

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

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In re:

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

Chapter 11

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

Debtors.

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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.
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**STIPULATION AND [PROPOSED] ORDER AMENDING AND SUPERSEDING PRIOR
ORDERS REGARDING DISCOVERY AND SCHEDULING (ECF NOS. 153 AND 547)**

WHEREAS, on August 17, 2015, the Court entered an *Order Regarding Discovery and Scheduling* (ECF No. 153) (the “**August 17, 2015 Order**”), setting forth the schedule for discovery in this Action;

WHEREAS, on March 28, 2016, the Court entered the *Second Stipulation and Order Amending and Supplementing Order Regarding Discovery and Scheduling [ECF 153]* (ECF No. 442) (the “**March 28, 2016 Order**”), paragraph 1 of which amended the August 17, 2015 Order to establish separate, later discovery and motion deadlines relating to certain cross-claims filed against JPMorgan Chase Bank, N.A. (“**JPMorgan**”) (the “**Cross-Claim Discovery**”);

WHEREAS, on May 4, 2016, the Court entered an *Order Amending the August 17, 2015 “Order Regarding Discovery and Scheduling” To Provide For Proceedings Concerning*

Characterization and Valuation of Representative Assets (ECF No. 547) (the “**May 4, 2016 Order**”), staying certain discovery identified in paragraph 2 of the May 4, 2016 Order (the “Stayed Discovery”) and setting discovery and motion deadlines for additional proceedings addressing the Collateral Identification Issues and Valuation Principles Issues (as defined in the May 4, 2016 Order) with respect to 40 representative assets selected by the parties (the “**Representative Assets**”), while otherwise leaving the deadlines in the August 17, 2015 Order in effect;

WHEREAS, on June 22, 2016, the Court entered the *Stipulation and [Proposed] Order Amending and Supplementing Order Regarding Discovery and Scheduling (ECF 153)* (ECF No. 634), which amended the discovery deadlines established in the August 17, 2015 Order with respect to discovery concerning the circumstances of the filing of the UCC-3 at issue in this action (the “**UCC-3 Discovery**”), to align the deadlines concerning UCC-3 Discovery with the deadlines concerning Cross-Claim Discovery, as established by the March 28, 2016 Order;

WHEREAS, after having met and conferred, counsel for Plaintiff and counsel for the members of the Defendants’ Steering Committee agree that the discovery deadlines established in the August 17, 2015 Order should, with respect to all discovery other than the Cross-Claim Discovery, the UCC-3 Discovery and the Stayed Discovery, be amended to align with the deadlines concerning the Collateral Identification Issues and Valuation Principles Issues relating to the Representative Assets as established by the May 4, 2016 Order;

WHEREAS, counsel for Plaintiff and counsel for the members of the Defendants’ Steering Committee have met and conferred regarding the number and scheduling of fact depositions that will be sought or noticed by Plaintiff and the members of the Defendants’

Steering Committee with respect to all discovery other than the Cross-Claim Discovery, the UCC-3 Discovery and the Stayed Discovery;

WHEREAS, counsel for Plaintiff and counsel for the members of the Defendants' Steering Committee have been diligently working to schedule fact depositions, many of which involve third-party witnesses, but will not be able to complete fact discovery on or before the August 16, 2016 deadline set forth in the May 4, 2016 Order;

WHEREAS, counsel for Plaintiff and counsel for members of the Defendants' Steering Committee have not included in this Stipulation and Proposed Order a revised deadline for the submission of letter requests for summary judgment motions or pre-trial briefs on the Collateral Identification Issues and the Valuation Principles Issue for the Representative Assets (as defined in the May 4, 2016 Order) because the parties are in agreement that these deadlines, along with all other pre-trial deadlines, should be determined based on the needs of the Court and the parties in anticipation of the trial date yet to be set by the Court;

WHEREAS, counsel for Plaintiff and counsel for members of the Defendants' Steering Committee will be prepared at the next status conference before this Court to address possible trial dates and to raise with the Court the timing and scope of pre-trial submissions and motions; and

WHEREAS, good cause exists for amending the discovery deadlines to ensure that all parties will have a sufficient opportunity to complete fact and expert discovery;

IT IS HEREBY STIPULATED AND AGREED, by and among counsel for the undersigned parties, that the remaining deadlines set forth in the August 17, 2015 Order and the

May 4, 2016 Order are hereby amended with respect to all discovery other than the Cross-Claim Discovery, the UCC-3 Discovery and the Stayed Discovery, as follows:

Oct. 14, 2016	Deadline for fact discovery (including depositions)
Nov. 7, 2016	Parties serve initial expert reports
Dec. 7, 2016	Parties serve rebuttal expert reports
Jan. 13, 2017	Expert depositions completed/Close of discovery
To be determined by Court	Deadline for submission of requests for pre-motion conferences relating to summary judgment
To be determined by Court	Pre-trial briefs, motions in limine, and all other pre-trial submissions
To be determined by Court	Pre-trial conference
To be determined by Court	Trial dates

Dated: New York, New York
July 28, 2016

New York, New York
July 28, 2016

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SO ORDERED

Dated: New York, New York
July ___, 2016

Martin Glenn
United States Bankruptcy Judge