0.00 (S \$0.00 (A	502(e)(1)(B)	Pgs. 1-10
which the Claimant is named as a defendant.  THE TRAVELERS INDEMNITY COMPANY AND AFFILIATES MICHAEL P POMPEO DRINKER BIDDLE & REATH LLP 1000 CAMPUS DRIVE		MLCS Distribution	\$0.00 (S \$0.00 (A \$15,000.00 (P	502(e)(1)(B)	Pgs. 1-10
which the Claimant is named as a defendant.  THE TRAVELERS INDEMNITY COMPANY AND AFFILIATES MICHAEL P POMPEO DRINKER BIDDLE & REATH LLP 1000 CAMPUS DRIVE		MLCS Distribution	\$0.00 (S \$0.00 (A \$15,000.00 (P \$0.00 (U	502(e)(1)(B)	Pgs. 1-10
which the Claimant is named as a defendant.  THE TRAVELERS INDEMNITY COMPANY AND AFFILIATES MICHAEL P POMPEO DRINKER BIDDLE & REATH LLP 1000 CAMPUS DRIVE	59309 sal injury suit and/o	MLCS Distribution Corporation	\$0.00 (S \$0.00 (A \$15,000.00 (P \$0.00 (U \$15,000.00 (T Unliquidated hat may occur in the futu	502(e)(1)(B) ) ) re. Claimant is an Insurance	Pgs. 1-10
which the Claimant is named as a defendant.  THE TRAVELERS INDEMNITY COMPANY AND AFFILIATES MICHAEL P POMPEO DRINKER BIDDLE & REATH LLP 600 CAMPUS DRIVE FLORHAM PARK, NJ 07932  Note: Claimant is seeking contribution/indemnity for a third party person Company that, among other things, insured automobile dealerships action has been brought against the insured.  THE TRAVELERS INDEMNITY COMPANY AND AFFILIATES	59309 sal injury suit and/o	MLCS Distribution Corporation	\$0.00 (S \$0.00 (A \$15,000.00 (P \$0.00 (U \$15,000.00 (T Unliquidated hat may occur in the futu	502(e)(1)(B)  )  re. Claimant is an Insurance olved in an accident for which an	Pgs. 1-10
which the Claimant is named as a defendant.  THE TRAVELERS INDEMNITY COMPANY AND AFFILIATES MICHAEL P POMPEO DRINKER BIDDLE & REATH LLP 500 CAMPUS DRIVE FLORHAM PARK, NJ 07932  Note: Claimant is seeking contribution/indemnity for a third party person Company that, among other things, insured automobile dealerships action has been brought against the insured.  THE TRAVELERS INDEMNITY COMPANY AND AFFILIATES MICHAEL P POMPEO DRINKER BIDDLE & REATH LLP	59309  al injury suit and/o that sold a vehicle	MLCS Distribution Corporation  r for perspective suits t	\$0.00 (S \$0.00 (A \$15,000.00 (P \$0.00 (U \$15,000.00 (T Unliquidated hat may occur in the futu bebtors that was later invo	re. Claimant is an Insurance olved in an accident for which an	
which the Claimant is named as a defendant.  THE TRAVELERS INDEMNITY COMPANY AND AFFILIATES MICHAEL P POMPEO DRINKER BIDDLE & REATH LLP 500 CAMPUS DRIVE FLORHAM PARK, NJ 07932  Note: Claimant is seeking contribution/indemnity for a third party person Company that, among other things, insured automobile dealerships action has been brought against the insured.  THE TRAVELERS INDEMNITY COMPANY AND AFFILIATES MICHAEL P POMPEO DRINKER BIDDLE & REATH LLP 500 CAMPUS DRIVE	59309  al injury suit and/o that sold a vehicle	MLCS Distribution Corporation  r for perspective suits t	\$0.00 (S \$0.00 (P \$15,000.00 (P \$15,000.00 (T \$15,000.00 (T \$15,000.00 (T \$0.00 (S \$0.00 (A \$15,000.00 (P	re. Claimant is an Insurance olved in an accident for which an	
which the Claimant is named as a defendant.  THE TRAVELERS INDEMNITY COMPANY AND AFFILIATES MICHAEL P POMPEO ORINKER BIDDLE & REATH LLP 500 CAMPUS DRIVE FLORHAM PARK, NJ 07932  Note: Claimant is seeking contribution/indemnity for a third party person Company that, among other things, insured automobile dealerships action has been brought against the insured.  THE TRAVELERS INDEMNITY COMPANY AND AFFILIATES MICHAEL P POMPEO	59309  al injury suit and/o that sold a vehicle	MLCS Distribution Corporation  r for perspective suits t	\$0.00 (S \$0.00 (A \$15,000.00 (P \$0.00 (U \$15,000.00 (T Unliquidated hat may occur in the futu bebtors that was later invo	re. Claimant is an Insurance olved in an accident for which an  502(e)(1)(B)  502(e)(1)(B)	

Note: Claimant is seeking contribution/indemnity for a third party personal injury suit and/or for perspective suits that may occur in the future. Claimant is an Insurance Company that, among other things, insured automobile dealerships that sold a vehicle manufactured by the Debtors that was later involved in an accident for which an

action has been brought against the insured.

<sup>(1)</sup> In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

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<sup>(2)</sup> Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

The descriptions of each claim as set forth herein shall not constitute an admission on the part of the Debtors as to any facts to be used against the Debtors in any legal proceeding. In most instances, the descriptions merely reiterate allegations made in proofs of claims filed against the Debtors.

# CLAIMS TO BE DISALLOWED AND EXPUNGED

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference
THE TRAVELERS INDEMNITY COMPANY AND AFFILIATES	59311	MLC of Harlem,	\$0.00 (S)	502(e)(1)(B)	Pgs. 1-10
IICHAEL P POMPEO RINKER BIDDLE & REATH LLP 00 CAMPUS DRIVE LORHAM PARK, NJ 07932		Inc.	\$0.00 (A)		
			\$15,000.00 (P)		
			\$0.00 (U)		
			\$15,000.00 (T)		
			Unliquidated		
Note: Claimant is seeking contribution/indemnity for a third party per Company that, among other things, insured automobile dealersh action has been brought against the insured.					
THE TRAVELERS INDEMNITY COMPANY AND AFFILIATES	59312	Motors	\$0.00 (S)	502(e)(1)(B)	Pgs. 1-10
IICHAEL P POMPEO RINKER BIDDLE & REATH LLP		Liquidation Company	\$0.00 (A)		
00 CAMPUS DRIVE LORHAM PARK, NJ 07932			\$15,000.00 (P)		
LOKHAM PAKK, NJ 0/952			\$0.00 (U)		
			\$15,000.00 (T)		
Note: Claimant is seeking contribution/indemnity for a third party per	sonal injury suit and/	or for perspective suits th	Unliquidated	nant is an Insurance	
Company that, among other things, insured automobile dealersh action has been brought against the insured.  K HOLDINGS INC DON A SCHIEMANN ESQ K HOLDINGS INC 500 TAKATA DRIVE			nat may occur in the future. Clain		Pgs. 1-10
Company that, among other things, insured automobile dealersh action has been brought against the insured.  TK HOLDINGS INC DON A SCHIEMANN ESQ TK HOLDINGS INC SOO TAKATA DRIVE AUBURN HILLS, MI 48326	ips that sold a vehicle	e manufactured by the De  Motors  Liquidation  Company	aat may occur in the future. Clain ebtors that was later involved in a	n accident for which an  502(e)(1)(B)	Pgs. 1-10
Company that, among other things, insured automobile dealersh action has been brought against the insured.  TK HOLDINGS INC DON A SCHIEMANN ESQ TK HOLDINGS INC SOO TAKATA DRIVE AUBURN HILLS, MI 48326	ips that sold a vehicle	e manufactured by the De  Motors  Liquidation  Company	aat may occur in the future. Clain ebtors that was later involved in a	n accident for which an  502(e)(1)(B)	Pgs. 1-10
action has been brought against the insured.  TK HOLDINGS INC  DON A SCHIEMANN ESQ  TK HOLDINGS INC  2500 TAKATA DRIVE  AUBURN HILLS, MI 48326  Note: Claimant is seeking contribution/indemnity for a third party per	ips that sold a vehicle	e manufactured by the De  Motors  Liquidation  Company	aat may occur in the future. Clain ebtors that was later involved in a	n accident for which an  502(e)(1)(B)	Pgs. 1-10
Company that, among other things, insured automobile dealersh action has been brought against the insured.  TK HOLDINGS INC DON A SCHIEMANN ESQ TK HOLDINGS INC 5500 TAKATA DRIVE AUBURN HILLS, MI 48326  Note: Claimant is seeking contribution/indemnity for a third party per which the Claimant is named as a defendant.  TK HOLDINGS INC DON A SCHIEMANN ESQ TK HOLDINGS INC 5500 TAKATA DRIVE	ips that sold a vehicle 46189 sonal injury suit relat	e manufactured by the De  Motors Liquidation Company  ing to an automobile acci  Motors Liquidation	aat may occur in the future. Clain ebtors that was later involved in a	502(e)(1)(B)	

<sup>(1)</sup> In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

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which the Claimant is named as a defendant.

<sup>(2)</sup> Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

The descriptions of each claim as set forth herein shall not constitute an admission on the part of the Debtors as to any facts to be used against the Debtors in any legal proceeding. In most instances, the descriptions merely reiterate allegations made in proofs of claims filed against the Debtors.

# CLAIMS TO BE DISALLOWED AND EXPUNGED

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Pag Reference
INIVERSAL UNDERWRITERS INSURANCE COMPANY LITS AFFILIATES (SEE ATTACHED) //O MARGARET M ANDERSON ET AL 00 W MADISON STREET SUITE 3000 PHICAGO, IL 60606	63741	MLCS, LLC		502(e)(1)(B)	Pgs. 1-10
			Unliquidated		
Note: Claimant is seeking contribution/indemnity from a third party was involved in an accident for which an action has been brought			that sold a vehicle manufactured by	the Debtors which	
UNIVERSAL UNDERWRITERS INSURANCE COMPANY & ITS AFFILIATES (SEE ATTACHED) C/O MARGARET M ANDERSON FOX, HEFTER, SWIBEL, LEVIN & CARROLL, LLP 200 W MADISON STREET SUITE 3000 CHICAGO, IL 60606	63743	MLCS Distribution Corporation		502(e)(1)(B)	Pgs. 1-10
Note: Claimant is seeking contribution/indemnity from a third party was involved in an accident for which an action has been brou			Unliquidated that sold a vehicle manufactured by	the Debtors which	
INIVERSAL UNDERWRITERS INSURANCE COMPANY & ITS AFFILIATES (SEE ATTACHED) I/O MARGARET M ANDERSON ET AL I/O W MADISON STREET SUITE 3000	63742	Motors Liquidation Company		502(e)(1)(B)	Pgs. 1-10
CHICAGO, IL 60606					
			Unliquidated		
Note: Claimant is seeking contribution/indemnity from a third party was involved in an accident for which an action has been brought			•	the Debtors which	
			\$0.00 (\$)	502(a)(1)(P)	
ISAA	59961	Motors	\$0.00 (S)	502(e)(1)(B)	Pgs. 1-10
GREG W GIBEAUT ESQ	59961	Motors Liquidation Company	\$0.00 (S) \$0.00 (A)	302(e)(1)(b)	Pgs. 1-10
USAA GREG W GIBEAUT ESQ GIBEAUT MAHAN BRISCOE 1701 CENTER DR W STE 611 LOS ANGELES, CA 90045	59961	Liquidation		302(e)(1)(b)	Pgs. 1-10

\$2,300,000.00 (T)

Note: Claimant is seeking contribution/indemnity from a third party personal injury suit. Claimant is an insurance carrier for an individual who rented a car manufactured by the Debtors which was involved in an accident for which an action was brought against the individual. Claimant settled and made payment on behalf of the individual.

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<sup>(1)</sup> In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

<sup>(2)</sup> Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

The descriptions of each claim as set forth herein shall not constitute an admission on the part of the Debtors as to any facts to be used against the Debtors in any legal proceeding. In most instances, the descriptions merely reiterate allegations made in proofs of claims filed against the Debtors.

# CLAIMS TO BE DISALLOWED AND EXPUNGED

Name and Address of Claimant	Claim#	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference
WARNER KIA INC KESNER, KESNER & BRAMBLE PO BOX 2587	1156	Motors Liquidation Company		502(e)(1)(B)	Pgs. 1-10
CHARLESTON, WV 25329					

Unliquidated

Note: Claimant is seeking contribution/indemnity from a third party personal injury suit. Claimant is a Dealership that sold a vehicle manufactured by the Debtors which was involved in an accident for which an action has been brought against the Claimant.

CLAIMS TO BE DISALLOWED AND EXPUNGED

**25** \$0.00 (S)

**\$0.00** (A)

\$60,000.00 (P)

\$13,800,000.00 (U)

\$13,860,000.00 (T)

<sup>(1)</sup> In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

<sup>(2)</sup> Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

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# OBJECTION ADJOURNED to 2/9/2011 at 9:45 a.m.

NEW YORK, NY 10038

	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Pag Reference
UMMINS INC E TAL /O JILL MURCH ESQ OLEY & LARDNER LLP 21 N CLARK STREET SUITE 2800 HICAGO, IL 60654	64626	Motors Liquidation Company		502(e)(1)(B)	Pgs. 1-10
Tote: Claimant is seeking contribution/indemnity from a third to have suffered injury after inhaling diesel fumes from			Unliquidated er of engines and has been sued by	third parties who claim	
DETROIT DIESEL CORPORATION	66305	Motors	\$0.00 (S)	502(e)(1)(B)	Pgs. 1-10
C/O MICHAEL T CONWAY ESQ ECLAIR RYAN A PROF CORP	00303	Liquidation Company	\$0.00 (A)		3
30 THIRD AVENUE FIFTH FLOOR			\$0.00 (P)		
EW YORK, NY 10022			\$209,102,000.00 (U)		
			\$209,102,000.00 (T)		
to have suffered injury after inhaling diesel fumes from asbestos exposure. Claimant alleges all such liability and EXPEDITION HELICOPTERS INC C/O PATERSON MACDOUGALL LLP DIE QUEEN STREET EAST SUITE 900 BOX 100 FORONTO ON M5C 2W5 CANADA	engines manufactured by the	Claimant, and also sued	l by persons who claim to have suffmnify Claimant.  \$0.00 (S)  \$0.00 (A)  \$0.00 (P)		Pgs. 1-10
to have suffered in jury after inhaling diesel fumes from asbestos exposure. Claimant alleges all such liability and EXPEDITION HELICOPTERS INC CO PATERSON MACDOUGALL LLP ONE QUEEN STREET EAST SUITE 900 BOX 100 ORONTO ON M5C 2W5 CANADA ATTN TIMOTHY TREMBLEY	engines manufactured by the Ge covered under an agreement	Claimant, and also sued by the Debtors to inde Motors Liquidation	Solution   Solution	ered injury through	Pgs. 1-10
to have suffered in jury after inhaling diesel fumes from asbestos exposure. Claimant alleges all such liability and XPEDITION HELICOPTERS INC //O PATERSON MACDOUGALL LLP INE QUEEN STREET EAST SUITE 900 BOX 100 ORONTO ON M5C 2W5 CANADA TTN TIMOTHY TREMBLEY	engines manufactured by the Ge covered under an agreement	Claimant, and also sued by the Debtors to inde Motors Liquidation	l by persons who claim to have suffmnify Claimant.  \$0.00 (S)  \$0.00 (A)  \$0.00 (P)	ered injury through	Pgs. 1-10
to have suffered in jury after inhaling diesel fumes from asbestos exposure. Claimant alleges all such liability and experimental such liability and experimen	engines manufactured by the Ce covered under an agreement 64775	Claimant, and also succ by the Debtors to inde Motors Liquidation Company	Solution   Solution	ered injury through  502(e)(1)(B)	Pgs. 1-10
	party personal injury suit. Cl	Claimant, and also succ by the Debtors to inde Motors Liquidation Company	Solution   Solution	ered injury through  502(e)(1)(B)	Pgs. 1-10

#### Unliquidated

Note: Claimant is seeking contribution/indemnity for a third party personal injury suit and/or for perspective suits that may occur in the future. Claimant is an Insurance Company that, among other things, insured automobile dealerships that sold a vehicle manufactured by the Debtors that was later involved in an accident for which an action has been brought against the insured.

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

<sup>(1)</sup> In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

The descriptions of each claim as set forth herein shall not constitute an admission on the part of the Debtors as to any facts to be used against the Debtors in any legal proceeding. In most instances, the descriptions merely reiterate allegations made in proofs of claims filed against the Debtors.

# OBJECTION ADJOURNED to 2/9/2011 at 9:45 a.m.

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference
GRANITE STATE INSURANCE COMPANY ET AL C/O CHARTIS US MICHELLE A LEVITT AUTHORIZED REPRESENTATIVE 175 WATER STREET 18TH FLOOR NEW YORK, NY 10038	59697	Motors Liquidation Company		502(e)(1)(B)	Pgs. 1-10

#### Unliquidated

Note: Claimant is seeking contribution/indemnity for a third party personal injury suit and/or for perspective suits that may occur in the future. Claimant is an Insurance Company that, among other things, insured automobile dealerships that sold a vehicle manufactured by the Debtors that was later involved in an accident for which an action has been brought against the insured.

GRANITE STATE INSURANCE COMPANY, ET AL CHARTIS US MICHELLE A LEVITT, AUTHORIZED REPRESENTATIVE 175 WATER STREET 18TH FLOOR NEW YORK, NY 10038 UNITED STATES OF AMERICA 59680 MLCS Distribution Corporation

MLCS, LLC

502(e)(1)(B)

Pgs. 1-10

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#### Unliquidated

Note: Claimant is seeking contribution/indemnity for a third party personal injury suit and/or for perspective suits that may occur in the future. Claimant is an Insurance Company that, among other things, insured automobile dealerships that sold a vehicle manufactured by the Debtors that was later involved in an accident for which an action has been brought against the insured.

59681

CHARTIS US MICHELLE A LEVITT, AUTHORIZED REPRESENTATIVE 175 WATER STREET 18TH FLOOR NEW YORK, NY 10038 UNITED STATES OF AMERICA

GRANITE STATE INSURANCE COMPANY, ET AL

502(e)(1)(B) Pgs. 1-10

#### Unliquidated

Note: Claimant is seeking contribution/indemnity for a third party personal injury suit and/or for perspective suits that may occur in the future. Claimant is an Insurance Company that, among other things, insured automobile dealerships that sold a vehicle manufactured by the Debtors that was later involved in an accident for which an action has been brought against the insured.

<sup>(1)</sup> In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

# Exhibit A

Motors Liquidation Company, et al. Case No. 09-50026 (REG), Jointly Administered

502(e)(1)(B)

Pgs. 1-10

The descriptions of each claim as set forth herein shall not constitute an admission on the part of the Debtors as to any facts to be used against the Debtors in any legal proceeding. In most instances, the descriptions merely reiterate allegations made in proofs of claims filed against the Debtors.

# OBJECTION ADJOURNED to 2/9/2011 at 9:45 a.m.

Name and Address of Claimant	Claim#	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference
NEW FLYER OF AMERICA INC 711 KERNAGHAN AVE ATTN COLIN PEWARCHUK, ESQ WINNIPEG, MANITOBA CANADA R2C 3T4 , CANADA	66317	Motors Liquidation Company		502(e)(1)(B)	Pgs. 1-10

Unliquidated

Note: Claimant is seeking contribution/indemnity from a third party personal injury suit. Claimant is a manufacturer of buses that allegedly utilized components manufactured by the Debtors and has been sued by third parties who claim to have suffered injury by inhaling diesel fumes from engines purchased from the Claimant.

64699

NORTHROP GRUMMAN OHIO CORPORATION ATTN KENNETH M REISS ESQ M/S C-4S1 7555 COLSHIRE DRIVE MCLEAN, VA 22102 Motors Liquidation Company

Unliquidated

Note: Claimant is seeking contribution/indemnity from a third party personal injury suit. Claimant is or was a manufacturer of diesel engines and has been sued by third parties who claim to have suffered injury by inhaling diesel fumes from engines manufactured from the Claimant.

#### OBJECTION ADJOURNED

9

**\$0.00** (S)

**\$0.00** (A)

**\$0.00** (P)

\$210,102,000.00 (U)

**\$210,102,000.00** (T)

<sup>(1)</sup> In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".