

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 233rd OMNIBUS OBJECTION TO CLAIMS
(Supplemental Executive Retirement Benefits Claims of Former Executive Employees)

Upon the 233rd omnibus objection to expunge certain executive retirement benefits claims of former executive employees, dated January 26, 2011 (the “**233rd Omnibus Objection to Claims**”),¹ of the Motors Liquidation Company GUC Trust (the “**GUC Trust**”), formed by the above-captioned debtors (collectively, the “**Debtors**”) in connection with the Debtors’ Second Amended Joint Chapter 11 Plan, dated March 18, 2011 (as may be amended, supplemented, or modified from time to time, the “**Plan**”), pursuant to section 502(b) of title 11 of the 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 ERP Claims on the grounds that each ERP Claim is for an obligation for which the Debtors

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the 233rd Omnibus Objection to Claims.

and the GUC Trust have no liability, all as more fully described in the 233rd Omnibus Objection to Claims; and due and proper notice of the 233rd 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 233rd 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 233rd 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 233rd 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, if applicable, the 233rd Omnibus Objection to Claims is adjourned with respect to the claims listed on the Order Exhibit annexed hereto under the heading “*Objection Adjourned*” to the date indicated on the Order Exhibit, subject to further adjournments (such actual hearing date, the “**Adjourned Hearing Date**”) (the “**Adjourned Claims**”), and the Debtors’ response deadline with respect to the Adjourned Claims shall be 12:00 noon (prevailing Eastern Time) on the date that is three (3) business days before the Adjourned Hearing Date; and it is further

ORDERED that, if applicable, the 233rd Omnibus Objection to Claims is withdrawn with respect to the claims listed on the Order Exhibit annexed hereto under the heading “*Objection Withdrawn*”; and it is further

ORDERED that, if applicable, the 233rd Omnibus Objection to Claims is withdrawn with respect to the claims listed on the Order Exhibit annexed hereto under the heading “*Claim Withdrawn*” as those claims have been withdrawn by the corresponding claimant; 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 233rd Omnibus Objection to claims under the heading “*Claims to be Disallowed and Expunged*” that is not listed on the Order Exhibit; 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
June 27, 2011

s/ Robert E. Gerber
United States Bankruptcy Judge

CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|--|----------|----------------------------------|-------------------------------|---|--------------------------|
| COTE, JAMES D 2345 E CALLE LUSTRE TUCSON, AZ 85718-4928 | 63184 | Moters Liquidation Company | \$0.00 (S) | No Liability; Claims seek recovery of amounts for which the Debtors are not liable | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$33,350.02 (U) | | |
| | | | \$33,350.02 (T) | | |
| CURINA H ATWOOD 27135 CRESTWOOD DRIVE FRANKLIN, MI 48025 | 70920 | Moters Liquidation Company | \$0.00 (S) | No Liability; Claims seek recovery of amounts for which the Debtors are not liable | Pgs. 1-5 |
| | | | \$39,167.28 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$39,167.28 (T) | | |
| HAPPEL, ROY W 1566 WILSON AVE CHAMBERSBURG, PA 17201-1378 | 6300 | Moters Liquidation Company | \$0.00 (S) | No Liability; Claims seek recovery of amounts for which the Debtors are not liable | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$2,109,065.71 (U) | | |
| | | | \$2,109,065.71 (T) | | |
| LOUIS FARINOLA 3918 WINTERSET LN WEST BLOOMFIELD, MI 48323 UNITED STATES OF AMERICA | 22533 | Moters Liquidation Company | \$0.00 (S) | No Liability; Claims seek recovery of amounts for which the Debtors are not liable | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$152,984.70 (U) | | |
| | | | \$152,984.70 (T) | | |
| CLAIMS TO BE DISALLOWED AND EXPUNGED | 4 | | \$0.00 (S) | | |
| | | | \$39,167.28 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$2,295,400.43 (U) | | |
| | | | \$2,334,567.71 (T) | | |

(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.