

MARSHALL DENNEHEY WARNER  
COLEMAN & GOGGIN  
BY: R. David Lane, Jr, Esquire  
Identification No. RD 2435  
Wall Street Plaza, 21<sup>st</sup> Floor  
New York, NY 10005  
(212) 376-6413

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X

In re:

Chapter 11

MOTORS LIQUIDATION COMPANY, *et al.*,

Case No. 09-50026 (REG)

Debtors.

(Jointly Administered)

-----X

MOTORS LIQUIDATION COMPANY  
AVOIDANCE ACTION TRUST,

Adversary Proceeding  
Case No. 09-00504 (REG)

Plaintiff.

-against-

JPMORGAN CHASE BANK, N.A. *et al.*

Defendants.

-----X

**JOINDER IN REPLY BRIEFS IN SUPPORT OF MOTIONS TO DISMISS**

Defendants, DE-SEI Instl Inv TR-Hi Yld BD, DE-SEI Instl Mgd TR-Hi Yld BD, SEI Inst  
Mgd TR Core Fxd Inc, DE-SEI Institutional Investment Trust - High Yield Bond Fund, DE-SEI  
Institutional Managed Trust - High Yield Bond Fund, Delaware-SEI Institutional Investment  
Trust-High Yield Bond Fund, Delaware-SEI Institutional Managed Trust-High Yield Bond Fund  
and SEI Institutional Managed Trusts Core Fixed Income (the "SEI entities"), by its undersigned

counsel, hereby join, adopt and incorporate as if set forth fully herein the arguments made in the following replies in support of pending dispositive motions:

- Omnibus Reply in Support of Term Lenders' Rule 12 Motions [Dkt. No. 457]
- Joinder to Omnibus Reply [Dkt. No. 450]
- Reply Memorandum [Dkt. No. 456]
- Omnibus Reply [Dkt. No. 467]

The SEI entities' joinder applies regardless of whether such motion is settled, withdrawn or otherwise resolved.

WHEREFORE, the SEI entities respectfully request that the Court dismiss the adversary proceeding with prejudice as to the SEI entities and grant the SEI entities such other and further relief as it deems just and proper.

Dated: New York, New York  
April 1, 2016

MARSHALL DENNEHEY WARNER  
COLEMAN & GOGGIN

By: /s/ R. David Lane, Jr.  
R. David Lane Jr. (RD 2435)  
Attorneys for  
SEI Institutional Investments Trust-  
High Yield Bond Fund,  
SEI Institutional Managed Trust-  
High Yield Bond Fund,  
SEI Institutional Managed Trust-  
Core Fixed Income Fund,  
DE-SEI Instl Inv TR-Hi Yld BD,  
DE-SEI Instl Mgd TR-Hi Yld BD,  
SEI Inst Mgd TR Core Fxd Inc.,  
DE-SEI Institutional Investment Trust - High Yield  
Bond Fund,  
DE-SEI Institutional Managed Trust - High Yield  
Bond Fund  
Wall Street Plaza  
88 Pine Street, 21<sup>st</sup> Floor  
New York, New York 10005  
T: (212) 376-6413  
F: (212) 376-6490