

**DAVIS POLK & WARDWELL LLP**

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*Counsel to The Royal Bank of Scotland plc and Carbonado LLC*

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

In re:	:	Chapter 11 Case
MOTORS LIQUIDATION COMPANY, <i>et al.</i> ,	:	Case No. 09-50026 (REG)
Debtors.	:	(Jointly Administered)
MOTORS LIQUIDATION COMPANY	:	Adversary Proceeding
AVOIDANCE ACTION TRUST, by and through the	:	Case No. 09-00504 (REG)
Wilmington Trust Company, solely in its capacity as	:	
Trust Administrator and Trustee,	:	
Plaintiff,	:	
vs.	:	
JPMORGAN CHASE BANK, N.A., individually and	:	
as Administrative Agent for various lenders party to	:	
the Term Loan Agreement described herein, <i>et al.</i> ,	:	
Defendants.	:	

**RULE 7.1 STATEMENT**

Pursuant to Rule 7.1 of the Federal Rules of Civil Procedure, Rule 7007.1 of the Federal Rules of Bankruptcy Procedure and S.D.N.Y. Local Bankruptcy Rule 7007.1-1, the undersigned counsel certifies as follows:

- i. The Royal Bank of Scotland plc is 100-percent owned by The Royal Bank of Scotland Group plc. No publicly held company owns 10% or more of the stock of The Royal Bank of Scotland Group plc.
- ii. Carbonado LLC is a dissolved Delaware limited liability company. At the time of its dissolution, its sole member was The Royal Bank of Scotland plc, which was 100-percent owned by The Royal Bank of Scotland Group plc. At the time of Carbonado LLC's dissolution, no publicly held company owned 10% or more of the stock of The Royal Bank of Scotland Group plc.

Dated: December 16, 2015  
New York, New York

Respectfully submitted,

/s/ Elliot Moskowitz

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