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**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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**FOURTH SUPPLEMENTAL DECLARATION OF ALBERT A. KOCH  
OF AP SERVICES, LLC AS CRISIS MANAGERS AND CHIEF  
RESTRUCTURING OFFICER TO THE DEBTORS AND DEBTORS IN POSSESSION**

I, Albert A. Koch being duly sworn, state the following under penalty of perjury.

1. I am a managing director of AlixPartners, LLP (“**AlixPartners**”). AlixPartners is an affiliate of AP Services, LLC (“**APS**”), a Michigan limited liability corporation, which has as its principal place of business 2000 Town Center, Suite 2400, Southfield, Michigan 48075.

2. Except as otherwise noted, I have personal knowledge of the matters set forth herein and, if called as a witness, would testify competently thereto.

3. On June 12, 2009, I executed my original declaration (the “**Original Declaration**”) in support of the application (the “**Application**”), dated June 12, 2009, of General Motors Corporation n/k/a Motors Liquidation Company, and its affiliated debtors and

debtors in possession (the “**Debtors**”) for entry of an order (the “**Order**”) authorizing the Debtors to employ and retain APS, as their crisis manager and designating Albert A. Koch as Chief Restructuring Officer under the terms and conditions set forth in the Application. The Original Declaration was supplemented by my first supplemental declaration filed on June 24, 2009, my second supplemental declaration filed on July 13, 2009, and my third supplemental declaration filed on July 31, 2009.

4. On or about July 2, 2009, this Court entered an Amended Order approving the Application (the “**Retention Order**”). The Retention Order supersedes a prior order approving the Application entered on June 25, 2009. By Order dated August 18, 2009, this Court approved an amendment to the terms of the engagement of APS by the Debtors.

5. On or about July 10, 2009, the Debtors closed on a sale of a substantial portion of their assets to a U.S. Treasury Sponsored Purchaser, General Motors Company (“**NewGM**”), which sale was authorized by the Bankruptcy Court pursuant to an order entered on July 5, 2009.

6. In the Original Declaration, I stated that APS reserved the right to supplement its declaration in the event that APS discovered any facts bearing on matters described in the Original Declaration regarding APS’ employment by the Debtors. Accordingly, APS wishes to disclose the following items noted below.

7. First, APS previously disclosed that its affiliate, AlixPartners, was negotiating the terms of an engagement with NewGM. That engagement letter has been finalized. AlixPartners is assisting NewGM with certain performance improvement and integration tasks. AlixPartners is not working on any matters for NewGM directly opposite or in potential conflict with the Debtors.

8. Second, my son is currently employed by the United States Department of Justice, with respect to matters unrelated to the Debtors.

9. Third, Metaldyne Corporation (“Metaldyne”), a supplier to the Debtors is also a current client of AlixPartners. To alleviate any potential conflict concerns, AlixPartners placed an information barrier between Metaldyne and the Debtors and their affiliates. AlixPartners also maintains separate engagement teams, but in limited circumstances to address staffing needs, AlixPartners may permit employees of AlixPartners who have concluded work on the Metaldyne engagement to work on the Debtors engagement. AlixPartners will continue to ensure that no confidential information related to one client is disclosed to the other.

10. APS continues to submit that it holds no adverse interest as to the matters for which it has been employed by the Debtors and continues to reserve the right to supplement this and the Original Declaration in the event that APS discovers any facts bearing on matters regarding APS’ employment by the Debtors. If any new material relevant facts or relationships are discovered or arise, APS will promptly file a supplemental affidavit pursuant to Bankruptcy Rule 2014(a).

Dated this 2nd day of September, 2009

/s/ Albert A. Koch  
Albert A. Koch