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August 1, 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)**

**Letter Pursuant to July 11, 2014 Supplemental
Scheduling Order Regarding Proposed Page Limits for Briefs**

Dear Judge Gerber:

King & Spalding LLP is co-counsel with Kirkland & Ellis LLP for General Motors LLC (“**New GM**”) in the above-referenced matter. In connection with its pending Motion to Enforce the Sale Order and Injunction, New GM, on behalf of itself and the other Counsel for the Identified Parties (each of whom is copied on this correspondence), submits this letter in accordance with Paragraph f.vi of the July 11, 2014 Supplemental Scheduling Order (“**Supplemental Scheduling Order**”), which provides as follows: “Counsel for the Identified Parties shall propose page limitations for briefs in a joint letter to the Court on or before August 1, 2014.” The briefs will address the Four Threshold Issues and the Fraud on the Court Standard Briefing, each as defined in the Supplemental Scheduling Order.

Counsel for the Identified Parties have met and conferred on the appropriate lengths of briefs, and jointly propose the following page limits:

1. The New GM Opening Brief (as defined in the Supplemental Scheduling Order) shall be no more than 80 pages.
2. The Unitholder/GUC Trust Opening Brief (as defined in the Supplemental Scheduling Order) shall be no more than 40 pages.

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3. Responses to the New GM Opening Brief shall be no more than: (i) 80 pages for Designated Counsel and the Groman Plaintiffs collectively, and (ii) 80 pages for the GUC Trust and Unitholders collectively.
4. Responses to the Unitholder/GUC Trust Opening Brief shall be no more than: (i) 40 pages for Designated Counsel and the Groman Plaintiffs collectively, and (ii) 40 pages for New GM.
5. A Reply to the Responses to the New GM Opening Brief shall be no more than 80 pages.
6. A Reply to the Responses to the Unitholder/GUC Trust Opening Brief shall be no more than 40 pages.

Further, Counsel for the Identified Parties, so as to promote cooperation and efficiency, jointly propose to modify the Supplemental Scheduling Order solely as set forth below (the Supplemental Scheduling Order and May 16 Scheduling Order otherwise remaining in full force and effect), to enable Designated Counsel, to the extent reasonably practicable, to consult and coordinate with other counsel who have filed a notice of appearance on behalf of any Plaintiff(s) and solicit input and/or comments to Designated Counsel's proposed response to the New GM Opening Brief and proposed response to the Unitholder/GUC Trust Opening Briefs (including providing counsel drafts of Designated Counsel's briefs no less than ten days prior to their submission deadline as set forth below):

1. On September 22, 2014, (i) Designated Counsel and the Groman Plaintiffs collectively and the GUC Trust and Unitholders collectively, shall file and serve their responses to the New GM Opening Brief, and (ii) Designated Counsel and the Groman Plaintiffs collectively and New GM shall file and serve their responses to the Unitholder/GUC Trust Opening Briefs; and
2. On October 10, 2014, (i) New GM shall file and serve its reply brief to the responses filed in connection with the New GM Opening Brief, and (ii) the Unitholders and the GUC Trust collectively shall file and serve their replies to the responses to the Unitholder/GUC Trust Opening Briefs.
3. The Court shall hold a hearing on a date set by the Court on or after October 20, 2014 or as agreed to by Counsel for the Identified Parties and proposed at the August Conference (as defined in the Supplemental Scheduling Order), subject to the Court's availability.

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Counsel for the Identified Parties respectfully request that the foregoing page limits and modifications to the Supplemental Scheduling Order be approved and authorized by the Court.

Respectfully submitted,

/s/ Arthur Steinberg

Arthur Steinberg

AJS/sd

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