

Shawn R Fox
MCGUIREWOODS LLP
1345 Avenue of the Americas, 7th Floor
New York, NY 10105-0106
Phone: (212) 548-2100

Counsel to Alcoa Inc.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In Re:)	Chapter 11
)	
MOTORS LIQUIDATION COMPANY,)	Case No. 09-50026-REG
<i>et al.</i> ,)	
)	(Jointly Administered)
Debtors.)	
)	Related to Docket No. 714
)	

**NOTICE OF WITHDRAWAL OF OBJECTION OF
ALCOA INC. AND ITS AFFILIATED ENTITIES TO ASSUMPTION AND
ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS AND PROPOSED CURE
AMOUNT SUBMITTED IN ACCORDANCE WITH THE PROVISIONS OF THE
ORDER PURSUANT TO 11 U.S.C. SECTIONS 105, 363, AND 365 AND FED. R. BANKR.
P. 2002, 6004, AND 6006 (I) APPROVING PROCEDURES FOR SALE OF DEBTORS'
ASSETS PURSUANT TO MASTER SALE AND PURCHASE AGREEMENT WITH
VEHICLE ACQUISITION HOLDINGS LLC, A U.S. TREASURY-SPONSORED
PURCHASER; (II) SCHEDULING BID DEADLINE AND SALE HEARING DATE; (III)
ESTABLISHING ASSUMPTION AND ASSIGNMENT PROCEDURES; AND (IV)
FIXING NOTICE PROCEDURES AND APPROVING FORM OF NOTICE**

Alcoa Inc. hereby withdraws the Objection of Alcoa Inc. and its Affiliated Entities to Assumption and Assignment of Certain Executory Contracts and Proposed Cure Amount Submitted in Accordance with the Provisions of the Order Pursuant to 11 U.S.C. Sections 105, 363, and 365 and Fed. R. Bankr. P. 2002, 6004, and 6006 (I) Approving Procedures for Sale of Debtors' Assets Pursuant to Master Sale and Purchase Agreement with Vehicle Acquisition Holdings LLC, a U.S. Treasury-Sponsored Purchaser; (II) Scheduling Bid Deadline and Sale

Hearing Date; (III) Establishing Assumption and Assignment Procedures; and (IV) Fixing Notice Procedures and Approving Form of Notice, which was filed on June 12, 2009 at Docket No. 714.

Dated: August 6, 2009

Respectfully submitted,

/s/ Shawn R. Fox
Shawn R. Fox
McGuireWoods LLP
1345 Avenue of the Americas, 7th Floor
New York, NY 10105-0106
Phone: (212) 548-2100
sfox@mcguirewoods.com

Counsel for Alcoa Inc.

//9738170