Hearing Date and Time: August 6, 2010 at 9:45 a.m. Objection Deadline: June 18, 2010 at 4:00 p.m.

Reply Deadline: July 12, 2010 at 4:00 p.m.

Cross-Motion Reply Deadline: August 2, 2010 at 4:00 p.m.

TOGUT, SEGAL & SEGAL LLP

One Penn Plaza, Suite 3335 New York, New York 10119 Telephone: (212) 594-5000 Facsimile: (212) 752-5378

Albert Togut Scott E. Ratner Richard K. Milin

Jared R. Clark

Attorneys for Debtors Motors Liquidation Company *et al.*

BINGHAM McCUTCHEN LLP 399 Park Avenue New York, New York 10022 Telephone: (212) 705-7000 Facsimile: (212) 752-5378 Robert M. Dombroff Jeffrey S. Sabin

Attorneys for Deutsche Bank AG

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

	Λ	
In re:	:	Chapter 11
	:	
MOTORS LIQUIDATION COMPANY, et al.,	:	Case No. 09-50026 (REG)
	:	
Debtors.	:	(Jointly Administered)
	X	,

STIPULATION

It is hereby stipulated and agreed, by and between the parties through their undersigned counsel, that the deadline for the objection of debtors Motors Liquidation Company, *et al.* (the "Debtors") to Deutsche Bank AG's Motion for Relief from Automatic Stay to Effect Setoff [the

"Motion," Docket No. 4529] shall be June 18, 2010 at 4:00 p.m., that the deadline for any reply to the Debtors' objection shall be July 12, 2010 at 4:00 p.m., and that the deadline for the Debtors' reply with respect to their cross-motion shall be August 2, 2010 at 4:00 p.m. In addition, the deadline for any joinder in the Debtors' objection by the Official Committee of Unsecured Creditors for Motors Liquidation Company or its members shall be June 25, 2010 at 4:00 p.m.

Dated: New York, New York June 16, 2010

BINGHAM McCUTCHEN LLP

By: /s/Jared R. Clark
Robert M. Dombroff
Jeffrey S. Sabin
Jared R. Clark
399 Park Avenue
New York, NY 10022
(212) 705-7000

Attorneys for Deutsche Bank AG

TOGUT, SEGAL & SEGAL LLP

By: /s/Richard K. Milin

Albert Togut Scott E. Ratner Richard K. Milin One Penn Plaza, Suite 3335 New York, NY 10119 (212) 594-5000

Attorneys for Debtors Motors Liquidation Company *et al*.

[Signatures continued on following page.]

KRAMER LEVIN NAFTALIS & FRANKEL LLP

By: /s/Robert T. Schmidt
Robert T. Schmidt
1177 Avenue of the Americas
New York, NY 10036
(212) 715-9100

Attorneys for the Official Committee of Unsecured Creditors for Motors Liquidation Company