

BINDER & SCHWARTZ LLP

Eric B. Fisher
Neil S. Binder
Lindsay A. Bush
Lauren K. Handelsman
366 Madison Avenue, 6th Floor
New York, New York 10017
Telephone: (212) 510-7008
Facsimile: (212) 510-7299

Attorneys for Plaintiff

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

-----X
In re:

MOTORS LIQUIDATION COMPANY, f/k/a
GENERAL MOTORS CORPORATION, *et al.*,

Chapter 11

Case No. 09-50026 (MG)
(Jointly Administered)

Debtors.

-----X
MOTORS LIQUIDATION COMPANY AVOIDANCE
ACTION TRUST, by and through the Wilmington Trust
Company, solely in its capacity as Trust Administrator and
Trustee,

Adversary Proceeding

Plaintiff,

Case No. 09-00504 (MG)

against

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

Defendants.

-----X

**NOTICE OF AGENDA OF MATTERS SCHEDULED
FOR HEARING ON APRIL 18, 2016 AT 10:00 AM (EDT)**

Location of Hearing: United States Bankruptcy Court for the Southern District of New York,
Alexander Hamilton U.S. Custom House, Courtroom 523, One Bowling Green, New York, NY
10004-1408.

I. MOTIONS TO DISMISS AND FOR JUDGMENT ON THE PLEADINGS

- A. Notice of Joint Motion to Dismiss and Memorandum of Law in Support of Certain Term Loan Investor Defendants' Joint Motion to Dismiss Plaintiff's Amended Complaint [Docket No. 226]

Responses Filed:

1. Omnibus Memorandum of Law in Opposition to Defendants' Motions to Dismiss and for Judgment on the Pleadings [Docket No. 427]
2. Declaration of Eric B. Fisher in Support of Plaintiff's Opposition to Defendants' Motions to Dismiss and for Judgment on the Pleadings [Docket No. 428]

Replies:

3. Joinder to Omnibus Reply and Supplemental Reply Memorandum of Law in Support of Certain TLI Defendants Joint Motion to Dismiss Plaintiff's Amended Complaint [Docket No. 450]
4. Omnibus Reply in Support of Certain Term Lenders' Rule 12 Motions [Docket Nos. 457, 467]
5. Declaration of Kristin L. Myles in Support of Omnibus Reply in Support of Certain Term Lenders Rule 12 Motions [Docket No. 458]

Additional Documents:

6. Statement of Defendant and Cross-Claim Defendant JPMorgan Chase Bank, N.A. in Response to the Plaintiff's Omnibus Opposition [Docket No. 448]
7. Defendant Alticor Inc.'s Reply to Plaintiff's Omnibus Memorandum of Law in Opposition to Defendants' Motions to Dismiss and for Judgment on the Pleadings [Docket No. 451]

Joinders:

8. Joinder of PNC Bank, National Association in Motion to Dismiss [Docket No. 237]

9. Joinder of the State of Connecticut Retirement Funds and Trust in Motion to Dismiss [Docket No. 275]
10. Notice of Joinder in Joint Motion to Dismiss and Joinder of Twin Lake Total Return Partners LP f/k/a Talon Total Return Partners LP and Twin Lake Total Return Partners QP LP f/k/a Talon Total Return QP Partners LP in Joint Motion to Dismiss [Docket No. 276]
11. Joinder of Alticor Inc. in Motions to Dismiss [Docket No. 281]
12. Joinder in Motions to Dismiss [Docket No. 287]
13. Notice of Joinder in Motions to Dismiss and Joinder of Ohio Police & Fire Pension Fund in Motions to Dismiss [Docket No. 293]
14. Joinder of Continental Casualty Company in Motion to Dismiss [Docket No. 308]
15. Motion of Wells Cap Mgmt – 13923601 for Judgment on the Pleadings and Joinder in Arguments [Docket No. 383]
16. Motion of Defendants Sanford C. Bernstein Fund Inc. – Intermediate Duration Portfolio, Sanford C. Bernstein Fund Inc. II – Intermediate Duration Institutional Portfolio, and Ivy Funds, on Behalf of its Series, Ivy High Income Fund for Judgment on the Pleadings and Joinder in Arguments [Docket No. 388]
17. Notice of Motion of Defendants Sanford C. Bernstein Fund Inc. – Intermediate Duration Portfolio, Sanford C. Bernstein Fund Inc. II – Intermediate Duration Institutional Portfolio, and Ivy Funds, on Behalf of its Series, Ivy High Income Fund for Judgment on the Pleadings and Joinder in Arguments [Docket No. 389]
18. Motion and Joinder of Defendants Teachers’ Retirement System of the State of Illinois and TCW Illinois State Board of Investment to Motions to Dismiss the Amended Complaint and for Judgment on the Pleadings [Docket No. 425]
19. Notice of Joinder of Oak Hill Defendants in Pending Rule 12 Motions and Joinder of Oak Hill Defendants in Pending Rule 12 Motions [Docket No. 441]

20. Joinder of the Employees' Retirement System of the Coty of Montgomery in Pending Rule 12 Motions [Docket No. 443]
21. Defendant Continental Casualty Company's Joinder and Reply in Support of Motion to Dismiss Plaintiff's Amended Complaint [Docket No. 446]
22. Joinder of City of Oakland Police & Fire Retirement System in Pending Rule 12 Motions [Docket No. 447]
23. Joinder of Alticor Inc. in Reply in Support of Certain Term Lenders Rule 12 Motions [Docket No. 455]
24. Joinder of Ohio Police & Fire Pension Fund in the Omnibus Reply in Support of Certain Term Lenders' Rule 12 Motions [Docket No. 462]
25. Joinder by Wells Cap Mgmt – 13923601 in Arguments Contained in Consolidated Reply [Docket No. 463]
26. Joinder of Defendants Teachers' Retirement System of the State of Illinois and TCW Illinois State Board of Investment to Replies in Support of Rule 12 Motions [Docket No. 464]
27. Further Joinder of State of Connecticut Retirement Funds and Trust in Pending Rule 12 Motions [Docket No. 466]
28. Joinder in Reply Briefs in Support of Motions to Dismiss [Docket No. 469]
29. Joinder of Defendants Sanford C. Bernstein Fund Inc. – Intermediate Duration Portfolio, Sanford C. Bernstein Fund Inc. II – Intermediate Duration Institutional Portfolio, and Ivy Funds, on Behalf of its Series, Ivy High Income Fund in the Omnibus Reply in Support of Certain Term Lenders' Rule 12 Motions [Docket No. 470]
30. Joinder of PNC Bank, National Association in Replies in Support of Rule 12 Motions [Docket No. 472]

- B. Motion of Ad Hoc Group of Term Lenders (1) to Vacate Certain Prior Orders of the Court; and (2) to Dismiss the Adversary Proceeding [Docket No. 262]

Related Documents:

1. Declaration of Michele L. Angell in Support of Motion of Ad Hoc Group of Term Lenders (1) to Vacate Certain Prior Orders of the Court; and (2) to Dismiss the Adversary Proceeding [Docket No. 263]
2. Notice of Hearing on Motion of Ad Hoc Group of Term Lenders (1) to Vacate Certain Prior Orders of the Court; and (2) to Dismiss the Adversary Proceeding [Docket No. 264]

Responses Filed:

3. Omnibus Memorandum of Law in Opposition to Defendants' Motion to Dismiss and for Judgment on the Pleadings [Docket No. 427]
4. Declaration of Eric B. Fisher in Support of Plaintiff's Opposition to Defendants' Motions to Dismiss and for Judgment on the Pleadings [Docket No. 428]

Replies:

5. Omnibus Reply in Support of Certain Term Lenders' Rule 12 Motions [Docket Nos. 457, 467]
6. Declaration of Kristin L. Myles in Support of Omnibus Reply in Support of Certain Term Lenders Rule 12 Motions [Docket No. 458]
7. Appendix A to Omnibus Reply in Support of Certain Term Lenders Rule 12 Motions [Docket No. 460]

Additional Documents:

8. Statement of Defendant and Cross-Claim Defendant JPMorgan Chase Bank, N.A. in Response to the Plaintiff's Omnibus Opposition [Docket No. 448]
9. Defendant Alticor Inc.'s Reply to Plaintiff's Omnibus Memorandum of Law in Opposition to Defendants' Motions to Dismiss and for Judgment on the Pleadings [Docket No. 451]

Joinders:

10. Joinder of Alticor Inc. in Motions to Dismiss [Docket No. 281]
11. Joinder in Motions to Dismiss [Docket 287]
12. Notice of Joinder in Motions to Dismiss and Joinder of Ohio Police & Fire Pension Fund in Motions to Dismiss [Docket No. 293]
13. Joinder of Continental Casualty Company in Motion to Dismiss [Docket No. 308]
14. Motion of Wells Cap MGMT – 13923601 for Judgment on the Pleadings and Joinder in Arguments [Docket No. 383]
15. Motion of Defendants Sanford C. Bernstein Fund Inc. – Intermediate Duration Portfolio, Sanford C. Bernstein Fund Inc. II – Intermediate Duration Institutional Portfolio, and Ivy Funds, on Behalf of its Series, Ivy High Income Fund for Judgment on the Pleadings and Joinder in Arguments [Docket No. 388]
16. Notice of Motion of Defendants Sanford C. Bernstein Fund Inc. – Intermediate Duration Portfolio, Sanford C. Bernstein Fund Inc. II – Intermediate Duration Institutional Portfolio, and Ivy Funds, on Behalf of its Series, Ivy High Income Fund for Judgment on the Pleadings and Joinder in Arguments [Docket No. 389]
17. Motion and Joinder of Defendants Teachers’ Retirement System of the State of Illinois and TCW Illinois State Board of Investment to Motions to Dismiss the Amended Complaint and for Judgment on the Pleadings [Docket No. 425]
18. Notice of Joinder of Oak Hill Defendants in Pending Rule 12 Motions and Joinder of Oak Hill Defendants in Pending Rule 12 Motions [Docket No. 441]
19. Joinder of the Employees’ Retirement System of the City of Montgomery in Pending Rule 12 Motions [Docket No. 443]
20. Defendant Continental Casualty Company’s Joinder and Reply in Support of Motion to Dismiss Plaintiff’s Amended Complaint [Docket No. 446]

21. Joinder of City of Oakland Police & Fire Retirement System in Pending Rule 12 Motions [Docket No. 447]
 22. Joinder of State of Connecticut Retirement Funds and Trust in Pending Rule 12 Motions [Docket No. 453]
 23. Joinder of Alticor Inc. in Reply in Support of Certain Term Lenders Rule 12 Motions [Docket No. 455]
 24. Joinder of Ohio Police & Fire Pension Fund in the Omnibus Reply in Support of Certain Term Lenders' Rule 12 Motions [Docket No. 462]
 25. Joinder by Wells Cap Mgmt – 13923601 in Arguments Contained in Consolidated Reply [Docket No. 463]
 26. Joinder of Defendants Teachers' Retirement System of the State of Illinois and TCW Illinois State Board of Investment to Replies in Support of Rule 12 Motions [Docket No. 464]
 27. Further Joinder of State of Connecticut Retirement Funds and Trust in Pending Rule 12 Motions [Docket No. 466]
 28. Joinder in Reply Briefs in Support of Motions to Dismiss [Docket No. 469]
 29. Joinder of Defendants Sanford C. Bernstein Fund Inc. – Intermediate Duration Portfolio, Sanford C. Bernstein Fund Inc. II – Intermediate Duration Institutional Portfolio, and Ivy Funds, on Behalf of its Series, Ivy High Income Fund in the Omnibus Reply in Support of Certain Term Lenders' Rule 12 Motions [Docket No. 470]
 30. Joinder of PNC Bank, National Association in Replies in Support of Rule 12 Motions [Docket No. 472]
- C. Defendant Continental Casualty Company's Motion to Dismiss Plaintiff's Amended Complaint [Docket No. 310]

Related Documents:

1. Notice of Motion to Dismiss [Docket No. 309]

2. Defendant Continental Casualty Company's Memorandum in Support of Motion to Dismiss Plaintiff's Amended Complaint [Docket No. 311]

Responses Filed:

3. Omnibus Memorandum of Law in Opposition to Defendants' Motion to Dismiss and for Judgment on the Pleadings [Docket No. 427]
4. Declaration of Eric B. Fisher in Support of Plaintiff's Opposition to Defendants' Motions to Dismiss and for Judgment on the Pleadings [Docket No. 428]

Replies:

5. Defendant Continental Casualty Company's Joinder and Reply in Support of Motion to Dismiss Plaintiff's Amended Complaint [Docket No. 446]

Additional Documents:

6. Statement of Defendant and Cross-Claim Defendant JPMorgan Chase Bank, N.A. in Response to the Plaintiff's Omnibus Opposition [Docket No. 448]
7. Defendant Alticor Inc.'s Reply to Plaintiff's Omnibus Memorandum of Law in Opposition to Defendants' Motions to Dismiss and for Judgment on the Pleadings [Docket No. 451]

- D. Motion of Term Loan Lenders for Judgment on the Pleadings [Docket No. 377]

Related Documents:

1. Notice of Hearing on the Term Loan Lenders' Motion for Judgment on the Pleadings [Docket No. 378]

Responses Filed:

2. Omnibus Memorandum of Law in Opposition to Defendants' Motion to Dismiss and for Judgment on the Pleadings [Docket No. 427]
3. Declaration of Eric B. Fisher in Support of Plaintiff's Opposition to Defendants' Motions to Dismiss and for Judgment on the Pleadings [Docket No. 428]

4. Statement of Defendant and Cross-Claimant Defendant JPMorgan Chase Bank, N.A. in Response to Motion of Term Loan Lenders for Judgment on the Pleadings [Docket No. 431]

Replies:

5. Omnibus Reply in Support of Certain Term Lenders' Rule 12 Motions [Docket Nos. 457, 467]
6. Declaration of Kristin L. Myles in Support of Omnibus Reply in Support of Certain Term Lenders Rule 12 Motions [Docket No. 458]

Additional Documents:

7. Statement of Defendant and Cross-Claim Defendant JPMorgan Chase Bank, N.A. in Response to the Plaintiff's Omnibus Opposition [Docket No. 448]
8. Defendant Alticor Inc.'s Reply to Plaintiff's Omnibus Memorandum of Law in Opposition to Defendants' Motions to Dismiss and for Judgment on the Pleadings [Docket No. 451]

Joinders:

9. Defendants' Motion and Joinder for an Order Pursuant to Rule 12(c) of the Federal Rules of Civil Procedure Made Applicable to this Adversary Proceeding by Rule 7012(c) of the Federal Rules of Bankruptcy Procedure Entering Judgment in Favor of Defendants and Dismissing the Complaint [Docket No. 380]
10. Notice of Hearing on Defendants' Motion for an Order Pursuant to Rule 12(c) of the Federal Rules of Civil Procedure Made Applicable to this Adversary Proceeding by Rule 7012(c) of the Federal Rules of Bankruptcy Procedure Entering Judgment in Favor of Defendants and Dismissing the Complaint [Docket No. 381]
11. Motion of Wells Cap MGMT – 13923601 for Judgment on the Pleadings and Joinder in Arguments [Docket No. 383]
12. Motion and Joinder of Alticor Inc. for an Order Pursuant to Rule 12(c) of the Federal Rules of Civil Procedure Made Applicable to this Adversary Proceeding by Rule 7012(c) of the Federal Rules of

Bankruptcy Procedure Entering Judgment in Favor of Alticor Inc. and Dismissing the Amended Complaint [Docket No. 384]

13. Notice of Hearing on Motion and Joinder of Alticor Inc. for an Order Pursuant to Rule 12(c) of the Federal Rules of Civil Procedure Made Applicable to this Adversary Proceeding by Rule 7012(c) of the Federal Rules of Bankruptcy Procedure Entering Judgment in Favor of Alticor Inc. and Dismissing the Amended Complaint [Docket No. 385]
14. Motion of Defendants Sanford C. Bernstein Fund Inc. – Intermediate Duration Portfolio, Sanford C. Bernstein Fund Inc. II – Intermediate Duration Institutional Portfolio, and Ivy Funds, on Behalf of its Series, Ivy High Income Fund for Judgment on the Pleadings and Joinder in Arguments [Docket No. 388]
15. Notice of Motion of Defendants Sanford C. Bernstein Fund Inc. – Intermediate Duration Portfolio, Sanford C. Bernstein Fund Inc. II – Intermediate Duration Institutional Portfolio, and Ivy Funds, on Behalf of its Series, Ivy High Income Fund for Judgment on the Pleadings and Joinder in Arguments [Docket No. 389]
16. Joinder in Motions to Dismiss [Docket No. 398]
17. Motion and Joinder of Defendants Teachers’ Retirement System of the State of Illinois and TCW Illinois State Board of Investment to Motions to Dismiss the Amended Complaint and for Judgment on the Pleadings [Docket No. 425]
18. Notice of Joinder of Oak Hill Defendants in Pending Rule 12 Motions and Joinder of Oak Hill Defendants in Pending Rule 12 Motions [Docket No. 441]
19. Joinder of the Employees’ Retirement System of the Coty of Montgomery in Pending Rule 12 Motions [Docket No. 443]
20. Defendant Continental Casualty Company’s Joinder and Reply in Support of Motion to Dismiss Plaintiff’s Amended Complaint [Docket No. 446]
21. Joinder of City of Oakland Police & Fire Retirement System in Pending Rule 12 Motions [Docket No. 447]

22. Joinder of State of Connecticut Retirement Funds and Trust in Pending Rule 12 Motions [Docket No. 453]
 23. Joinder of Ohio Police & Fire Pension Fund in the Omnibus Reply in Support of Certain Term Lenders' Rule 12 Motions [Docket No. 462]
 24. Joinder by Wells Cap Mgmt – 13923601 in Arguments Contained in Consolidated Reply [Docket No. 463]
 25. Joinder of Defendants Teachers' Retirement System of the State of Illinois and TCW Illinois State Board of Investment to Replies in Support of Rule 12 Motions [Docket No. 464]
 26. Further Joinder of State of Connecticut Retirement Funds and Trust in Pending Rule 12 Motions [Docket No. 466]
 27. Joinder in Reply Briefs in Support of Motions to Dismiss [Docket No. 469]
 28. Joinder of Defendants Sanford C. Bernstein Fund Inc. – Intermediate Duration Portfolio, Sanford C. Bernstein Fund Inc. II – Intermediate Duration Institutional Portfolio, and Ivy Funds, on Behalf of its Series, Ivy High Income Fund in the Omnibus Reply in Support of Certain Term Lenders' Rule 12 Motions [Docket No. 470]
 29. Joinder of PNC Bank, National Association in Replies in Support of Rule 12 Motions [Docket No. 472]
- E. Memorandum of Law in Support of the Moving Term Loan Lenders' Motion for Judgment on the Pleadings [Docket No. 390]

Related Documents:

1. Notice of Hearing on the Moving Term Loan Lenders' Motion for Judgment on the Pleadings [Docket No. 392]

Responses Filed:

2. Omnibus Memorandum of Law in Opposition to Defendants' Motion to Dismiss and for Judgment on the Pleadings [Docket No. 427]

3. Declaration of Eric B. Fisher in Support of Plaintiff's Opposition to Defendants' Motions to Dismiss and for Judgment on the Pleadings [Docket No. 428]

Replies:

4. Reply Memorandum of Law in Further Support of the Moving Term Loan Lenders' Motion for Judgment on the Pleadings [Docket No. 456]
5. Omnibus Reply in Support of Certain Term Lenders' Rule 12 Motions [Docket Nos. 457, 467]
6. Declaration of Kristin L. Myles in Support of Omnibus Reply in Support of Certain Term Lenders Rule 12 Motions [Docket No. 458]

Additional Documents:

7. Statement of Defendant and Cross-Claim Defendant JPMorgan Chase Bank, N.A. in Response to the Plaintiff's Omnibus Opposition [Docket No. 448]
8. Defendant Alticor Inc.'s Reply to Plaintiff's Omnibus Memorandum of Law in Opposition to Defendants' Motions to Dismiss and for Judgment on the Pleadings [Docket No. 451]

Joinders:

9. Motion and Joinder of Defendants Teachers' Retirement System of the State of Illinois and TCW Illinois State Board of Investment to Motions to Dismiss the Amended Complaint and for Judgment on the Pleadings [Docket No. 425]
10. Notice of Joinder of Oak Hill Defendants in Pending Rule 12 Motions and Joinder of Oak Hill Defendants in Pending Rule 12 Motions [Docket No. 441]
11. Joinder of the Employees' Retirement System of the Coty of Montgomery in Pending Rule 12 Motions [Docket No. 443]
12. Defendant Continental Casualty Company's Joinder and Reply in Support of Motion to Dismiss Plaintiff's Amended Complaint [Docket No. 446]

13. Joinder of City of Oakland Police & Fire Retirement System in Pending Rule 12 Motions [Docket No. 447]
14. Joinder of State of Connecticut Retirement Funds and Trust in Pending Rule 12 Motions [Docket No. 453]
15. Joinder in Omnibus Reply in Support of Certain Term Lenders' Rule 12 Motions [Docket No. 459]
16. Joinder of Ohio Police & Fire Pension Fund in the Omnibus Reply in Support of Certain Term Lenders' Rule 12 Motions [Docket No. 462]
17. Joinder of Defendants Teachers' Retirement System of the State of Illinois and TCW Illinois State Board of Investment to Replies in Support of Rule 12 Motions [Docket No. 464]
18. Further Joinder of State of Connecticut Retirement Funds and Trust in Pending Rule 12 Motions [Docket No. 466]
19. Joinder in Reply Briefs in Support of Motions to Dismiss [Docket No. 469]
20. Joinder of PNC Bank, National Association in Replies in Support of Rule 12 Motions [Docket No. 472]

II. Case Management Conference and Proposed Modifications to the August 17, 2015 Scheduling Order

Related Documents:

1. Order Regarding Discovery and Scheduling [Docket No. 153]
2. Letter from Motors Liquidation Company Avoidance Action Trust, JPMorgan Chase Bank and Certain Term Loan Defendants [Docket No. 476]
3. Proposed Modified Case Management Order submitted by Plaintiff [Docket No. 485]
4. Proposed Modified Case Management Order submitted by Defendants [Docket No. 484]

Dated: April 14, 2016
New York, New York

Respectfully submitted,

BINDER & SCHWARTZ LLP

/s/ Eric B. Fisher
Eric B. Fisher
Neil S. Binder
Lindsay A. Bush
Lauren K. Handelsman
366 Madison Avenue, 6th Floor
New York, New York 10017
Tel: (212) 510-7008
Facsimile: (212) 510-7299

*Attorneys for the Motors Liquidation
Company Avoidance Action Trust*