

**EXHIBIT 14**

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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In the Matter of:

Chapter 11

MOTORS LIQUIDATION COMPANY,  
et al, f/k/a General Motors  
Corp., et al.,

Case No.: 09-50026 (REG)  
(Jointly Administered)

Debtors.

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STEVEN GROMAN, ROBIN DELUCO,  
ELIZABETH Y. GRUMET, ABC  
FLOORING, INC., MARCUS

SULLIVAN, KATELYN SAXSON,  
AMY C. CLINTON, AND ALLISON  
C. CLINTON, on behalf of  
themselves, and all other  
similarly situated,

Adv. Pro. No.:  
14-01929 (REG)

Plaintiffs,

v.

GENERAL MOTORS LLC,  
Defendant.

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U.S. Bankruptcy Court  
One Boling Green  
New York, New York

May 2, 2014  
9:46 AM

B E F O R E :  
HON ROBERT E. GERBER  
U.S. BANKRUPTCY JUDGE

Hearing re: Status Conference

Transcribed by: Dawn South and Sheila Orms

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1 the things like selection of lead counsel, the things that  
2 we can agree are purely administrative, and we should defer  
3 consideration of the amended complaint issue until the next  
4 status conference.

5 THE COURT: But matters of the character that the  
6 MDL could appropriately determine in your view could include  
7 whether the pretrial proceedings take place in say  
8 California on the one hand or New York on the other?

9 MR. STEINBERG: For the MDL I think the MDL should  
10 be able to select which forum is going to go forward on  
11 generally the MDL action to the extent that the MDL action  
12 will ever go forward.

13 THE COURT: Okay. Continue, please.

14 MR. STEINBERG: The -- Your Honor, with regard to  
15 the -- your tentative ruling on the stipulated record and  
16 that we don't do admissions, that is essentially what we  
17 have been trying to urge on the plaintiffs.

18 One of the issues was that we had discussions  
19 separately with one group versus another group and they had  
20 differing views on certain issues. And even with the group  
21 that had a larger issue what we were getting to some extent  
22 was the lowest common denominator. When you have 15 people  
23 having suggestions sometimes you get 15 suggestions because  
24 no one really wants to whittle it down and they leave it up  
25 to us to do it.

1           We urge to do a stipulated record under the theory  
2 that it's too early to do admissions, it is a -- really just  
3 a cost shifting issue as Your Honor had identified, and it  
4 leads to a dialogue. If they -- if they propose that they  
5 want us to agree to something instead of me answering as I  
6 would answer an admission I'd be sitting there saying I  
7 can't do that but I can do something different and then we  
8 would have an iterative dialogue to be able to try to  
9 present what the issues are and then I wouldn't have to try  
10 to do the reflexive issue, which is that if you want  
11 admissions then maybe I have admissions that I want to ask  
12 of you. Did you know of the bankruptcy proceeding? Did you  
13 know of a problem with your car? Those things and try to  
14 identify those issues, which may be relevant to certain of  
15 the issues whether it's -- that they may tangentially relate  
16 to the fraud on the Court issue, which may be off the table  
17 now, but -- so I said stay with the stipulation and if we  
18 can't agree to it we'll have a status conference in June and  
19 we'll tell the judge this is as far as we could get and we  
20 couldn't get all the way there, and if we couldn't agree on  
21 everything then you could propose what kind of limited  
22 discovery you think you need to conclude those facts that  
23 are necessary to determine the purely legal issue. We'll be  
24 able to evaluate it. And then if we can't agree with that  
25 we'd be before Your Honor on something specific and

1 concrete.

2 And the problem that we were having between now  
3 and May 2nd is that there was a lot of general propositions  
4 that were asserted and many times the devil is in the  
5 detail, and you need to know when someone says it's purely  
6 administrative it's not substantive you really need to know  
7 what they are talking about. When people say we can agree  
8 to some facts and it's not going to be big, it's going to be  
9 narrowly tailored you need to know what someone means when  
10 they say narrowly tailored, because when actually try to pin  
11 it down it becomes a lot more difficult.

12 So what we were proposing -- and I think there was  
13 a lot of receptivity on it from the other side -- was a walk  
14 and then run, which is give us a chance to try to do an  
15 exchange and we'll see how good we are, and give us a chance  
16 if we can't fill in all the gaps to how to complete the  
17 discovery and we'll see how good we are, and if we can't do  
18 it then I know that you're going to bridge the gap for us  
19 and then we'll both live with whatever Your Honor rules.  
20 And we're only looking to defer that consideration where we  
21 otherwise couldn't agree for like a six or seven-week  
22 period.

23 And the reason why we think that time period going  
24 a little longer versus shorter is better -- and I think Your  
25 Honor eluded to that as one of your tentative rulings that

1 sometimes things take a little longer and these serious  
2 issues -- is that until we know how they've organized -- and  
3 it's really their job to organize, but it's our burden to  
4 make sure that we're dealing with 2 groups of people,  
5 4 groups of people, or 20 groups of people, because it  
6 becomes harder to figure out briefing schedules, potential  
7 discovery, stipulation of facts if we don't know who the  
8 people are that we're dealing with you may need to have a  
9 little more time until they get better organized to be able  
10 to do that. That's why we actually suggest in our agenda  
11 letter is just tell us if you formed a group. That has the  
12 salutary effect of at least we know who we're dealing with  
13 and Your Honor will know whether they actually formed the  
14 group, and those who decide they want to be outliers well  
15 then they will have to stand up and tell Your Honor why they  
16 need to be an outlier and the liaison groups couldn't  
17 properly be formed.

18 But that's all we were trying to say on that  
19 issue, which is give them an opportunity to get themselves  
20 organized and let us know how successful you were, and where  
21 you were not fully successful just let us know because we --  
22 we on our side of the table procedurally have to deal if  
23 they're not fully organized and then ultimately Your Honor  
24 will have that same issue about how things are being  
25 presented to Your Honor.

1 With regard to -- so that's why we thought we  
2 needed a little more time. And by the way, the dates that  
3 we selected in our letter were given to us by one of the  
4 plaintiff groups, and the other plaintiff group actually  
5 said, while they shortened our dates, they also said in  
6 their letter that they're flexible about the dates. So I  
7 don't think ultimately at the end of the day we're going to  
8 disagree about dates, about when we're going to be here.

9 I think the general proposition is that between  
10 now and some time in mid to late June when we'll have  
11 another status conference we're going to try to accomplish a  
12 stipulated record for briefing the threshold issues and to  
13 see whether there's any discovery that is it warranted or  
14 not with regard to that stipulated record.

15 And I would suggest also, and this is off my  
16 agenda letter, but picking off on the tentative ruling,  
17 trying to identify during that period of time the other  
18 issues which are not threshold issues, the other bankruptcy-  
19 related issues that we'd ask Your Honor to consider, and  
20 we'd be doing all of that presentation at the next status  
21 conference. And at that next status conference, to the  
22 extent that the defendants are not fully organized, that we  
23 would try to -- and it wouldn't be me, but it would be Your  
24 Honor and the plaintiffs -- try to figure out how they can,  
25 you know, get to the end to themselves more fully organized.

1           The tentative that you had about the GUC Trust,  
2 late-filed claims, excusable neglect, we actually think that  
3 this is an issue that should be dealt with. It is not our  
4 issue, but to the extent that they've raised or some of them  
5 have raised a procedural due process issue relating to the  
6 bar order, which was after the sale order had taken place  
7 and they're saying that they don't have a remedy -- an  
8 effective remedy against Old GM, well there is a GUC Trust,  
9 there are a number of -- there's a number of values still  
10 left in the GUC Trust. Whether they actually are a  
11 creditor, where they actually have excusable neglect I'm not  
12 trying to prejudge it, but we were urging that they  
13 shouldn't just assume that there was nothing there when  
14 there is potentially something there and they should be able  
15 to and should be almost in fact required to at least explore  
16 that as an alternative to try to get a recovery, if they're  
17 entitled to a recovery. I wasn't trying to say that they  
18 were or not.

19           As far as the suggestion of mediation, it is  
20 always hard to say that you're against mediation. The only  
21 thing that I would say, Your Honor, is that New GM has hired  
22 Ken Feinberg, who is a very well known person who tries to  
23 figure out how to deal with circumstances and to how to  
24 adjust situations on a non-legal base, but to try to  
25 negotiate a resolution.

1 MR. MARTORANA: Your Honor, I stand because you  
2 had suggested at the outset of this hearing the possibility  
3 that issues related to the GUC Trust and claims against the  
4 GUC Trust might be better addressed as a threshold issue to  
5 start.

6 Based upon what I'm hearing today, it sounds like  
7 there's a consensus among the parties here at least, that  
8 this is something that should not be addressed as a  
9 threshold issue.

10 THE COURT: Well, that depends on who you're  
11 including within that consensus, Mr. Martorana.

12 MR. MARTORANA: I meant just these parties over  
13 here. Don't -- you would like to have it addressed to the  
14 threshold issue?

15 UNIDENTIFIED: I'll address it later.

16 MR. MARTORANA: Okay. All right. Then I guess  
17 there is no consensus on that, but I will tell you that from  
18 our perspective, we believe that it should not be addressed  
19 as a threshold issue.

20 We do believe that first off it will require at  
21 least some discovery, probably substantial discovery. We  
22 also believe, you know, particularly because as it relates  
23 to issues of excusable neglect, which are fact sensitive.

24 We also believe that it's not dispositive of -- as  
25 Mr. Weisfelner said the -- you know, the fundamental issue



1 here which is whether or not claims can be asserted against  
2 New GM.

3 Moving off it being a threshold issue, we also  
4 don't believe that this is an issue frankly that needs to be  
5 addressed at any point during this hearing -- during this  
6 proceeding.

7 No claimants, none of the plaintiffs, no claimants  
8 or potential claimants had raised this as a possibility. No  
9 one has filed a motion to lift the bar date. The only  
10 person that has raised it has been New GM, based upon, you  
11 know, some statements of fact in some pleadings. But the  
12 only person that has actually moved forward with it is New  
13 GM, and frankly, you know, it's our view that this is  
14 essentially a way to deflect liability away, and you know,  
15 the attention away from New GM and put it on to a third  
16 party.

17 To the extent that Your Honor is inclined to rule  
18 against us and have it either be dealt with as a threshold  
19 issue or as a -- I guess, a subsequent issue, we would  
20 request to participate in any of the discovery that does  
21 transpire. And then to the extent that there are any claims  
22 against New GM to be resolved, we would also ask to  
23 participate in any mediation.

24 THE COURT: Okay. Thank you.

25 MR. FLAXER: Thank you.