

Hearing Date and Time: December 15, 2010 at 2 p.m. (Eastern Time)
Objection Date and Time: December 8, 2010 at 4 p.m. (Eastern Time)

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*Counsel for the Official Committee of Unsecured
Creditors of Motors Liquidation Co., (f/k/a General Motors Corp.) et al.*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:)	
)	
MOTORS LIQUIDATION COMPANY., <u>et al.</u>)	Chapter 11
(f/k/a General Motors Corp., <u>et al.</u>))	
)	Case No. 09-50026 (REG)
Debtors.)	Jointly Administered
)	

**FOURTH INTERIM APPLICATION OF KRAMER LEVIN NAFTALIS & FRANKEL
LLP, AS COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS, FOR ALLOWANCE OF COMPENSATION FOR PROFESSIONAL
SERVICES RENDERED AND FOR REIMBURSEMENT OF ACTUAL AND
NECESSARY EXPENSES INCURRED FOR THE PERIOD FROM
JUNE 1, 2010 THROUGH SEPTEMBER 30, 2010**

**SUMMARY SHEET PURSUANT TO UNITED STATES TRUSTEE
GUIDELINES FOR REVIEWING APPLICATIONS FOR COMPENSATION
AND REIMBURSEMENT OF EXPENSES FILED UNDER 11 U.S.C. § 330**

Name of Applicant: Kramer Levin Naftalis & Frankel LLP

Authorized to Provide Professional Services to: The Official Committee of Unsecured Creditors

Interim Fee Period: June 1, 2010 through September 30, 2010, inclusive

Fees Requested: \$1,910,485.75

Expenses Requested: \$36,695.51

Total Amount Requested: \$1,947,181.26

This is a(n) X Interim or _____ Final Fee Application

PRIOR APPLICATIONS

Date Application Filed	Docket No.	Compensation Period	Fees Requested	Expenses Requested	Fees Allowed	Expenses Allowed	Hold-Back (if any)
11/16/09	4459	June 1, 2009 to September 30, 2009	\$4,593,910.50	\$85,047.77	\$4,479,062.50	\$84,569.10	\$447,906.25
3/17/10	5296	October 1, 2009 to January 31, 2010	\$1,148,977.75	\$31,103.29	\$1,118,312.88	\$27,868.83	\$111,831.29
8/5/10	6538	February 1, 2010 to May 31, 2010	\$644,939.25	\$7,592.26	\$592,552.75 ¹	\$7,577.26	\$59,255.28

¹ The Third Interim Fee Order has carved out \$52,386.50 for fees-on-fees, pending the Court's ruling on this issue.

**SUMMARY OF FOURTH INTERIM FEE APPLICATION OF KRAMER LEVIN
NAFTALIS & FRANKEL LLP FOR SERVICES RENDERED FOR THE PERIOD
JUNE 1, 2010 THROUGH SEPTEMBER 30, 2010**

<u>Timekeeper Name</u>	<u>Department</u>	<u>Year Admitted to the Bar</u>	<u>Title</u>	<u>Hours²</u>	<u>Rate³</u>	<u>Amount</u>
Mayer, Thomas Moers	Bankruptcy	1982	Partner	98.95	\$950	\$94,002.50
Aufses, Arthur H.	Litigation	1981	Partner	8.20	\$850	\$6,970.00
Fisher, David J.	Corporate	1985	Partner	6.10	\$835	\$5,093.50
Bentley, Philip	Bankruptcy	1985	Partner	41.80	\$795	\$271,731.00
Reznick, Allan E.	Corporate	1982	Partner	33.90	\$795	\$26,950.50
Herzog, Barry	Tax	1992	Partner	26.50	\$785	\$20,802.50
Schmidt, Robert T.	Bankruptcy	1990	Partner	317.00	\$775	\$245,675.00
Warren, Charles S.	Environment	1965	Partner	24.85	\$770	\$19,134.50
Dienstag, Abbe L.	Corporate	1983	Partner	75.70	\$750	\$56,775.00
Horowitz, Gregory A.	Litigation	1991	Partner	2.10	\$750	\$1,575.00
Ritter, Paul M.	Employment	1981	Partner	8.00	\$740	\$5,920.00
Sparling, Steven	Litigation	1999	Partner	7.80	\$715	\$5,577.00
Caton, Amy	Bankruptcy	2000	Partner	24.90	\$710	\$17,679.00
Harkness, Timothy	Litigation	1997	Partner	21.70	\$710	\$15,407.00
O'Neill, P. Bradley	Bankruptcy	1991	Partner	20.20	\$710	\$14,342.00
Stoopack, Helayne O.	Tax	1982	Special Counsel	64.40	\$715	\$46,046.00
Rokeach, Tzvi	Real Estate	1999	Special Counsel	2.60	\$690	\$1,794.00
Schulman, Brendan M.	Litigation	2001	Special Counsel	6.40	\$690	\$4,416.00
Folb, Kerri	Corporate	2001	Associate	2.30	\$690	\$1,587.00
Taylor, Joel	Litigation	2001	Associate	11.80	\$690	\$8,142.00
Cohen, Jeremy	Litigation	2001	Associate	20.30	\$680	\$13,804.00
Taylor, Jeffrey	Corporate	2001	Associate	3.60	\$680	\$2,448.00
Neuthaler, Howard	Individual Client Group	1999	Associate	1.50	\$670	\$1,005.00
Goodman, Alissa	Litigation	2003	Associate	61.10	\$665	\$40,631.50
Macksoud, Lauren M.	Bankruptcy	2004	Associate	163.10	\$645	\$105,199.50
				165.50	\$630	\$104,265.00
Rosensaft, Jodi	Corporate	2004	Associate	40.10	\$645	\$25,864.50
				78.30	\$630	\$49,329.00
Blabey, David E.	Bankruptcy	2005	Associate	16.50	\$630	\$10,395.00
				175.70	\$615	\$108,055.50
Amster, Jason	Corporate	2006	Associate	5.50	\$585	\$3,217.50
Blades, Melissa	Tax	2005	Associate	1.20	\$585	\$702.00
Errea, Julia	Corporate	2007	Associate	4.30	\$550	\$2,365.00

² Please note that non-working travel time and preparation of the monthly statements is billed at 50%.

³ As described in paragraph 8, fees for associates increased in September 2010 to reflect their advancement to the next class year. Please also note that per agreement with the Fee Examiner, paralegals' billing rates are reduced to \$275 per hour.

<u>Timekeeper Name</u>	<u>Department</u>	<u>Year Admitted to the Bar</u>	<u>Title</u>	<u>Hours²</u>	<u>Rate³</u>	<u>Amount</u>
Sharret, Jennifer	Bankruptcy	2008	Associate	89.00	\$550	\$48,950.00
				385.55	\$505	\$194,702.75
Webber, Amanda	Corporate	2008	Associate	6.10	\$505	\$3,080.50
Temkin, Matthew	Litigation	2009	Associate	1.50	\$505	\$757.50
				28.25	\$455	\$12,853.75
Dorman, Madelyn	Corporate	2009	Associate	17.30	\$455	\$7,871.50
Daggan, Clinton N.	Environment	2010	Associate	17.80	\$455	\$8,099.00
				36.50	\$390	\$14,235.00
Friedman, Joshua	Bankruptcy	N/A	Associate	87.40	\$455	\$39,767.00
				413.50	\$390	\$161,265.00
Segal, Steven	Corporate	2010	Associate	11.00	\$455	\$5,005.00
Fuller, Megan	Corporate	2010	Associate	22.40	\$390	\$8,736.00
Chaikin, Rebecca B.	Bankruptcy	N/A	Paralegal	218.45	\$275	\$60,076.25
Chouprouta, Andrea	Bankruptcy	N/A	Paralegal	0.60	\$275	\$165.00
Makinde, Michael	Bankruptcy	N/A	Paralegal	11.60	\$275	\$3,242.50
Krabill, Derek A.	Legal Technology	N/A	Other Timekeeper	1.30	\$260	\$338.00
Matthews, Michael G.	Legal Technology	N/A	Other Timekeeper	3.10	\$260	\$806.00
Valles, Juliana	Legal Technology	N/A	Other Timekeeper	1.00	\$240	\$240.00
Colbourne, Paul E.	Managing Attorney	N/A	Other Timekeeper	7.70	\$110	\$847.00
Suris, Liliya	Managing Attorney	N/A	Other Timekeeper	2.00	\$110	\$220.00
Gregory, Brandon	Managing Attorney	N/A	Other Timekeeper	3.50	\$100	\$350.00
Krukowski, Christopher	Managing Attorney	N/A	Other Timekeeper	1.50	\$80	\$120.00
Lamothe-Aime, Miyoshie	Managing Attorney	N/A	Other Timekeeper	1.00	\$65	\$65.00
SUBTOTAL				3,209.95		\$1,908,693.75
				<i>Plus Research Services</i>	<i>12.80</i>	<i>\$140</i>
TOTAL				3,222.75		\$1,910,485.75

Blended hourly rate for attorneys is \$622.75

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TO: THE HONORABLE ROBERT E. GERBER
UNITED STATES BANKRUPTCY JUDGE:

Kramer Levin Naftalis & Frankel LLP (the “**Applicant**” or “**Kramer Levin**”), counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) of the above captioned as debtors and debtors-in-possession in these chapter 11 cases (collectively, the “**Debtors**”), hereby submits its fourth interim application (the “**Application**”), pursuant to sections 330(a) and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), for the allowance of compensation for the professional services performed by the Applicant for and on behalf of the Committee for the period commencing June 1, 2010, through and including September 30, 2010 (the “**Fourth Interim Fee Period**”), and for reimbursement of its actual and necessary expenses incurred during the Fourth Interim Fee Period. In support of the Application, the Applicant respectfully represents as follows:

PRELIMINARY STATEMENT

1. Throughout the Fourth Interim Fee Period the Applicant continued to play an integral role in the key activities critical to the outcome of these chapter 11 cases and has been fully devoted to representing the interests of the Committee and general unsecured creditors in all significant case matters.

2. The Applicant's work in these cases has been focused on preserving the New GM Stock and Warrants for distribution to unsecured creditors, analyzing significant claims and taking the necessary steps to ensure that distributions occur as soon as is practicable in these cases. To that end, the Applicant has been working with the Committee and the Debtors to construct a chapter 11 plan that is beneficial to unsecured creditors and protects the value of the New GM Stock and Warrants for the benefit of unsecured creditors. The Applicant has also focused on the reconciliation, litigation and settlement of certain significant claims against these

estates to minimize claims where appropriate. The Applicant also expended time working with the Debtors and representatives of the U.S. Department of Treasury in an effort to negotiate a wind-down budget that provides for the orderly administration of the estates after the confirmation of the chapter 11 plan.

3. The highlights of the Applicant's work during the Fourth Interim Fee Period are as follows:

- Reviewing, analyzing and assisting in the drafting of the Debtors' plan and disclosure statement;
- Researching and drafting the trust agreement for a liquidating trust for general unsecured claims and for an avoidance action trust;
- Reviewing, analyzing and conferring with the Debtors on environmental issues affecting the Debtors' properties and the attendant remediation costs;
- Exploring potential sources of recovery for the Committee, including the Bank Loan and Nova Scotia litigations, and preparing a motion to enforce the DIP to establish the Committee's ownership of the Bank Loan litigation;
- Preparing for potential future asbestos claims litigation, especially regarding estimation of asbestos claims, including filing a Rule 2004 discovery motion;
- Investigating various defenses to significant claims;
- Responding to hundreds of calls to the Committee's telephone hotline and emails submitted through the Committee's website from general unsecured creditors;
- Participating in Bankruptcy Court hearings on issues of importance to the administration of these cases; and
- Additional routine tasks typically required of Committee counsel, including, among other things, holding regular conferences with the Committee members regarding the status of these cases and the financial affairs of the Debtors and reviewing and analyzing various motions and applications.

**SUMMARY OF PROFESSIONAL COMPENSATION
AND REIMBURSEMENT OF EXPENSES REQUESTED**

4. This Application has been prepared in accordance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York

Bankruptcy Cases adopted by the Court on November 29, 2009 (the “**Local Guidelines**”), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted on January 30, 1996 (the “**UST Guidelines**”), the Order Pursuant to sections 105(a) and 331 of the Bankruptcy Code, Bankruptcy Rule 2016(a) and Local Bankruptcy Rule 2016-1, Establishing Procedures for Interim Monthly Compensation for Professionals [Docket No. 1334] (the “**Interim Compensation Order**”) and the First Status Report of the Fee Examiner [Docket No. 5002] (the “**Fee Examiner Status Report**”) and collectively with the Interim Compensation Order, the Local Guidelines and UST Guidelines, the “**Guidelines**”). Pursuant to the Local Guidelines, a certification of Robert T. Schmidt regarding compliance with same is attached hereto as **Exhibit “A.”**

5. The Applicant seeks interim allowance of fees for professional services rendered during the Fourth Interim Fee Period in the aggregate amount of \$1,910,485.75 (the “**Fourth Interim Fees**”) and reimbursement of expenses incurred in connection with rendition of those services in the aggregate amount of \$36,695.51 (the “**Fourth Interim Expenses**”).

6. During the Fourth Interim Fee Period the Applicant’s attorneys and paraprofessionals expended a total of 3,222.75 hours for which compensation is requested.

7. There is no agreement or understanding between the Applicant and any other person, other than members of the Applicant, for the sharing of compensation to be received for services rendered in these cases.

8. Except as otherwise set forth herein, the fees charged by the Applicant in these cases are billed in accordance with its existing billing rates and procedures set forth in the Application of the Committee to Employ Kramer Levin Naftalis & Frankel LLP [Docket No. 1744] in effect during the Fourth Interim Fee Period. The billing rates the Applicant charges for the services rendered by its professionals and paraprofessionals in these chapter 11 cases

(including increases thereof) are the same rates that the Applicant charges for professional and paraprofessional services rendered in comparable non-bankruptcy matters. Such fees are reasonable based on the customary compensation charged by comparably skilled practitioners in comparable non-bankruptcy cases in a competitive national legal market. In September, associates' hourly billing rate increased as a result of their advancement to the next associate class (i.e. from first year to second year associate).

9. Pursuant to the UST Guidelines, annexed hereto as **Exhibit "B"** is a schedule setting forth all professionals and paraprofessionals employed by the Applicant who have performed services in these chapter 11 cases during the Fourth Interim Fee Period, the capacities in which each such individual is employed by the Applicant, the department in which each individual practices, the year in which the individual was first licensed to practice law in the state of New York, the hourly billing rate charged by the Applicant for services performed by such individual and the aggregate number of hours expended and fees billed.

10. Annexed hereto as **Exhibit "C"** is a schedule specifying the categories of expenses for which the Applicant is seeking reimbursement, the total amount for each such expense category and a detailed listing of each of the expenses.

11. Pursuant to Section II.D of the UST Guidelines, annexed hereto as **Exhibit "D-1"** is a summary of the Applicant's time billed during the Fourth Interim Fee Period, broken down by project categories as hereinafter described.

12. The Applicant maintains computerized records of the time spent by all of the Applicant's attorneys and paraprofessionals in connection with the representation of the Committee. These detailed time records were submitted to the "Notice Parties" specified in the Interim Compensation Order as part of the Monthly Statements (defined below). Copies of the final detailed time records for the Fourth Interim Fee Period are annexed hereto as **Exhibit "D-2."**

13. On November 16, 2009, the Applicant filed its first interim fee application [Docket No. 4459] (the “**First Interim Fee Application**”)⁴ for the allowance of compensation for professional services rendered and for reimbursement of actual and necessary expenses incurred from June 3, 2009 through September 30, 2009 seeking interim allowance of fees in the aggregate amount of \$4,539,910.50 and the interim allowance of the reimbursement for actual and necessary expenses in the amount of \$85,047.77. A hearing on the First Interim Fee Application was held on April 29, 2010.

14. On March 17, 2010, the Applicant filed its second interim fee application [Docket No. 5296] (the “**Second Interim Fee Application**”) for the allowance of compensation for professional services rendered and for reimbursement of actual and necessary expenses incurred from June 3, 2009 through September 30, 2009 seeking interim allowance of fees in the aggregate amount of \$1,149,758.75 and the interim allowance of the reimbursement for actual and necessary expenses in the amount of \$31,383.31. On May 18, 2010, the Applicant filed a supplement to its Second Interim Fee Application [Docket No. 5790] (the “**Second Interim Supplement**”) amending the compensation sought for an allowance of \$1,148,977.75 in fees and \$31,103.29 in expenses. A hearing on the Second Interim Fee Application was held on June 29, 2010.

15. On August 5, 2010, the Applicant filed its third interim fee application [Docket No. 6538] (the “**Third Interim Fee Application**”) for the allowance of compensation for professional services rendered and for reimbursement of actual and necessary expenses incurred from February 1, 2010 through May 31, 2010 seeking interim allowance of fees in the aggregate amount of \$644,939.25 and the interim allowance of the reimbursement for actual and

⁴ Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in prior Applications.

necessary expenses in the amount of \$7,592.26. A hearing on the Third Interim Fee Application was held on October 26, 2010.

16. Since the commencement of these cases, the Applicant has provided the appropriate notice parties with a monthly fee statement for each month for which compensation was sought. During the Fourth Interim Fee Period, the Applicant provided the appropriate notice parties with the following monthly fee statements:

- For June 1, 2010 through June 30, 2010, fees of \$360,315.00 and expenses of \$3,625.10 (“**June Statement**”);
- For July 1, 2010 through July 31, 2010, fees of \$409,960.00 and expenses of \$6,241.04 (“**July Statement**”);
- For August 1, 2010 through August 31, 2010, fees of \$606,711.50 and expenses of \$12,122.63 (“**August Statement**”); and
- For September 1, 2010 through September 30, 2010, fees of \$534,277.75 and expenses of \$16,498.74 (“**September Statement**” and together with the June Statement, the July Statement and the August Statement, collectively, “**Monthly Statements**”).

17. In total, the Applicant has submitted Monthly Statements during the Fourth Interim Fee Period for fees of \$1,911,264.25 and expenses of \$38,487.51. As of the date of this Application, no notice party has objected to the Applicant’s Monthly Statements for the Fourth Interim Fee Period.

18. Prior to the service of each Monthly Statement, the Applicant conducted an internal review of fees and expenses incurred during that month. As a result of such review, the Applicant determined to write off \$9,325.50 in fees and \$4,712.24 in expenses (the Monthly Statements reflected the reduced amount after write offs). In addition, in accordance with the Court’s July 6, 2010 ruling and the Guidelines, the Applicant billed the preparation of monthly fee statements and non-working travel at fifty percent, resulting in a total reduction of \$28,708.25. Prior to the filing of this Application, the Applicant also conducted a further review

and determined to write off an additional \$2,570.50 in fees. The time detail attached to this Application does not include any time that has been written-off. Accordingly, the Applicant hereby seeks allowance of fees incurred for the Fourth Interim Fee Period in the amount of \$1,910,485.75, and the reimbursement of actual and necessary expenses incurred for the Fourth Interim Fee Period in the amount of \$36,695.51.

19. In accordance with the Interim Compensation Order, the Applicant sought payment for 80% of its fees and 100% of its expenses incurred, pursuant to each Monthly Statement filed with the Court. With respect to the June Statement, the Applicant received a payment of \$291,877.10, representing 80% of fees (\$288,252.00) and 100% of expenses (\$3,625.10) requested. With respect to the July Statement, the Applicant received a payment of \$334,209.04, representing 80% of fees (\$327,968.00) and 100% of expenses (\$6,241.04). With respect to the August Statement and the September Statement, the Applicant has not yet received any payments.⁵

20. The Applicant respectfully requests that the Court enter an order approving the payments received pursuant to the Monthly Statements and directing the Debtors to pay the Applicant \$382,097.15, representing 20% of the Fourth Interim Fees (reflecting the deduction of the additional write-offs).

21. To the extent that time or disbursement charges for services rendered or disbursements incurred relate to the Fourth Interim Fee Period, but were not processed prior to the preparation of this Application, the Applicant reserves the right to request compensation for such services and reimbursement of such expenses in a future application.

⁵ At the time of filing of this Fee Application, Kramer Levin had not yet received payment of the professional services rendered and expenses incurred between August 1, 2010 and September 30, 2010 (80% of the August fees in the amount of \$485,369.20 and 100% of the August expenses in the amount of \$12,122.63 and 80% of the September fees in the amount of \$427,422.20 and 100% of the September expenses in the amount of \$16,498.74). Kramer Levin anticipates receiving payment in respect of its August and September fees and expenses by the hearing date on this Fee Application.

BACKGROUND

22. On June 1, 2009 (the “**Petition Date**”), the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code.⁶ The Debtors continue to operate their business as debtors-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. The Debtors’ cases are being jointly-administered.

23. On June 3, 2009 (the “**Formation Date**”), the United States Trustee for the Southern District of New York (the “**United States Trustee**”) appointed the Committee consisting of fifteen members. The nine current members of the Committee are: (1) Wilmington Trust Company, (2) Law Debenture Trust Company of New York, (3) The Industrial Division of Communications Workers of America, AFL-CIO, (4) International Union, United Automobile Aerospace and Agricultural Implement Workers of America, (5) United Steel, Paper and Forestry, Rubber, Manufacturing, Energy, Allied Industrial and Service Workers International Union, (6) Inteva Products, LLC, (7) Serra Chevrolet of Birmingham, Inc, (8) Genoveva Bermudez, and (9) Kevin Schoenl.⁷

24. On the Formation Date, the Committee selected the Applicant as its general bankruptcy counsel. Immediately thereafter, the Applicant commenced rendering legal services to the Committee, pending the approval of its retention by this Court. By the order of this Court dated July 1, 2009 [Docket No. 2854] (the “**Retention Order**”), the Applicant’s retention was approved *nunc pro tunc* to June 3, 2009, pursuant to section 1103 of the Bankruptcy Code.

⁶ On October 9, 2009, two additional Debtor affiliates filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code.

⁷ As a result of the consummation of the Sale Transaction, five Committee members – Pension Benefit Guaranty Corporation, Interpublic Group, Paddock Chevrolet, Saturn of Hempstead, Inc. and DENSO International America, Inc. – have resigned from the Committee. As a result of being appointed to the asbestos committee, Mark Butita resigned from the Committee.

SUMMARY OF LEGAL SERVICES RENDERED

25. During the Fourth Interim Fee Period the Applicant's efforts were largely focused on coordinating with the Debtors and the other interested parties on key issues concerning the orderly wind down of the Debtors' estates. The legal services rendered by the Applicant during the Fourth Interim Fee Period are summarized below. The following summary is not a detailed description of the work performed, as the day-to-day services and the time expended in performing such services are fully set forth in the detailed time records. Rather, in compliance with the UST Guidelines, the following summary highlights certain areas in which services were rendered by the Applicant to and for the benefit of the Committee, and identifies some of the issues to which the Applicant devoted significant time and effort during the Fourth Interim Fee Period.

26. The summary is divided according to the project billing codes that the Applicant created to best reflect the categories of tasks that it was required to perform in connection with these chapter 11 cases. Nevertheless, under the circumstances, and given the interconnectedness of all the issues in these chapter 11 cases, certain of these categories may overlap with each other.

27. The Applicant respectfully submits that its services throughout the Fourth Interim Fee Period warrant this Court's approval of its requested fees and expenses, including the payment of any "hold-back" of the Fourth Interim Fees (as ultimately ordered by the Court at a hearing on the Fourth Interim Fee Application).

A. Case Administration

Billing Code: 00001

(Fees: \$30,269.00/ Hours Billed: 57.10)

28. During the Fourth Interim Fee Period, the Applicant continued to keep abreast of the information, schedules, motions and other pleadings filed in the Debtors' bankruptcy cases. The Applicant devoted time to the administrative tasks necessary for the

efficient day-to-day management of these cases, including, but not limited to: internal organizational meetings; monitoring calendars of critical dates; routine communications and correspondence; monitoring the case docket on a daily basis; maintaining a work-in-progress list; continuously updating files in connection with the Debtors' bankruptcy cases; and maintaining contact sheets and e-mail macros for Committee members.

29. In performing the above tasks, to conserve costs, the Applicant utilized paraprofessionals whenever possible to perform administrative non-legal tasks. Such paraprofessional fees were incurred directly in connection with the administration of the case and were necessary and appropriate to deal with the volume of documents involved in these cases.

B. General Adversary Proceedings

Billing Code: 00002

(Fees: \$43,451.00/ Hours Billed: 60.80)

30. During the Fourth Interim Fee Period, the Committee continued its adversary proceeding (the "**Term Loan Litigation**") against the Prepetition Term Loan Lenders investigating the perfection of certain liens. This lawsuit is potentially a valuable asset that the Committee contends, pursuant to the terms of the Final DIP Order, belongs to unsecured creditors.⁸ The Applicant continues to work with Committee co-counsel, Butzel Long, to analyze and monitor this adversary proceeding and to be available to answer any inquiries of Committee members. In addition, the Applicant further analyzed the issues raised in the Term Loan Litigation in order to fully inform the Committee regarding, among other things, the motion to adjudicate the unsecured creditors' ownership of proceeds of the Term Loan Litigation.

⁸ As will be discussed in further detail later in the Application, the Applicant, on behalf of the Committee, filed a Motion to Enforce the DIP, which sought to have the Court rule on the Committee's ownership of the proceeds of the Term Loan Litigation.

C. Automatic Stay Matters/Relief
Billing Code: 00003
(Fees: \$661.50/ Hours Billed: 1.60)

31. During the Fourth Interim Fee Period, the Applicant reviewed, analyzed, summarized and provided recommendations to the Committee with respect to the legal and financial aspects of various stipulations and motions to lift the automatic stay (specifically, Brittingham and the Roman Catholic Diocese of Pittsburgh lift stay motions).

D. Insurance and Other Business Issues
Billing Code: 00004
(Fees: \$47,006.50/ Hours Billed: 65.50)

32. During the Fourth Interim Fee Period, the Debtors and the Committee continued to address various issues related to the Debtors' excess insurance policies. The Debtors maintain various primary and excess insurance policies providing general liability coverage. The Committee has worked with the Debtors to review the insurance policies and analyze whether such policies have value. The Applicant has discussed the issues at length with the Committee and representatives of the Asbestos Committee. In addition, on September 21, 2010 the Applicant met with Kevin Scroggin – the former risk manager of Old GM – the Asbestos Committee and the Future Claimants Representative to discuss all issues related to potential excess insurance recoveries.

E. Meetings With Debtors/Other Major Constituents
Billing Code: 00005
(Fees: \$17,111.50/ Hours Billed: 22.70)

33. During the Fourth Interim Fee Period, the Applicant was actively involved in negotiating and consulting with the Debtors and other key constituencies on wind down operations, including the wind down budget, assessing environmental concerns and various claims-related issues, Alix's restructured fees, developing the details of a plan of liquidation and asbestos discovery. These negotiations required the Applicant's participation on several conference calls and in-person meetings with key constituencies. In particular, the Committee's

professionals met with the Debtors' professionals on August 5, 2010 to discuss plan-related issues. In addition, on August 18, 2010 and September 30, 2010, the Applicant participated in conference calls with Treasury. During these calls, the parties spent time discussing the post-effective date budget and ownership of the Term Loan Litigation. To adequately prepare for these meetings, and the Debtors' cases generally, the Applicant spent time coordinating and preparing for such meetings with the Committee and the Committee's and Debtors' professionals.

F. DIP Financing/Cash Collateral
Billing Code: 00006
(Fees: \$10,923.00/ Hours Billed: 14.90)

34. During the Fourth Interim Fee Period, the Applicant spent time reviewing and analyzing various documents related to the DIP Order, especially in reference to the Term Loan Litigation. In addition, the Applicant participated on calls with Treasury regarding the language of the DIP Orders on July 26 and July 27, 2010.

G. Claims Administration and Objections
Billing Code: 00007
(Fees: \$121,820.50/ Hours Billed: 204.10)

35. During the Fourth Interim Fee Period, the Applicant continued to devote a significant amount of time to researching and analyzing optimal procedures for estimation and the ultimate resolution of unsecured claims. The Applicant, together with FTI, periodically conferred with the Debtors on the status of claims submitted through the alternative dispute resolution procedures. The Applicant also researched and analyzed issues regarding late-filed claims.

36. The Applicant spent considerable time reviewing and analyzing NUMMI's alleged \$500 million claim against the Debtors. In conjunction with this analysis, the Applicant reviewed multiple pleadings from the Debtors and NUMMI, as well as the underlying contractual documents between the parties. The Applicant also reviewed NUMMI's proposed

sale of its Fremont, California plant to Tesla and, the related Tesla initial public offering. The Applicant worked closely with the Debtors and their professionals regarding the NUMMI matters.

37. The Applicant has worked closely with its financial advisors, FTI Consulting, Inc., and the Debtors to monitor the claims reconciliation process. During the Second and Third Interim Fee Periods, the Applicant conducted analysis, drafted pleadings and worked with conflicts counsel regarding various issues in the Nova Scotia litigation. During the Fourth Interim Fee Period, the Applicant spent time reviewing Nova Scotia bond issues and an objection and discovery request regarding the Nova Scotia Trustee and other noteholders.

38. During the Second and Third Interim Fee Periods, the Applicant also worked on issues related to the Deutsche Bank Setoff Motion. During the Fourth Interim Fee Period, the Applicant reviewed and analyzed the proposed settlement between the Debtors and New GM regarding the Deutsche Bank setoff, certain Bedford properties and the sale of GM Strasbourg. In addition, throughout the Fourth Interim Fee Period, the Applicant reviewed and analyzed several different claim settlements, including the Boyd Bryant claim settlement, the Soders claim settlement, and the Wilmington Trust Company stipulation.

H. Corporate & Securities Matters

Billing Code: 00008

(Fees: \$42,745.00/ Hours Billed: 64.80)

39. During the Fourth Interim Fee Period, the Applicant spent time reviewing and analyzing various issues relating to New GM's upcoming initial public offering. The Applicant analyzed various issues relating to the timing of the IPO, including the effect the IPO could have on plan administration and transferability issues. In connection with this analysis, the Applicant reviewed the IPO registration statement filed with the SEC. The Applicant also analyzed issues related to piggyback rights and information sharing between Old GM and New GM.

I. Creditor Communications

Billing Code: 00009

(Fees: \$43,498.00/ Hours Billed: 85.70)

40. During the Fourth Interim Fee Period, the Applicant spent a significant amount of time discharging its duties under section 1102 of the Bankruptcy Code, providing general information to and answering specific questions, calls, e-mails and letters from many concerned general unsecured creditors on a variety of issues related to the Debtors bankruptcy cases.

41. The Applicant maintained its website with Epiq Bankruptcy Solutions at www.motorsliquidationcreditorscommittee.com (the "**Committee Website**"), which was created to ease the administrative burden of communicating with thousands of creditors. The Applicant spent time updating the Committee Website, which contained general case information, frequently asked questions and answers, a chapter 11 overview, an overview of the plan and disclosure statement, information on buying and selling claims, the contact information for the primary parties in the Debtors' bankruptcy cases, and access to key court documents in the Debtors' bankruptcy cases. During the Fourth Interim Fee Period, the Applicant responded to hundreds of phone calls, e-mails, faxes and letters.

J. Committee Meetings/Communications

Billing Code: 00010

(Fees: \$103,921.50/ Hours Billed: 172.80)

42. During the Fourth Interim Fee Period, the Applicant conducted numerous meetings with Committee members, either in-person or telephonically, to keep them up to speed on current issues in the bankruptcy cases and to discuss, analyze and vote on Committee positions with respect to certain matters requiring the Committee's stance. At such meetings, the Applicant and FTI updated the Committee members on important events in the Debtors' bankruptcy cases and answered Committee members' questions and concerns.

43. Prior to each Committee meeting, the Applicant drafted agendas of the

matters to be discussed and prepared materials to be reviewed in connection with each meeting. The Applicant took the minutes of each meeting, which were then subsequently sent to and approved by the Committee. When appropriate, in lieu of in-person or telephonic meetings, the Applicant corresponded with Committee members electronically.

K. Environmental Issues

Billing Code: 00015

(Fees: \$40,487.50/ Hours Billed: 76.70)

44. As previously discussed in the prior Fee Applications, the identification, analysis and appropriate resolution of the material environmental claims against the Debtors' remaining properties constitutes a major aspect of these cases and a potential hurdle to confirmation of a chapter 11 plan. During the Fourth Interim Fee Period, the Applicant devoted a significant amount of time to reviewing the environmental liabilities associated with the Debtors' various manufacturing sites not assigned to New GM pursuant to the Sale Transaction.

45. Together with FTI, the Applicant organized and participated in various conference calls with the Debtors and their environmental consultants in order to understand the costs of environmental remediation on a site-by-site basis. In addition, the Applicant researched the Debtors' potential unsecured liability for various superfund sites. The Applicant reviewed and analyzed the various environmental claims filed against the Debtors' estates. Finally, the Applicant analyzed and commented on the environmental trust term sheets prepared by Treasury and in the Plan and Disclosure Statement.

L. Hearings

Billing Code: 00016

(Fees: \$59,881.50/ Hours Billed: 101.00)

46. During the Fourth Interim Fee Period, the Court held eight hearings, including omnibus, special and telephonic hearings, with respect to a myriad of issues related to the Debtors' bankruptcy cases. The Applicant spent a significant amount of time preparing for and participating in the following hearings:

- the June 1, 2010 hearing with respect to New GM's motion to enforce the 363 Sale;
- the June 29, 2010 hearing with respect to the Second Interim Fee Applications, the Fisker sale and omnibus claims objections (followed by July 6, 2010 telephonic ruling on the Second Interim Fee Applications);
- the July 14, 2010 hearing with respect to pending adversary proceedings, omnibus claims objections and automatic stay matters;
- the August 6, 2010 hearing with respect to AlixPartners' retention modification motions, the Wilmington Trust Stipulation, omnibus claims objections and automatic stay matters;
- the August 9, 2010 hearing with respect to the Committee's Rule 2004 discovery motion;
- the September 7, 2010 hearing with respect to the GM Strasbourg sale and AlixPartners' retention modification motions; and
- the September 17, 2010 hearing with respect to pending adversary proceedings.

47. The Applicant also spent a significant amount of time resolving disputes relating to these various matters prior to certain of the hearings to ensure that relief could be obtained for the benefit of the Debtors' estates in a consensual and efficient manner. In addition to the Applicant's participation at the various hearings, the Applicant devoted time to reviewing hearing agendas and preparing hearing binders and other documents required for each hearing conducted before the Court.

M. Executory Contracts/Leases
Billing Code: 00018
(Fees: \$655.00/ Hours Billed: 1.3)

48. During the Fourth Interim Fee Period, the Applicant reviewed and analyzed the New GM stipulation regarding the assumption and assignment of an agreement with Knowledge Learning Corporation/Kindercare.

N. Fee Applications and Fee Examiner Issues

Billing Code: 00019

(Fees: \$110,68.00/ Hours Billed: 251.60)

49. During the Fourth Interim Fee Period, the Applicant drafted and filed the Third Interim Fee Application. In addition, the Applicant prepared estimated monthly budgets for the Fee Examiner.

50. The Applicant also was required to spend significant time responding to the Fee Examiner's various requests for additional information and ultimate objection to the Applicant's Second Interim Fee Application. In its initial letter, the Fee Examiner questioned a variety of matters with the Second Interim Fee Application, including billing rates, clerical tasks, block billing and vague entries, time spent on billing matters and the propriety of certain expenses. The Applicant engaged in discussions with the Fee Examiner, including providing a substantial letter response to the Fee Examiner (with detailed exhibits) followed by several email and telephonic conversations to clarify additional issues. As a result of these discussions, the Applicant and the Fee Examiner were able to narrow the contested issues. After the Fee Examiner filed the Report and Limited Objection, the Applicant drafted and filed a detailed response with the Court. The Applicant also prepared for and participated at the June 29, 2010 hearing on the Second Interim Fee Application.

O. Monthly Fee Statements

Billing Code: 00020

(Fees: \$21,255.75⁹/ Hours Billed: 63.20)

51. During the Fourth Interim Fee Period, the Applicant prepared, reviewed and served each of the Monthly Statements in accordance with the Order Establishing Procedures for Interim Monthly Compensation for Professionals. This includes review of time entries by the bankruptcy professionals to ensure compliance with local rules, United States

⁹ Please note this number reflects the fifty percent reduction.

Trustee Guidelines and this Court's rulings for the First and Second Interim Fee Applications. In addition, in order to provide a clear comprehensive picture of the Applicant's work on a specific issue, the Applicant also reviewed the time entries with a goal of billing tasks relating to that specific issue to the same matter. The Applicant maintains that it is necessary to have multi-level review of these Monthly Statements to ensure compliance with the Guidelines and to ensure that no privileged or confidential information is inadvertently disclosed.

52. In accordance with the Court's July 6, 2010 ruling on the Second Interim Fee Applications, the Applicant is billing time spent in connection with this review at 50% (and the billed time reflects this reduction). The Applicant notes that Kramer Levin does not charge for time spent by professionals recording their time on a daily basis or entering edits to the time entries.

P. Appellate Issues
Billing Code: 00022
(Fees: \$3,309.00/ Hours Billed: 7.00)

53. During the Fourth Interim Fee Period, the Applicant monitored and updated the Committee with respect to pending appeals to the Sale Transaction, including the Junso Appeal.

Q. Tax Issues
Billing Code: 00023
(Fees: \$80,103.00/ Hours Billed: 113.20)

54. During the Fourth Interim Fee Period, the Applicant analyzed and commented on tax issues contained in the chapter 11 plan and disclosure statement and reviewed the draft IRS ruling regarding the plan. In addition, the Applicant reviewed and edited the tax portions of the draft GUC Trust agreement. Finally, the Applicant reviewed and analyzed tax issues related to the New GM charter amendment and net operating losses.

R. International Issues

Billing Code: 00025

(Fees: \$7,025.00/ Hours Billed: 11.1)

55. During the Fourth Interim Fee Period, the Applicant researched and analyzed various issues involving GM Strasbourg, a non-Debtor subsidiary of Motors Liquidation Company in France (specifically with regard to the Debtors' sale of GM Strasbourg to New GM). The sale was ultimately approved by the Court on September 7, 2010.

S. Retention of Professionals

Billing Code: 00026

(Fees: \$14,786.50/ Hours Billed: 27.70)

56. The Applicant reviewed, analyzed and summarized for the Committee various motions and orders regarding retaining professionals during the Fourth Interim Fee Period. During this period, the Applicant analyzed proposed modifications to the AlixPartners' fee arrangement and incentive compensation structure. In connection therewith, the Applicant drafted a limited objection to the AlixPartners' engagement letter. Following requested disclosures at the hearing on AlixPartners' engagement, the Applicant drafted declarations for Thomas Moers Mayer and Amy Caton regarding the negotiation and final resolution of the terms of AlixPartners' engagement.

T. Plan and Disclosure Statement

Billing Code: 00027

(Fees: \$374,628.00/ Hours Billed: 600.60)

57. The Applicant spent a considerable amount of time working with the Debtors' professionals in formulating and drafting the Debtors' plan of liquidation and disclosure statement, which were filed on August 31, 2010. The Applicant conducted numerous calls and meetings with the Debtors' professionals, Committee members and the Committee's professionals in connection with the review and analysis of the plan and disclosure statement. The Applicant prepared various issues lists and worked with the Debtors' professionals in an effort to consensually resolve potential plan issues. The Applicant analyzed issues regarding,

among other things, the distribution of New GM securities, the tradability of such securities and issues of concern to smaller claims holders. In addition, as described in other sections of the Application, the Applicant analyzed the tax, asbestos and environmental implications of the Debtors' plan and disclosure statement. In connection with the plan and disclosure statement, the Applicant reviewed the Debtors' solicitation procedures and exclusivity motions.

58. During the Fourth Interim Fee Period, the Applicant spent a substantial amount of time continuing to research and draft the general unsecured creditors trust (the "**GUC Trust**") agreement (a form of which will be an exhibit to the plan). The GUC Trust agreement is a significant plan document which will govern the manner in which plan distributions are held and managed and the way the cases are administered after plan confirmation. In connection with drafting the GUC Trust agreement, the Applicant researched applicable corporate, securities, tax and bankruptcy laws that could impact implementation of the plan and the administration of the Debtors' estates. The Applicant also reviewed, analyzed issues and drafted portions of a no-action letter seeking clarification from the SEC staff regarding certain corporate and securities issues related to the GUC Trust. In addition, the Applicant researched and began drafting the Avoidance Action Trust agreement that will hold and manage distributions related to the proceeds of the Term Loan Litigation. In connection with the GUC Trust and the Avoidance Action Trust, the Applicant reviewed and discussed with various parties the proposed post-effective date budget and trust governance.

U. Travel
Billing Code: 00031
(Fees: \$7,452.50¹⁰/ Hours Billed: 10.55)

59. The non-working travel matter includes time for traveling to and from various destinations as part of its representation of the Committee, including, but not limited to,

¹⁰ Please note this number reflects the fifty percent reduction.

out-of-town travel, travel to Court for hearings, and local travel related to meetings with estate professionals and other constituencies. The Applicant has agreed that non-working travel time will be billed at 50% and the billed time reflects this reduction.

V. Motions

Billing Code: 00032

(Fees: \$200,816.00/ Hours Billed: 325.70)

60. During the Fourth Interim Fee Period the Applicant, in consultation with the Committee's financial advisor, reviewed, analyzed, summarized and provided recommendations to the Committee with respect to the legal and financial aspects of various motions filed by the Debtors and other parties-in-interest in these cases. The Applicant, when directed to do so by the Committee, prepared formal and informal responses or negotiated a resolution on behalf of the Committee. In each case, every effort was made to resolve disputes efficiently and consensually. As a result, the Committee participated in relatively few contested proceedings in these cases.

61. In addition to the specific motions discussed in other sections of this Application, during the Fourth Interim Fee Period, the Applicant focused on the following types of motions: motions to modify the automatic stay, omnibus claims objections, the NUMMI claim objection and a motion by New GM to enforce the 363 sale order.

62. During the Fourth Interim Period, the Applicant also expended a significant amount of time preparing and drafting a Motion to Enforce the DIP that sought to have the Court declare that the Committee was the rightful owner of the proceeds of the Term Loan Litigation. In connection with this motion, the Applicant reviewed and analyzed the DIP Order and various documents related to the DIP loan. In addition, the Applicant researched and analyzed various issues for the motion, including Uniform Commercial Code and non-recourse issues. The Motion to Enforce the DIP was filed on October 4, 2010.

W. Tort/Asbestos Issues
Billing Code: 00035
(Fees: \$522,094.50/ Hours Billed: 861.70)

63. During the Fourth Interim Fee Period, the Applicant spent a substantial amount of time analyzing the status of asbestos claims and liabilities in the Debtors' cases. In that regard, the Applicant researched asbestos estimation issues and prepared for the possibility of future litigation regarding asbestos claims.

64. The Applicant spent a significant amount of time preparing and filing a Rule 2004 Motion and Reply and seeking discovery from various asbestos trusts and claims processing facilities in order to more accurately analyze the asbestos claims data in preparation for estimating asbestos claims and negotiating with the Asbestos Committee, the Debtors and the Futures Representative. The Applicant reviewed and analyzed objections to the Rule 2004 motion, as well as various issues relating to discovery, confidentiality, asbestos trusts, case management orders, state law issues, and estimation.

65. After receiving a successful ruling on the Rule 2004 Motion, the Applicant negotiated and worked extensively with the Asbestos Committee in formulating an anonymity protocol that would allow the Committee to receive the necessary asbestos claims-related information, while maintaining adequate confidentiality regarding the individual asbestos claimant's information. The Applicant also spent a substantial amount of time negotiating the confidentiality agreement and related protective order. In addition, the Applicant also prepared a detailed memo on the asbestos issues in this case, which it circulated to the Committee.

X. 363 Transaction: Real Estate Issues
Billing Code: 00039
(Fees: \$252.50/ Hours Billed: 0.50)

66. During the Fourth Interim Fee Period, the Applicant reviewed documents and spoke with Debtors' counsel and FTI regarding lease modifications relating to the Pontiac North Facility.

Y. Other Asset Sales and Analysis
Billing Code: 00040
(Fees: \$4,371.50/ Hours Billed: 8.10)

67. During the Fourth Interim Fee Period, the Applicant reviewed and analyzed the sale documents (and motion) and related issues, including environmental, regarding the sale of a Wilmington assembly plant to Fisker. The Applicant spoke with the Debtors regarding various issues of the Fisker sale.

Z. Research Services
(Fees: \$1,792.00/ Hours Billed: 12.80)

68. Throughout the Fourth Interim Fee Period, where appropriate and cost-efficient, the Applicant's library professionals assisted with various research projects. While the Applicant traditionally bills these research services as an expense, consistent with the Fee Examiner's request in connection with the Second Interim Fee Application, the Applicant has agreed to bill research services as part of the requested fees.

STATEMENT OF KRAMER LEVIN

69. The foregoing professional services performed by the Applicant were appropriate and necessary. They were in the best interests of creditors, the Debtors and other parties-in-interest. Compensation for the foregoing services as requested is commensurate with the complexity, importance and nature of the problems, issues and tasks involved. The professional services were performed in an appropriately expeditious and efficient manner.

70. The professional services performed by the Applicant on behalf of the Committee during the Fourth Interim Fee Period required an aggregate expenditure of 3,222.75 recorded hours by the Applicant's members, counsel, associates and paraprofessionals. Of the aggregate time expended, 1,091.10 recorded hours were expended by partners and counsel of the Applicant, 1,867.10 recorded hours were expended by associates, and 264.55 recorded hours were expended by paraprofessionals of the Applicant.

71. During the Fourth Interim Fee Period, the Applicant's hourly billing rates for attorneys ranged from \$390 to \$950 per hour. Non-working travel and preparation of Monthly Statements time was billed at 50%. Allowance of compensation in the amount requested would result in a blended hourly billing rate for attorneys of approximately \$622.75 per hour (based upon 2,958.20 recorded hours for attorneys at the Applicant's regular billing rates in effect at the time of the performance of services), and a total blended hourly billing rate for the Applicant's members, counsel, associates, and paraprofessionals of \$592.81. Such fees are reasonable based on the customary compensation charged by comparably skilled practitioners in comparable bankruptcy cases in a competitive national legal market. As noted, attached hereto in Exhibit "B" is a schedule listing each professional and paraprofessional who performed services in these cases during the Fourth Interim Fee Period, the hourly rate charged by the Applicant for services performed by each individual and the aggregate number of hours and charges by each individual.

ACTUAL AND NECESSARY DISBURSEMENTS OF KRAMER LEVIN

72. As set forth in Exhibit "C" hereto, the Applicant has disbursed \$36,695.51 as expenses incurred in providing professional services during the Fourth Interim Fee Period. Pursuant to the Applicant's policies (which we believe are comparable to those of other New York City law firms), the Applicant has (and will continue) to pay certain expenses of professionals who work past 8:00 p.m. and on weekends and holidays in the service of its clients. For example, the Applicant seeks reimbursement for up to \$20 in meal charges for late-working professionals in accordance with the UST Guidelines and the Fee Examiner Status Report.¹¹ The Applicant's regular practice is not to include components for those charges in overhead when establishing billing rates and to charge its clients for these and all other out-of-pocket

¹¹ To the extent the cost of the meal was over \$20, the Applicant has limited its request for reimbursement to \$20; where the charge is less than \$20, the Applicant seeks reimbursement of the actual charge.

disbursements incurred during the regular course of the rendition of services. These expenses are routinely billed to and paid by the Applicant's clients, who recognize the efficiency of having a few professionals working long hours, with increased disbursements, as opposed to larger and less efficient teams.

73. However, the Applicant has adopted more stringent guidelines and procedures for the Debtors' bankruptcy cases. For example, the Applicant determined that its average car service expense is approximately \$75 per trip and determined that it will not seek reimbursement of car service charges for late-working professionals to the extent that such charges exceed the \$75 average – that is, where the charge is less than \$75, the Applicant seeks reimbursement of the actual charge, and where the charge exceeds \$75, the Applicant limits its request for reimbursement to \$75.

74. In addition, following this Court's ruling in connection with the Second Interim Fee Application, the Applicant is only seeking reimbursement for late-night meals and transportation expenses where the professional worked at least six hours on this case during that particular day/evening.

75. With respect to photocopying expenses, the Applicant charged \$0.10 per page. The Applicant does not charge for facsimile transmissions, other than the cost of long distance facsimiles at applicable toll charge rates, which invariably are less than \$1.25 per page as permitted by the Guidelines. Each of these categories of expenses does not exceed the maximum rate set by the Guidelines. These charges are intended to cover the Applicant's direct operating costs, which costs are not incorporated into the Applicant's hourly billing rates. Only clients who actually use services of the types set forth in Exhibit "C" are separately charged for such services. The effect of including such expenses as part of the hourly billing rates would impose that cost upon clients who do not require extensive photocopying and other facilities and services. The amount of the standard photocopying charge is intended to allow the Applicant to

cover the related expenses of its photocopying service. A determination of the actual expenses per page for photocopying, however, is dependent on both the volume of copies and the total expenses attributable to photocopying on an annual basis.

76. In addition, due to the location of Committee members, long-distance telephone calls were required. On several occasions, overnight delivery of documents and other materials or in-person meetings were required. These disbursements are not included in the Applicant's overhead for the purpose of setting billing rates.

77. The Applicant has made every effort to minimize its disbursements in these cases. The actual expenses incurred while providing professional services were absolutely necessary, reasonable, and justified under the circumstances to serve the needs of the Committee.

THE REQUESTED COMPENSATION SHOULD BE ALLOWED

78. Section 331 of the Bankruptcy Code provides for interim compensation of professionals and incorporates the substantive standards of section 330 to govern the Court's award of such compensation. 11 U.S.C. § 331. Section 330 provides that a court may award a professional employed under section 328 of the Bankruptcy Code "reasonable compensation for actual necessary services rendered . . . and reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1). Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded . . . , the court should consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;

(D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;

(E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and

(F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

79. Here, the Applicant respectfully submits that the services for which it seeks compensation in this Application were, at the time rendered, believed to be necessary for, beneficial to, and in the best interests of, the Committee. The Applicant further submits that the compensation requested herein is reasonable in light of the nature, extent, and value of such services to the Committee. The services rendered by the Applicant were consistently performed in a timely manner commensurate with the complexity, importance, and nature of the issues involved. The Applicant respectfully submits that approval of the compensation sought herein is warranted.

NOTICE

80. Notice of this Application has been provided in accordance with the Interim Compensation Order and the Fee Examiner Status Report. Because of the nature of the relief requested, the Committee submits that such notice is sufficient and that no further notice of the relief requested in the Application need be given to any party.

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CONCLUSION

WHEREFORE, the Applicant respectfully requests that the Court enter an order (i) awarding the Applicant the interim allowance of (a) fees for the Fourth Interim Fee Period in the aggregate amount of \$1,910,485.75, and (b) the reimbursement for actual and necessary expenses the Applicant incurred during the Fourth Interim Fee Period in the amount of \$36,695.51; (ii) authorizing and directing the Debtors to pay the Applicant the difference between the amounts allowed and the amounts previously paid by the Debtors pursuant to the Interim Compensation Order; and (iii) granting such other relief as is just.

Dated: November 16, 2010
New York, New York

/s/ Robert T. Schmidt
Robert T. Schmidt

KRAMER LEVIN NAFTALIS & FRANKEL LLP
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Robert T. Schmidt
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*Counsel for the Official Committee of Unsecured
Creditors of Motors Liquidation Co., (f/k/a
General Motors Corp.) et al.*

EXHIBIT A

Certification of Robert T. Schmidt

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*Counsel for the Official Committee of Unsecured
Creditors of Motors Liquidation Co., (f/k/a General Motors Corp.) et al.*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:)
)
MOTORS LIQUIDATION COMPANY., et al.) Chapter 11
(f/k/a General Motors Corp., et al.))
) Case No. 09-50026 (REG)
Debtors.) Jointly Administered
)

**CERTIFICATION UNDER GUIDELINES FOR FEES AND
DISBURSEMENTS FOR PROFESSIONALS IN RESPECT
OF FOURTH APPLICATION OF KRAMER LEVIN
NAFTALIS & FRANKEL LLP FOR INTERIM
COMPENSATION AND REIMBURSEMENT OF EXPENSES**

I, Robert T. Schmidt, hereby certify that:

1. I am a member of Kramer Levin Naftalis & Frankel LLP (the “**Applicant**”), with responsibility for the Official Committee of Unsecured Creditors (the “**Committee**”) of the Debtors bankruptcy cases of Motors Liquidation Company, (f/k/a General Motors Corp.) et al. as debtors and debtors-in-possession in the Debtors bankruptcy cases (collectively, the “**Debtors**”), and I submit this fourth application for interim compensation in compliance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on November 29, 2009 (the “**Local Guidelines**”), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted on

January 30, 1996 (the “**UST Guidelines**”), and the Order Pursuant to sections 105(a) and 331 of the Bankruptcy Code, Bankruptcy Rule 2016(a) and Local Bankruptcy Rule 2016-1, Establishing Procedures for Interim Monthly Compensation for Professionals [Docket No. 3711] (the “**Interim Compensation Order**”) and, collectively with the Local Guidelines and UST Guidelines, the “**Guidelines**”).

2. This certification is made in respect of the Applicant’s application, dated November 17, 2010 (the “**Application**”), for interim compensation and reimbursement of expenses for the period commencing June 1, 2010 through and including September 30, 2010 (the “**Fourth Interim Fee Period**”) in accordance with the Guidelines.

3. In respect of section A.1 of the Local Guidelines, I certify that:

- a. I have read the Application;
- b. to the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Local Guidelines and the UST Guidelines;
- c. the fees and disbursements sought are billed at rates in accordance with practices customarily employed by the Applicant and generally accepted by the Applicant’s clients; and
- d. in providing a reimbursable service, the Applicant does not make a profit on that service, whether the service is performed by the Applicant in-house or through a third party.

4. In respect of section A.2 of the Local Guidelines and as required by the Interim Compensation Order, I certify that, to the best of my knowledge, the Applicant has complied with the provision requiring it to provide the appropriate notice parties, on a monthly basis, with a statement of the Applicant’s fees and disbursements accrued during the previous month, as set forth in the Interim Compensation Order.

5. In respect of section A.3 of the Local Guidelines, I certify that counsel for the Debtors, the United States Trustee for the Southern District of New York and the Chair of the Committee are each being provided with a copy of this Application.

Dated: November 16, 2010
New York, New York

/s/ Robert T. Schmidt
Robert T. Schmidt

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*Counsel for the Official Committee of Unsecured
Creditors of Motors Liquidation Co., (f/k/a
General Motors Corp.) et al.*

EXHIBIT B

Summary of Professionals

<u>Timekeeper Name</u>	<u>Department</u>	<u>Year Admitted to the Bar</u>	<u>Title</u>	<u>Hours</u> ¹²	<u>Rate</u> ¹³	<u>Amount</u>
Mayer, Thomas Moers	Bankruptcy	1982	Partner	98.95	\$950	\$94,002.50
Aufses, Arthur H.	Litigation	1981	Partner	8.20	\$850	\$6,970.00
Fisher, David J.	Corporate	1985	Partner	6.10	\$835	\$5,093.50
Bentley, Philip	Bankruptcy	1985	Partner	41.80	\$795	\$271,731.00
Reznick, Allan E.	Corporate	1982	Partner	33.90	\$795	\$26,950.50
Herzog, Barry	Tax	1992	Partner	26.50	\$785	\$20,802.50
Schmidt, Robert T.	Bankruptcy	1990	Partner	317.00	\$775	\$245,675.00
Warren, Charles S.	Environment	1965	Partner	24.85	\$770	\$19,134.50
Dienstag, Abbe L.	Corporate	1983	Partner	75.70	\$750	\$56,775.00
Horowitz, Gregory A.	Litigation	1991	Partner	2.10	\$750	\$1,575.00
Ritter, Paul M.	Employment	1981	Partner	8.00	\$740	\$5,920.00
Sparling, Steven	Litigation	1999	Partner	7.80	\$715	\$5,577.00
Caton, Amy	Bankruptcy	2000	Partner	24.90	\$710	\$17,679.00
Harkness, Timothy	Litigation	1997	Partner	21.70	\$710	\$15,407.00
O'Neill, P. Bradley	Bankruptcy	1991	Partner	20.20	\$710	\$14,342.00
Stoopack, Helayne O.	Tax	1982	Special Counsel	64.40	\$715	\$46,046.00
Rokeach, Tzvi	Real Estate	1999	Special Counsel	2.60	\$690	\$1,794.00
Schulman, Brendan M.	Litigation	2001	Special Counsel	6.40	\$690	\$4,416.00
Folb, Kerri	Corporate	2001	Associate	2.30	\$690	\$1,587.00
Taylor, Joel	Litigation	2001	Associate	11.80	\$690	\$8,142.00
Cohen, Jeremy	Litigation	2001	Associate	20.30	\$680	\$13,804.00
Taylor, Jeffrey	Corporate	2001	Associate	3.60	\$680	\$2,448.00
Neuthaler, Howard	Individual Client Group	1999	Associate	1.50	\$670	\$1,005.00
Goodman, Alissa	Litigation	2003	Associate	61.10	\$665	\$40,631.50
Macksoud, Lauren M.	Bankruptcy	2004	Associate	163.10	\$645	\$105,199.50
				165.50	\$630	\$104,265.00
Rosensaft, Jodi	Corporate	2004	Associate	40.10	\$645	\$25,864.50
				78.30	\$630	\$49,329.00
Blabey, David E.	Bankruptcy	2005	Associate	16.50	\$630	\$10,395.00
				175.70	\$615	\$108,055.50
Amster, Jason	Corporate	2006	Associate	5.50	\$585	\$3,217.50
Blades, Melissa	Tax	2005	Associate	1.20	\$585	\$702.00
Errea, Julia	Corporate	2007	Associate	4.30	\$550	\$2,365.00
Sharret, Jennifer	Bankruptcy	2008	Associate	89.00	\$550	\$48,950.00
				385.55	\$505	\$194,702.75
Webber, Amanda	Corporate	2008	Associate	6.10	\$505	\$3,080.50
Temkin, Matthew	Litigation	2009	Associate	1.50	\$505	\$757.50

¹² Please note that non-working travel time and preparation of the monthly statements is billed at 50%.

¹³ As described in paragraph 8, fees for associates increased in September 2010 to reflect their advancement to the next class year. Please also note that per agreement with the Fee Examiner, paralegals' billing rates are reduced to \$275 per hour.

<u>Timekeeper Name</u>	<u>Department</u>	<u>Year Admitted to the Bar</u>	<u>Title</u>	<u>Hours¹²</u>	<u>Rate¹³</u>	<u>Amount</u>
				28.25	\$455	\$12,853.75
Dorman, Madelyn	Corporate	2009	Associate	17.30	\$455	\$7,871.50
Daggan, Clinton N.	Environment	2010	Associate	17.80	\$455	\$8,099.00
				36.50	\$390	\$14,235.00
Friedman, Joshua	Bankruptcy	N/A	Associate	87.40	\$455	\$39,767.00
				413.50	\$390	\$161,265.00
Segal, Steven	Corporate	2010	Associate	11.00	\$455	\$5,005.00
Fuller, Megan	Corporate	2010	Associate	22.40	\$390	\$8,736.00
Chaikin, Rebecca B.	Bankruptcy	N/A	Paralegal	218.45	\$275	\$60,076.25
Chouprouta, Andrea	Bankruptcy	N/A	Paralegal	0.60	\$275	\$165.00
Makinde, Michael	Bankruptcy	N/A	Paralegal	11.60	\$275	\$3,242.50
Krabill, Derek A.	Legal Technology	N/A	Other Timekeeper	1.30	\$260	\$338.00
Matthews, Michael G.	Legal Technology	N/A	Other Timekeeper	3.10	\$260	\$806.00
Valles, Juliana	Legal Technology	N/A	Other Timekeeper	1.00	\$240	\$240.00
Colbourne, Paul E.	Managing Attorney	N/A	Other Timekeeper	7.70	\$110	\$847.00
Suris, Liliya	Managing Attorney	N/A	Other Timekeeper	2.00	\$110	\$220.00
Gregory, Brandon	Managing Attorney	N/A	Other Timekeeper	3.50	\$100	\$350.00
Krukowski, Christopher	Managing Attorney	N/A	Other Timekeeper	1.50	\$80	\$120.00
Lamothe-Aime, Miyoshie	Managing Attorney	N/A	Other Timekeeper	1.00	\$65	\$65.00
SUBTOTAL				3,209.95		\$1,908,693.75
				<i>Plus Research Services</i>	<i>12.80</i>	<i>\$140</i>
TOTAL				3,222.75		\$1,910,485.75

EXHIBIT C

Summary and Detail of Disbursements

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
TELECOPIER	22.50
VELOBINDINGS	202.50
TABS	253.00
PHOTOCOPYING	1,090.50
COLOR COPIES	450.00
POSTAGE	1.49
LONG DISTANCE TELEPHONE	2,418.71
WESTLAW ON-LINE RESEARCH	10,121.65
LEXIS/NEXIS ON-LINE RESEARCH	11,284.66
COURTLINK SEARCHES	23.48
FEDERAL EXPRESS	368.39
CORP. DOCUMENTS & MATERIALS	83.63
TRANSPORTATION	2,506.27
IN-HOUSE/MEALS	1,149.16
OUT-OF-TOWN TRAVEL	2,475.05
MEALS/T & E	90.60
DOCUMENT RETRIEVAL FEES	1,161.12
TRANSCRIPT FEES	1,541.20
DEPT MTG/OTHER MTGS	1,093.60
OTHER FEES	358.00

TOTAL DISBURSEMENTS AND OTHER CHARGES

\$36,695.51

KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
PHONE 212.715.9100
FAX 212.715.8000

MOTORS LIQUIDATION COMPANY

November 15, 2010
When remitting,
please reference:
Invoice Number: 557576
068000

FOR PROFESSIONAL SERVICES rendered June 1, 2010 through September 30, 2010,
as per the attached detail.

DISBURSEMENTS AND OTHER CHARGES 36,695.51

Amounts due may be remitted by wire transfer.

To: Citibank, N.A.
Citicorp Center 153 E. 53rd Street NY, N.Y. 10043
ABA #021000089
Account: Kramer Levin Naftalis & Frankel LLP Money Market A\C 37613572
By Order of: Invoice No. 0000550151 DRAFT
Citibank Contact: Deborah Hosking (212) 559-8634

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

DETAIL OF DISBURSEMENTS AND OTHER CHARGES

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
06/15/10	TELECOPIER	4.50
06/15/10	TELECOPIER	4.50
08/16/10	TELECOPIER	4.50
08/16/10	TELECOPIER	4.50
09/16/10	TELECOPIER	4.50
06/22/10	VELOBINDINGS	7.50
08/06/10	VELOBINDINGS	15.00
08/06/10	VELOBINDINGS	15.00
08/12/10	VELOBINDINGS	75.00
09/01/10	VELOBINDINGS	52.50
09/16/10	VELOBINDINGS	37.50
06/22/10	TABS	9.00
08/06/10	TABS	20.00
08/06/10	TABS	152.00
08/12/10	TABS	10.00
09/01/10	TABS	7.00
09/16/10	TABS	55.00
06/02/10	PHOTOCOPYING	24.00
06/09/10	PHOTOCOPYING	7.20
06/09/10	PHOTOCOPYING	1.00
06/16/10	PHOTOCOPYING	0.80
06/18/10	PHOTOCOPYING	1.20
06/24/10	PHOTOCOPYING	4.00
06/28/10	PHOTOCOPYING	102.80
07/07/10	PHOTOCOPYING	7.60
07/08/10	PHOTOCOPYING	23.00

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
07/13/10	PHOTOCOPYING	1.40
07/14/10	PHOTOCOPYING	0.40
07/15/10	PHOTOCOPYING	1.40
07/19/10	PHOTOCOPYING	1.50
07/23/10	PHOTOCOPYING	6.00
07/23/10	PHOTOCOPYING	65.20
07/26/10	PHOTOCOPYING	4.00
07/29/10	PHOTOCOPYING	0.10
07/29/10	PHOTOCOPYING	2.00
08/04/10	PHOTOCOPYING	5.00
08/05/10	PHOTOCOPYING	80.00
08/06/10	PHOTOCOPYING	164.00
08/09/10	PHOTOCOPYING	12.50
08/16/10	PHOTOCOPYING	12.00
08/16/10	PHOTOCOPYING	0.10
08/17/10	PHOTOCOPYING	2.80
08/17/10	PHOTOCOPYING	1.00
08/17/10	PHOTOCOPYING	5.30
08/18/10	PHOTOCOPYING	6.60
08/19/10	PHOTOCOPYING	6.10
08/20/10	PHOTOCOPYING	0.10
08/24/10	PHOTOCOPYING	1.40
08/30/10	PHOTOCOPYING	29.60
09/01/10	PHOTOCOPYING	107.80
09/01/10	PHOTOCOPYING	161.00
09/02/10	PHOTOCOPYING	0.10
09/07/10	PHOTOCOPYING	55.00
09/07/10	PHOTOCOPYING	30.40

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/08/10	PHOTOCOPYING	18.70
09/14/10	PHOTOCOPYING	19.20
09/15/10	PHOTOCOPYING	0.60
09/16/10	PHOTOCOPYING	75.60
09/16/10	PHOTOCOPYING	0.50
09/17/10	PHOTOCOPYING	0.60
09/21/10	PHOTOCOPYING	0.60
09/24/10	PHOTOCOPYING	0.80
09/24/10	PHOTOCOPYING	0.10
09/28/10	PHOTOCOPYING	6.00
09/29/10	PHOTOCOPYING	21.60
09/30/10	PHOTOCOPYING	11.80
07/07/10	COLOR COPIES	156.00
09/07/10	COLOR COPIES	228.00
09/14/10	COLOR COPIES	66.00
09/03/10	POSTAGE	1.05
09/14/10	POSTAGE	0.44
06/03/10	LONG-DISTANCE TEL.	0.30
06/18/10	PREMIERE CONFERENCING	159.47
06/18/10	PREMIERE CONFERENCING	9.72
06/18/10	PREMIERE CONFERENCING	182.95
06/18/10	PREMIERE CONFERENCING	33.91
07/22/10	PREMIERE CONFERENCING	16.25
07/22/10	PREMIERE CONFERENCING	10.64
07/22/10	PREMIERE CONFERENCING	1.18
07/22/10	PREMIERE CONFERENCING	388.46
07/22/10	PREMIERE CONFERENCING	21.17
08/31/10	PREMIERE CONFERENCING	27.00

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
08/31/10	PREMIERE CONFERENCING	343.80
08/31/10	PREMIERE CONFERENCING	50.12
08/31/10	PREMIERE CONFERENCING	180.62
08/31/10	PREMIERE CONFERENCING	8.06
08/31/10	PREMIERE CONFERENCING	5.76
09/28/10	PREMIERE CONFERENCING	113.66
09/28/10	PREMIERE CONFERENCING	192.40
09/28/10	PREMIERE CONFERENCING	22.69
09/28/10	PREMIERE CONFERENCING	128.28
09/28/10	PREMIERE CONFERENCING	180.60
09/28/10	PREMIERE CONFERENCING	137.87
09/28/10	PREMIERE CONFERENCING	165.80
09/28/10	PREMIERE CONFERENCING	38.00
06/08/10	WESTLAW ON-LINE RESEARCH	38.77
06/16/10	WESTLAW ON-LINE RESEARCH	29.02
06/21/10	WESTLAW ON-LINE RESEARCH	94.17
06/27/10	WESTLAW ON-LINE RESEARCH	153.78
06/27/10	WESTLAW ON-LINE RESEARCH	152.43
06/30/10	WESTLAW ON-LINE RESEARCH	4.91
07/01/10	WESTLAW ON-LINE RESEARCH	25.82
07/06/10	WESTLAW ON-LINE RESEARCH	36.50
07/08/10	WESTLAW ON-LINE RESEARCH	15.14
07/08/10	WESTLAW ON-LINE RESEARCH	1.40
07/08/10	WESTLAW ON-LINE RESEARCH	22.87
07/09/10	WESTLAW ON-LINE RESEARCH	76.47
07/14/10	WESTLAW ON-LINE RESEARCH	71.26
07/19/10	WESTLAW ON-LINE RESEARCH	15.14
07/20/10	WESTLAW ON-LINE RESEARCH	71.26

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
07/30/10	WESTLAW ON-LINE RESEARCH	78.84
07/30/10	WESTLAW ON-LINE RESEARCH	194.54
08/02/10	WESTLAW ON-LINE RESEARCH	240.67
08/03/10	WESTLAW ON-LINE RESEARCH	10.53
08/03/10	WESTLAW ON-LINE RESEARCH	151.09
08/04/10	WESTLAW ON-LINE RESEARCH	208.42
08/04/10	WESTLAW ON-LINE RESEARCH	14.56
08/05/10	WESTLAW ON-LINE RESEARCH	438.05
08/05/10	WESTLAW ON-LINE RESEARCH	79.31
08/05/10	WESTLAW ON-LINE RESEARCH	7.28
08/05/10	WESTLAW ON-LINE RESEARCH	39.92
08/06/10	WESTLAW ON-LINE RESEARCH	190.36
08/18/10	WESTLAW ON-LINE RESEARCH	148.68
08/19/10	WESTLAW ON-LINE RESEARCH	803.87
08/20/10	WESTLAW ON-LINE RESEARCH	115.40
09/01/10	WESTLAW ON-LINE RESEARCH	51.23
09/05/10	WESTLAW ON-LINE RESEARCH	34.15
09/07/10	WESTLAW ON-LINE RESEARCH	20.89
09/10/10	WESTLAW ON-LINE RESEARCH	127.61
09/12/10	WESTLAW ON-LINE RESEARCH	37.20
09/13/10	WESTLAW ON-LINE RESEARCH	1,207.75
09/13/10	WESTLAW ON-LINE RESEARCH	18.60
09/14/10	WESTLAW ON-LINE RESEARCH	1,929.08
09/15/10	WESTLAW ON-LINE RESEARCH	778.88
09/16/10	WESTLAW ON-LINE RESEARCH	26.43
09/20/10	WESTLAW ON-LINE RESEARCH	127.63
09/20/10	WESTLAW ON-LINE RESEARCH	65.09
09/21/10	WESTLAW ON-LINE RESEARCH	42.69

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/21/10	WESTLAW ON-LINE RESEARCH	288.19
09/21/10	WESTLAW ON-LINE RESEARCH	326.61
09/22/10	WESTLAW ON-LINE RESEARCH	77.45
09/22/10	WESTLAW ON-LINE RESEARCH	93.10
09/22/10	WESTLAW ON-LINE RESEARCH	147.20
09/23/10	WESTLAW ON-LINE RESEARCH	106.78
09/27/10	WESTLAW ON-LINE RESEARCH	279.01
09/27/10	WESTLAW ON-LINE RESEARCH	49.70
09/28/10	WESTLAW ON-LINE RESEARCH	27.25
09/29/10	WESTLAW ON-LINE RESEARCH	70.15
09/29/10	WESTLAW ON-LINE RESEARCH	343.27
09/30/10	WESTLAW ON-LINE RESEARCH	315.25
06/08/10	LEXIS/NEXIS ON-LINE RESEARCH	124.68
06/09/10	LEXIS/NEXIS ON-LINE RESEARCH	25.48
06/16/10	LEXIS/NEXIS ON-LINE RESEARCH	338.04
06/21/10	LEXIS/NEXIS ON-LINE RESEARCH	262.04
06/22/10	LEXIS/NEXIS ON-LINE RESEARCH	5.10
06/22/10	LEXIS/NEXIS ON-LINE RESEARCH	57.46
06/24/10	LEXIS/NEXIS ON-LINE RESEARCH	10.68
06/30/10	LEXIS/NEXIS ON-LINE RESEARCH	64.80
06/30/10	LEXIS/NEXIS ON-LINE RESEARCH	5.97
07/01/10	LEXIS/NEXIS ON-LINE RESEARCH	260.89
07/02/10	LEXIS/NEXIS ON-LINE RESEARCH	127.45
07/02/10	LEXIS/NEXIS ON-LINE RESEARCH	73.21
07/05/10	LEXIS/NEXIS ON-LINE RESEARCH	126.52
07/06/10	LEXIS/NEXIS ON-LINE RESEARCH	58.51
07/06/10	LEXIS/NEXIS ON-LINE RESEARCH	148.85
07/11/10	LEXIS/NEXIS ON-LINE RESEARCH	66.72

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
07/12/10	LEXIS/NEXIS ON-LINE RESEARCH	129.46
07/12/10	LEXIS/NEXIS ON-LINE RESEARCH	69.04
07/13/10	LEXIS/NEXIS ON-LINE RESEARCH	110.15
07/13/10	LEXIS/NEXIS ON-LINE RESEARCH	31.88
07/15/10	LEXIS/NEXIS ON-LINE RESEARCH	5.25
07/20/10	LEXIS/NEXIS ON-LINE RESEARCH	10.48
07/21/10	LEXIS/NEXIS ON-LINE RESEARCH	299.60
07/26/10	LEXIS/NEXIS ON-LINE RESEARCH	33.99
07/27/10	LEXIS/NEXIS ON-LINE RESEARCH	114.03
07/29/10	LEXIS/NEXIS ON-LINE RESEARCH	43.23
07/29/10	LEXIS/NEXIS ON-LINE RESEARCH	293.79
07/30/10	LEXIS/NEXIS ON-LINE RESEARCH	426.20
08/01/10	LEXIS/NEXIS ON-LINE RESEARCH	462.64
08/03/10	LEXIS/NEXIS ON-LINE RESEARCH	300.52
08/04/10	LEXIS/NEXIS ON-LINE RESEARCH	751.24
08/05/10	LEXIS/NEXIS ON-LINE RESEARCH	122.58
08/05/10	LEXIS/NEXIS ON-LINE RESEARCH	72.01
08/05/10	LEXIS/NEXIS ON-LINE RESEARCH	54.96
08/06/10	LEXIS/NEXIS ON-LINE RESEARCH	812.27
08/06/10	LEXIS/NEXIS ON-LINE RESEARCH	5.92
08/10/10	LEXIS/NEXIS ON-LINE RESEARCH	116.35
08/11/10	LEXIS/NEXIS ON-LINE RESEARCH	17.92
08/11/10	LEXIS/NEXIS ON-LINE RESEARCH	771.07
08/16/10	LEXIS/NEXIS ON-LINE RESEARCH	21.25
08/19/10	LEXIS/NEXIS ON-LINE RESEARCH	110.37
08/19/10	LEXIS/NEXIS ON-LINE RESEARCH	34.48
08/30/10	LEXIS/NEXIS ON-LINE RESEARCH	1,637.43
09/07/10	LEXIS/NEXIS ON-LINE RESEARCH	396.48

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09/08/10	LEXIS/NEXIS ON-LINE RESEARCH	108.22
09/12/10	LEXIS/NEXIS ON-LINE RESEARCH	470.09
09/22/10	LEXIS/NEXIS ON-LINE RESEARCH	164.39
09/22/10	LEXIS/NEXIS ON-LINE RESEARCH	47.30
09/24/10	LEXIS/NEXIS ON-LINE RESEARCH	51.73
09/27/10	LEXIS/NEXIS ON-LINE RESEARCH	247.74
09/28/10	LEXIS/NEXIS ON-LINE RESEARCH	197.77
09/28/10	LEXIS/NEXIS ON-LINE RESEARCH	738.31
09/28/10	LEXIS/NEXIS ON-LINE RESEARCH	12.87
09/28/10	LEXIS/NEXIS ON-LINE RESEARCH	30.78
09/28/10	LEXIS/NEXIS ON-LINE RESEARCH	175.56
09/28/10	LEXIS/NEXIS ON-LINE RESEARCH	28.91
06/02/10	COURTLINK SEARCHES	0.56
06/11/10	COURTLINK SEARCHES	0.56
06/30/10	COURTLINK SEARCHES	0.30
07/07/10	COURTLINK SEARCHES	1.20
07/08/10	COURTLINK SEARCHES	0.88
07/08/10	COURTLINK SEARCHES	1.18
07/16/10	COURTLINK SEARCHES	0.56
08/10/10	COURTLINK SEARCHES	4.20
08/16/10	COURTLINK SEARCHES	2.60
09/13/10	COURTLINK SEARCHES	11.44
06/02/10	FEDERAL EXPRESS	9.41
06/02/10	FEDERAL EXPRESS	12.94
06/02/10	FEDERAL EXPRESS	9.41
06/02/10	FEDERAL EXPRESS	13.66
06/11/10	FEDERAL EXPRESS	13.85
07/08/10	FEDERAL EXPRESS	9.36

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
07/08/10	FEDERAL EXPRESS	9.36
07/08/10	FEDERAL EXPRESS	13.60
07/08/10	FEDERAL EXPRESS	12.88
07/23/10	FEDERAL EXPRESS	8.09
07/26/10	FEDERAL EXPRESS	9.36
07/29/10	FEDERAL EXPRESS	9.36
08/06/10	FEDERAL EXPRESS	12.91
08/06/10	FEDERAL EXPRESS	12.91
08/06/10	FEDERAL EXPRESS	25.41
08/30/10	FEDERAL EXPRESS	9.32
08/30/10	FEDERAL EXPRESS	8.05
08/30/10	FEDERAL EXPRESS	11.67
08/30/10	FEDERAL EXPRESS	12.31
09/02/10	FEDERAL EXPRESS	12.47
09/03/10	FEDERAL EXPRESS	29.91
09/03/10	FEDERAL EXPRESS	31.72
09/07/10	FEDERAL EXPRESS	11.02
09/10/10	FEDERAL EXPRESS	12.54
09/13/10	FEDERAL EXPRESS	12.25
09/14/10	FEDERAL EXPRESS	9.54
09/16/10	FEDERAL EXPRESS	12.54
09/22/10	FEDERAL EXPRESS	12.54
07/20/10	MA WEST BUSINESS-SEC (RESEARCH SERVICES)	8.74
07/28/10	MA WEST BUSINESS-SEC (RESEARCH SERVICES)	0.09
07/28/10	MA WEST BUSINESS-SEC (RESEARCH SERVICES)	5.54
08/13/10	MA WEST BUSINESS-SEC (RESEARCH SERVICES)	14.18
08/13/10	MA WEST BUSINESS-SEC (RESEARCH SERVICES)	12.31
08/13/10	MA WEST BUSINESS-SEC (RESEARCH SERVICES)	13.76

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
08/16/10	MA WEST BUSINESS-SEC (RESEARCH SERVICES)	3.75
08/17/10	MA WEST BUSINESS-SEC (RESEARCH SERVICES)	8.83
08/18/10	MA WEST BUSINESS-SEC (RESEARCH SERVICES)	16.43
06/08/10	SUBWAY R. Chaikin, late night	2.25
06/09/10	CAR SERVICE – ODYSSEY J. Sharret, late night	75.00
06/16/10	CAR SERVICE – ODYSSEY J. Friedman, late night	64.81
06/21/10	CAR SERVICE – ODYSSEY J. Friedman, late night	63.70
06/23/10	CAR SERVICE – ODYSSEY J. Sharret, late night	75.00
06/25/10	SUBWAY Paul Colbourne, Deliver courtesy copy of WTC Joinder re Deutsche Bank motion to SDNY Bankruptcy Court.	4.50
06/28/10	SUBWAY B. Gregory, Deliver Committee Professionals' Responses to Fee Examiner Reports to Chambers (Incurred on 6/27/10)	4.50
06/29/10	CAB FARE R. Schmidt and J. Sharret, from Court to Office	22.00
06/29/10	CAB FARE R. Schmidt, from train station to Court	19.00
07/06/10	CAR SERVICE J. Friedman, late night	63.70
07/07/10	CAR SERVICE J. Friedman, late night	57.61
07/08/10	CAR SERVICE J. Friedman, late night	57.61
07/12/10	CAR SERVICE J. Friedman, late night	67.58
07/13/10	CAR SERVICE J. Friedman, late night	73.67

GENERAL MOTORS CREDITORS COMMITTEE
068000-00001 CASE ADMINISTRATIONJuly 27, 2010
Invoice No. 0000550151

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
07/15/10	CAR SERVICE J. Sharret, late night	75.00
07/20/10	CAR SERVICE R. Chaikin, late night	26.59
07/20/10	CAR SERVICE J. Friedman, late night	57.61
07/20/10	CAB FARE P. Bentley	12.00
07/21/10	CAR SERVICE J. Sharret, late night	75.00
07/26/10	CAR SERVICE J. Friedman, late night	71.45
07/27/10	CAR SERVICE L. Macksoud, late night	75.00
07/28/10	CAR SERVICE J. Friedman, late night	63.70
07/29/10	CAR SERVICE J. Friedman, late night	63.70
08/03/10	CAB FARE D. Blabey, late night	9.50
08/04/10	CAB FARE D. Blabey, late night	7.90
08/04/10	CAR SERVICE – ODYSSEY J. Sharret, late night	75.00
08/04/10	CAR SERVICE – ODYSSEY J. Friedman, late night	75.00
08/05/10	CAR SERVICE – ODYSSEY J. Friedman, late night	75.00
08/05/10	CAR SERVICE – ODYSSEY J. Sharret, late night	75.00
08/13/10	SUBWAY FARE Managing Attorney, Delivery of 2004 Reply to Bankruptcy Court on 8/5/2010	4.50
08/16/10	CAR SERVICE – ODYSSEY J. Sharret, late night	75.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00001 CASE ADMINISTRATION

July 27, 2010
Invoice No. 0000550151

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
08/23/10	CAR SERVICE – ODYSSEY J. Sharret, late night	75.00
08/24/10	CAR SERVICE – ODYSSEY J. Sharret, late night	75.00
09/07/10	CAB FARE R. Schmidt, Roundtrip to SBNY Court	35.00
09/08/10	CAR SERVICE – ODYSSEY J. Friedman, late night (Incurred on 9/7/10)	63.70
09/13/10	CAR SERVICE – ODYSSEY L. Macksoud, late night	59.16
09/15/10	CAR SERVICE – ODYSSEY L. Macksoud, late night	59.16
09/20/10	CAR SERVICE – ODYSSEY J. Sharret, late night	75.00
09/20/10	CAR SERVICE – ODYSSEY L. Macksoud, late night	59.16
09/21/10	CAB FARE A. Reznick, taxi to NYC airport	43.00
09/21/10	CAB FARE L. Macksoud, taxi to NYC airport	50.00
09/21/10	CAB FARE L. Macksoud, taxi to Detroit airport	28.00
09/21/10	CAB FARE L. Macksoud, taxi from Detroit airport	28.00
09/22/10	CAR SERVICE – EXECUTIVE CHARGE, INC. S. Segal, late night	43.24
09/22/10	CAB FARE L. Macksoud, late night	51.50
09/27/10	CAR SERVICE – ODYSSEY J. Friedman, late night	63.70
09/28/10	CAR SERVICE – ODYSSEY J. Friedman, late night	73.67
09/30/10	CAR SERVICE – ODYSSEY L. Macksoud, late night	56.10

GENERAL MOTORS CREDITORS COMMITTEE
068000-00001 CASE ADMINISTRATION

July 27, 2010
Invoice No. 0000550151

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
06/08/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
06/08/10	MEALS/IN-HOUSE R. Chaikin, late night	20.00
06/09/10	MEALS/IN-HOUSE J. Sharret, late night	20.00
06/16/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
06/21/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
06/22/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
06/23/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
06/23/10	MEALS/IN-HOUSE J. Sharret, late night	20.00
06/29/10	MEALS/IN-HOUSE D. Blabey, late night	20.00
07/01/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
07/06/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
07/06/10	MEALS/IN-HOUSE R. Chaikin, late night	20.00
07/07/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
07/08/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
07/12/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
07/13/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
07/14/10	MEALS/IN-HOUSE D. Blabey, late night	20.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00001 CASE ADMINISTRATION

July 27, 2010
Invoice No. 0000550151

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
07/15/10	MEALS/IN-HOUSE J. Sharret, late night	20.00
07/20/10	MEALS/IN-HOUSE R. Chaikin, late night	20.00
07/20/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
07/20/10	MEALS/IN-HOUSE J. Sharret, late night	20.00
07/21/10	MEALS/IN-HOUSE J. Sharret, late night	20.00
07/26/10	MEALS/IN-HOUSE L. Macksoud, late night	20.00
07/26/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
07/27/10	MEALS/IN-HOUSE J. Sharret, late night	20.00
07/27/10	MEALS/IN-HOUSE L. Macksoud, late night	20.00
07/28/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
07/29/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
08/03/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
08/03/10	MEALS/IN-HOUSE D. Blabey, late night	20.00
08/04/10	MEALS/IN-HOUSE J. Sharret, late night	20.00
08/04/10	MEALS/IN-HOUSE R. Chaikin, late night	13.73
08/04/10	MEALS/IN-HOUSE D. Blabey, late night	20.00
08/04/10	MEALS/IN-HOUSE J. Friedman, late night	20.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00001 CASE ADMINISTRATIONJuly 27, 2010
Invoice No. 0000550151

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
08/05/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
08/05/10	MEALS/IN-HOUSE J. Sharret, late night	20.00
08/16/10	MEALS/IN-HOUSE J. Blabey, late night	20.00
08/16/10	MEALS/IN-HOUSE J. Sharret, late night	20.00
08/18/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
08/23/10	MEALS/IN-HOUSE J. Sharret, late night	20.00
09/01/10	MEALS/IN-HOUSE L. Macksoud, late night	20.00
09/01/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
09/07/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
09/13/10	MEALS/IN-HOUSE L. Macksoud, late night	20.00
09/13/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
09/14/10	MEALS/IN-HOUSE L. Macksoud, late night	20.00
09/15/10	MEALS/IN-HOUSE L. Macksoud, late night	19.86
09/16/10	MEALS/IN-HOUSE L. Macksoud, late night	20.00
09/20/10	MEALS/IN-HOUSE J. Sharret, late night	20.00
09/20/10	MEALS/IN-HOUSE L. Macksoud, late night	20.00
09/21/10	MEALS/IN-HOUSE J. Sharret, late night	20.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00001 CASE ADMINISTRATION

July 27, 2010
Invoice No. 0000550151

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/23/10	MEALS/IN-HOUSE L. Macksoud, late night	20.00
09/27/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
09/27/10	MEALS/IN-HOUSE L. Macksoud, late night	15.57
09/28/10	MEALS/IN-HOUSE J. Friedman, late night	20.00
09/28/10	MEALS/IN-HOUSE L. Macksoud, late night	20.00
09/29/10	MEALS/IN-HOUSE L. Macksoud, late night	20.00
09/30/10	MEALS/IN-HOUSE L. Macksoud, late night	20.00
09/13/10	OUT-OF-TOWN TRAVEL L. Macksoud, Flight Newark to Detroit	1,243.65
09/21/10	OUT-OF-TOWN TRAVEL A. Reznick, Flight Newark to Detroit	1,231.40
09/21/10	MEALS T&E A. Reznick and L. Macksoud meals: Lunch for 2, Breakfast for 1, Dinner for 2	90.60
06/30/10	DOCUMENT RETRIEVAL FEES	13.36
06/30/10	DOCUMENT RETRIEVAL FEES	22.48
06/30/10	DOCUMENT RETRIEVAL FEES	46.08
06/30/10	DOCUMENT RETRIEVAL FEES	51.92
06/30/10	DOCUMENT RETRIEVAL FEES	109.84
06/30/10	DOCUMENT RETRIEVAL FEES	102.64
06/30/10	DOCUMENT RETRIEVAL FEES	56.16
06/30/10	DOCUMENT RETRIEVAL FEES	18.96
06/30/10	DOCUMENT RETRIEVAL FEES	25.28
09/30/10	DOCUMENT RETRIEVAL FEES	21.04
09/30/10	DOCUMENT RETRIEVAL FEES	33.20

Error! Unknown document property name.

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/30/10	DOCUMENT RETRIEVAL FEES	34.32
09/30/10	DOCUMENT RETRIEVAL FEES	61.60
09/30/10	DOCUMENT RETRIEVAL FEES	340.80
09/30/10	DOCUMENT RETRIEVAL FEES	11.44
09/30/10	DOCUMENT RETRIEVAL FEES	17.84
09/30/10	DOCUMENT RETRIEVAL FEES	110.72
09/30/10	DOCUMENT RETRIEVAL FEES	16.16
09/30/10	DOCUMENT RETRIEVAL FEES	50.80
09/30/10	DOCUMENT RETRIEVAL FEES	16.48
06/24/10	TRANSCRIPT FEES – VERITEXT 6/1/10 Transcript	226.10
07/08/10	TRANSCRIPT FEES – VERITEXT 6/29/10 hearing transcript	284.00
07/08/10	TRANSCRIPT FEES – VERITEXT 7/6/10 Hearing Transcript	137.90
07/19/10	TRANSCRIPT FEES – VERITEXT 7/14/10 Hearing Transcript	57.20
08/11/10	TRANSCRIPT FEES – VERITEXT 8/6/10 Hearing transcript	345.80
08/11/10	TRANSCRIPT FEES – VERITEXT 8/9/10 hearing transcript	329.00
09/13/10	TRANSCRIPT FEES – VERITEXT 9/7/10 hearing transcript	113.90
09/23/10	TRANSCRIPT FEES – VERITEXT 9/17/10 hearing transcript	47.30
06/10/10	DEPT MTG/OTHER MTGS Refreshments for Committee Call	64.14
06/24/10	DEPT MTG/OTHER MTGS Refreshments for Committee Call	97.00
06/28/10	DEPT MTG/OTHER MTGS Breakfast for Committee Call	69.84
06/28/10	DEPT MTG/OTHER MTGS Kosher Breakfast for Committee Call	29.67

Error! Unknown document property name.

GENERAL MOTORS CREDITORS COMMITTEE
068000-00001 CASE ADMINISTRATION

July 27, 2010
Invoice No. 0000550151

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
07/06/10	DEPT MTG/OTHER MTGS Meeting with asbestos insurance committee representative, futures representative and counsel to debtors regarding potential claims.	132.75
07/23/10	DEPT MTG/OTHER MTGS Internal meeting re open case issues	65.29
07/29/10	DEPT MTG/OTHER MTGS Committee call	74.69
08/09/10	DEPT MTG/OTHER MTGS Food for Committee meeting	83.71
08/10/10	DEPT MTG/OTHER MTGS Kosher food for 8/9 Committee meeting	17.20
08/16/10	DEPT MTG/OTHER MTGS Food for Committee meeting	107.29
08/23/10	DEPT MTG/OTHER MTGS Food for Committee meeting	81.34
08/25/10	DEPT MTG/OTHER MTGS Food for GUC Trust meeting	108.01
09/07/10	DEPT MTG/OTHER MTGS Committee Call refreshments	91.44
09/29/10	DEPT MTG/OTHER MTGS Committee Call refreshments	71.23
05/24/10	OTHER FEES J. Sharret, telephonic court appearance to listen to Judge's ruling in adversary proceeding.	51.00
06/11/10	OTHER FEES J. Sharret, telephonic court appearance to listen to Judge's ruling on New GM motion.	51.00
08/23/10	OTHER FEES CourtCall Telephonic Hearing Appearance	198.00
08/30/10	OTHER FEES CourtCall Telephonic Hearing Appearance	58.00
TOTAL DISBURSEMENTS AND OTHER CHARGES		<u>\$36,695.51</u>

EXHIBIT D-1

Summary of Time by Billing Category

Matter Number	Matter Name	Hours	Fees
068000-00001	CASE ADMINISTRATION	57.10	\$30,269.00
068000-00002	GENERAL ADVERSARY PROCEEDINGS	60.80	\$43,451.00
068000-00003	AUTOMATIC STAY MATTERS/RELIEF	1.60	\$661.50
068000-00004	INSURANCE AND OTHER BUSINESS OPERATIONS	65.50	\$47,006.50
068000-00005	MEETINGS WITH DEBTORS/OTHER MAJOR CONSTITUENTS	22.70	\$17,111.50
068000-00006	DIP FINANCING/CASH COLLATERAL	14.90	\$10,923.00
068000-00007	CLAIMS ADMINISTRATION & OBJECTIONS	204.10	\$121,820.50
068000-00008	CORPORATE & SECURITIES MATTERS	64.80	\$42,745.00
068000-00009	CREDITOR COMMUNICATIONS	85.70	\$43,498.00
068000-00010	COMMITTEE MEETINGS/COMMUNICATIONS	172.80	\$103,921.50
068000-00015	ENVIRONMENTAL ISSUES	76.70	\$40,487.50
068000-00016	HEARINGS	101.00	\$59,881.50
068000-00018	EXECUTORY CONTRACT	1.30	\$655.00
068000-00019	FEE APPLICATIONS AND FEE EXAMINER ISSUES	251.60	\$110,168.00
068000-00020	MONTHLY FEE STATEMENTS	63.20	\$21,255.75
068000-00022	APPELLATE ISSUES	7.00	\$3,309.00
068000-00023	TAX ISSUES	113.20	\$80,103.00
068000-00025	INTERNATIONAL ISSUES	11.10	\$7,025.00
068000-00026	RETENTION OF PROFESSIONALS	27.70	\$14,786.50
068000-00027	PLAN & DISCLOSURE STATEMENT	600.60	\$374,628.00
068000-00031	TRAVEL	10.55	\$7,452.50
068000-00032	MOTIONS	325.70	\$200,816.00
068000-00035	TORT/ASBESTOS ISSUES	861.70	\$522,094.50
068000-00039	363 TRANSACTION: REAL ESTATE ISSUES	0.50	\$252.50
068000-00040	OTHER ASSET SALES AND ANALYSIS	8.10	\$4,371.50
N/A	RESEARCH SERVICES	12.80	\$1,792.00
	Total	3,222.75	\$1,910,485.75

EXHIBIT D-2

Detail of Time by Billing Category

KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
PHONE 212.715.9100
FAX 212.715.8000

MOTORS LIQUIDATION COMPANY

November 15, 2010
When remitting,
please reference:
Invoice Number: 557576
068000

FOR PROFESSIONAL SERVICES rendered from June 1, 2010 through September 30, 2010,
as per the attached time detail.

FEES	\$1,937,402.00
LESS 50% DISCOUNT ON MATTER 20.....	(\$21,255.75)
LESS 50% DISCOUNT ON TRAVEL MATTER 31.....	(\$7,452.50)
RESEARCH SERVICES.....	<u>\$1,792.00</u>
TOTAL FEES	\$1,910,485.75
DISBURSEMENTS AND OTHER CHARGES	<u>\$36,695.51</u>
INVOICE TOTAL	<u>\$1,947,181.26</u>

Amounts due may be remitted by wire transfer.

To: Citibank, N.A.
Citicorp Center 153 E. 53rd Street NY, N.Y. 10043
ABA #021000089
Account: Kramer Levin Naftalis & Frankel LLP Money Market A\C 37613572
By Order of: Invoice No. 0000550151 DRAFT
Citibank Contact: Deborah Hosking (212) 559-8634

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

GENERAL MOTORS CREDITORS COMMITTEE
068000-00001 (CASE ADMINISTRATION)

November 15, 2010
Invoice No. 557576

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
BENTLEY, PHILIP	PARTNER	2.40	1,908.00
SCHMIDT, ROBERT T.	PARTNER	4.40	3,410.00
MAYER, THOMAS MOERS	PARTNER	4.50	4,275.00
SHARRET, JENNIFER	ASSOCIATE	18.90	9,684.00
BLABEY, DAVID E	ASSOCIATE	0.50	307.50
MACKSOUD, LAUREN M	ASSOCIATE	8.70	5,521.50
FRIEDMAN, JOSHUA	ASSOCIATE	2.40	955.50
CHAIKIN, REBECCA B.	PARALEGAL	<u>15.30</u>	<u>4,207.50</u>
TOTAL		<u>57.10</u>	<u>\$30,269.00</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
TELECOPIER	22.50
VELOBINDINGS	202.50
TABS	253.00
PHOTOCOPYING	1,090.50
COLOR COPIES	450.00
POSTAGE	1.49
LONG-DISTANCE TEL.	2,418.71
WESTLAW ON-LINE RESEARCH	10,121.65
LEXIS/NEXIS ON-LINE RESEARCH	11,284.66
COURTLINK SEARCHES	23.48
MESSENGER/COURIER	368.39
CORP. DOCUMENTS & MATERIALS	83.63

GENERAL MOTORS CREDITORS COMMITTEE
068000-00001 (CASE ADMINISTRATION)

November 15, 2010
Invoice No. 557576

<u>DESCRIPTION</u>	<u>AMOUNT</u>
CAB FARES	2,506.27
MEALS/IN-HOUSE	1,149.16
OUT-OF-TOWN TRAVEL	2,475.05
MEALS/T & E	90.60
DOCUMENT RETRIEVAL FEES	1,161.12
TRANSCRIPT FEES	1,541.20
DEPT MTG/OTHER MTGS	1,093.60
OTHER FEES	<u>358.00</u>
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$36,695.51</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/01/10	SHARRET, JENNIFER	Review hearing adjournments and case calendar.	0.10	50.50
06/02/10	SHARRET, JENNIFER	C/f with L. Macksoud re: general case issues (.6); call with FTI and T. Mayer re case issues, including Nova Scotia bank litigation, timeline for emergence, Alix fees (1.0).	1.60	808.00
06/02/10	CHAIKIN, REBECCA B.	Organize case files (.3); update case calendar (.9).	1.20	330.00
06/02/10	MAYER, THOMAS MOERS	Call w/FTI re (a) Nova Scotia litigation, (b) Bank litigation, (c) discussions with Alix, Weil re timetable to emergence, Alix' fees.	1.00	950.00
06/02/10	MACKSOUD, LAUREN M	Conferring with J. Sharret regarding status of case and open issues.	0.60	378.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/07/10	SHARRET, JENNIFER	C/f with T. Mayer and L. Macksoud re: various open GM issues (Deutsche bank, Alix partner fees, pending motions and scheduling Committee call) (.7), conf. R. Schmidt re same (.2).	0.90	454.50
06/07/10	MACKSOUD, LAUREN M	Conferring with T. Mayer and J. Sharret re various open case issues including Deutsche Bank set off and pending motions (.7), prep for same (.2).	0.90	567.00
06/07/10	MAYER, THOMAS MOERS	Conference L. Macksoud and J. Sharret re various open case issues including outstanding claims and pending motions.	0.70	665.00
06/07/10	SCHMIDT, ROBERT T.	O/c J. Sharret re pending case issues.	0.30	232.50
06/08/10	MACKSOUD, LAUREN M	Conferring with J. Sharret and R. Schmidt regarding work in progress list and discussing all open issues in case.	1.40	882.00
06/08/10	SHARRET, JENNIFER	Drafting task list of open items (.8); c/f with R. Schmidt and L. Macksoud re: case issues (1.4); emails to R. Schmidt re: case items (.4).	2.60	1,313.00
06/08/10	SCHMIDT, ROBERT T.	Meeting with J. Sharret and L. Macksoud to review status of open items including plan, asbestos and enviro matters.	1.40	1,085.00
06/09/10	SCHMIDT, ROBERT T.	Review WIP sheet and o/cs J. Sharret (.3); review case calendar (.1).	0.40	310.00
06/14/10	CHAIKIN, REBECCA B.	Update case calendar.	0.60	165.00
06/17/10	SHARRET, JENNIFER	T/c with A. Phillips re: various case issues (Tesla, Alix Partner retention)	0.30	151.50
06/18/10	SHARRET, JENNIFER	Reviewing FTI case update report (.6); comments to same (.4); emailing comments to FTI on draft report (.2).	1.20	606.00
06/21/10	CHAIKIN, REBECCA B.	Update case calendar.	0.50	137.50
06/24/10	CHAIKIN, REBECCA B.	Update case calendar (.8); update email macros, contact list and attendance sheet with new Law Debenture representative's information (.3).	1.10	302.50
06/28/10	CHAIKIN, REBECCA B.	Update case calendar (.4), email K. Cooperman re service of documents through Epiq (.1).	0.50	137.50
06/29/10	SHARRET, JENNIFER	T/c with A. Phillips of FTI re: misc open issues (fees, AP retention, plan, NUMMI, IPO)	0.20	101.00
07/01/10	CHAIKIN, REBECCA B.	Update case calendar.	0.50	137.50

GENERAL MOTORS CREDITORS COMMITTEE
068000-00001 (CASE ADMINISTRATION)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/06/10	MACKSOUD, LAUREN M	Conferring with J. Sharret regarding open issues and case management.	0.30	189.00
07/06/10	SHARRET, JENNIFER	C/f with L. Macksoud re: open case issues	0.30	151.50
07/07/10	SHARRET, JENNIFER	C/f with R. Schmidt re: open case issues (.2); reviewing case calendar (.1)	0.30	151.50
07/08/10	CHAIKIN, REBECCA B.	Organize case files.	0.20	55.00
07/09/10	SHARRET, JENNIFER	Organizing documents re: open GM issues	0.40	202.00
07/09/10	CHAIKIN, REBECCA B.	Update case calendar.	0.30	82.50
07/12/10	CHAIKIN, REBECCA B.	Update Client Matter numbers chart, distribute same.	0.30	82.50
07/13/10	CHAIKIN, REBECCA B.	Update case calendar.	0.40	110.00
07/14/10	SHARRET, JENNIFER	C/f with R. Schmidt re: open GM issues (.1); t/c with R. Schmidt and E. Fisher re: case-timing (.3)	0.40	202.00
07/16/10	SHARRET, JENNIFER	C/f with R. Schmidt re: open issues (tax benefits, 2004) (.3); reviewing AP services staffing report (.2).	0.50	252.50
07/21/10	SHARRET, JENNIFER	Reviewing/editing FTI case update report	1.70	858.50
07/21/10	FRIEDMAN, JOSHUA	Review FTI case update report (.4); email with J. Sharret re same (.1).	0.50	195.00
07/22/10	MACKSOUD, LAUREN M	Conferring with J. Sharret regarding case issues.	0.70	441.00
07/22/10	SHARRET, JENNIFER	C/f with L. Macksoud re: open case issues (including plan, asbestos, insurance etc...) (.7) reviewing FTI responses re: inquiry into case update report (1.2).	1.90	959.50
07/22/10	CHAIKIN, REBECCA B.	Emails with Epiq re cost of service to master service list vs specified parties.	0.20	55.00
07/22/10	MAYER, THOMAS MOERS	Conference J. Sharret and L. Macksoud re scheduling: review of plan, promised for Friday, committee call on plan, analysis prior to committee call.	0.20	190.00
07/23/10	MACKSOUD, LAUREN M	Telephone meeting with T. Mayer, J. Sharret, P. Bentley, D. Blabey and J. Friedman regarding open issues, asbestos issues and general plan process (.8), conferring with J. Sharret in preparation for same (.3), review related materials in preparation for same (.2).	1.30	819.00
07/23/10	FRIEDMAN, JOSHUA	Telephone meeting w/ T. Mayer, J. Sharret, P. Bentley, D. Blabey and L. Macksoud about case timing and open issues.	0.80	312.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00001 (CASE ADMINISTRATION)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/23/10	SHARRET, JENNIFER	Revising WIP list (.8); participate in telephone meeting (with T. Mayer, P. Bentley, L. Macksoud, D. Blabey and J. Friedman) re: open GM issues (.8)	1.60	808.00
07/23/10	CHAIKIN, REBECCA B.	Arrange for access to GM shared drive folders to be granted to M. Dorman.	0.20	55.00
07/23/10	BLABEY, DAVID E	Participate in portion of call with T. Mayer, P. Bentley, J. Sharret, L. Macksoud and J. Friedman re open case issues and estimation proceedings.	0.50	307.50
07/23/10	BENTLEY, PHILIP	Telephone meeting with T. Mayer, J. Sharret, L. Macksoud, D. Blabey and F. Friedman re open case issues.	0.80	636.00
07/26/10	CHAIKIN, REBECCA B.	Update email macros.	0.40	110.00
07/27/10	CHAIKIN, REBECCA B.	Update email macros (.5) and organize DIP and plan documents on shared drive (.2).	0.70	192.50
07/28/10	CHAIKIN, REBECCA B.	Update case calendar (.5) and outlook alerts (.1).	0.60	165.00
08/03/10	CHAIKIN, REBECCA B.	Update case calendar.	0.50	137.50
08/04/10	SCHMIDT, ROBERT T.	Review FTI case status report.	0.20	155.00
08/09/10	SHARRET, JENNIFER	T/c with L. Macksoud re: case issues, recovery analysis.	0.10	50.50
08/12/10	CHAIKIN, REBECCA B.	Assemble binders of local rules and case management orders (.3), mark-up same (.8).	1.10	302.50
08/16/10	CHAIKIN, REBECCA B.	Update email macros.	0.20	55.00
08/19/10	CHAIKIN, REBECCA B.	Update case calendar.	0.90	247.50
08/20/10	SHARRET, JENNIFER	Reviewing FTI case update report	0.50	252.50
08/25/10	MACKSOUD, LAUREN M	Meeting with J. Sharret and J. Friedman regarding WIP list.	0.80	504.00
08/25/10	FRIEDMAN, JOSHUA	O/m J. Sharret and L. Macksoud re: open case items.	0.80	312.00
08/25/10	SHARRET, JENNIFER	Meeting with L. Macksoud and J. Friedman re: case issues (claims objections, plan, GUC Trust, minutes, etc....) (.8); drafting list of open issues (.3).	1.10	555.50
08/27/10	SHARRET, JENNIFER	T/c with J. Santambrogio of FTI re: open issues	0.10	50.50
08/30/10	CHAIKIN, REBECCA B.	Update contact list (.1), update case calendar (.8), organize case files (.5).	1.40	385.00
08/31/10	CHAIKIN, REBECCA B.	Review email macro for lapsed email address.	0.20	55.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00001 (CASE ADMINISTRATION)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/07/10	MACKSOUD, LAUREN M	Conferring with J. Sharret regarding work in progress list.	0.30	193.50
09/07/10	SHARRET, JENNIFER	C/f with L. Macksoud re: WIP list and open GM issues	0.30	165.00
09/08/10	CHAIKIN, REBECCA B.	Update case calendar (.4), review case update emails (.4).	0.80	220.00
09/13/10	SHARRET, JENNIFER	T/c with L. Macksoud re: case status	0.20	110.00
09/13/10	CHAIKIN, REBECCA B.	Organize documents (working files and pre-petition docs) for records	0.40	110.00
09/16/10	SHARRET, JENNIFER	C/f with J. Friedman re: general case issues and WIP list	0.30	165.00
09/16/10	CHAIKIN, REBECCA B.	Update case calendar.	0.30	82.50
09/16/10	FRIEDMAN, JOSHUA	Conference w/ J. Sharret re open case issues and WIP list	0.30	136.50
09/20/10	MACKSOUD, LAUREN M	Conferring with J. Sharret regarding open issues and regarding hearing preparation for 9/24 hearing.	0.30	193.50
09/20/10	SHARRET, JENNIFER	C/f with L. Macksoud re: open GM issues/upcoming hearing	0.30	165.00
09/23/10	CHAIKIN, REBECCA B.	Update case calendar.	1.80	495.00
09/27/10	MACKSOUD, LAUREN M	Meeting with T. Mayer, P. Bentley, R. Schmidt and J. Sharret regarding all open issues	2.10	1,354.50
09/27/10	SCHMIDT, ROBERT T.	Mtg with T. Mayer, P. Bentley, J. Sharret and L. Macksoud re open issues including IPO, Asbestos, confirmation timing, claims	2.10	1,627.50
09/27/10	SHARRET, JENNIFER	Internal meeting with T. Mayer, R. Schmidt, P. Bentley and L. Macksoud on case issues, including asbestos and IPO.	2.00	1,100.00
09/27/10	MAYER, THOMAS MOERS	Conference with R. Schmidt, P. Bentley, L. Macksoud and J. Sharret re open issues including: asbestos settlement, P. Bentley memo predicting estimates from Debtors', ACC's, FCR's, UCC's experts and time lines on plan, IPO, asbestos litigation re delay, analysis of total unsecured claims, status of IPO analysis by FTI, and status of motion to enforce (2.1) and prepare for same (.5).	2.60	2,470.00
09/27/10	BENTLEY, PHILIP	Attend portion of conf with T. Mayer, R. Schmidt, L. Macksoud and J. Sharret re open case items	1.60	1,272.00
TOTAL			<u>57.10</u>	<u>\$30,269.00</u>

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
AUFSES III, ARTHUR H.	PARTNER	7.00	5,950.00
SCHMIDT, ROBERT T.	PARTNER	10.10	7,827.50
MAYER, THOMAS MOERS	PARTNER	1.80	1,710.00
SPARLING, STEVEN	PARTNER	7.80	5,577.00
FISHER, DAVID J	PARTNER	2.60	2,171.00
COHEN, JEREMY	ASSOCIATE	19.30	13,124.00
SHARRET, JENNIFER	ASSOCIATE	2.20	1,111.00
MACKSOUD, LAUREN M	ASSOCIATE	4.20	2,646.00
AMSTER, JASON S	ASSOCIATE	5.50	3,217.50
FRIEDMAN, JOSHUA	ASSOCIATE	<u>0.30</u>	<u>117.00</u>
TOTAL		<u>60.80</u>	<u>\$43,451.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/17/10	MAYER, THOMAS MOERS	Emails to/from S. Karotkin re failure of New GM to provide information re collateral valuation for Term Lender litigation or asbestos allowance (.3); emails from/to E. Fisher, T. Swett re Term Lender complaint (.1)	0.40	380.00
06/18/10	SCHMIDT, ROBERT T.	Review multiple emails re term loan litigation (.2); review draft and memorandum received re: same (.6).	0.80	620.00
06/21/10	MAYER, THOMAS MOERS	Email to A. Phillips re 2004 discovery in connection with bank litigation.	0.20	190.00
08/02/10	SCHMIDT, ROBERT T.	Review draft opposition to JPM summary judgment motion.	0.90	697.50
08/05/10	SCHMIDT, ROBERT T.	Review GM opposition to JPM summary judgment motion	0.50	387.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/17/10	MACKSOUD, LAUREN M	Drafting email to A. Aufses regarding bank litigation status and summary judgment motions (.5), conferring with J. Sharret and J. Friedman regarding status of proceeds of action (.4), reviewing litigation documents regarding status of proceeds (.8).	1.70	1,071.00
08/17/10	FRIEDMAN, JOSHUA	O/m w/ J. Sharret and L. Macksoud re: litigation proceeds and treasury.	0.30	117.00
08/17/10	AUFSES III, ARTHUR H.	Re JPMorganChase adversary proceeding: disc w/ T. Mayer (.2); review litigation papers (.7); disc w/ S. Sparling re same (.2).	1.10	935.00
08/17/10	SPARLING, STEVEN	Reviewed cross summary judgment papers (3.1) and drafted email re: same to A. Aufses (.2).	3.30	2,359.50
08/17/10	SHARRET, JENNIFER	C/f with L. Macksoud and Friedman regarding status of proceeds of action (.4); t/c with FTI, and c/f with T. Mayer and R. Schmidt re: bank litigation (.4).	0.80	404.00
08/17/10	MAYER, THOMAS MOERS	Call with A. Aufses re analyzing quality of Term Lender lawsuit.	0.30	285.00
08/17/10	SCHMIDT, ROBERT T.	T/c FTI and conf T. Mayer, J. Sharret re Bank litigation (.4); review of documents and pleadings re same (1.1). Review e/ms re bank lien issue (.7).	2.20	1,705.00
08/18/10	MACKSOUD, LAUREN M	Conferring with J. Cohen regarding pleadings filed in bank litigation.	0.40	252.00
08/18/10	AUFSES III, ARTHUR H.	Re JPMorganChase adversary proceeding: Disc w/ J. Cohen re assignment (.3); review bank litigation pleadings (2.2); meet w/ J. Cohen to review research issues (.1).	2.60	2,210.00
08/18/10	SCHMIDT, ROBERT T.	Review pleadings re bank adversary proceeding	0.90	697.50
08/18/10	COHEN, JEREMY	Conf. A. Aufses re assignment re GM summary judgment issue re: mistaken termination of UCC (.3); Analyze briefs and rule 7056 statements (2.0); Analyze key cases re mistaken UCC termination (4.1); Discuss briefs and key cases with A. Aufses (.1) and identify additional areas of research (1.8).	8.30	5,644.00
08/19/10	SPARLING, STEVEN	Reviewed court filings re cross summary judgment (4.4) and discussed same w/ A. Aufses (.1)	4.50	3,217.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/19/10	AUFSES III, ARTHUR H.	Review email with research results from J. Cohen (.1); discs w/ J. Cohen re same (.2).	0.30	255.00
08/19/10	COHEN, JEREMY	Additional research re mistaken UCC termination and agency authority (2.9); Email summary of research to A. Aufses (.9).	3.80	2,584.00
08/20/10	AUFSES III, ARTHUR H.	Review case law re adversary proceeding vs secured lenders.	0.60	510.00
08/20/10	SHARRET, JENNIFER	Email to D. Fisher re: bank lender's collateral as it relates to term loan litigation	0.20	101.00
08/20/10	COHEN, JEREMY	Research re: mistaken UCC termination (5.3); Compile talking points re: mistaken termination issue (.5); T/c w/ L. Macksoud re: UCC termination issue (.2)	6.00	4,080.00
08/20/10	MACKSOUD, LAUREN M	Conferring with J. Cohen regarding term loan litigation and UCC issues.	0.40	252.00
08/23/10	MACKSOUD, LAUREN M	Meeting with T. Mayer, A. Aufses, J. Sharret and J. Cohen regarding term loan litigation (.8), conferring with J. Cohen in advance of meeting (.2).	1.00	630.00
08/23/10	COHEN, JEREMY	Meeting w/ T. Mayer, L. Macksoud, J. Sharret and A. Aufses re: UCC termination issue (.8); conf L. Macksoud re same (.2) and emails w/A. Aufses re term loan litigation.(.2).	1.20	816.00
08/23/10	AUFSES III, ARTHUR H.	Review case law and summaries re termination issues (.8); discs w/ J. Cohen re same (.3); meet w/ T. Mayer, L. Macksoud, J. Sharret and J. Cohen re term loan litigation (.9); Exchange e-mails w/ J. Cohen re same (.4).	2.40	2,040.00
08/23/10	SHARRET, JENNIFER	Participate in part of conference with T. Mayer, L. Macksoud, A. Aufses and J. Cohen re: term loan litigation	0.60	303.00
08/23/10	MAYER, THOMAS MOERS	Conference with A. Aufses, J. Cohen, L. Macksoud, J. Sharret re litigation team's independent assessment of value of Term Lender Avoidance Action in light of Treasury's assertion of rights to same (.6). Call with B. Seidel of Butzel Long re Term Loan Avoidance Action (.3).	0.90	855.00
08/25/10	SCHMIDT, ROBERT T.	Review plaintiff reply summary judgment pleading (.6); and review related docs re same (.5)	1.10	852.50

GENERAL MOTORS CREDITORS COMMITTEE
068000-00002 (GENERAL ADVERSARY PROCEEDINGS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/27/10	SHARRET, JENNIFER	Emails with D. Fisher and FTI re: collateral issues for bank litigation	0.10	50.50
08/27/10	SCHMIDT, ROBERT T.	Review JPM reply papers and related summary judgment pleading	1.10	852.50
08/30/10	MACKSOUD, LAUREN M	Conferring with FTI and Butzel Long regarding bank lien on fixtures (.5), reviewing chart prepared by FTI in preparation for call (.2)	0.70	441.00
08/30/10	FISHER, DAVID J	Review e-mail communications re: fixtures issue (.3); telephone conference with J. Sharret re preparation for call (.2); conference call with FTI (J. Nores) and Butzel Long (E. Fisher) to discuss litigation, fixtures issues (.6); research re fixtures (.6); office conference with J. Amster re research on fixtures (.3); review materials on Asset Analysis (.4); conf with J. Sharret re same (.2).	2.60	2,171.00
08/30/10	AMSTER, JASON S	Research fixture v. equipment perfection case law	5.50	3,217.50
08/30/10	SCHMIDT, ROBERT T.	Review term litigation briefs	0.50	387.50
08/30/10	SHARRET, JENNIFER	T/c with D. Fisher re: collateral issue for bank litigation (.1); conference call with D. Fisher, FTI and Butzel Long re: bank litigation (.4)	0.50	252.50
08/31/10	SCHMIDT, ROBERT T.	Review T. Mayer e/ms re UST position re proceeds and rev docs re same and o/c J. Sharret re strategy (1.0); review UST filing re same (.1); review summary judgment papers (.9); conf T. Harkness re same (.1)	<u>2.10</u>	<u>1,627.50</u>
TOTAL			<u>60.80</u>	<u>\$43,451.00</u>

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
SHARRET, JENNIFER	ASSOCIATE	0.40	202.00
FRIEDMAN, JOSHUA	ASSOCIATE	0.90	377.00
CHAIKIN, REBECCA B.	PARALEGAL	<u>0.30</u>	<u>82.50</u>
TOTAL		<u>1.60</u>	<u>\$661.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/12/10	SHARRET, JENNIFER	T/c w/ J. Friedman re Schaeffer stipulation to lift stay and review email from Weil re same.	0.30	151.50
07/14/10	FRIEDMAN, JOSHUA	Review of Brittingham Lift Stay motion	0.50	195.00
07/21/10	CHAIKIN, REBECCA B.	Conf. J. Friedman re Bryant automatic stay motion and search case management orders for filing deadline.	0.30	82.50
08/10/10	SHARRET, JENNIFER	Reviewing email from Weil re: Alpheria/Bill Heard issue	0.10	50.50
09/29/10	FRIEDMAN, JOSHUA	Reviewing automatic stay motions (Roman Catholic Diocese of Pittsburgh and J. Townsend)	<u>0.40</u>	<u>182.00</u>
TOTAL			<u>1.60</u>	<u>\$661.50</u>

GENERAL MOTORS CREDITORS COMMITTEE
068000-00004 (INSURANCE AND OTHER BUSINESS OPERATIONS)

November 15, 2010
Invoice No. 557576

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
SCHMIDT, ROBERT T.	PARTNER	5.20	4,030.00
MAYER, THOMAS MOERS	PARTNER	0.10	95.00
REZNICK, ALLAN E.	PARTNER	28.90	22,975.50
SHARRET, JENNIFER	ASSOCIATE	0.70	353.50
MACKSOUD, LAUREN M	ASSOCIATE	30.60	19,552.50
TOTAL		<u>65.50</u>	<u>\$47,006.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/03/10	REZNICK, ALLAN E.	Conf. D. Berz re Remy asbestos litigation, automatic stay, core proceeding and excess insurance recovery strategy (.7) conf L. Macksoud re meeting with T. Mayer to discuss Jurisdiction (.2)	0.90	715.50
06/03/10	MACKSOUD, LAUREN M	Conferring with A. Reznick regarding meeting with T. Mayer regarding jurisdiction re: insurance issues.	0.20	126.00
06/04/10	REZNICK, ALLAN E.	Review coverage map re coverage under excess policies for Remy issues	0.50	397.50
06/07/10	MACKSOUD, LAUREN M	Conferring with A. Reznick regarding asbestos insurance issues.	0.40	252.00
06/07/10	REZNICK, ALLAN E.	Conf. D. Berz re Remy asbestos litigation and excess insurance recovery strategy (.5) conf L. Macksoud re asbestos insurance (.4)	0.90	715.50
06/08/10	REZNICK, ALLAN E.	Conference D. Berz re Remy coverage under excess policies (.3) t/c L. Macksoud re discussion of litigation strategy (.2)	0.50	397.50
06/08/10	MACKSOUD, LAUREN M	Conferring with A. Reznick regarding litigation strategy re: insurance issues.	0.20	126.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00004 (INSURANCE AND OTHER BUSINESS OPERATIONS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/09/10	MACKSOUD, LAUREN M	Meet with T. Mayer and A. Reznick regarding excess insurance (.3), call with Debtors' counsel regarding same (.2).	0.50	315.00
06/09/10	REZNICK, ALLAN E.	Research re Remy excess coverage (1.7) conference with T. Mayer and L. Macksoud re excess insurance (.3).	2.00	1,590.00
06/09/10	MAYER, THOMAS MOERS	Conference L. Macksoud, A. Reznick re asbestos excess insurance.	0.10	95.00
06/10/10	MACKSOUD, LAUREN M	Call with A. Reznick and T. Swett regarding asbestos insurance issues (.4); conferring with A. Reznick regarding automatic stay (.2), reviewing emails from A. Reznick regarding same and regarding meetings with counsels to debtors and asbestos committee regarding coverage (.2)	0.80	504.00
06/10/10	REZNICK, ALLAN E.	Conf L. Macksoud and T. Swett re excess insurance claims (.4) review policy recovery strategy (.2) conf. D. Berz re. litigation strategy and automatic stay (.3) proposed meeting among creditors and asbestos committees re Remy and excess recovery (.3) conf L. Macksoud re automatic stay and core proceeding (.2), conf and emails L. Macksoud re proposed meeting with Debtors and Asbestos Committee re excess coverage recovery strategy (.2)	1.60	1,272.00
06/14/10	MACKSOUD, LAUREN M	Conferring with Debtors' counsel and counsel to asbestos committee regarding Remy excess coverage claims (.4), schedule call regarding same (.2).	0.60	378.00
06/14/10	REZNICK, ALLAN E.	Conf D. Berz re S. Gilbert's argument for a negotiated solution with the excess carriers.	0.30	238.50
06/15/10	REZNICK, ALLAN E.	Emails to L. Macksoud re meeting re potential Remy excess coverage claims	0.20	159.00
06/16/10	REZNICK, ALLAN E.	Emails and v/ms to D. Berz, L. Macksoud and T. Swett re conference call to discuss ACC strategy re excess coverage issue.	0.40	318.00
06/17/10	REZNICK, ALLAN E.	Conf D. Berz re conf call with T. Swett et al re Remy excess coverage issue.	0.30	238.50

GENERAL MOTORS CREDITORS COMMITTEE
068000-00004 (INSURANCE AND OTHER BUSINESS OPERATIONS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/18/10	REZNICK, ALLAN E.	Conf T. Swett, D. MacKay re advice to ACC and strategy for negotiating claims from excess carriers (.7) emails with D. Berz and A. Kirkman re same (.5) emails and v/m to L. Macksoud re scheduling meeting with ACC to discuss strategy re excess coverage (.3.)	1.50	1,192.50
06/21/10	REZNICK, ALLAN E.	Emails to L. Macksoud re conf call with T. Swett and proposed meeting with ACC.	0.20	159.00
06/25/10	REZNICK, ALLAN E.	Analysis of excess coverage strategy.	0.40	318.00
06/28/10	REZNICK, ALLAN E.	Schedule meeting with ACC, emails to L. Macksoud re asbestos insurance.	0.20	159.00
06/29/10	REZNICK, ALLAN E.	Review strategy re excess carriers	0.20	159.00
06/30/10	REZNICK, ALLAN E.	Attend ACC meeting re recovery from excess insurers.	0.20	159.00
07/01/10	REZNICK, ALLAN E.	Review insurance coverage map.	0.40	318.00
07/05/10	REZNICK, ALLAN E.	Emails to L. Macksoud regarding attendance of asbestos committee consultant at 7/6 Meeting with asbestos committee re excess insurance policies.	0.30	238.50
07/06/10	MACKSOUD, LAUREN M	Meeting with asbestos insurance committee representative, futures representative and counsel to debtors regarding potential claims (1.8), preparation for same (.6), drafting follow up email to R. Schmidt regarding same (.4).	2.80	1,764.00
07/06/10	REZNICK, ALLAN E.	Prep for (.6) and attendance at ACC meeting with D. Berz, T. Swett, L. Macksoud, S. Gilbert et al to discuss potential claims-related issues (1.8).	2.40	1,908.00
07/07/10	MACKSOUD, LAUREN M	Drafting email to R. Schmidt regarding asbestos insurance issues (.3), conferring with A. Reznick regarding same (.1)	0.40	252.00
07/07/10	REZNICK, ALLAN E.	Discuss with T. Swett strategy for Negotiation re excess coverage, conf L. Macksoud re same.	0.50	397.50
07/07/10	SCHMIDT, ROBERT T.	Review email from L. Macksoud and analysis re coverage issues.	1.00	775.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00004 (INSURANCE AND OTHER BUSINESS OPERATIONS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/08/10	MACKSOUD, LAUREN M	Meeting with A. Reznick, R. Schmidt and J. Sharret regarding insurance issues (1.3), preparation for meeting including, reviewing memo drafted for committee and other relevant documents (.7), call with A. Reznick and D. Berz regarding strategy (.4), call with A. Philips regarding potential discussion with Alix (.4).	2.80	1,764.00
07/08/10	SCHMIDT, ROBERT T.	Review excess insurance coverage charts and memo re same (.9); meeting with A. Reznick, J. Sharret and L. Macksoud re coverage litigation strategy (1.2); call FTI re insurance; o/cs A. Reznick re same (.3).	2.40	1,860.00
07/08/10	SHARRET, JENNIFER	Conference with R. Schmidt, L. Macksoud, A. Reznick re: insurance issues.	0.70	353.50
07/08/10	REZNICK, ALLAN E.	Attend part of meeting with R. Schmidt, J. Sharret and L. Macksoud re negotiation strategy regarding excess coverage.	0.30	238.50
07/09/10	MACKSOUD, LAUREN M	Conferring with FTI regarding insurance issues generally and how they relate to the plan (.8), emailing with J. Sharret, D. Blabey and R. Schmidt regarding same and relation to 2004 request (.5), reviewing Qualcom case (.6), conferring with A. Reznick and T. Swett regarding update on call with Alix (.3), reviewing notes on terms of insurance policies (.5).	2.70	1,701.00
07/09/10	SCHMIDT, ROBERT T.	E/ms L. Macksoud re insurance issues and review research memo (.5); update calls with L. Macksoud and A. Reznick (.1).	0.60	465.00
07/12/10	REZNICK, ALLAN E.	Request to interview K. Scroggan and approach to GM management.	0.40	318.00
07/16/10	MACKSOUD, LAUREN M	Reviewing correspondence to and from New GM's general counsel re asbestos insurance issues (.4), reviewing stipulation re same referenced by counsel (.5).	0.90	567.00
07/27/10	REZNICK, ALLAN E.	Review T. Swett email re: K. Scroggan interview.	0.10	79.50
07/28/10	REZNICK, ALLAN E.	Review correspondence between T. Swett and L. Buonomo regarding grading interview of K. Scroggan.	0.20	159.00
08/09/10	SCHMIDT, ROBERT T.	Review insurance analysis.	0.20	155.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00004 (INSURANCE AND OTHER BUSINESS OPERATIONS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/27/10	REZNICK, ALLAN E.	Review T. Swett emails re meeting with Scroggin re excess coverage.	0.30	238.50
08/30/10	REZNICK, ALLAN E.	Review T. Swett email re Scroggin meeting re excess coverage (.3); conf. L. Macksoud re proposed attendees for same (.3); Email to T. Swett re Scroggin meeting (.2).	0.80	636.00
09/01/10	REZNICK, ALLAN E.	Review coverage map for K. Scroggin meeting.	0.30	238.50
09/02/10	REZNICK, ALLAN E.	Review coverage map re excess coverage for K. Scroggin meeting.	0.30	238.50
09/07/10	REZNICK, ALLAN E.	T/c L. Macksoud re K. Scroggin meeting.	0.30	238.50
09/07/10	MACKSOUD, LAUREN M	Conferring with A. Reznick regarding meeting with K. Scroggin.	0.20	129.00
09/10/10	REZNICK, ALLAN E.	Review coverage chart, memos, and sample declaration pages regarding excess coverage.	0.50	397.50
09/13/10	MACKSOUD, LAUREN M	Conferring with A. Reznick regarding meeting with K. Scroggin	0.20	129.00
09/13/10	REZNICK, ALLAN E.	Conf. with K. Scroggin re Excess coverage (.1); conf L. Macksoud re same (.2).	0.30	238.50
09/14/10	MACKSOUD, LAUREN M	Conferring with A. Reznick regarding preparation for meeting with K. Scroggin.	0.40	258.00
09/14/10	REZNICK, ALLAN E.	Conf. L. Macksoud re preparation for meeting w/K. Scroggin; review coverage map re excess coverage.	0.50	397.50
09/15/10	MACKSOUD, LAUREN M	Conferring with counsel to ACC regarding motion to resolve open issues with New GM.	0.40	258.00
09/15/10	REZNICK, ALLAN E.	Review coverage map and memos in preparation for 9/21 interview with K. Scroggin (former GM risk manager).	0.50	397.50
09/16/10	REZNICK, ALLAN E.	Emails to/from L. Macksoud re Claro Group and strategy for recovery from excess policies (.4); emails T. Swett re meeting at GM (.2).	0.60	477.00
09/17/10	REZNICK, ALLAN E.	Review Dickstein (Kellner) "All Sums" memo (.3) review coverage map (.1).	0.40	318.00
09/20/10	MACKSOUD, LAUREN M	Meeting with A. Reznick regarding meeting w/K. Scroggin (.8), conferring with counsel to ACC regarding same (.6) preparation for meeting (.8).	2.20	1,419.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00004 (INSURANCE AND OTHER BUSINESS OPERATIONS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/20/10	REZNICK, ALLAN E.	Review emails re K. Scroggin meeting (.2); review coverage map (.4); conf and t/cs L. Macksoud re strategy for K. Scroggin meeting (.8); review Kellner memos re strategy for recovery of excess coverage (.3), conf L. Macksoud re inter creditor issues under POR (.2)	1.90	1,510.50
09/21/10	MACKSOUD, LAUREN M	Attending meeting with A. Reznick, K. Scroggin, ACC and Futures Representative (3.3), reviewing relevant documents in preparation for same (10.0), emails with A. Reznick re same (.4).	13.70	8,836.50
09/21/10	REZNICK, ALLAN E.	Review memos in preparation for meeting to interview K. Scroggin (1.2), emails L. Macksoud regarding notice issue pursuant to post-1971 policies incurrence reported (.4); meeting with L. Macksoud, S. Gilbert, D. White, K. Scroggin, J. Wehner re regarding excess recovery issues, potential fraudulent conveyance issues regarding 2008 Royal Settlement, counsel to GM for Royal Settlement, potential recovery against various insurers (3.3)	4.90	3,895.50
09/22/10	MACKSOUD, LAUREN M	Meeting with A. Reznick regarding meeting w/K. Scroggin.	0.40	258.00
09/22/10	REZNICK, ALLAN E.	Conf. L. Macksoud re interview with K. Scroggin	0.40	318.00
09/23/10	MACKSOUD, LAUREN M	Meeting with A. Reznick and R. Schmidt regarding meeting w/K. Scroggin and next steps.	0.50	322.50
09/23/10	SCHMIDT, ROBERT T.	Review insurance memo and chart (.3); e/ms L. Macksoud (.2) re same; conf. L. Macksoud & A. Reznick re same (.5).	1.00	775.00
09/23/10	REZNICK, ALLAN E.	Meeting with R. Schmidt and L. Macksoud regarding meeting w/K. Scroggin and next steps.	0.50	397.50
09/24/10	MACKSOUD, LAUREN M	Conferring with A. Reznick regarding conversation with D. Berz regarding asbestos insurance.	0.30	193.50
09/24/10	REZNICK, ALLAN E.	Conf L. Macksoud re conference with D. Berz regarding K. Scroggin meeting and need to speak with K. Henry (.5); v/m K. Henry re follow-up re Scroggin meeting (.3).	0.80	636.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00004 (INSURANCE AND OTHER BUSINESS OPERATIONS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/28/10	REZNICK, ALLAN E.	V/m K. Henry re excess coverage (.1); analysis of possible claim against brokerage (.3).	0.40	318.00
09/29/10	REZNICK, ALLAN E.	Email K. Henry re: excess coverage; review K. Henry email re strategy for excess recovery.	0.30	238.50
TOTAL			<u>65.50</u>	<u>\$47,006.50</u>

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
BENTLEY, PHILIP	PARTNER	0.20	159.00
SCHMIDT, ROBERT T.	PARTNER	3.50	2,712.50
MAYER, THOMAS MOERS	PARTNER	7.40	7,030.00
CATON, AMY	PARTNER	1.60	1,136.00
WARREN, CHARLES S	PARTNER	1.50	1,155.00
ROSENSAFT, JODI	ASSOCIATE	1.50	945.00
SHARRET, JENNIFER	ASSOCIATE	3.80	1,928.00
MACKSOUD, LAUREN M	ASSOCIATE	<u>3.20</u>	<u>2,046.00</u>
TOTAL		<u>22.70</u>	<u>\$17,111.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/30/10	MAYER, THOMAS MOERS	Prep for August 3 meeting with Weil Gotshal on plan changes, including early delivery of bullet point list of plan items.	0.70	665.00
07/31/10	SHARRET, JENNIFER	Reviewing various emails from S. Karotkin and T. Mayer re: meeting with Weil on plan.	0.20	101.00
08/02/10	SHARRET, JENNIFER	Emails to C. Warren re: meeting with Weil re Plan	0.10	50.50
08/04/10	SCHMIDT, ROBERT T.	Review FTI memo re meeting with new GM.	0.20	155.00
08/05/10	ROSENSAFT, JODI	Meeting with debtors' counsel re Plan.	1.50	945.00
08/05/10	WARREN, CHARLES S	Meeting with Debtor's counsel on Plan issues.	1.50	1,155.00

GENERAL MOTORS CREDITORS COMMITTEE

November 15, 2010

068000-00005 (MEETINGS WITH DEBTORS/OTHER MAJOR CONSTITUENTS)

Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/05/10	MAYER, THOMAS MOERS	Meeting at Weil Gotshal with S. Karotkin, J. Smolinsky, M. Meises, D. Berz. C. Warren, J. Sharret and J. Rosensaft to discuss Alix Retention motion, reports on plan progress, Weil's plan to provide statement on the record of projected dates for plan/disclosure statement filing, disclosure statement hearing and confirmation hearing, status of environmental negotiations, plan issues, asbestos discovery.	1.50	1,425.00
08/05/10	SHARRET, JENNIFER	Attend meeting with T. Mayer, J. Rosensaft, C. Warren and Weil re: plan issues (1.5); Drafting summary of meeting with Debtors on plan issues (1.0); drafting talking points for meeting with Debtors on plan (.8)	3.30	1,666.50
08/18/10	MAYER, THOMAS MOERS	Negotiations with US Treasury: Prep for call by reviewing emails re non-recourse language applicable to adversary proceeding against Term Lenders, review execution copy of Wind-Down Loan Agreement version attached to entered order approving same, review order approving Wind-Down Loan Agreement (1.0); participate in call with US Treasury lawyers from Cadwalader, US Atty, KL & FTI teams re US Treasury's views on its administrative expense claim and application to both adversary proceeding and asbestos insurance, budget for litigation, including setting up call with Bates White (.5); post-call discussion with KL & FTI teams as to how to proceed vs. Treasury, next steps with Debtors (.5); call with A. Rosenberg re state of play with Treasury, GUC Trust and Alix retention as part of Disclosure Statement (.5).	2.50	2,375.00
08/18/10	CATON, AMY	Review wind-down loan issues for prep for call w/ UST (1.0); attend call (.6)	1.60	1,136.00
08/18/10	MACKSOUD, LAUREN M	Conference call with treasury regarding bank litigation (.8), reviewing DIP loan docs and order in preparation for same (.2), reviewing email from J. Friedman regarding same (.1), reviewing email from A. Caton regarding same (.1)	1.20	756.00
08/18/10	BENTLEY, PHILIP	Attend portion of conf call with Treasury re wind down issues	0.20	159.00

GENERAL MOTORS CREDITORS COMMITTEE

November 15, 2010

068000-00005 (MEETINGS WITH DEBTORS/OTHER MAJOR CONSTITUENTS) Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/18/10	SCHMIDT, ROBERT T.	Participate on portion of call with Cadwalader, Treasury, FTI re plan budget (.4); confs T. Mayer and J. Sharret re same (.2)	0.60	465.00
09/10/10	MAYER, THOMAS MOERS	Meeting with M. Dowd, D. Jones, R. Schmidt, and Cadwalader's Washington team re post-effective date budget, coming litigation to "quiet title" to lawsuit against Term Lenders, dilution issues (1.5); conferences, emails with R. Schmidt, A. Phillips, M. Williams re same (.5).	2.00	1,900.00
09/10/10	SCHMIDT, ROBERT T.	Review budget related presentation materials in prep for mtg with US Atty and US Treasury (.8), conf. T. Mayer re same (.2); mtg with D. Jones and M. Dowd and T. Mayer re same (1.2).	2.20	1,705.00
09/13/10	SHARRET, JENNIFER	T/c with R. Schmidt re: meeting with Treasury	0.20	110.00
09/30/10	MACKSOUD, LAUREN M	Prepare for (1.0) and participate in conference call with Treasury regarding wind down budget (.7), call with committee chair regarding same (.3)	2.00	1,290.00
09/30/10	MAYER, THOMAS MOERS	Call with Treasury, M. Williams re budget & expenses.	0.70	665.00
09/30/10	SCHMIDT, ROBERT T.	Participate on conference call with Treasury, Cadwalader, Dept. of Justice and Committee Chair re post confirmation budget and related issues	<u>0.50</u>	<u>387.50</u>
TOTAL			<u>22.70</u>	<u>\$17,111.50</u>

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
MAYER, THOMAS MOERS	PARTNER	1.50	1,425.00
CATON, AMY	PARTNER	7.80	5,538.00
FISHER, DAVID J	PARTNER	3.50	2,922.50
SHARRET, JENNIFER	ASSOCIATE	2.00	1,010.00
CHAIKIN, REBECCA B.	PARALEGAL	0.10	27.50
TOTAL		<u>14.90</u>	<u>\$10,923.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/22/10	SHARRET, JENNIFER	C/f with T. Mayer re: liens on bank litigation (.2); t/c with A. Caton re: liens on bank litigation (.1); reviewing amended DIP order (.1) and email to T. Mayer and A. Caton re: same (.2).	0.60	303.00
07/22/10	CATON, AMY	Review emails re bank claims from T. Mayer (.2); call J. Sharret re same (.2); research old correspondence re same (.4).	0.80	568.00
07/23/10	CATON, AMY	Review emails from T. Mayer re second int in avoidance action (.2); research and review docs re same (.8).	1.00	710.00
07/23/10	MAYER, THOMAS MOERS	Conference A. Caton re response to D. Mintz's questions re Term Loan 2009.	0.20	190.00
07/23/10	SHARRET, JENNIFER	Reviewing email from T. Mayer re: DIP liens	0.10	50.50
07/26/10	CATON, AMY	Review wind-down agreement and other docs re UST claims on bank avoidance action (1.3); draft memo re same (.8); o/c T. Mayer re same (.3); o/c E. Wechsler (.2), K. Kopelman (.1) re same, call J. Mintz re same (.2)	2.90	2,059.00
07/26/10	SHARRET, JENNIFER	T/c with A. Caton re: DIP/Sale issues re: bank litigation	0.30	151.50

GENERAL MOTORS CREDITORS COMMITTEE
068000-00006 (DIP FINANCING/CASH COLLATERAL)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/26/10	MAYER, THOMAS MOERS	Call with D. Mintz re provisions in DIP Loan Agreement & Order concerning lien on Term Loan litigation (.2), conference with A. Caton re further work re same and July 27 call re same (.3).	0.50	475.00
07/27/10	CATON, AMY	Review docs and emails re avoidance actions against lenders (1.8); call w D. Mintz re same (.2) and call w/D. Fisher re same and nonrecourse provision (.3); prep for and call w/UST, D. Mintz re same (.5), call w A. Phillips, J. Santambrogio re update from call, other plan issues (.3)	3.10	2,201.00
07/27/10	FISHER, DAVID J	Telephone conferences with A. Caton re avoidance actions (.4); review Order, DIP Credit Agreement in context of issues re administrative claims recourse (1.2); research re "Recourse/Non-Recourse" in context of Loan obligations (.6); e-mail to A. Caton re analysis of DIP Credit Agreement and certain sections re recourse/non-recourse/remedies (.4); conference call with Treasury, A. Caton. T. Mayer re DIP Credit Agreement, Collateral Coverage, Recourse (.7); conversations with T. Mayer and A. Caton re same (.2).	3.50	2,922.50
07/27/10	CHAIKIN, REBECCA B.	Pull hearing transcript excerpt re A. Caton's argument re DIP issues.	0.10	27.50
07/27/10	SHARRET, JENNIFER	Reviewing transcripts re: DIP order (.6); reviewing DIP order (.4).	1.00	505.00
07/27/10	MAYER, THOMAS MOERS	Conference with A. Caton to prep for (.2) and participate in (.3) call with D. Mintz of US Attorneys' Office re limited recourse of Treasury DIP Loan (.3).	<u>0.80</u>	<u>760.00</u>
TOTAL			<u>14.90</u>	<u>\$10,923.00</u>

GENERAL MOTORS CREDITORS COMMITTEE
068000-00007 (CLAIMS ADMINISTRATION & OBJECTIONS)

November 15, 2010
Invoice No. 557576

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
SCHMIDT, ROBERT T.	PARTNER	44.10	34,177.50
MAYER, THOMAS MOERS	PARTNER	5.20	4,940.00
CATON, AMY	PARTNER	2.40	1,704.00
O'NEILL, P. BRADLEY	PARTNER	17.80	12,638.00
HOROWITZ, GREGORY A.	PARTNER	1.90	1,425.00
ROSENSAFT, JODI	ASSOCIATE	0.90	567.00
ERREA, JULIA B	ASSOCIATE	4.30	2,365.00
SHARRET, JENNIFER	ASSOCIATE	44.70	22,753.50
MACKSOUD, LAUREN M	ASSOCIATE	40.40	25,494.00
FRIEDMAN, JOSHUA	ASSOCIATE	36.60	14,508.00
CHAIKIN, REBECCA B.	PARALEGAL	3.70	1,017.50
COLBOURNE, PAUL E.	OTHER TKPR	<u>2.10</u>	<u>231.00</u>
TOTAL		<u>204.10</u>	<u>\$121,820.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/01/10	MACKSOUD, LAUREN M	Call with Alix and FTI regarding status of ADR process.	0.40	252.00
06/01/10	FRIEDMAN, JOSHUA	Review and summarize recently filed NUMMI declarations.	0.60	234.00
06/02/10	SHARRET, JENNIFER	Emails to T. Mayer and A. Caton re Bermudez motion (.2), conf. L. Macksoud re Deutsche Bank set off and Bedford site (.2).	0.40	202.00
06/02/10	HOROWITZ, GREGORY A.	Conferring w/ L. Macksoud re: Nova Scotia Litigation	0.40	300.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/02/10	MACKSOUD, LAUREN M	Conferring with G. Horowitz regarding Nova Scotia litigation (.4), gathering documents regarding same (.2). Call with T. Mayer and FTI regarding possible settlement with New GM regarding Strasbourg, Bedford properties and Deutsche Bank setoff motion (.6), conferring with J. Sharret regarding same (.2), call with FTI regarding same (.3), drafting and revising summary to be sent to committee regarding same (1.8), conferring with debtors' conflicts counsel regarding same (.3).	3.80	2,394.00
06/03/10	MACKSOUD, LAUREN M	Conferring with debtors' conflicts counsel regarding Deutsche Bank setoff motion (.4), reviewing sale order in conjunction with same (.3), drafting memo to be sent to committee regarding same (.7), conferring with J. Sharret regarding same (.2), drafting email to T. Mayer regarding same (.2)	1.80	1,134.00
06/03/10	SHARRET, JENNIFER	Reviewing Deutsche Bank memo (.6) and c/f with L. Macksoud re: same (.2).	0.80	404.00
06/07/10	SHARRET, JENNIFER	Reviewing Debtors' draft reply to Bermudez motion on late filed claim (.8); revising summary of Bermudez issue (.4) and email to T. Mayer and R. Schmidt re same (.1); reviewing Deutsche Bank pleadings (.4).	1.70	858.50
06/07/10	FRIEDMAN, JOSHUA	Review Debtors' opposition to Bermudez motion	0.40	156.00
06/07/10	HOROWITZ, GREGORY A.	Discussion with T. Mayer re Nova Scotia (.1), review docs re Nova Scotia claim (1.4).	1.50	1,125.00
06/07/10	SCHMIDT, ROBERT T.	T/c R. Barkasy re Bermudez late claim and review motion (.9); review research re same (.4).	1.30	1,007.50
06/07/10	MACKSOUD, LAUREN M	Reviewing and revising memo to committee regarding Deutsche Bank setoff motion.	0.40	252.00
06/08/10	MACKSOUD, LAUREN M	Call with M. Williams regarding Deutsche Bank setoff motions (.4), call with debtors' conflicts counsel regarding same (.2)	0.60	378.00
06/08/10	SHARRET, JENNIFER	T/c with J. Friedman re: research on informal proofs of claims (.2); emails w/Weil, R. Schmidt & A. Phillips re NUMMI (.3); review emails re Deutsche Bank pleading (.2); emails w/Weil re Bermudez claim (.1); phone call w/J. Smolinsky re motion to expunge debt claims (.2).	1.00	505.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00007 (CLAIMS ADMINISTRATION & OBJECTIONS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/08/10	FRIEDMAN, JOSHUA	Research re: informal/ late-filed proofs of claim (7.7); t/c with J. Sharret re: same (.2)	7.90	3,081.00
06/08/10	MAYER, THOMAS MOERS	Call with R. Barkasy re Bermudez late claim/informal proof of claim motion (.2); Call with M. Williams re committee position on Deutsche Bank set off (.2).	0.40	380.00
06/08/10	SCHMIDT, ROBERT T.	Review Deutsche Bank set off documents (.7), emails with Weil, A. Phillips and J. Sharret re NUMMI (.3).	1.00	775.00
06/09/10	MACKSOUD, LAUREN M	Call with Debtors' conflicts counsel regarding Deutsche Bank setoff motion and response thereto.	1.20	756.00
06/09/10	ERREA, JULIA B	Review Tesla documents for NUMMI claim (2.7). Meeting with J. Rosensaft re same (.4).	3.10	1,705.00
06/09/10	SHARRET, JENNIFER	Reviewing pleadings re: NUMMI (1.2); conf with FTI, J. Friedman and R. Schmidt re: NUMMI claims (.5); conf with Weil, FTI, J. Friedman and R. Schmidt re: NUMMI claims (1.1); drafting summary of NUMMI issues and Tesla sale (.4) revising summary of Bermudez motion (1.5); circulating Bermudez summary to committee (.1); t/c with Weil re: procedures for filing objections to claims (.2)	5.00	2,525.00
06/09/10	ROSENSAFT, JODI	Call with J. Errea re: summary of Tesla/ NUMMI purchase agreement and related SEC filings.	0.40	252.00
06/09/10	FRIEDMAN, JOSHUA	Continue research (2.9) and write up findings (3.1) on informal/late proofs of claims. C/f w/ Debtors, J. Sharret and R. Schmidt re: NUMMI (1.1); C/f w/ FTI, J. Sharret and R. Schmidt re: NUMMI (.5); reviewing related NUMMI documents (.5).	8.10	3,159.00
06/09/10	SCHMIDT, ROBERT T.	Review NUMMI documents (.3) and o/cs FTI, J. Sharret and J. Friedman re same (.5); conf call FTI, Alix, WGM and J. Sharret re NUMMI strategy (1.0); review memo re same (.3); review Tesla docs and corresp (1.1); edit memo re NUMMI and Tesla to Committee (.5) and o/cs J. Sharret re same (.1); Review research re informal claims (.6); review Bermudez motion and related materials (.3)	4.70	3,642.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/10/10	ERREA, JULIA B	Meeting with J. Rosensaft re review of Tesla documents for NUMMI claim (.3). Revised summary of Tesla documents per J. Rosensaft comments (.2).	0.50	275.00
06/10/10	ROSENSAFT, JODI	Reviewing NUMMI/ Tesla acquisition documents and Tesla SEC filings (.2); meeting with J. Errea re: conclusions as to timing of NUMMI/ Tesla acquisition and Tesla IPO (.3).	0.50	315.00
06/10/10	MACKSOUD, LAUREN M	Drafting email to P. O'Neill regarding status of Nova Scotia bond issues.	0.30	189.00
06/10/10	SCHMIDT, ROBERT T.	Revise summary of NUMMI/ Tesla issues and reference related documents (.9); t/c B. Bressler (.1) and J. Smolinsky (.2) re Bermadez issues; review related papers (.6); draft e/m to J. Sharret and J. Smolinsky re potential Bermadez resolution (.2); review FTI analysis (.8); review research memo on late claims (.4); review draft Nova Scotia complaint and related legal analysis (1.1); o/c P. O'Neill re same (.2)	4.50	3,487.50
06/10/10	SHARRET, JENNIFER	Reviewing email from Weil re: NUMMI claim/ Tesla issues (.2); emails w/ J. Errera re Tesla IPO (.4).	0.60	303.00
06/10/10	O'NEILL, P. BRADLEY	Review Nova Scotia complaint and memo from Butzel (1.2); review background materials re same from L. Macksoud (1.6); conf. R. Schmidt re same (.2).	3.00	2,130.00
06/11/10	MACKSOUD, LAUREN M	Reviewing Nova Scotia complaint and related documents in preparation for meeting with P. O'Neill regarding same (1.1), conferring with P. O'Neill and R. Schmidt regarding background of case and strategy going forward (.7), conferring with R. Chaikin regarding Nova Scotia documents for P. O'Neill (.4) conferring with conflicts counsel regarding standing issues (.2), t/c J. Sharret re Deustche Bank claim and objection deadline (.2).	2.60	1,638.00
06/11/10	ERREA, JULIA B	Research question re deadline to obtain financing in Tesla documents for NUMMI claim.	0.70	385.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/11/10	SHARRET, JENNIFER	T/c with J. Santambrogio re: NUMMI claims (.2); t/c with L. Macksoud re: Deutsche Bank claims and setting of objection deadline (.2); emails w/J. Errera re Tesla IPO/NUMMI (.3); review emails w/ R. Schmidt & Weil re NUMMI (.2).	0.90	454.50
06/11/10	CHAIKIN, REBECCA B.	Assemble Nova Scotia documents for P. O'Neill (.6), confs. L. Macksoud re same (.4).	1.00	275.00
06/11/10	SCHMIDT, ROBERT T.	Prep for and participate on conf call with P. O'Neill re Nova Scotia litigation issues (1.1); conf. L. Macksoud and P. O'Neill re Nova Scotia background and strategy (.7); further review NUMMI papers (1.1) and conf call J. Smolinsky, J. Sharret re same (.2); review documents and memo re Tesla IPO (.8); review FTI report re same (.6)	4.50	3,487.50
06/11/10	O'NEILL, P. BRADLEY	Meet with L. Macksoud and R. Schmidt re Nova Scotia case background and strategy.	0.50	355.00
06/13/10	SCHMIDT, ROBERT T.	E/ms to and from J. Smolinsky re Bermudez and NUMMI pleadings (.3); review documents related to same (.7).	1.00	775.00
06/13/10	SHARRET, JENNIFER	Review email from R. Schmidt re NUMMI and Bermudez pleadings.	0.10	50.50
06/14/10	MACKSOUD, LAUREN M	Conferring with debtors' counsel regarding stipulation for Deutsche Bank setoff motion (.3), conferring with M. Williams regarding same (.2). Drafting email to R. Schmidt regarding same (.3).	0.80	504.00
06/14/10	CATON, AMY	O/c P. O'Neill re GM Nova Scotia claims and reviewing complaint for same.	0.30	213.00
06/14/10	SCHMIDT, ROBERT T.	Revise and execute Deutsche Bank scheduling stipulation (.1); o/c L. Macksoud re same (.3); o/c J. Sharret re bond clam objection (.1); review NUMMI and Bermudez documents and status of same (.8); o/c J. Sharret re next day hearing re same (.1)	1.40	1,085.00
06/14/10	MAYER, THOMAS MOERS	Call with potential counsel re role in connection with Nova Scotia litigation.	0.30	285.00
06/14/10	O'NEILL, P. BRADLEY	O/c with A. Caton re GM Nova Scotia claims	0.30	213.00

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06/14/10	SHARRET, JENNIFER	T/c with R. Brooks re: omnibus motion to object to debt claims (.2); email to M. Williams re: same (.3); Emails with M. Williams, conflicts counsel and ex officio asbestos committee re: Nova Scotia issues (.6).	1.10	555.50
06/15/10	CHAIKIN, REBECCA B.	Assemble Nova Scotia Bar Date materials for J. Sharret.	0.40	110.00
06/15/10	O'NEILL, P. BRADLEY	TC w/J. Sharret re pleadings on Nova Scotia issues	0.20	142.00
06/15/10	SHARRET, JENNIFER	Email w/FTI re: potential settlement of Soders/Gibson claim (.4); T/c with P. O'Neill re: pleadings on Nova Scotia issues (.2) and emails with R. Chaikin re same (.1).	0.70	353.50
06/16/10	MACKSOUD, LAUREN M	Conferring with E. Fisher regarding draft adversary proceeding complaint.	0.20	126.00
06/16/10	O'NEILL, P. BRADLEY	Review papers and pleadings re Nova Scotia proof of claim (1.8); analyze claims and complaint re same (1.8), conf. A. Caton re same (.2).	3.80	2,698.00
06/16/10	CATON, AMY	O/c P. O'Neill re Canadian lawsuit and complaint.	0.20	142.00
06/16/10	SHARRET, JENNIFER	T/c with Weil re: Soders settlement (.5); review background materials on Soders claim (.3). Review email from FTI re Nova Scotia issues (.1).	0.90	454.50
06/17/10	MACKSOUD, LAUREN M	Reviewing revised objection to be filed by Debtors in response to Deutsche Bank setoff motion (.9), reviewing attached declaration and cross motion (.9), conferring with counsel to debtor regarding same (.2)	2.00	1,260.00
06/17/10	SHARRET, JENNIFER	T/c with P. O'Neill re: Nova Scotia claim litigation and emails to P. O'Neill re same.	0.30	151.50
06/17/10	SCHMIDT, ROBERT T.	E/ms A. Phillips and o/c J. Sharret re NUMMI claims and Tesla issues (.2); review docs re same (.7); review docs and e/ms re term loan litigation (.7)	1.60	1,240.00
06/17/10	O'NEILL, P. BRADLEY	Conf. and emails J. Sharret re Nova Scotia complaint issues (.4); review cases from Butzel re Nova Scotia (1.5).	1.90	1,349.00
06/18/10	MACKSOUD, LAUREN M	Conferring with conflicts counsel regarding Nova Scotia issues (.2), reviewing research supporting complaint (.6), reviewing revised Nova Scotia complaint (.4),	1.20	756.00

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06/18/10	SHARRET, JENNIFER	Drafting summary of Soders settlements.	0.20	101.00
06/18/10	FRIEDMAN, JOSHUA	Reviewing and summarizing L. Washington motion re claim	1.00	390.00
06/21/10	O'NEILL, P. BRADLEY	Review cases re Fraudulent conveyance re: Nova Scotia (.9); T/c R. Fisher re Nova Scotia claims (.3).	1.20	852.00
06/21/10	MAYER, THOMAS MOERS	Call with P. Pantaleo, counsel to TESLA underwriters, re Committee's position on Debtors' waiver of rights against NUMMI in connection with NUMMI's sale of plant to TESLA.	0.20	190.00
06/22/10	MACKSOUD, LAUREN M	Call with Butzel Long regarding Nova Scotia complaint and possible amendment thereto (.7), conferring with P. O'Neill regarding same (.1)	0.80	504.00
06/22/10	FRIEDMAN, JOSHUA	Research re: informal proof of claims (1.8) and draft memo re findings (1.5)	3.30	1,287.00
06/22/10	O'NEILL, P. BRADLEY	Review case law re: avoidance claims re: Nova Scotia (.5); review emails from Butzel re potential defenses (.3)	0.80	568.00
06/22/10	SHARRET, JENNIFER	Revising memo on informal proofs of claims (1.0); reviewing email from E. Fisher of Butzel Long re: Nova Scotia issues (.1)	1.10	555.50
06/23/10	MACKSOUD, LAUREN M	Conferring with J. Sharret regarding issues related to Nova Scotia (.3), reviewing lock up agreement (.5), drafting email to T. Mayer regarding same (.4), reviewing section 502 and 510 of bankruptcy code (.3).	1.50	945.00
06/23/10	SCHMIDT, ROBERT T.	Review e/ms and related documents re NUMMI/Tesla (.6); and draft e/m to T. Stenger (.3) re NUMMI; conf calls A. Koch, L. Sonsini and J. Smolinsky re Tesla IPO, NUMMI issues (.7), conf. J. Sharret re same (.4) review documents re same (.7); review Nova Scotia memo and pleading draft (.9); Comments to IPO memo. Comments to 2004 memo (.6).	4.20	3,255.00
06/23/10	O'NEILL, P. BRADLEY	Review background materials re Nova Scotia litigation	1.00	710.00
06/23/10	MAYER, THOMAS MOERS	Debtors' Waiver of Rights against NUMMI in connection with TESLA sale: calls with L. Sonsini, counsel to TESLA (.2), R. Bloom (.2); A. Koch (.2); J. Smolinsky x2 (.4); conference R. Schmidt re state of play (.2).	1.20	1,140.00

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06/23/10	SHARRET, JENNIFER	T/c w/ T. Mayer re Nova Scotia and review email to L. Macksoud re same (.4); c/f R. Schmidt re NUMMI/Tesla (.4); email to R. Schmidt and T. Mayer re NUMMI claim (.1).	0.90	454.50
06/24/10	SCHMIDT, ROBERT T.	T/c G. Milmoie re Tesla issues and o/cs T. Mayer re same (.3); review J. Smolinsky correspondence and review deal docs (.6)	0.90	697.50
06/24/10	O'NEILL, P. BRADLEY	Review Lock up Agreement re Nova Scotia claims (2.0); Confs A. Caton, T. Mayer re same (.5); Meet with T. Mayer, A. Caton, L. Macksoud re same (.6); T/c Butzel re pre-call re Nova Scotia litigation (.5); T/c D. Allen re 502(d) issue (.4); review cases re same (.4).	4.40	3,124.00
06/24/10	CHAIKIN, REBECCA B.	Conf. L. Macksoud re Nova Scotia binder and create same.	0.40	110.00
06/24/10	FRIEDMAN, JOSHUA	Draft memo re: apartheid claim (1.1); emails with T. Mayer, R. Schmidt and J. Sharret re: same (.2)	1.30	507.00
06/24/10	CATON, AMY	Review emails re lock up agreement (.3); review lockup agreement to answer T. Mayer questions re releases (.8); discuss same w/ P. O'Neill and T. Mayer (.3); attend internal meeting w/ T. Mayer, L. Macksoud and P. O'Neill re same (.3)	1.70	1,207.00
06/24/10	MACKSOUD, LAUREN M	Reviewing lock up agreement and drafting memo of issues related to consent fee (1.3), meeting with T. Mayer, A. Caton and P. O'Neill regarding same (.6), conf. R. Chaikin re Nova Scotia binder (.4).	2.30	1,449.00
06/24/10	MAYER, THOMAS MOERS	Review L. Macksoud summary of Nova Scotia Settlement and events terminating releases (.2); conferences A. Caton and P. O'Neill (.2) and A. Caton, P. O'Neill and L. Macksoud re events terminating releases and course of action to be taken in lawsuit (.3). Waiver of rights against NUMMI in connection with sale to TESLA: call with R. Bloom re Treasury's position (.2), conf A. Koch re Debtors' position (.2); emails from and call with L. Sonsini, counsel to TESLA (.2); conference R. Schmidt re TESLA underwriters (.2); 2x calls with G. Milmoie, counsel to TESLA (.2) and J. Smolinsky (.2) re existing correspondence with TESLA.	1.90	1,805.00

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06/25/10	MACKSOUD, LAUREN M	Call with conflicts counsel, J. Sharret and T. Mayer regarding Nova Scotia complaint (.5), revising memo on Nova Scotia (.4), conferring with P. O'Neill regarding same (.2), providing overview of same for committee member (.4).	1.50	945.00
06/25/10	O'NEILL, P. BRADLEY	Revise L. Macksoud memo re GM claims (.4); review T. Mayer email re same (.1); conf. L. Macksoud re claims memo (.2).	0.70	497.00
06/25/10	SCHMIDT, ROBERT T.	Draft (.2) and revise (.3) letter re Tesla and NUMMI; multiple t/cs and e/ms with Tesla, NUMMI and Weil re same (.3), e/ms to Committee re same (.2); further confs with Skadden re Tesla IPO Issues (.9) and draft e/m to Skadden re same (.7); conf call and e/ms to counsel for Tesla and underwriters re NUMMI claim issues (.3), conf. J. Sharret re same (.3).	3.20	2,480.00
06/25/10	CATON, AMY	Review T. Mayer email summarizing Nova Scotia issues	0.20	142.00
06/25/10	COLBOURNE, PAUL E.	Deliver courtesy copy of WTC Joinder re Deutsche Bank motion to SDNY Bankruptcy Court.	2.10	231.00
06/25/10	CHAIKIN, REBECCA B.	Arrange for service of WTC Joinder re Deutsche Bank motion (.1) and assemble and arrange for delivery of courtesy copy of same to Chambers (.3).	0.40	110.00
06/25/10	FRIEDMAN, JOSHUA	Review letters re: NUMMI and New GM IPO.	0.20	78.00
06/25/10	SHARRET, JENNIFER	Revising NUMMI letter (.6); c/f w/R. Schmidt re NUMMI/Tesla issues (.4), call with E. Fisher L. Macksoud and T. Mayer re Nova Scotia litigation (.5).	1.50	757.50
06/25/10	MAYER, THOMAS MOERS	Detailed email to Butzel Long outlining proposed approach to litigation with Nova Scotia (.3); call with E. Fisher, L. Macksoud and J. Sharret re same (.3).	0.60	570.00
06/26/10	SCHMIDT, ROBERT T.	Calls and e/ms G. Milmo (.3) and S. Elberg (.3) re Tesla IPO and Committee position; draft e/m to Skadden re same (.3).	0.90	697.50
06/26/10	SHARRET, JENNIFER	Reviewing correspondence between R. Schmidt and Tesla's counsel re NUMMI.	0.20	101.00
06/28/10	FRIEDMAN, JOSHUA	Review S. Karotkin letter re: NUMMI	0.10	39.00

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06/29/10	SCHMIDT, ROBERT T.	Review NUMMI claim objection (.2); review docs re Nova Scotia/Finco issues (.5); e/ms M Williams re indenture trustee claims (.1); review order re Trustee claim filing (.2)	1.00	775.00
06/29/10	FRIEDMAN, JOSHUA	Reviewing Nova Scotia objection	0.50	195.00
06/29/10	SHARRET, JENNIFER	Reviewing emails from counsel to Wilmington re: Wilmington stipulation (.2); Reviewing FTI check on Nova Scotia scenarios (.4); emails w/Butzel and FTI re FTI Nova Scotia check (.2).	0.80	404.00
06/30/10	MACKSOUD, LAUREN M	Reviewing objection to Nova Scotia claims (.8) and email from Butzel long regarding same (.3), reviewing report regarding same from FTI (.5), conferring with J. Sharret regarding responding to further discussions with FTI (.3), reviewing revised FTI report (.3), call with FTI and Butzel regarding revisions to report (.5), drafting email to committee regarding same (.3).	3.00	1,890.00
06/30/10	SHARRET, JENNIFER	Reviewing FTI deck on Nova Scotia (.2); t/c with A. Phillips re: FTI Nova Scotia deck (.2); c/f with L. Macksoud re: Nova Scotia issues (.3); revising revised FTI Nova Scotia check (.2).	0.90	454.50
06/30/10	SCHMIDT, ROBERT T.	Review research memo and draft complaint re Nova Scotia.	1.10	852.50
07/01/10	SCHMIDT, ROBERT T.	Preliminary review JPMorgan summary judgment motion and related declarations (.9); review revised Nova Scotia papers (.8); o/c J. Sharret re Wilmington stip (.1);	1.80	1,395.00
07/01/10	FRIEDMAN, JOSHUA	Review email from Butzel Long and attached pleadings re: bank litigation.	0.40	156.00
07/01/10	SHARRET, JENNIFER	Email with J. Smolinsky re Wilmington stipulation (.1); email with E. Fisher re requested discovery in Nova Scotia bank litigation (.1).	0.20	101.00
07/02/10	SHARRET, JENNIFER	Reviewing Wilmington stipulation (.5); drafting summary of Wilmington stipulation for Committee (.6); t/c with Weil Gotshal re: stipulation (.2); emails w/Gibson Dunn re: summary of Wilmington stipulation (.2); reviewing Nova Scotia objection & tc w/K. Cooperman re same (.4); email w/E. Fisher re discovery for Nova Scotia (.1).	2.00	1,010.00

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07/02/10	SCHMIDT, ROBERT T.	Review final versions of Nova Scotia papers filed by Butzel (.9); review proposed Wilmington stip and multiple e/ms from J. Sharret and K. Martorana re same (.1); review committee memo re same (.8); review Trafelet motion (.3).	2.10	1,627.50
07/02/10	FRIEDMAN, JOSHUA	Reviewing email with attached pleadings from Butzel Long re: Nova Scotia (.3); reviewing Wilmington Trust Stipulation (.3).	0.60	234.00
07/06/10	SHARRET, JENNIFER	Reviewing Law Debenture email re Wilmington stipulation.	0.10	50.50
07/07/10	SHARRET, JENNIFER	Email to J. Smolinsky and E. Lederman re: NUMMI claims objection	0.10	50.50
07/08/10	FRIEDMAN, JOSHUA	Reviewing FTI update re: bond pricing	0.10	39.00
07/08/10	SHARRET, JENNIFER	T/c with K. Maclay re: Wilmington stipulation	0.20	101.00
07/08/10	MAYER, THOMAS MOERS	Nova Scotia: Conference R. Schmidt re status of Nova Scotia litigation and related discovery.	0.20	190.00
07/12/10	MAYER, THOMAS MOERS	Nova Scotia: Call with M. Williams re extended time table for hearing on Nova Scotia litigation (.2); conference with J. Sharret re time table and response to M. Williams (.2).	0.40	380.00
07/13/10	SHARRET, JENNIFER	Soders class action stipulation: Reviewing Soders class action settlement stipulation and motion (.8) drafting summary of stipulation and motion for Committee (.5); t/c and email with L. Kotcher re: motion and stipulation (.2) reviewing revised Stipulation and email with L. Kotcher with inquiry re: same (.3).	1.80	909.00
07/13/10	SCHMIDT, ROBERT T.	Review docs and committee e/m re Soder class action settlement (.8); o/c J. Sharret re same (.1).	0.90	697.50
07/14/10	SHARRET, JENNIFER	T/c with Weil re: Bryant class action proof of claim	0.50	252.50
07/14/10	SCHMIDT, ROBERT T.	Review Nova Scotia papers (.4); o/c J. Sharret (.1) and t/c E. Fisher re litigation schedule (.3); review splinter union papers and e/m J. Sharret (.3).	1.10	852.50
07/14/10	FRIEDMAN, JOSHUA	Review FTI bond pricing update (.1); Reviewing Boyd Bryant proof of claim and related documents (.5); revising Boyd Bryant motion summary (.2)	0.80	312.00

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07/15/10	FRIEDMAN, JOSHUA	Conf call with debtors and J. Sharret re: Boyd Bryant (.4); meeting w/ J. Sharret re: same (.5); preparation for same (.7).	1.60	624.00
07/15/10	SHARRET, JENNIFER	Reviewing notes re: Boyd Bryant claim (.5) reviewing Boyd Bryant motion (.7); reviewing motion re: settlement agreement with two splinter unions (.8). C/f with J. Friedman re: class claims (.5) t/c with Weil and J. Friedman re: Boyd Bryant claim (.4)	2.90	1,464.50
07/19/10	MACKSOUD, LAUREN M	Reviewing Deutsche Bank's reply to setoff motion (1.0), drafting summary of same (1.2).	2.20	1,386.00
07/19/10	SCHMIDT, ROBERT T.	Review NUMMI papers (.2); review proposed class action settlement and o/cs J. Sharret (.4).	0.60	465.00
07/20/10	MACKSOUD, LAUREN M	Conferring with Debtors' counsel regarding Deutsche Bank's response to Debtor's objection to setoff motion (.4), reviewing Wilmington Trust's joinder to Debtors' objection (.4).	0.80	504.00
07/20/10	FRIEDMAN, JOSHUA	Review bond update from FTI.	0.10	39.00
07/20/10	SHARRET, JENNIFER	T/c with Togut Segal re: lease rejection claim settlement (.1); email with Weil re: Boyd Bryant class action settlement (.1); reviewing draft Boyd Bryant settlement documents (.4).	0.60	303.00
07/21/10	MACKSOUD, LAUREN M	Drafting memo to committee regarding reply to Deutsche Bank setoff motion (1.7), conferring with counsel to Wilmington regarding potential reply (.3).	2.00	1,260.00
07/21/10	FRIEDMAN, JOSHUA	Reviewing Boyd Bryant settlement (1.0); researching notice requirements (.3).	1.30	507.00
07/21/10	SCHMIDT, ROBERT T.	Further review materials re NOL preservation and FTI memo re same.	0.30	232.50
07/21/10	SHARRET, JENNIFER	Reviewing settlement agreement documents on Boyd Bryant (1.6); multiple emails with Weil re: clarification of settlement (.5); t/c with M. Hartman of Weil re: Bryant settlement agreement (.1); drafting statement in support of Wilmington stipulation (.8).	3.00	1,515.00
07/22/10	MACKSOUD, LAUREN M	Reviewing pleading in support of Wilmington agreement (.3), reviewing objection to AP Services motion (.3)	0.60	378.00
07/22/10	SCHMIDT, ROBERT T.	Edit draft responses to Wilmington stip and Alix Partners motion (.5); o/c J. Sharret re same (.3).	0.80	620.00

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07/22/10	SHARRET, JENNIFER	C/f with R. Schmidt re: statement in support of Wilmington stipulation and revising statement.	0.40	202.00
07/23/10	MACKSOUD, LAUREN M	Conferring with Debtors' counsel regarding Nova Scotia documents.	0.40	252.00
07/23/10	SCHMIDT, ROBERT T.	Review Wilmington stip and Vanasky affidavit (.3); review memo re Nova Scotia litigation (.8).	1.10	852.50
07/23/10	CHAIKIN, REBECCA B.	Arrange for service of WTC Vanaskey declaration (.3) and assemble courtesy copy of same for Court (.3).	0.60	165.00
07/23/10	SHARRET, JENNIFER	Reviewing email from E. Fisher re: Nova Scotia discovery	0.20	101.00
07/26/10	SCHMIDT, ROBERT T.	Review e/ms from J. Sharret re Wilmington stip.	0.20	155.00
07/26/10	CHAIKIN, REBECCA B.	Arrange for service of Committee statement re WTC and Citibank stipulation (.4), review (.2) and file (.1) same.	0.70	192.50
07/26/10	SHARRET, JENNIFER	Email with Weil re: Wilmington stipulation; revising statement in support of Wilmington stipulation; email with R. Chaikin re: filing of Committee's statement in support of Wilmington stipulation	0.20	101.00
07/27/10	SCHMIDT, ROBERT T.	O/cs J. Sharret re Nova Scotia and JPMorgan actions and prosecution timeline.	0.70	542.50
07/27/10	CHAIKIN, REBECCA B.	File affidavits of service for WTC and Committee filing re stipulation.	0.10	27.50
07/27/10	SHARRET, JENNIFER	Conf R. Schmidt re Nova Scotia and JP Morgan litigation.	0.70	353.50
07/27/10	MACKSOUD, LAUREN M	Call with FTI and Alix regarding claims administration and ADR status (1.0). Conferring with debtors' conflicts counsel regarding Deutsche Bank setoff motion (.4).	1.40	882.00
07/28/10	SCHMIDT, ROBERT T.	Review NDA re potential unsecured claims.	0.10	77.50
07/29/10	SHARRET, JENNIFER	Reviewing AVN settlement agreement and email with FTI re: same	0.20	101.00
07/30/10	SCHMIDT, ROBERT T.	Review ADR summary (.3); review committee update memo (.2); review FTI analysis re recoveries (.3)	0.80	620.00

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07/30/10	SHARRET, JENNIFER	Reviewing AVN settlement agreement (.4) Drafting summary of AVN settlement agreement and email with FTI re: same (.5); reviewing and circulating FTI email re: ADR process (.2)	1.10	555.50
07/30/10	FRIEDMAN, JOSHUA	Emails and t/c w/ L. Kotcher re: Boyd Bryant (.2); t/c w/ J. Sharret re: same (.1).	0.30	117.00
08/03/10	FRIEDMAN, JOSHUA	Reviewing redline of Boyd Bryant documents; email J. Sharret re: same	0.20	78.00
08/03/10	SHARRET, JENNIFER	Reviewing Niagara Mohawk stipulation (.1); t/c with Weil re: stipulation (.2); drafting summary of and recommendation re stipulation (.5)	0.80	404.00
08/03/10	CHAIKIN, REBECCA B.	Explain omnibus claims summary project for J. Friedman to intern.	0.10	27.50
08/05/10	SHARRET, JENNIFER	Revising Niagara Mohawk stipulation.	0.30	151.50
08/09/10	MACKSOUD, LAUREN M	Reviewing FTI claims analysis (.2), conferring with J. Sharret regarding same (.2).	0.40	252.00
08/09/10	SHARRET, JENNIFER	Emails w/Weil & R. Schmidt re Powlege settlement (.1); t/c w/J. Smolinsky re same (.4); email w/Butzel re Nova Scotia (.1).	0.60	303.00
08/10/10	SHARRET, JENNIFER	T/c with J. Santambrogio re: status of claims mediations (.2); emails w/Weil re claims settlements (.1).	0.30	151.50
08/11/10	SHARRET, JENNIFER	Reviewing Powledge settlement agreement (.4); email to J. Smolinsky re: same (.2).	0.60	303.00
08/12/10	SHARRET, JENNIFER	T/c with M. Meises re: pending product liability claim and email to KL team re: same	0.20	101.00
08/16/10	SCHMIDT, ROBERT T.	Review multiple e/ms from FTI re claims pool and asbestos impact (.6); review FTI analysis on claims (.8), o/c J. Sharret re same (.1)	1.50	1,162.50
08/17/10	MACKSOUD, LAUREN M	Call with Debtors, Alix and FTI regarding status of all ADR process and settlements (.5), conferring with J. Sharret regarding omnibus objections and outstanding claims issues (.5).	1.00	630.00
08/17/10	SHARRET, JENNIFER	Email to FTI re: mediations (.3); reviewing summaries of mediations and claim settlements (.8); c/f with L. Macksoud re: omnibus claims objections and outstanding claims (.5)	1.60	808.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00007 (CLAIMS ADMINISTRATION & OBJECTIONS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/17/10	SCHMIDT, ROBERT T.	Review stipulation re late claim and e/ms from J. Sharret re same (.2); o/c J. Sharret re pending issues (.2); review prior cmtee correspondence re same (.1); Review Nova Scotia papers (.3).	0.80	620.00
08/18/10	MACKSOUD, LAUREN M	Reviewing discovery served in Nova Scotia claim objection.	0.50	315.00
08/20/10	SHARRET, JENNIFER	Reviewing confidentiality agreement re: natural resource damage claim (.4); drafting summary of same (.4); emails to J. Friedman re claims objections (.1).	0.90	454.50
08/23/10	SHARRET, JENNIFER	Reviewing K. Martorana's comments to NRD confidentiality and email with C. Warren re: same; T/c with D. Retter and follow-up review of comments to NRD confidentiality; email with C. Warren re: same	0.40	202.00
08/24/10	SHARRET, JENNIFER	Reviewing Alix spreadsheet on omnibus claims objections	0.20	101.00
08/27/10	SHARRET, JENNIFER	Reviewing claims objections re: employees (.8); emails w/union committee members re same (.4).	1.20	606.00
08/27/10	MACKSOUD, LAUREN M	Reviewing summary of claims objections (.4), reviewing emails from J. Friedman regarding same (.3)	0.70	441.00
08/27/10	FRIEDMAN, JOSHUA	Summarizing claims objection motions (3.5); emails w/ J. Sharret re: same (.4); reviewing objected claims for union/committee membership (.3)	4.20	1,638.00
08/30/10	MACKSOUD, LAUREN M	Reviewing stipulation and motion regarding DeutscheBank setoff claim and Bedford properties (.9), conferring with J. Sharret and L. Laken regarding same (.4), conferring with debtors' conflicts counsel regarding same (.3), reviewing DeutscheBank setoff motion and related documents (.5), drafting email summarizing same to Wilmington (.4), telephone call with Wilmington regarding same (.3), telephone call with debtors counsel regarding same (.4).	3.20	2,016.00
08/31/10	SHARRET, JENNIFER	Reviewing confidentiality agreement on NRD claim; emails with C. Warren re: same	0.30	151.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/01/10	MACKSOUD, LAUREN M	Conferring with E. Fisher regarding Nova Scotia objection and regarding call with R. Greenberg on timing.	0.60	387.00
09/01/10	SHARRET, JENNIFER	Drafting email on confidentiality agreement re: NRD claim	0.30	165.00
09/02/10	SHARRET, JENNIFER	T/c with E. Fisher re: Nova Scotia issues	0.20	110.00
09/08/10	MACKSOUD, LAUREN M	Conferring with FTI regarding settlement with BMW (.4), reviewing email from Alix regarding same (.2).	0.60	387.00
09/08/10	SHARRET, JENNIFER	Email with FTI and email with T. Mayer re: amount of bond claims	0.10	55.00
09/09/10	MACKSOUD, LAUREN M	Reviewing email from debtors regarding mediation (.2), conferring with FTI regarding same (.2).	0.40	258.00
09/14/10	MACKSOUD, LAUREN M	Call with Alix and FTI regarding ADR and claims resolution update.	0.60	387.00
09/14/10	SHARRET, JENNIFER	T/c with E. Lederman re: NUMMI and other open claims (.2); email w/R. Brooks re bondholder claims (.1).	0.30	165.00
09/14/10	FRIEDMAN, JOSHUA	Reviewing surety bond stipulation (.8); Review FTI bond update (.4).	1.20	546.00
09/15/10	MACKSOUD, LAUREN M	Drafting summary of claims, ADR call with debtors and Alix.	0.40	258.00
09/16/10	SHARRET, JENNIFER	Email to FTI re: ADR summary and additional information requested	0.40	220.00
09/17/10	SHARRET, JENNIFER	Reviewing email from Weil re: ADR mediators	0.10	55.00
09/17/10	FRIEDMAN, JOSHUA	Review Debtors stipulation with DEI (.3); emails w/ J. Sharret and L. Macksoud re: same (.1). Review Shreveport Motion notice of adjournment (.1); review omnibus claims objections (.3)	0.80	364.00
09/21/10	SHARRET, JENNIFER	Reviewing Brock stipulation and email with Weil Gotshal re: same (.5); Review settlement documents on Tricon Leasing (.3)	0.80	440.00
09/22/10	FRIEDMAN, JOSHUA	Reviewing pleadings re: tricontinental verizon leasing (.6); drafting revised summary re: same (.4)	1.00	455.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00007 (CLAIMS ADMINISTRATION & OBJECTIONS)

November 15, 2010
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/22/10	SHARRET, JENNIFER	Review settlement documents on Tricon leasing (.4); t/c with E. Lederman re: Tricon leasing (.5); email with FTI re: Tricon settlement (.1); begin drafting summary of settlement (.5); circulating email to Committee re: second round of ADR (.2); email with Butzel re: Nova Scotia issue (.1)	1.80	990.00
09/24/10	MACKSOUD, LAUREN M	Reviewing email from FTI regarding Tricon	0.20	129.00
09/27/10	FRIEDMAN, JOSHUA	Review 83rd claims objection and related response (.4); email J. Sharret re: same; Review FTI bond update (.2)	<u>0.60</u>	<u>273.00</u>
TOTAL			<u>204.10</u>	<u>\$121,820.50</u>

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
DIENSTAG, ABBE L.	PARTNER	2.70	2,025.00
SCHMIDT, ROBERT T.	PARTNER	19.30	14,957.50
MAYER, THOMAS MOERS	PARTNER	2.70	2,565.00
ROSENSAFT, JODI	ASSOCIATE	13.10	8,313.00
TAYLOR, JEFFREY	ASSOCIATE	2.50	1,700.00
WEBBER, AMANDA	ASSOCIATE	5.10	2,575.50
SHARRET, JENNIFER	ASSOCIATE	12.40	6,266.50
MACKSOUD, LAUREN M	ASSOCIATE	6.70	4,225.50
FRIEDMAN, JOSHUA	ASSOCIATE	<u>0.30</u>	<u>117.00</u>
TOTAL		<u>64.80</u>	<u>\$42,745.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/08/10	DIENSTAG, ABBE L.	C/w J. Rosensaft re implications of GM IPO for SEC consideration of proposed no-action letter.	0.10	75.00
06/11/10	SCHMIDT, ROBERT T.	Email and call with A. Phillips re outcome of mtg with Alix (.5); review reports re new GM IPO (.3)	0.80	620.00
06/14/10	ROSENSAFT, JODI	Email correspondence with J. Sharret re: IPO timing and effect on plan administration.	0.20	126.00
06/14/10	SHARRET, JENNIFER	Emails with J. Rosensaft re: IPO timing.	0.20	101.00
06/15/10	SCHMIDT, ROBERT T.	Review FTI e/m re IPO issues and impact on transferability/timing (.3); o/c J. Sharret re same (.2); t/c J. Rosensaft re same (.2); review analysis of same (.4)	1.10	852.50
06/15/10	SHARRET, JENNIFER	C/f with R. Schmidt re: IPO issues and timing.	0.20	101.00
06/15/10	ROSENSAFT, JODI	T/c with R. Schmidt re: IPO issues and impact on transferability/ timing.	0.20	126.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00008 (CORPORATE & SECURITIES MATTERS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/17/10	SCHMIDT, ROBERT T.	Review FTI e/ms re IPO (.4) and follow-up o/cs J. Sharret re same (.5).	0.90	697.50
06/17/10	SHARRET, JENNIFER	C/f with R. Schmidt re: IPO.	0.50	252.50
06/18/10	MACKSOUD, LAUREN M	Conferring with J. Sharret and R. Schmidt regarding IPO and distribution issues.	0.30	189.00
06/18/10	SCHMIDT, ROBERT T.	Review materials re IPO notice and review research materials re same (.9); t/cs J. Sharret and L. Macksoud re same (.2); review GM IPO notice and issues re same (.3); t/cs and e/ms T. Mayer re same (.1); review FTI report re bond prices and case issues (.2) and t/cs and e/ms with J. Sharret, L. Macksoud and FTI re same (.3)	2.00	1,550.00
06/18/10	SHARRET, JENNIFER	C/f with R. Schmidt and L. Macksoud re: IPO.	0.30	151.50
06/21/10	WEBBER, AMANDA	Prepare memo to committee regarding piggyback provisions in registration rights agreement (2.1); analyze issue regarding communications and cooperation provisions between Old GM and New GM in MSPA and TSA (1.5) and correspondence with L. Macksoud regarding the same (.1).	3.70	1,868.50
06/22/10	WEBBER, AMANDA	Brief review of memorandum regarding piggyback rights in the registration rights agreement (.2); correspondence with J. Taylor, J. Sharret and L. Macksoud regarding provisions in MSPA providing for sharing of information between the parties (.1).	0.30	151.50
06/22/10	SHARRET, JENNIFER	Revising memo on IPO/Notice (1.9); c/f with T. Mayer re: GM IPO (.4); emails with A. Webber and J. Taylor re: GM/IPO memo (.3)	2.60	1,313.00
06/22/10	SCHMIDT, ROBERT T.	Review memo and materials re IPO issues.	0.40	310.00
06/23/10	WEBBER, AMANDA	Meet with J. Taylor to discuss memo regarding piggyback rights and Old GM access to information provisions in MSPA as it relates to asbestos issue (.2), emails w/ J. Sharret re IPO memo (.2).	0.40	202.00
06/23/10	SCHMIDT, ROBERT T.	Review memo re IPO issues (.2); o/c J. Sharret re same (1.2)	1.40	1,085.00
06/23/10	SHARRET, JENNIFER	Emails with FTI re: piggyback rights of IPO (.3); emails w/A. Webber and J. Taylor re IPO memo (.5); revising IPO memo with R. Schmidt (1.4).	2.20	1,111.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/23/10	TAYLOR, JEFFREY	Meet with A. Webber to discuss memo regarding piggyback rights and Old GM access to information provisions in MSPA as it relates to asbestos issue.	0.20	136.00
06/24/10	SCHMIDT, ROBERT T.	Review IPO docs and materials (.5) and draft and revise letter to WGM re participation Notice (1.0); review memo re withdrawal issues (.6)	2.10	1,627.50
06/24/10	MAYER, THOMAS MOERS	IPO: call with S. Karotkin re issues posed by New GM's letter commencing period in which Debtors have right to send revocable notice of intent to participate in IPO of New GM Stock (.2); call with R. Bloom to obtain access to Lazard in connection with potential participation in IPO (.2).	0.40	380.00
06/24/10	TAYLOR, JEFFREY	Reviewed registration rights agreement and piggyback notice from General Motors (.9); reviewed (.6) and revised memorandum regarding the same (.8).	2.30	1,564.00
06/25/10	SCHMIDT, ROBERT T.	Review Committee member comments and revise letter re IPO participation accordingly (.6); t/cs with J. Sharret re same (.6); finalize and deliver to WG&M (.1)	1.30	1,007.50
06/25/10	SHARRET, JENNIFER	Revising IPO letter (.5); c/f w/ R. Schmidt re letter (.6).	1.10	555.50
06/28/10	SHARRET, JENNIFER	Reviewing and circulating MLC IPO notice letter.	0.20	101.00
06/28/10	SCHMIDT, ROBERT T.	Review IPO corresp (.2). Review S. Karotkin letter re IPO (.4).	0.60	465.00
06/29/10	WEBBER, AMANDA	Review of letter from S. Karotkin regarding the IPO notice letter.	0.10	50.50
06/29/10	SCHMIDT, ROBERT T.	T/c S. Karotkin and review correspondence re registration of securities (.2); review portions of registration rights agreement (.4); review FTI recovery analysis (.6)	1.20	930.00
07/01/10	SCHMIDT, ROBERT T.	Review memo re IPO timing and impact.	0.90	697.50
07/07/10	SCHMIDT, ROBERT T.	Review FTI presentation materials re bond prices	0.30	232.50
07/29/10	MAYER, THOMAS MOERS	Call with D. Ammann, VP Finance and Treasurer, re meeting to discuss IPO.	0.20	190.00
07/30/10	SHARRET, JENNIFER	T/c with A. Phillips re: case Issues/IPO	0.20	101.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/02/10	WEBBER, AMANDA	Call with J. Rosensaft and FTI regarding questions relating to IPO, registration rights agreement and piggyback rights.	0.60	303.00
08/02/10	DIENSTAG, ABBE L.	C/w J. Rosensaft re rights of MLC under reg rights agreement in response to FTI inquiries (.3), and investigate pulling a registration request (.5)	0.80	600.00
08/02/10	SHARRET, JENNIFER	Emails and t/c with J. Rosensaft re: IPO and piggy-back rights.	0.40	202.00
08/02/10	ROSENSAFT, JODI	Reviewing Registration Rights Agreement and piggyback notices (.3); call with FTI and A. Webber re: IPO issues (.6); conf A. Dienstag re rights agreement (.3)	1.20	756.00
08/03/10	SHARRET, JENNIFER	T/c with J. Rosensaft re: IPO	0.20	101.00
08/03/10	ROSENSAFT, JODI	Calls with A. Dienstag (.4) and J. Sharret (.2) re: IPO issues raised by FTI; call with FTI to discuss IPO issues (.5)	1.10	693.00
08/07/10	MAYER, THOMAS MOERS	Email to A. Dienstag re timetable on IPO	0.30	285.00
08/08/10	DIENSTAG, ABBE L.	Review reg. rights agreement and correspondence re notice of registration of New GM securities held by the debtor, with a view to the timing of inclusion and/or withdrawal of the securities from registration (1.0); consider and compose e/m to T. Mayer re possible timing of registration of New GM IPO and its effectiveness (.5)	1.50	1,125.00
08/08/10	ROSENSAFT, JODI	Email correspondence to A. Dienstag re: Equity Registration Rights Agreement and related questions from FTI.	0.10	63.00
08/08/10	SHARRET, JENNIFER	Emails w/T. Mayer & A. Dienstag re IPO	0.20	101.00
08/10/10	FRIEDMAN, JOSHUA	Reviewing articles on plan, disclosure statement and IPO timelines; email with J. Sharret re: same	0.30	117.00
08/11/10	SHARRET, JENNIFER	Email to KL team re: articles on New GM IPO filing	0.20	101.00
08/13/10	SHARRET, JENNIFER	C/f with T. Mayer re: IPO timing	0.50	252.50
08/13/10	DIENSTAG, ABBE L.	C/w T. Mayer, T. Molner re timing of IPO and decision of Committee to have MLC participate.	0.30	225.00
08/16/10	SCHMIDT, ROBERT T.	Review materials re IPO (.3); review 10-Q (.8)	1.10	852.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/16/10	MAYER, THOMAS MOERS	Call with A. Phillips, J. Santambrogio re FTI advice on whether to participate in IPO – timing for delivery of advice, ways to approach problem.	0.30	285.00
08/18/10	SHARRET, JENNIFER	Review of filing of S-1 on New GM IPO and c/f with L. Macksoud re: same	0.30	151.50
08/18/10	MACKSOUD, LAUREN M	Reviewing GM's form S-1 (.3), conferring with FTI regarding same (.3), drafting email to committee regarding same (.1), responding to committee questions regarding same (.3)	1.00	630.00
08/18/10	SCHMIDT, ROBERT T.	Review articles and docs re IPO issues (.6); Begin review of GM Form S-1 (1.1); o/c L. Macksoud re same (.1).	1.80	1,395.00
08/19/10	SCHMIDT, ROBERT T.	Review IPO related docs.	0.60	465.00
08/19/10	MACKSOUD, LAUREN M	Conferring with J. Rosensaft regarding S-1 filing (.5), conferring with FTI regarding same and preparation of chart outlining S-1 filing (.2).	0.70	441.00
08/19/10	MAYER, THOMAS MOERS	Commence review of New GM's filed preliminary S-1	1.00	950.00
08/20/10	SCHMIDT, ROBERT T.	Review FTI summary of GM S-1 registration statement and e/ms re same (.6); review papers re same (.6)	1.20	930.00
08/20/10	MACKSOUD, LAUREN M	Reviewing FTI's monthly report S-1 report and Q2 report (1.4), providing FTI with comments regarding same (.8), conferring with C. Warren regarding same (.1).	2.30	1,449.00
08/20/10	MAYER, THOMAS MOERS	Continue reviewing S-1	0.50	475.00
08/22/10	SHARRET, JENNIFER	Reviewing FTI report on S-1 for New GM IPO	0.40	202.00
08/23/10	ROSENSAFT, JODI	Reviewing IPO registration statement (2.0); reviewing FTI S-1 Summary presentation (1.5), preparing estimated IPO timeline (1.6); calls with T. Mayer and L. Macksoud re: IPO timeline (.1); email correspondence with J. Sharret re: IPO timeline (.1).	5.30	3,339.00
08/23/10	SHARRET, JENNIFER	Reviewing revisions to FTI report on IPO	0.10	50.50
08/23/10	SCHMIDT, ROBERT T.	Further review of IPO S-1 materials	0.30	232.50
08/24/10	SCHMIDT, ROBERT T.	Review IPO materials.	0.20	155.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/25/10	MACKSOUD, LAUREN M	Drafting summary of IPO status and MLC's participation therein for Committee web site (1.1), conferring with J. Sharret, J. Rosensaft and FTI regarding same (.6), revising summary (.4).	2.10	1,323.00
08/25/10	ROSENSAFT, JODI	Reviewing and revising communication to committee re: IPO (.3); correspondence with L. Macksoud re: committee communication re: IPO and IPO procedures (.1).	0.40	252.00
08/25/10	SHARRET, JENNIFER	C/f with L. Macksoud, J. Rosensaft and FTI re: IPO status (.6); Revising FAQ re: IPO for Committee website (.5)	1.10	555.50
08/26/10	SHARRET, JENNIFER	Emails with T. Mayer, M. Williams re: posting IPO information on UCC website; emails w/J. Rosensaft re same.	0.30	151.50
08/26/10	ROSENSAFT, JODI	Email correspondence with J. Sharret and T. Mayer re: committee communication re: IPO and IPO-related issues.	0.10	63.00
08/30/10	ROSENSAFT, JODI	Reviewing committee communication re: IPO (.2); email correspondence with L. Macksoud, J. Sharret re: committee communication re: IPO (.1).	0.30	189.00
08/30/10	SCHMIDT, ROBERT T.	Review drafts and comments of IPO website information (.6) and o/cs J. Sharret re same (.1).	0.70	542.50
08/30/10	SHARRET, JENNIFER	Revisions to IPO notice and circulating to UCC	0.20	101.00
08/31/10	ROSENSAFT, JODI	Correspondence with J. Sharret re: revisions to committee communication re: IPO	0.20	126.00
08/31/10	SHARRET, JENNIFER	Revising information on IPO for Committee website per Committee member comments (.7); emails J. Rosensaft re same (.2).	0.90	454.50
08/31/10	SCHMIDT, ROBERT T.	Review proposed website summary re IPO	0.30	232.50
09/05/10	SHARRET, JENNIFER	Email with A. Dienstag and J. Rosensaft re: IPO timing	0.10	55.00
09/24/10	MACKSOUD, LAUREN M	Reviewing FTI emails regarding New GM IPO and tag along rights	0.30	193.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/27/10	ROSENSAFT, JODI	Reviewing Amendment No. 1 to S-1 Registration Statement filed by New GM (2.8); analyzing IPO timeline (.6) and email correspondence regarding IPO timeline to T. Mayer, R. Schmidt, L. Macksoud and J. Sharret (.2); call with A. Dienstag re: No Action Letter status and action items (.1); email correspondence with Gibson Dunn re: No Action Letter status (.1).	3.80	2,451.00
09/27/10	SCHMIDT, ROBERT T.	Review IPO timeline	0.10	77.50
09/28/10	ROSENSAFT, JODI	Correspondence with J. Sharret re: IPO timeline and related report to committee.	<u>0.20</u>	<u>129.00</u>
TOTAL			<u>64.80</u>	<u>\$42,745.00</u>

GENERAL MOTORS CREDITORS COMMITTEE
068000-00009 (CREDITOR COMMUNICATIONS)

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SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
SCHMIDT, ROBERT T.	PARTNER	0.70	542.50
MAYER, THOMAS MOERS	PARTNER	1.70	1,615.00
CATON, AMY	PARTNER	0.30	213.00
ROSENSAFT, JODI	ASSOCIATE	1.20	756.00
SHARRET, JENNIFER	ASSOCIATE	14.90	7,731.50
MACKSOUD, LAUREN M	ASSOCIATE	25.10	15,936.00
FRIEDMAN, JOSHUA	ASSOCIATE	39.70	16,126.50
CHAIKIN, REBECCA B.	PARALEGAL	<u>2.10</u>	<u>577.50</u>
TOTAL		<u>85.70</u>	<u>\$43,498.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/01/10	FRIEDMAN, JOSHUA	Calls with creditors re: status of case and claims (1.3), conf. L. Macksoud re certain creditor inquiry (.2).	1.50	585.00
06/01/10	MACKSOUD, LAUREN M	Responding to email from general unsecured creditor re case status (.2), conferring with J. Friedman regarding same phone call from general unsecured creditor (.2)	0.40	252.00
06/02/10	MACKSOUD, LAUREN M	Responding to emails from general unsecured creditors re case status.	0.70	441.00
06/02/10	SHARRET, JENNIFER	Drafting FAQ for the website (.6); t/c with creditor re plan status (.2)	0.80	404.00
06/02/10	FRIEDMAN, JOSHUA	Creditor calls re: case and claim update	2.20	858.00
06/03/10	MACKSOUD, LAUREN M	Conferring with J. Friedman regarding responses to calls from general unsecured creditors.	0.60	378.00
06/03/10	SHARRET, JENNIFER	Emails w/GM retiree re claims.	0.20	101.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/03/10	FRIEDMAN, JOSHUA	Creditor calls and emails re: claims and case update (2.6); conf. L. Macksoud re creditor calls (.6).	3.20	1,248.00
06/04/10	MACKSOUD, LAUREN M	Conferring with general unsecured creditor regarding status of case.	0.30	189.00
06/04/10	FRIEDMAN, JOSHUA	Creditor calls re: case and claims update.	2.50	975.00
06/07/10	FRIEDMAN, JOSHUA	Creditor calls re: case status	1.20	468.00
06/07/10	SHARRET, JENNIFER	T/c and emails with creditors re case status.	0.60	303.00
06/08/10	SHARRET, JENNIFER	Conference call with GM retirees re status of case and claims (.6); responding to emails from creditors re plan (.5).	1.10	555.50
06/09/10	MACKSOUD, LAUREN M	Conferring with bondholder regarding Nova Scotia bonds.	0.30	189.00
06/09/10	SHARRET, JENNIFER	T/c with creditor re plan status.	0.20	101.00
06/10/10	FRIEDMAN, JOSHUA	Creditor calls re: case/claim updates	0.40	156.00
06/11/10	MACKSOUD, LAUREN M	Conferring with bondholder regarding status of Nova Scotia bonds.	0.30	189.00
06/11/10	FRIEDMAN, JOSHUA	Creditor Calls re: case and claims update	1.80	702.00
06/14/10	MACKSOUD, LAUREN M	Speaking with general unsecured creditor regarding timing of case.	0.20	126.00
06/14/10	FRIEDMAN, JOSHUA	Creditor calls re: case and claims update	1.60	624.00
06/15/10	SHARRET, JENNIFER	T/c with creditors re case timeline	0.70	353.50
06/15/10	FRIEDMAN, JOSHUA	Creditor calls re plan status	0.30	117.00
06/17/10	FRIEDMAN, JOSHUA	Creditor calls re: case update	0.30	117.00
06/17/10	SHARRET, JENNIFER	Responding to email questions from creditors re plan status	0.60	303.00
06/21/10	FRIEDMAN, JOSHUA	Creditor calls re: case and claims status	1.30	507.00
06/21/10	CHAIKIN, REBECCA B.	Conf. creditor re whether filed proof of claim.	0.10	27.50
06/22/10	FRIEDMAN, JOSHUA	Creditor calls re: case and claims update	0.40	156.00
06/22/10	MAYER, THOMAS MOERS	Call with A. Rosenberg re option for Debtors to participate in IPO.	0.30	285.00
06/23/10	MACKSOUD, LAUREN M	Conferring with creditors and bondholders by telephone and email regarding status of the case.	0.60	378.00
06/23/10	FRIEDMAN, JOSHUA	Creditor calls re: claims and case update	0.30	117.00
06/25/10	FRIEDMAN, JOSHUA	Creditor calls re: claims update	0.30	117.00
06/29/10	SHARRET, JENNIFER	Emails w/FTI re pension inquiry from creditor.	0.20	101.00
07/06/10	SHARRET, JENNIFER	T/c with creditor re plan and disclosure statement timing.	0.30	151.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/06/10	FRIEDMAN, JOSHUA	Creditor calls re: case update	0.20	78.00
07/07/10	FRIEDMAN, JOSHUA	Creditor calls re: case and claims update	1.00	390.00
07/08/10	MACKSOUD, LAUREN M	Responding to creditor emails regarding various matters including dexcool, timing of plan effectiveness and proof of claim objections.	0.50	315.00
07/08/10	MAYER, THOMAS MOERS	Call with bondholder re potential claim dilution.	0.30	285.00
07/09/10	MACKSOUD, LAUREN M	Responding to emails from general unsecured creditors re timing of plan and disclosure statement and distribution to creditors.	0.40	252.00
07/12/10	FRIEDMAN, JOSHUA	Return Creditor calls re: claim update.	0.20	78.00
07/12/10	SHARRET, JENNIFER	Returning calls to creditors re case update.	0.30	151.50
07/13/10	MACKSOUD, LAUREN M	Returning emails to general unsecured creditors.	0.40	252.00
07/14/10	FRIEDMAN, JOSHUA	Return Creditor calls re: case update.	0.40	156.00
07/15/10	SHARRET, JENNIFER	Returning calls to creditors re case update.	0.30	151.50
07/15/10	SCHMIDT, ROBERT T.	Review e/ms from J. Sharret re website issues.	0.10	77.50
07/16/10	FRIEDMAN, JOSHUA	Creditor call re: bond update	0.20	78.00
07/19/10	MACKSOUD, LAUREN M	Calls with unsecured bondholders regarding status of case.	0.80	504.00
07/19/10	SHARRET, JENNIFER	T/c with creditors re case status.	0.30	151.50
07/20/10	SHARRET, JENNIFER	T/c with creditor re case status.	0.40	202.00
07/21/10	MACKSOUD, LAUREN M	Responding to emails from general unsecured creditors.	0.30	189.00
07/22/10	CHAIKIN, REBECCA B.	Draft additions to committee website.	0.80	220.00
07/23/10	FRIEDMAN, JOSHUA	Creditor calls re: claims update (.4); call with L. Macksoud re: same (.1)	0.50	195.00
07/23/10	SHARRET, JENNIFER	Emails with R. Chaikin re: content of GM Committee website	0.10	50.50
07/23/10	CHAIKIN, REBECCA B.	Revise committee website content.	1.20	330.00
07/26/10	FRIEDMAN, JOSHUA	Creditor calls re: case and claims update	0.50	195.00
07/26/10	SHARRET, JENNIFER	Email with creditor re case status.	0.10	50.50
07/27/10	SHARRET, JENNIFER	Emails with creditor re questions re case timing.	0.60	303.00
07/28/10	FRIEDMAN, JOSHUA	Creditor calls re: eurobond update (.2); call with L. Macksoud re: same (.1)	0.30	117.00
07/28/10	MACKSOUD, LAUREN M	Conferring with bond holder regarding status of case and timing for distributions.	0.40	252.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/29/10	FRIEDMAN, JOSHUA	Creditor calls re: status of case and disbursements	0.20	78.00
07/29/10	MACKSOUD, LAUREN M	Responding to emails from general unsecured creditors regarding status of plan timing.	0.70	441.00
07/30/10	MACKSOUD, LAUREN M	Conferring with bondholders regarding plan process (.3), responding to emails regarding same (.4), reviewing wall street journal article to respond to bondholder question (.4).	1.10	693.00
07/30/10	CATON, AMY	Call w/ bondholder re GM plan questions, update.	0.30	213.00
08/02/10	SHARRET, JENNIFER	Responding to creditor inquiry re: retiree claims	0.10	50.50
08/03/10	FRIEDMAN, JOSHUA	Creditor calls re: late filing of proof of claim, update on case status, and litigation update	0.50	195.00
08/03/10	MACKSOUD, LAUREN M	Emailing with general unsecured creditors regarding status of case.	0.70	441.00
08/04/10	MACKSOUD, LAUREN M	Drafting email to general unsecured creditor re case status.	0.20	126.00
08/04/10	FRIEDMAN, JOSHUA	Creditor calls re: indenture trustees, notice and filing proofs of claim	0.30	117.00
08/06/10	MACKSOUD, LAUREN M	Returning calls and emails to general unsecured creditors re case status.	0.60	378.00
08/06/10	MAYER, THOMAS MOERS	Call with bondholder re IPO.	0.20	190.00
08/09/10	MACKSOUD, LAUREN M	Responding to emails from general unsecured creditors re case status.	0.30	189.00
08/10/10	SHARRET, JENNIFER	T/c with creditor re plan status	0.10	50.50
08/11/10	MACKSOUD, LAUREN M	Responding to emails from general unsecured creditors re case status.	0.40	252.00
08/11/10	FRIEDMAN, JOSHUA	Creditor calls re: missing bar date, current status of case, bond information	0.60	234.00
08/11/10	SHARRET, JENNIFER	Drafting insert for website	0.30	151.50
08/12/10	SHARRET, JENNIFER	T/c with bondholder re: status of case; email with creditor with retiree claim questions and other case status questions	0.50	252.50
08/13/10	SHARRET, JENNIFER	T/c with creditor re case status.	0.10	50.50
08/16/10	ROSENSAFT, JODI	Responding to creditor inquiry re: registration rights.	1.20	756.00
08/16/10	SHARRET, JENNIFER	T/c with creditor re: status of plan and significant claims	0.30	151.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/16/10	MAYER, THOMAS MOERS	Call with creditor re tradability of New GM common stock & warrants, issues with tradability of GUC Trust units.	0.20	190.00
08/17/10	MACKSOUD, LAUREN M	Drafting emails to general unsecured creditors regarding status of case and claims administration (.3), conferring with J. Friedman regarding questions received from callers (.2), conferring with bondholders regarding timing and claims assessment questions (.4).	0.90	567.00
08/17/10	FRIEDMAN, JOSHUA	Creditor calls re: distribution timeline, ADR procedures, distributions to stock and bond holders, claim against the debtor (1.0); call w/ L. Macksoud re: ADR procedures (.1).	1.10	429.00
08/17/10	SHARRET, JENNIFER	T/c with creditor re case status.	0.10	50.50
08/17/10	MAYER, THOMAS MOERS	Conf. creditor re tradability of New GM securities and GUC Trust Interests.	0.20	190.00
08/18/10	MACKSOUD, LAUREN M	Conferring with bondholders regarding plan and disclosure process (.4); conferring with counsel to personal injury claimant regarding ADR process (.3).	0.70	441.00
08/18/10	FRIEDMAN, JOSHUA	Calls w/ creditors re: ADR procedures, status of bonds, and eurobonds (.8); review ADR order (.5).	1.30	507.00
08/19/10	MACKSOUD, LAUREN M	Conferring with various bondholders and creditors regarding plan and disclosure statement process and timing.	1.20	756.00
08/19/10	SHARRET, JENNIFER	Returning calls to creditors re case status.	0.50	252.50
08/20/10	MACKSOUD, LAUREN M	Responding to emails from general unsecured creditors re case status.	0.30	189.00
08/20/10	SHARRET, JENNIFER	Emails with creditors re: bond claims	0.10	50.50
08/23/10	MACKSOUD, LAUREN M	Conferring with bondholders regarding plan timing and IPO.	1.10	693.00
08/23/10	FRIEDMAN, JOSHUA	Conf L. Macksoud re information to relay to creditors.	0.20	78.00
08/23/10	SHARRET, JENNIFER	T/c with creditor re: IPO, bonds and status of case	0.70	353.50
08/24/10	MACKSOUD, LAUREN M	Conferring with bondholders regarding objection to claims filed by debtor.	0.90	567.00
08/24/10	FRIEDMAN, JOSHUA	Creditors calls re: case update, notice, claims objections and IPO	1.50	585.00
08/25/10	SHARRET, JENNIFER	T/c with creditor re case update	0.20	101.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/25/10	MACKSOUD, LAUREN M	Conferring with bondholders regarding plan and disclosure statement status. Conferring with J. Friedman regarding information to be provided to general unsecured creditors.	0.90	567.00
08/25/10	FRIEDMAN, JOSHUA	Creditor calls re: transcripts, mailings/notice and bond status; Updating website re: recent bond purchasers.	1.40	546.00
08/26/10	FRIEDMAN, JOSHUA	Creditor calls re: Wilmington Trust duplicate claims objection and status of claims.	0.80	312.00
08/27/10	FRIEDMAN, JOSHUA	Creditor calls re: case status and status of stayed litigations	0.40	156.00
08/27/10	MACKSOUD, LAUREN M	Conferring with general unsecured creditors regarding distributions and timing.	0.70	441.00
08/27/10	SHARRET, JENNIFER	Email to creditor re: retiree objections	0.10	50.50
08/30/10	SHARRET, JENNIFER	T/c with creditor re case status.	0.30	151.50
08/31/10	FRIEDMAN, JOSHUA	Creditor call re: status of eurobonds (.3), restrictions on securities and charter amendment (.2); call w/ L. Macksoud re: same (.1); reviewing charter amendment motion (.3)	0.90	351.00
08/31/10	SHARRET, JENNIFER	T/c with creditor re case status	0.10	50.50
09/01/10	FRIEDMAN, JOSHUA	Creditor calls re: GM shares	0.10	45.50
09/01/10	SHARRET, JENNIFER	T/c with creditor re: plan provisions (.6); follow-up email with FTI re: creditor inquiries (.2); email with bondholder re: claim objection (.1); drafting update for website re: filed plan and DS and emails with Committee member re: same (.2)	1.10	605.00
09/02/10	MACKSOUD, LAUREN M	Conferring with bondholders regarding filed plan and disclosure statement.	1.10	709.50
09/02/10	FRIEDMAN, JOSHUA	Creditor calls re: ADR procedures and status of claims	0.40	182.00
09/02/10	SHARRET, JENNIFER	Email with bondholder re: claim objection; email with bondholder re: bank litigation	0.10	55.00
09/03/10	MACKSOUD, LAUREN M	Conferring with bond holders regarding plan and disclosure statement.	1.00	645.00
09/06/10	SHARRET, JENNIFER	Responding to email inquiries from bondholders	0.10	55.00
09/07/10	MACKSOUD, LAUREN M	Conferring with general unsecured creditors regarding plan status and timing.	1.10	709.50
09/07/10	FRIEDMAN, JOSHUA	Creditor calls re: missing bar date, case status and bond issues	0.70	318.50

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09/07/10	SHARRET, JENNIFER	Responding to creditor inquiries re: bondholder objections	0.10	55.00
09/08/10	MACKSOUD, LAUREN M	Conferring with Garden City Group regarding notice to creditors.	0.50	322.50
09/08/10	SHARRET, JENNIFER	T/c with creditor re: NOL motion	0.40	220.00
09/08/10	FRIEDMAN, JOSHUA	Creditor calls re: convertible bonds and case status (.5); Email w/ Epiq to revise GM Creditors Committee website (.1)	0.60	273.00
09/10/10	SCHMIDT, ROBERT T.	T/c creditor re solicitation procedures.	0.10	77.50
09/13/10	SHARRET, JENNIFER	T/c with creditor re: environmental claims	0.20	110.00
09/13/10	FRIEDMAN, JOSHUA	Creditor calls re: case status and upcoming dates	0.20	91.00
09/14/10	MACKSOUD, LAUREN M	Call with bondholders regarding plan and disclosure statement.	0.40	258.00
09/14/10	SHARRET, JENNIFER	T/c with creditor re: bond claims; drafting letter to creditor re: bondholder objection (.5); updates to website on plan (.3).	0.80	440.00
09/14/10	FRIEDMAN, JOSHUA	Creditor calls re: disbursements/bonds	0.30	136.50
09/14/10	SCHMIDT, ROBERT T.	T/c creditor re solicitation.	0.20	155.00
09/15/10	MACKSOUD, LAUREN M	Conferring with creditors regarding plan and disclosure statement.	0.40	258.00
09/16/10	MACKSOUD, LAUREN M	Conferring with general unsecured creditor regarding disclosure statement information	0.20	129.00
09/17/10	MACKSOUD, LAUREN M	Conferring with J. Friedman regarding questions from general unsecured creditors re muni bonds (.3), conferring with creditors regarding plan and effective date timing (.4)	0.70	451.50
09/17/10	FRIEDMAN, JOSHUA	Creditor calls re: disclosure statement and related hearing, claims buying, municipal bonds, proofs of claim, bond claims, mediation/ADR, NOL pleading, IPO and bar date (3.9); call w/ L. Macksoud re: muni bonds (.3) and emails w/ L. Macksoud and J. Sharret re: warrants (.1) to find information for creditor inquiry.	4.30	1,956.50
09/17/10	SHARRET, JENNIFER	Emails with J. Friedman re: bondholder inquiry	0.10	55.00
09/20/10	MACKSOUD, LAUREN M	Conferring with general unsecured creditors regarding questions on plan timing.	0.70	451.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/20/10	FRIEDMAN, JOSHUA	Creditor calls re: eurobonds, claims buying, retirees and executory contracts (1.3); call w/ J. Sharret re: same (.1)	1.40	637.00
09/20/10	SHARRET, JENNIFER	Responding to bondholder inquiries re: claim objections	0.20	110.00
09/21/10	SHARRET, JENNIFER	T/c with creditors re: equity issues and plan	0.70	385.00
09/22/10	MACKSOUD, LAUREN M	Conferring with general unsecured creditors regarding questions on plan and disclosure statement.	0.50	322.50
09/22/10	FRIEDMAN, JOSHUA	Creditor calls re: case update, disbursements for bondholders and status of stock, including re IPO	0.80	364.00
09/23/10	SCHMIDT, ROBERT T.	T/c creditor re timing and tradeability	0.20	155.00
09/24/10	MACKSOUD, LAUREN M	Conferring with euro bondholder regarding status of claim	0.30	193.50
09/24/10	SCHMIDT, ROBERT T.	T/c creditor re plan status	0.10	77.50
09/27/10	MACKSOUD, LAUREN M	Conferring with general unsecured creditors regarding status of bonds.	0.30	193.50
09/28/10	FRIEDMAN, JOSHUA	Creditor calls re: proofs of claim and disclosure statement hearing	0.30	136.50
09/28/10	SHARRET, JENNIFER	T/c with creditor re: late claim	0.80	440.00
09/28/10	MAYER, THOMAS MOERS	Call with creditor representative re relative quality of sold assets vs. remaining assets (.3); emails to litigation team re debriefing same creditor representative (.2).	0.50	475.00
09/29/10	FRIEDMAN, JOSHUA	Creditor calls re: bond status and disclosure statement	0.80	364.00
09/29/10	MACKSOUD, LAUREN M	Conferring with general unsecured creditors regarding distribution timing.	0.60	387.00
09/30/10	MACKSOUD, LAUREN M	Conferring with bondholders regarding status of distributions	<u>0.40</u>	<u>258.00</u>
TOTAL			<u>85.70</u>	<u>\$43,498.00</u>

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SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
AUFSES III, ARTHUR H.	PARTNER	1.20	1,020.00
BENTLEY, PHILIP	PARTNER	6.00	4,770.00
SCHMIDT, ROBERT T.	PARTNER	20.90	16,197.50
MAYER, THOMAS MOERS	PARTNER	12.10	11,495.00
O'NEILL, P. BRADLEY	PARTNER	2.40	1,704.00
WARREN, CHARLES S	PARTNER	4.80	3,696.00
STOOPACK, HELAYNE O.	SPEC COUNSEL	1.00	715.00
ROSENSAFT, JODI	ASSOCIATE	5.50	3,489.00
COHEN, JEREMY	ASSOCIATE	1.00	680.00
TAYLOR, JEFFREY	ASSOCIATE	1.10	748.00
WEBBER, AMANDA	ASSOCIATE	1.00	505.00
SHARRET, JENNIFER	ASSOCIATE	40.30	21,013.00
BLABEY, DAVID E	ASSOCIATE	1.70	1,045.50
MACKSOUD, LAUREN M	ASSOCIATE	33.10	21,045.00
FRIEDMAN, JOSHUA	ASSOCIATE	34.40	14,066.00
CHAIKIN, REBECCA B.	PARALEGAL	<u>6.30</u>	<u>1,732.50</u>
TOTAL		<u>172.80</u>	<u>\$103,921.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/01/10	SHARRET, JENNIFER	Drafting Committee update email re: hearing update and MOR	0.30	151.50
06/04/10	MACKSOUD, LAUREN M	Reviewing update prepared by FTI to be sent to committee (.3), providing comments to same (.1).	0.40	252.00
06/07/10	SHARRET, JENNIFER	Drafting email to Committee regarding Deutsche Bank, Alix Partners, minutes (.6); drafting draft agenda and circulating to FTI, Butzel and KL team (.3).	0.90	454.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/07/10	MACKSOUD, LAUREN M	Conferring with committee members and professionals regarding scheduling of committee call.	0.50	315.00
06/08/10	SHARRET, JENNIFER	Revising agenda for Committee call	0.40	202.00
06/08/10	SCHMIDT, ROBERT T.	Review Committee update memo and attachments (.4); review draft agenda for upcoming Committee meeting (.1).	0.50	387.50
06/09/10	SHARRET, JENNIFER	Drafting annotated agenda for Committee call	1.00	505.00
06/09/10	CHAIKIN, REBECCA B.	Conf. J. Friedman re materials for Committee meeting (.1); arrange for conference room for meeting and assemble materials for same (.4).	0.50	137.50
06/10/10	MACKSOUD, LAUREN M	Attend conference call with creditors committee (1.4), preparation for same (.4), post-meeting with T. Mayer, R. Schmidt, J. Sharret and J. Friedman (.3), drafting email to Committee member if further follow up to call (.2).	2.30	1,449.00
06/10/10	FRIEDMAN, JOSHUA	Preparing for (1.6) and attend committee call (1.3) and post-call discussion w/ T. Mayer, R. Schmidt, J. Sharret and L. Macksoud re: same (.3), conf. R. Chaikin re: same (.1).	3.30	1,287.00
06/10/10	SCHMIDT, ROBERT T.	Review annotated agenda in prep for committee call (.1); conf. T. Mayer, J. Sharret re Committee call (.3); prep for (.3) and participate in (1.2) UCC call; and post-call conf with T. Mayer, L. Macksoud, J. Sharret and J. Friedman re next steps (.3)	2.20	1,705.00
06/10/10	CHAIKIN, REBECCA B.	T/c J. Friedman re materials for Committee meeting.	0.10	27.50
06/10/10	WARREN, CHARLES S	Review draft government document on environmental trust in preparation for Committee call (.5); participate in portion of Committee call on environmental trusts and additional sites (.3).	0.80	616.00
06/10/10	MAYER, THOMAS MOERS	Prepare for (.3) and participate in (1.0) committee meeting re (a) recut Alix fees, including review of FTI report on same, (b) going forward with Scotia complaint, (c) 3-part settlement, (d) late filed claim/informal proof of claim litigation: Bermudez, Jacobowski.	1.30	1,235.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/10/10	SHARRET, JENNIFER	Emails w/J. Friedman and R. Chaikin re prep for call (.2); pre-meeting with KL team (T. Mayer, R. Schmidt and L. Macksoud) re: GM Committee call (.5); participate in Committee call (1.4); post-meeting with KL team (T. Mayer, R. Schmidt, L. Macksoud and J. Friedman) re: next steps (.3)	2.40	1,212.00
06/11/10	FRIEDMAN, JOSHUA	Review notes and related materials from 6-10 committee call (1.2) and drafting minutes of 6-10 call (.7)	1.90	741.00
06/18/10	FRIEDMAN, JOSHUA	Finish drafting minutes from 6-10-10 call	0.30	117.00
06/18/10	SCHMIDT, ROBERT T.	Review FTI Committee update (.3); t/c J. Sharret re same and other open issues in case (.1)	0.40	310.00
06/21/10	SHARRET, JENNIFER	T/c with T. Mayer and R. Schmidt re: GM Committee call (.1) emails to counsel to Wilmington Trust and FTI re: scheduling call (.1)	0.20	101.00
06/22/10	MACKSOUD, LAUREN M	Conferring with J. Sharret regarding agenda for upcoming committee call.	0.30	189.00
06/22/10	SHARRET, JENNIFER	Conf. L. Macksoud re committee meeting agenda	0.30	151.50
06/23/10	MACKSOUD, LAUREN M	Preparation for call with creditors' committee on 6/24.	0.40	252.00
06/23/10	FRIEDMAN, JOSHUA	T/c with R. Chaikin re: 6/24 call	0.20	78.00
06/23/10	SCHMIDT, ROBERT T.	Review committee meeting agenda; o/cs and e/ms with J. Sharret and FTI re same	0.30	232.50
06/23/10	CHAIKIN, REBECCA B.	Conf. J. Friedman re materials for committee meeting and arrange for meeting space for same.	0.30	82.50
06/23/10	SHARRET, JENNIFER	Email to FTI, R. Schmidt, T. Mayer and L. Macksoud re: agenda for Committee call (.2); revising minutes from 6-10 meeting (.2); drafting annotated agenda for upcoming meeting (.5); emails re scheduling pre-call (.1); drafting cover email to Committee re agenda, IPO, 2004, Deutsche Bank issues (.2).	1.20	606.00
06/24/10	MACKSOUD, LAUREN M	Conference call with creditors committee (1.8), pre-calls with FTI and conflicts counsel regarding issues to be discussed on the call (1.2). reviewing 6/25/09 settlement agreement in preparation for call (.4)	3.40	2,142.00

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06/24/10	WEBBER, AMANDA	Attend committee call re registration rights agreement.	1.00	505.00
06/24/10	SCHMIDT, ROBERT T.	Review committee call agenda and related materials (.2); prep and participate on Committee call re NUMMI, IPO, 2004 and related matters (1.8); post call confs with J. Sharret re IPO and NUMMI (.2); o/c T. Mayer re same (.1)	2.30	1,782.50
06/24/10	FRIEDMAN, JOSHUA	Attend committee call (1.5); preparation for call (.8); attend portion of pre-meeting conf call with FTI, Butzel Long, J. Sharret and L. Macksoud re items to be discussed on committee call (.4)	2.70	1,053.00
06/24/10	CHAIKIN, REBECCA B.	Assemble materials for committee meeting.	0.30	82.50
06/24/10	SHARRET, JENNIFER	Prep for Committee call (.4); participate in Committee call re: IPO, NUMMI, Alix Partner retention, Nova Scotia (1.5); post-call discussion with R. Schmidt re IPO NUMMI (.3)	2.20	1,111.00
06/24/10	MAYER, THOMAS MOERS	Participate in telephonic Committee meeting: (a) extensive discussion on Committee's position on Debtors' option to participate in IPO, resolve on conditions relating to same and schedule Monday call to discuss Debtors' response (b) position on Debtors' waiver of rights in connection with NUMMI sale of plant to TESLA, (c) Committee position on Alix's revised retention and disclosure of timeline to exit.	1.50	1,425.00
06/24/10	O'NEILL, P. BRADLEY	Attend Committee call to discuss Nova Scotia litigation and other cases.	1.50	1,065.00
06/24/10	TAYLOR, JEFFREY	Attended Committee meeting regarding the registration rights agreement and piggyback notice.	1.10	748.00
06/24/10	BENTLEY, PHILIP	Attend portion of committee call re asbestos issues.	0.40	318.00
06/24/10	BLABEY, DAVID E	Attend portion of committee call re asbestos issues.	0.50	307.50
06/25/10	CHAIKIN, REBECCA B.	Assemble materials for 6/28 committee call and conf. J. Friedman re same.	0.50	137.50
06/25/10	FRIEDMAN, JOSHUA	Review notes from 6/24 meeting (.3); draft minutes re: same (1.0); prepare for 6/28 call (.9); emails with R. Chaikin re: same (.1)	2.30	897.00

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06/26/10	MACKSOUD, LAUREN M	Conferring with T. Mayer and GM Committee regarding call set for 6/28	0.50	315.00
06/26/10	SHARRET, JENNIFER	Reviewing emails from T. Mayer re 6/28 committee call.	0.10	50.50
06/28/10	MACKSOUD, LAUREN M	Conference call with GM Committee (.8), preparation for call (.5), post-call discussion with P. Bentley, R. Schmidt, D. Blabey and J. Sharret regarding asbestos issues and next steps (.4).	1.70	1,071.00
06/28/10	O'NEILL, P. BRADLEY	Prep for (.1) and attend (.8) Committee call re litigation and 2004 motion.	0.90	639.00
06/28/10	FRIEDMAN, JOSHUA	Prepare for (.8) and attend (.7) committee call re: 2004 Motion and New GM IPO; post-call discussions with R. Schmidt, P. Bentley, L. Macksoud, D. Blabey and J. Sharret (.3); email with L. Macksoud re: same (.1)	1.90	741.00
06/28/10	SHARRET, JENNIFER	Prep for (.4) and participate in Committee call re: IPO and 2004 issues (.8); post-call discussion with KL team (R. Schmidt, P. Bentley, L. Macksoud, D. Blabey and J. Friedman) re: next steps on 2004 and other issues (.6); drafting email to committee re IPO and NUMMI letters and fee application (.2).	2.00	1,010.00
06/28/10	SCHMIDT, ROBERT T.	Prep for (.1) and participate on Committee call (.8) and post-call confs J. Sharret, P. Bentley, L. Macksoud D. Blabey and J. Friedman re next steps (.6).	1.50	1,162.50
06/28/10	MAYER, THOMAS MOERS	Participate in telephonic Committee meeting on (a) Committee position on Debtors' option to participate in IPO, (b) scope of 2004 discovery relating to bank litigation and asbestos claims estimation.	0.80	760.00
06/28/10	CHAIKIN, REBECCA B.	Conf. J. Friedman re materials for committee meeting (.1); assemble and organize same (.2).	0.30	82.50
06/28/10	BENTLEY, PHILIP	Attend committee call (.8), post-call conf. with R. Schmidt, L. Macksoud and J. Sharret re next steps (.5).	1.30	1,033.50
06/28/10	BLABEY, DAVID E	Attend committee call on asbestos issues (.8) and follow up discussions with R. Schmidt, P. Bentley, L. Macksoud and J. Sharret (.4)	1.20	738.00
06/29/10	FRIEDMAN, JOSHUA	Draft minutes (.7) and review notes (.3) from 6/28 Committee call	1.00	390.00
07/07/10	SHARRET, JENNIFER	Tc w/M. Williams re plan.	0.20	101.00

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07/13/10	FRIEDMAN, JOSHUA	Reviewing minutes from 6/24 and 6/28 committee meetings	0.20	78.00
07/13/10	SHARRET, JENNIFER	Revising minutes from 6-10 and 6-24 committee calls	0.70	353.50
07/13/10	SCHMIDT, ROBERT T.	Review committee update memo and attached materials (.2); review meeting minutes (.1)	0.30	232.50
07/14/10	MACKSOUD, LAUREN M	Reviewing and revising meeting minutes.	0.40	252.00
07/20/10	SHARRET, JENNIFER	T/c with M. Williams re: case issues	0.10	50.50
07/21/10	SCHMIDT, ROBERT T.	Review committee meeting minutes (.1); review case update memo to committee (.1); review draft of status report and FTI case report to committee (.4)	0.60	465.00
07/22/10	SCHMIDT, ROBERT T.	Review case update memo (.2); review revised FTI presentation materials (.9); o/cs J. Sharret re same (.2); review preliminary hearing agenda (.1); t/c M. Williams (.1).	1.50	1,162.50
07/23/10	SHARRET, JENNIFER	T/c with T. Mayer and emails with Wilmington and FTI re: scheduling next Committee call	0.20	101.00
07/26/10	SHARRET, JENNIFER	Email with Law Debenture re: plan term sheet	0.10	50.50
07/27/10	MACKSOUD, LAUREN M	Conferring with committee member regarding Status of claim.	0.40	252.00
07/28/10	SHARRET, JENNIFER	Drafting Committee update email re: plan issues and agenda	0.40	202.00
07/29/10	MACKSOUD, LAUREN M	Call with creditors committee regarding plan (1.3), preparation for same (.4), pre-call with FTI regarding plan issues (.5), pre-call with Wilmington regarding retention of investment banker (.3).	2.50	1,575.00
07/29/10	FRIEDMAN, JOSHUA	Prep for (.6) and attend committee call (1.5)	2.10	819.00
07/29/10	SCHMIDT, ROBERT T.	Prep for (.1) and participate in UCC conf call (1.0); pre-call M. Williams and multiple confs J. Sharret re committee call (.5); review committee meeting minutes (.1).	1.70	1,317.50
07/29/10	BENTLEY, PHILIP	Attend committee conf call	1.00	795.00
07/29/10	WARREN, CHARLES S	Participate on portion of Committee call on status of environmental issues (.3); emails with Weil on Committee issues (.2).	0.50	385.00
07/29/10	CHAIKIN, REBECCA B.	Assemble and organize materials for committee meeting (.4), emails to J. Friedman and J. Sharret re same (.2).	0.60	165.00

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07/29/10	SHARRET, JENNIFER	Preparing for Committee call, including drafting agenda and outline for call (.5); pre-call with FTI re: agenda for Committee call (.3); t/c with T. Mayer, M. Williams and others re: agenda for call (.2); participate in Committee call re: IPO and plan issues (.9); post-call with FTI re: next steps following Committee call (.2)	2.10	1,060.50
07/29/10	STOOPACK, HELAYNE O.	Conf. call with Committee re: Plan Issues.	1.00	715.00
07/29/10	ROSENSAFT, JODI	Attendance on committee call re plan issues.	1.00	630.00
07/30/10	SHARRET, JENNIFER	Drafting email to Committee re: FTI presentation, AVN and APS objection	0.30	151.50
08/03/10	SCHMIDT, ROBERT T.	Review committee case update memo.	0.10	77.50
08/06/10	SHARRET, JENNIFER	Drafting Committee update email including hearing update (1.0); emails with FTI re: report to Committee (.2).	1.20	606.00
08/09/10	MACKSOUD, LAUREN M	Conference call with GM committee (1.3), reviewing FTI and Alix presentations in preparation for same (.9) post call discussion with J. Sharret and T. Mayer re issues discussed on Committee call (.2).	2.40	1,512.00
08/09/10	BENTLEY, PHILIP	Attend Committee call (.3), and review and edit memo to Committee re today's hearing (.5).	0.80	636.00
08/09/10	WARREN, CHARLES S	Conference call with Creditor's Committee.	1.00	770.00
08/09/10	SHARRET, JENNIFER	Drafting agenda for Committee call (1.2); participate in UCC call re plan, 2004 discovery (1.3); reviewing FTI recovery analysis (.2).	2.70	1,363.50
08/09/10	MAYER, THOMAS MOERS	Preparation for (.2) and lead (1.2) meeting of Creditors' Committee to discuss plan issues, including budget & amounts allocated to lawyers, potential cash-out of small bondholders, GUC Trustee, Avoidance Action Trustee and asbestos litigation; post-meeting conference with L. Macksoud re next steps (.1).	1.50	1,425.00
08/10/10	MACKSOUD, LAUREN M	Conferring with J. Friedman regarding committee call of 8/9.	0.20	126.00
08/10/10	FRIEDMAN, JOSHUA	Drafting minutes re: July 29 Committee call	2.00	780.00
08/10/10	SHARRET, JENNIFER	Email to committee re next committee call and monthly operating report.	0.20	101.00

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08/11/10	FRIEDMAN, JOSHUA	Drafting and finalizing minutes from July 29 and August 9 committee calls (1.7); reviewing notes re: same (.2)	1.90	741.00
08/11/10	CHAIKIN, REBECCA B.	Update Bylaws exhibit and committee contact list with changed member and representative information.	0.70	192.50
08/12/10	MACKSOUD, LAUREN M	Reviewing and revising meeting minutes from July 29 and August 9.	0.60	378.00
08/12/10	SHARRET, JENNIFER	Reviewing committee meeting minutes	0.80	404.00
08/13/10	SHARRET, JENNIFER	Reviewing committee meeting minutes (.2); drafting agenda for Committee call (.2).	0.40	202.00
08/13/10	CHAIKIN, REBECCA B.	Assemble materials for committee meeting.	0.80	220.00
08/16/10	MACKSOUD, LAUREN M	Conference call with Committee (1.3), preparation for same (.5).	1.80	1,134.00
08/16/10	ROSENSAFT, JODI	Attend Committee call.	1.30	819.00
08/16/10	BENTLEY, PHILIP	Attend Committee conf call to discuss asbestos issues.	0.70	556.50
08/16/10	SCHMIDT, ROBERT T.	Review annotated call agenda and o/c J. Sharret re same (.1); participate on creditor cmtee call (.9); o/cs with J. Sharret and J. Rosensaft re same (.2).	1.20	930.00
08/16/10	WARREN, CHARLES S	Review Plan revisions in preparation for Committee Call (.5); attend portion of call with Creditors' Committee (.5).	1.00	770.00
08/16/10	CHAIKIN, REBECCA B.	Assemble materials for committee meeting.	0.30	82.50
08/16/10	SHARRET, JENNIFER	Prep for Committee call, including editing annotated agenda (.4); t/c with T. Mayer and FTI as prep for call (.3); participate in Committee call re: plan, budget and IPO (1.3); post-call discussion with R. Schmidt and J. Rosensaft (.2); t/c with B. Feder re: follow-up questions to Committee call (.2).	2.40	1,212.00
08/16/10	MAYER, THOMAS MOERS	Review J. Sharret's summary of plan issues in preparation for Committee call (.5) and lead telephonic Committee meeting on status of plan process, including particularly budget for GUC Trustee, Monitor, post-effective date lawyers, Asbestos expert (1.0).	1.50	1,425.00
08/16/10	FRIEDMAN, JOSHUA	Drafting agenda for Committee call (.2); Attend Committee call w/ T. Mayer, R. Schmidt, L. Macksoud and J. Sharret (1.2); preparation for same (.3).	1.70	663.00

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08/19/10	SCHMIDT, ROBERT T.	Review FTI cmtee update report and follow up emails re same (.7); review minutes of prior cmtee meetings (.2); o/cs J. Sharret re open cmtee issues (.2).	1.10	852.50
08/20/10	MACKSOUD, LAUREN M	Drafting update email to committee.	0.40	252.00
08/20/10	SHARRET, JENNIFER	Drafting update email to Committee re: NOL motion, NRD confidentiality agreement and next Committee call.	0.20	101.00
08/20/10	WARREN, CHARLES S	Review FTI report for Committee.	0.50	385.00
08/20/10	SHARRET, JENNIFER	Drafting agenda for UCC call	0.20	101.00
08/20/10	SCHMIDT, ROBERT T.	Review cmtee update memo including FTI case update and GM 2Q financial results (.5); review minutes of recent committee meeting (.1); Review committee meeting agenda (.1);	0.70	542.50
08/23/10	MACKSOUD, LAUREN M	Attending conference call with committee members (1.3), preparation for same (.5), follow up call with Wilmington regarding various issues discussed on committee call (.3).	2.10	1,323.00
08/23/10	COHEN, JEREMY	Attend committee call to discuss summary judgment motion re UCC termination issue.	1.00	680.00
08/23/10	WARREN, CHARLES S	Review and revise Confidentiality Agreement based on Committee comments (.7); telephone call with Committee on environmental issues and Agreement (.3).	1.00	770.00
08/23/10	SHARRET, JENNIFER	Reviewing and revising annotated agenda (.5); participate in UCC call re budget, plan, IPO (1.3); post-call c/f w/KL team and M. Williams (.3).	2.10	1,060.50
08/23/10	FRIEDMAN, JOSHUA	Committee call w/ T. Mayer, L. Macksoud, J. Sharret and others (1.3); preparation for same (1.1); drafting annotated agenda re: same (.2); emails w/ J. Sharret and C. Warren re: same (.2)	2.80	1,092.00
08/23/10	ROSENSAFT, JODI	Participation on committee call (1.3); preparation for committee call (.3).	1.60	1,008.00
08/23/10	AUFSES III, ARTHUR H.	Attend Committee call to discuss term loan litigation.	1.20	1,020.00

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08/23/10	MAYER, THOMAS MOERS	Lead Committee call on status of post-effective date budget, status of plan/disclosure statement including insistence that Alix Retention and GUC Trust Agreement be included in Disclosure Statement, Treasury assertion of rights to Term Lender Avoidance Action and KL's review of value of same, summary for posting on web-site re IPO and status of IPO analysis by FTI (1.0); post-call conference with M. Williams & KL Team (.3).	1.30	1,235.00
08/23/10	SCHMIDT, ROBERT T.	Review prior committee meeting minutes (.1); review meeting agenda (.1); participate on portion of cmtee conf call (1.0).	1.20	930.00
08/27/10	SHARRET, JENNIFER	Email to GM professionals re: agenda for Monday's Committee call	0.20	101.00
08/30/10	MAYER, THOMAS MOERS	Conferences J. Sharret re canceling committee meeting, status of summary on IPO to be posted on web site.	0.20	190.00
08/30/10	SHARRET, JENNIFER	T/c with FTI re: agenda for Committee call; email to T. Mayer and R. Schmidt re: same	0.10	50.50
08/31/10	FRIEDMAN, JOSHUA	Call w/ J. Sharret and R. Chaikin re: upcoming committee call	0.10	39.00
08/31/10	CHAIKIN, REBECCA B.	Arrange for meeting space for upcoming committee call, conf. J. Sharret re same.	0.10	27.50
09/02/10	FRIEDMAN, JOSHUA	Drafting minutes for 8-16 and 8-23 committee calls (2.9); reviewing notes re: same (.6).	3.50	1,592.50
09/02/10	SHARRET, JENNIFER	T/c with A. Phillips re: agenda for Committee call and next steps	0.30	165.00
09/03/10	MACKSOUD, LAUREN M	Drafting update to committee members on debtors motion to approve disclosure statement and solicitation procedures.	0.40	258.00
09/03/10	SHARRET, JENNIFER	T/cs with M. Williams and T. Mayer re: open items, plan and next steps on bank litigation issue	0.30	165.00
09/07/10	MACKSOUD, LAUREN M	Conference call with creditors' committee (.8), preparation for same (.2), post-call conf. J. Friedman, T. Mayer, R. Schmidt and J. Sharret re committee call (.2)	1.20	774.00
09/07/10	FRIEDMAN, JOSHUA	Attend Committee call w/ T. Mayer, R. Schmidt, L. Macksoud and J. Sharret (.8); preparation for same (.3), post-call meeting with T. Mayer, R. Schmidt, L. Macksoud and J. Sharret re committee meeting (.2).	1.30	591.50

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09/07/10	SCHMIDT, ROBERT T.	Prepare for (.4) and participate on committee call (.8), post call debriefing w/T. Mayer, J. Sharret & L. Macksoud (.2)	1.40	1,085.00
09/07/10	SHARRET, JENNIFER	Prep for Committee call (.3); email with FTI re: Committee call (.1); drafting agenda for call (.6); email to Committee re: agenda and Committee call (.2); participate in Committee call re: plan/next steps, DIP/term loan litigation and Nova Scotia (.8); post-call debriefing with T. Mayer, R. Schmidt, L. Macksoud and J. Friedman (.2)	2.20	1,210.00
09/07/10	MAYER, THOMAS MOERS	Telephonic committee meeting to discuss plan filed by Debtors, motion to "quiet title" to lawsuit against term lender banks (.7); post call discussion with R. Schmidt, L. Macksoud, J. Sharret and J. Friedman (.2), call with M. Williams on next steps (.1).	1.00	950.00
09/07/10	CHAIKIN, REBECCA B.	Conf. J. Sharret re materials for committee meeting (.1) and assemble same (.5).	0.60	165.00
09/08/10	SCHMIDT, ROBERT T.	Review committee meeting minutes	0.10	77.50
09/08/10	MACKSOUD, LAUREN M	Reviewing and revising meeting minutes (.8), conferring with J. Friedman regarding same (.2)	1.00	645.00
09/13/10	MACKSOUD, LAUREN M	Conferring with J. Sharret and J. Friedman regarding committee update email (.4), revising same regarding discussion with treasury (.3).	0.70	451.50
09/13/10	SHARRET, JENNIFER	Revising minutes from 8/16, 8/23 and 9/7 (.7); revising Committee update email re: exclusivity, meeting with Treasury and Junso stipulation (.6), conf. L. Macksoud re same (.2).	1.50	825.00
09/13/10	FRIEDMAN, JOSHUA	Drafting minutes to 9-7-10 committee call (.9); emails w/ J. Sharret re: same (.1), conf. L. Macksoud re committee update email (.2)	1.20	546.00
09/13/10	SCHMIDT, ROBERT T.	Comment on committee status report	0.20	155.00
09/14/10	SHARRET, JENNIFER	T/c w/D. Retter re plan exclusivity motion and other case issues; emailing documents to D. Retter re same	0.50	275.00

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09/15/10	SHARRET, JENNIFER	C/f with T. Mayer re: Committee member claims (.3); t/c with T. Mayer and T. Kennedy re: same (.3); t/c with possible representatives for potential claims transfers (.4); emails w/various committee members re claim objections and plan issues (.4); t/c w/K. Maclay re committee questions (.2).	1.60	880.00
09/20/10	SHARRET, JENNIFER	T/c with K. Maclay re: case status; email to Committee chair re: same	0.30	165.00
09/21/10	SHARRET, JENNIFER	Emails with Committee chair re: scheduling Committee call; email with Committee re: Committee membership	0.40	220.00
09/21/10	SCHMIDT, ROBERT T.	Review committee update memo re status of ADR proceedings	0.40	310.00
09/22/10	FRIEDMAN, JOSHUA	Reviewing FTI report to Committee (.9); emails w/ J. Sharret re same (.2).	1.10	500.50
09/22/10	SHARRET, JENNIFER	Email to FTI re: scheduling Committee call (.1); confer with C. Warren re: FTI report (.1); reviewing/mark-up of FTI case update report (1.0); drafting Committee update email (.1)	1.30	715.00
09/22/10	SCHMIDT, ROBERT T.	Review FTI case update report and update memo to Cmtee.	0.40	310.00
09/24/10	SCHMIDT, ROBERT T.	Review FTI timeline and cmtee report	0.20	155.00
09/27/10	MAYER, THOMAS MOERS	Conference J. Sharret, L. Macksoud and FTI re status of preparation for next Committee call	0.50	475.00
09/27/10	SHARRET, JENNIFER	Drafting annotated agenda for Committee meeting (1.1). Conference call with T. Mayer, L. Macksoud and FTI re: upcoming Committee call and open issues (.5);	1.60	880.00
09/27/10	MACKSOUD, LAUREN M	Conferring with A. Phillips regarding issue to discuss on committee call (.4); Call w/FTI, T. Mayer and J. Sharret re upcoming Committee call (.5).	0.90	580.50
09/28/10	MACKSOUD, LAUREN M	Reviewing emails between J. Sharret, R. Schmidt and FTI regarding claims summary to be circulated to committee in advance of 9/29 committee call (.7), preparation for same (.4)	1.10	709.50
09/28/10	SHARRET, JENNIFER	T/c with FTI and T. Mayer re FTI materials for committee call (.3), t/c with M. Williams re: open case issues (.7); revising materials for call (.4); drafting annotated agenda for same (.9)	2.30	1,265.00

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09/28/10	CHAIKIN, REBECCA B.	Assemble materials for committee meeting (.8); conf. J. Friedman re same (.1).	0.90	247.50
09/28/10	SCHMIDT, ROBERT T.	Review mtg agenda (.1); participate in portion of call with Cmtee Chair (.6); review final committee package (.5)	1.20	930.00
09/28/10	MAYER, THOMAS MOERS	Conference with J. Sharret & J. Santambrogio of FTI re revision of FTI analysis of outstanding claims to include risks/opportunities analysis for Committee; emails, calls P. Bentley re asbestos analysis for transmission to Committee.	0.50	475.00
09/28/10	FRIEDMAN, JOSHUA	Emails and o/m w/ R. Chaikin re: 9-29 Committee call (.2); Begin drafting annotated agenda for Committee call (.3).	0.50	227.50
09/29/10	ROSENSAFT, JODI	Attendance on committee call.	1.60	1,032.00
09/29/10	FRIEDMAN, JOSHUA	Prepare (.6) and participate in Committee call (1.6); post-call discussions w/ T. Mayer, J. Sharret, R. Schmidt & L. Macksoud (.2).	2.40	1,092.00
09/29/10	MAYER, THOMAS MOERS	Lead GM Committee call devoted to analysis of asbestos settlement opportunities and risks, obtain settlement range authority, timelines for IPO, pleading to determine ownership of Term Loan Litigation (1.6); post-call conferences with R. Schmidt, L. Macksoud, J. Sharret & J. Friedman (.3) and M. Williams re meeting (.1).	2.00	1,900.00
09/29/10	BENTLEY, PHILIP	Prepare for (.2) and attend (1.6) committee call	1.80	1,431.00
09/29/10	SCHMIDT, ROBERT T.	Participate in portion of committee call, including asbestos, IPO, potential litigation to enforce DIP (1.1); post call conf J. Sharret, T. Mayer, L. Macksoud and J. Friedman re issues covered on call (.3)	1.40	1,085.00
09/29/10	SHARRET, JENNIFER	Prep for Committee call (.6); participate in Committee call re: asbestos, timeline and other pending matters (1.6), post-call confs. with T. Mayer, L. Macksoud, R. Schmidt and J. Friedman (.2).	2.40	1,320.00
09/29/10	CHAIKIN, REBECCA B.	Finish assembling materials for Committee meeting.	0.30	82.50

GENERAL MOTORS CREDITORS COMMITTEE
068000-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/29/10	MACKSOUD, LAUREN M	Conferring with L. Lis regarding status of case and providing update on issues relevant to committee over last two months, during his absence (1.1); Conference call with committee regarding asbestos issues, IPO issues and various motions/objections to be filed by committee (1.6), reviewing documents in preparation for same (.2), emailing committee regarding follow up information to call (.3), post-call discussions with T. Mayer, R. Schmidt, J. Sharret and J. Friedman (.2).	3.40	2,193.00
09/30/10	MACKSOUD, LAUREN M	Call with M. Williams regarding call with Treasury and draft of motion to enforce (.7); Drafting meeting minutes from 9/29 committee meeting (1.1); Gathering relevant emails to be distributed to committee chair (.4), drafting email to committee chair regarding same (.2), reviewing DIP Orders and Motion to Amend DIP (.8), reviewing docket for Amended DIP facility filing (.3), drafting email to committee chair regarding same and regarding change in maturity date definition (.6);	<u>4.10</u>	<u>2,644.50</u>
TOTAL			<u>172.80</u>	<u>\$103,921.50</u>

GENERAL MOTORS CREDITORS COMMITTEE
068000-00015 (ENVIRONMENTAL ISSUES)

November 15, 2010
Invoice No. 557576

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
SCHMIDT, ROBERT T.	PARTNER	6.50	5,037.50
WARREN, CHARLES S	PARTNER	16.20	12,474.00
FOLB, KERRI	ASSOCIATE	2.30	1,587.00
SHARRET, JENNIFER	ASSOCIATE	0.60	303.00
DAGGAN, CLINTON N	ASSOCIATE	<u>51.10</u>	<u>21,086.00</u>
TOTAL		<u>76.70</u>	<u>\$40,487.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/02/10	DAGGAN, CLINTON N	Attend conference call with C. Warren and Debtors re: environmental matters and take minutes (.3), revise same (.2).	0.50	195.00
06/02/10	WARREN, CHARLES S	Telephone MLC, Weil and FTI on environmental issues.	0.30	231.00
06/03/10	DAGGAN, CLINTON N	Phone call to J. Santambrogio at FTI Consulting re: numbers referenced in 6/2/2010 conference call (.1). Meet with C. Warren re: 6/2/2010 conference call (.1). Update notes from 6/2/2010 conference call based on C. Warren's comments (.2).	0.40	156.00
06/07/10	SCHMIDT, ROBERT T.	Review materials re environment claims.	1.40	1,085.00
06/08/10	DAGGAN, CLINTON N	Review draft term sheet regarding owned contaminated properties.	0.70	273.00
06/08/10	WARREN, CHARLES S	Review government draft of term sheet for environmental trust (.3); telephone Weil on term sheet (.2).	0.50	385.00
06/09/10	DAGGAN, CLINTON N	Research information on GM liability at New United Motors Manufacturing site in Fremont, CA (.7). Take minutes during conference call with C. Warren and Debtors re: environmental matters (.4), revise same (.3).	1.40	546.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00015 (ENVIRONMENTAL ISSUES)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/09/10	WARREN, CHARLES S	Review documents on NUMMI environmental claim (.5); call with MLC and Weil on environmental issues and term sheet (.5).	1.00	770.00
06/09/10	SCHMIDT, ROBERT T.	Review outline of outstanding environment issues (.5); review draft environment term sheet (.5).	1.00	775.00
06/10/10	SHARRET, JENNIFER	Reviewing draft environmental trust term sheet.	0.60	303.00
06/11/10	SCHMIDT, ROBERT T.	Review term sheet re Environment resolution (.5); review research memo re same (.5)	1.00	775.00
06/14/10	SCHMIDT, ROBERT T.	Review research memo re: environmental issues (.9) and draft term sheet re environmental issues (.5).	1.40	1,085.00
06/16/10	WARREN, CHARLES S	Telephone FTI on environmental term sheet.	0.30	231.00
06/18/10	DAGGAN, CLINTON N	Review environmental issues in draft FTI report.	0.30	117.00
06/21/10	DAGGAN, CLINTON N	Review Notice of Distribution of Westchester Fire Ins. Co. Bonds for financial assurance of performance of environmental remediation and Stipulation and Order re: same.	0.30	117.00
06/28/10	SCHMIDT, ROBERT T.	Review environment Term Sheet	0.30	232.50
06/30/10	WARREN, CHARLES S	Call with MLC, Weil and FTI on environmental trust fund and position of states on settlement.	0.80	616.00
06/30/10	DAGGAN, CLINTON N	Attend conference call with C. Warren re: updates on environmental trust and settlement and take minutes.	0.80	312.00
07/01/10	DAGGAN, CLINTON N	Revise notes from conference call with C. Warren on 6/30 re: environmental issues.	0.60	234.00
07/09/10	DAGGAN, CLINTON N	Review documents submitted to government by MLC, including documents regarding comments and threshold issues surrounding the environmental trust term sheet.	1.80	702.00
07/21/10	DAGGAN, CLINTON N	Participate in and take minutes during conference call with C. Warren and MLC re: update on environmental negotiations with government.	0.40	156.00
07/21/10	WARREN, CHARLES S	Conference call MLC and FTI on environmental issues and status of settlement agreement	0.50	385.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/22/10	DAGGAN, CLINTON N	Revise notes from 7/21 conference call (.3). Begin reviewing updated drafts of environmental response documents sent to debtors by government, including term sheet and settlement agreement (1.6).	1.90	741.00
07/23/10	DAGGAN, CLINTON N	Continue reviewing updated drafts of environmental response documents sent to debtors by government, including term sheet and settlement agreement (3.8). Begin drafting e-mail to C. Warren discussing how the term sheet and settlement agreement addressed earlier concerns discussed on conference calls (.8).	4.60	1,794.00
07/23/10	SCHMIDT, ROBERT T.	Review update from weekly environment conference call (.2); preliminary review of settlement agreement and trust docs (.9); o/c J. Sharret re same (.1)	1.20	930.00
07/26/10	DAGGAN, CLINTON N	Finish drafting e-mail to C. Warren discussing updated term sheet and settlement agreement (2.1). Search files for information concerning certain sites to be paid by the ERP trust (.6). Draft e-mail to C. Warren re: same (.2).	2.90	1,131.00
07/27/10	DAGGAN, CLINTON N	Review environmental issues list for draft Chapter 11 Plan (.3). Draft e-mail to C. Warren re: same (.1).	0.40	156.00
07/28/10	DAGGAN, CLINTON N	Participate in and take minutes during conference call with C. Warren and MLC re: update on environmental negotiations with government.	0.30	117.00
07/28/10	WARREN, CHARLES S	Conference call with MLC and FTI on environmental issues (.3); messages to Weil on additional sites to be included in Environmental Trust (.2).	0.50	385.00
07/29/10	DAGGAN, CLINTON N	Revise notes from 7/28 conference call with Debtors re outstanding environmental issues and negotiations.	0.30	117.00
08/02/10	DAGGAN, CLINTON N	Review draft Debtors' Joint Chapter 11 Plan section on the Environmental/Real Property Trust (.5). Draft e-mail to C. Warren re: same (.1).	0.60	234.00
08/03/10	WARREN, CHARLES S	Review environmental provisions of revised Plan.	0.50	385.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/03/10	DAGGAN, CLINTON N	Research and respond to question from J. Sharret re: environmental claims made by Niagara Mohawk Power Corp.	0.60	234.00
08/04/10	DAGGAN, CLINTON N	Participate in and take minutes during conference call with C. Warren and MLC re: update on environmental negotiations with government.	0.50	195.00
08/04/10	WARREN, CHARLES S	Conference call with MLC and FTI on environmental issues.	0.50	385.00
08/05/10	DAGGAN, CLINTON N	Edit and revise notes from 8/4 conference call on environmental issues.	0.50	195.00
08/06/10	DAGGAN, CLINTON N	Search claims database for information regarding certain natural resource damage claims.	0.30	117.00
08/06/10	WARREN, CHARLES S	Call with D. Berz on New York State natural resource claim (.2); review same (.3).	0.50	385.00
08/12/10	WARREN, CHARLES S	Conference call MLC and FTI on environmental issues and Plan (.5); review natural resource damage claims (.5).	1.00	770.00
08/12/10	DAGGAN, CLINTON N	Participate in and take minutes during conference call with C. Warren and MLC re: update on environmental negotiations with government (.4); Review MLC counsel's changes to our draft Chapter 11 Plan (2.1). Draft e-mail to C. Warren describing changes to environmental provisions (.8);	3.30	1,287.00
08/13/10	DAGGAN, CLINTON N	Review latest draft of Environmental Response Agreement sent by MLC counsel (2.7). Discuss same with C. Warren (.1). Edit and revise notes from 8/4 conference call on environmental issues (.5).	3.30	1,287.00
08/18/10	DAGGAN, CLINTON N	Participate in and take minutes during conference call with C. Warren and MLC re: update on environmental negotiations with government.	0.50	195.00
08/18/10	WARREN, CHARLES S	Conference call MLC and FTI on environmental issues (.5); telephone FTI on environmental issues (.3).	0.80	616.00
08/19/10	WARREN, CHARLES S	Review of confidentiality agreement relating to New York natural resource damage claim.	0.50	385.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00015 (ENVIRONMENTAL ISSUES)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/20/10	DAGGAN, CLINTON N	Edit and revise notes from 8/18 environment conference call (.4); Determine whether GM is the sole potentially responsible party at certain non-owned sites (.9).	1.30	507.00
08/23/10	WARREN, CHARLES S	Telephone D. Berz at Weil on governmental past environmental costs.	0.30	231.00
08/25/10	DAGGAN, CLINTON N	Participate in and take minutes during conference call with C. Warren and MLC re: update on environmental negotiations with government.	0.40	156.00
08/25/10	WARREN, CHARLES S	Telephone MLC and FTI on environmental issues.	0.50	385.00
08/26/10	WARREN, CHARLES S	Messages to FTI and Weil on environmental trust and settlement agreement.	0.30	231.00
08/26/10	DAGGAN, CLINTON N	Edit and revise notes from 8/25 environment conference call.	0.40	156.00
08/27/10	DAGGAN, CLINTON N	Comment on environmental matters addressed in draft Stipulation of Settlement Regarding Master Sale and Purchase Agreement and Motion prepared by Weil Gotshal.	2.10	819.00
08/27/10	WARREN, CHARLES S	Telephone D. Jones in US Attorney's office on settlement agreement issues (.5); review environmental issues in settlement documents (.5); telephone D. Berz of Weil on natural resource damage issues (.3).	1.30	1,001.00
08/30/10	WARREN, CHARLES S	Telephone D. Berz of Weil on natural resource damage issues.	0.30	231.00
08/31/10	DAGGAN, CLINTON N	Review and summarize environmental issues arising from latest redlined version of Plan and Disclosure Statement sent by Weil Gotshal.	1.90	741.00
08/31/10	WARREN, CHARLES S	Telephone NY Attorney General's office on confidentiality agreement (.2); review revised agreement (.3).	0.50	385.00
09/01/10	WARREN, CHARLES S	Conf. call with MLC and FTI on environmental issues and Plan.	0.50	385.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00015 (ENVIRONMENTAL ISSUES)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/01/10	DAGGAN, CLINTON N	Participate in and take minutes during conference call with C. Warren and MLC re: update on environmental negotiations with government (.5). Review environmental issues in Plan and Disclosure Statement filed with the Bankruptcy Court (.5). Review e-mail to Creditors Committee on environmental remediation issues stemming from stipulation of settlement regarding Master Sale and Purchase Agreement (.2).	1.20	546.00
09/02/10	WARREN, CHARLES S	Messages to New York Attorney General's office on confidentiality agreement on natural resource damage claim.	0.30	231.00
09/02/10	SCHMIDT, ROBERT T.	Review Debtor motion re approval of environmental stip	0.20	155.00
09/03/10	WARREN, CHARLES S	Review and sign confidentiality agreement on natural resource damage claim; send to New York Attorney General's office.	0.30	231.00
09/07/10	DAGGAN, CLINTON N	Edit and revise notes from 9/1 environmental conference call.	0.40	182.00
09/08/10	WARREN, CHARLES S	Conference call w/MLC, Weil and FTI on environmental issues.	0.50	385.00
09/08/10	DAGGAN, CLINTON N	Participate in and take minutes during conference call with C. Warren and MLC re: update on environmental negotiations with government.	0.60	273.00
09/09/10	DAGGAN, CLINTON N	Review updated environmental claims list prepared by AlixPartners.	1.40	637.00
09/10/10	WARREN, CHARLES S	Review material on New York State's natural resource damages claim	0.50	385.00
09/10/10	DAGGAN, CLINTON N	Continue reviewing updated environmental claims list submitted by AlixPartners (1.3). Review Natural Resource Damage Assessment for Massena site (1.7). Research issue of whether Indian tribe seeking compensation for cultural losses is a permissible natural resource damages claim (3.6).	6.60	3,003.00
09/13/10	WARREN, CHARLES S	Review natural resource damages issues in connection with New York State claim.	0.50	385.00
09/13/10	DAGGAN, CLINTON N	Finalize e-mail to C. Warren re: issue of whether Indian tribe seeking compensation for cultural losses is a permissible natural resource damages claim.	0.30	136.50

GENERAL MOTORS CREDITORS COMMITTEE
068000-00015 (ENVIRONMENTAL ISSUES)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/14/10	DAGGAN, CLINTON N	Participate in and take minutes during conference call with C. Warren and MLC re: environmental claims data.	0.40	182.00
09/14/10	WARREN, CHARLES S	Conference call w/MLC and FTI on unsecured environmental claims.	0.50	385.00
09/17/10	WARREN, CHARLES S	Review summary of environmental claims.	0.30	231.00
09/20/10	DAGGAN, CLINTON N	Edit and revise notes from 9/8 environmental conference call (.4). Edit and revise notes from 9/14 environmental claims data conference call (.3).	0.70	318.50
09/20/10	WARREN, CHARLES S	Telephone FTI on unsecured environmental claims.	0.30	231.00
09/22/10	WARREN, CHARLES S	Review environmental section of FTI report.	0.30	231.00
09/22/10	DAGGAN, CLINTON N	Review draft FTI case update report section on Environmental Matters (.3). Draft e-mail to C. Warren with comments re: same (.1). Participate in and take minutes during conference call with MLC re: update on environmental negotiations with government (.3). Edit and revise notes re: same (.4).	1.10	500.50
09/23/10	DAGGAN, CLINTON N	Research environmental remediation documents for issues at Tarrytown (Sleepy Hollow) facility (1.7). Draft e-mail to C. Warren re: same (.5).	2.20	1,001.00
09/24/10	DAGGAN, CLINTON N	Review environmental claims data and locate claims filed against REALM and ENCORE entities (1.1). Create Excel spreadsheet for C. Warren showing claims against REALM and ENCORE entities and other debtors (1.8).	2.90	1,319.50
09/24/10	WARREN, CHARLES S	Review material on unsecured environmental claims.	0.50	385.00
09/29/10	FOLB, KERRI	Review environmental provisions of IRS letter.	1.00	690.00
09/29/10	WARREN, CHARLES S	Telephone MLC, Weil and FTI on environmental issues.	0.50	385.00
09/30/10	WARREN, CHARLES S	Confer with K. Folb on environmental issues in tax letter.	0.30	231.00
09/30/10	FOLB, KERRI	Review IRS letter re environmental issues (1.0); conf. C. Warren re same (.3).	<u>1.30</u>	<u>897.00</u>
TOTAL			<u>76.70</u>	<u>\$40,487.50</u>

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
BENTLEY, PHILIP	PARTNER	24.30	19,318.50
SCHMIDT, ROBERT T.	PARTNER	10.10	7,827.50
MAYER, THOMAS MOERS	PARTNER	4.00	3,800.00
SHARRET, JENNIFER	ASSOCIATE	19.50	9,924.00
TEMKIN, MATTHEW C	ASSOCIATE	7.00	3,185.00
BLABEY, DAVID E	ASSOCIATE	5.50	3,382.50
MACKSOUD, LAUREN M	ASSOCIATE	7.70	4,941.00
FRIEDMAN, JOSHUA	ASSOCIATE	10.20	4,010.50
CHAIKIN, REBECCA B.	PARALEGAL	12.50	3,437.50
CHOUPROUTA, ANDREA	PARALEGAL	<u>0.20</u>	<u>55.00</u>
TOTAL		<u>101.00</u>	<u>\$59,881.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/01/10	MACKSOUD, LAUREN M	Reviewing sale agreement in preparation for hearing on new GM motion to enforce sale order (.5), conferring with J. Sharret regarding language in same (.1), reviewing update from today's hearing (.2)	0.80	504.00
06/01/10	SHARRET, JENNIFER	Prep for (1.0) and attend hearing on New GM's motion to enforce the sale order (1.9); listen to Court's ruling on New GM's motion (1.2).	4.10	2,070.50
06/14/10	CHAIKIN, REBECCA B.	Assemble materials for 6/15 hearing.	0.40	110.00
06/14/10	SHARRET, JENNIFER	Reviewing materials for next day GM hearing (.2); review Notice of Cancellation of hearing (.1).	0.30	151.50
06/25/10	CHAIKIN, REBECCA B.	Set up Courtcall appearance for M. Eisenband for Fee hearing (.3); assemble and organize materials for 6/29 hearing (2.0).	2.30	632.50

GENERAL MOTORS CREDITORS COMMITTEE
068000-00016 (HEARINGS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/25/10	SHARRET, JENNIFER	Reviewing filed agenda for June 29 hearing (.2); t/c w/P. Fababella re same (.1).	0.30	151.50
06/28/10	SHARRET, JENNIFER	T/c with C. Tully re: next day GM hearing (.2); reviewing amended agenda (.1); drafting talking points for hearing on fee apps (.5).	0.80	404.00
06/28/10	CHAIKIN, REBECCA B.	Assemble and organize materials for hearing.	2.00	550.00
06/29/10	SHARRET, JENNIFER	Prep for hearing on fee application, Fisker sale, claims objections including conf. R. Schmidt (.5); participate in hearing on fee hearing, Fisker sale, claims objections (2.5).	3.00	1,515.00
06/29/10	SCHMIDT, ROBERT T.	Prep for fee hearing including review of transcripts and pre-hearing confs w/ Weil and J. Sharret (1.4); participate at fee hearing (2.5)	3.90	3,022.50
07/06/10	CHAIKIN, REBECCA B.	Set up Courtcall appearance for R. Schmidt for fee decision hearing.	0.20	55.00
07/06/10	SHARRET, JENNIFER	Listening to Judge Gerber's ruling on fee applications.	1.30	656.50
07/06/10	SCHMIDT, ROBERT T.	Participate in most of telephonic delivery by Court of fee decision.	1.10	852.50
07/09/10	CHAIKIN, REBECCA B.	Review and organize transcripts.	0.10	27.50
07/12/10	SHARRET, JENNIFER	Emails to J. Friedman re 7/14 agenda.	0.20	101.00
07/13/10	FRIEDMAN, JOSHUA	Emails and t/c with R. Chaikin re: July 14 hearing	0.20	78.00
07/13/10	SHARRET, JENNIFER	Review hearing materials and amended agenda	0.20	101.00
07/13/10	CHAIKIN, REBECCA B.	Assemble materials for 7/14 hearing and conf. J. Friedman re same.	0.40	110.00
07/13/10	SCHMIDT, ROBERT T.	Review agenda and materials for next day hearing and o/c J. Sharret re same	0.50	387.50
07/14/10	SHARRET, JENNIFER	Prep for hearing (.2) Attend hearing on MCM management adversary proceeding, claims objections and Schaeffer lift stay stip (.7)	0.90	454.50
07/14/10	SCHMIDT, ROBERT T.	O/c J. Sharret re hearing outcome	0.20	155.00
07/15/10	MACKSOUD, LAUREN M	Reviewing email from R. Schmidt regarding matters scheduled for August 6 hearing.	0.40	252.00
08/05/10	CHAIKIN, REBECCA B.	Conf. J. Sharret and J. Friedman re 8/9 hearing (.4), assemble materials for same (1.1).	1.50	412.50

GENERAL MOTORS CREDITORS COMMITTEE
068000-00016 (HEARINGS)

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Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/05/10	SHARRET, JENNIFER	C/f with R. Chaikin and J. Friedman re: preparation for 8/9 hearing (.4); Reviewing agenda (.2); preparation for hearing by reviewing pleadings and supplemental documents (1.0); email w/R. Chaikin re hearing prep (.1).	1.70	858.50
08/06/10	CHAIKIN, REBECCA B.	Assemble materials for 8/9 hearing (2.9), conf. J. Friedman re same (.1). Set up Courtcall appearance for R. Grinberg (.1).	3.10	852.50
08/06/10	SHARRET, JENNIFER	Prep for hearing, including review of pleadings and relevant summaries (.8) Participate in hearing re: Alix Partner motions, Brittingham motion to lift automatic stay, omnibus claims objection, WTC stipulation and other matters (3.3); c/f with P. Bentley re: preparing for asbestos hearing (.5)	4.60	2,323.00
08/06/10	BENTLEY, PHILIP	Prep for Monday's hearing (5.1), and discs C. Mullin, R. Ginberg (1.2), J. Ruggieri (.3), J. Sharret (.5), L Macksoud (.5), J. Friedman (.2), and S. Juris (.3), and trade emails with T. Mayer and J. Sharret (.3), re same.	8.40	6,678.00
08/06/10	SCHMIDT, ROBERT T.	Review cmtee update memo re 8/6 hearing.	0.20	155.00
08/06/10	MAYER, THOMAS MOERS	Review papers relating to Alix retention filed by US Trustee, Fee Examiner, Debtors and Committee in preparation for hearing (1.0); participate in hearing (1.0).	2.00	1,900.00
08/06/10	MACKSOUD, LAUREN M	Conferring with P. Bentley regarding status of 2004 hearing and potential for settlement.	0.50	315.00
08/08/10	BENTLEY, PHILIP	Prepare for tomorrow's hearing (8.8), and t/c R. Ginberg (.6) and trade emails with D. Blabey and J. Friedman (.4) re same.	9.80	7,791.00
08/08/10	FRIEDMAN, JOSHUA	Prepare for 8/9 hearing re: 2004 motion	0.40	156.00
08/09/10	BLABEY, DAVID E	Attend hearing on Committee 2004 Motion.	5.50	3,382.50
08/09/10	SHARRET, JENNIFER	Emails with R. Grinberg re: 2004 hearing	0.20	101.00
08/09/10	FRIEDMAN, JOSHUA	Prep for (1.7) and attend (5.5) hearing re: 2004 motion; draft summary re: same (.9); discussion w/ P. Bentley, M. Temkin and D. Blabey re hearing (1.0)	9.10	3,549.00
08/09/10	MAYER, THOMAS MOERS	Attend hearing on discovery (1.8); conversations with S. Karotkin re same (.2).	2.00	1,900.00
08/09/10	SCHMIDT, ROBERT T.	Review L. Macksoud hearing summary.	0.20	155.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00016 (HEARINGS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/09/10	BENTLEY, PHILIP	Attend Rule 2004 hearing (5.1); Discuss 2004 hearing with D. Blabey, J. Friedman and M. Temkin (1.0)	6.10	4,849.50
08/09/10	TEMKIN, MATTHEW C	Take notes at 2004 hearing (4.7); discuss hearing with P. Bentley, D. Blabey and J. Friedman (1.0); draft update for Committee of hearing (1.3).	7.00	3,185.00
08/11/10	CHAIKIN, REBECCA B.	Organize transcripts.	0.20	55.00
08/17/10	CHAIKIN, REBECCA B.	Set up Courtcall appearance for P. Bentley and D. Blabey re 2004 Status conference, calls to Courtcall re receipt of confirmation.	0.40	110.00
08/17/10	SHARRET, JENNIFER	T/c with P. Bentley re: telephonic hearing with Judge on 2004 order.	0.20	101.00
08/23/10	CHOUPROUTA, ANDREA	Call chambers re: status of noon conference call.	0.20	55.00
09/01/10	SHARRET, JENNIFER	Drafting email to R. Schmidt and T. Mayer re: upcoming GM hearing on 9/7	0.20	110.00
09/02/10	MACKSOUD, LAUREN M	Conferring with J. Sharret (.2), R. Schmidt (.1) and R. Chaikin (.1) regarding 9/7 hearing and preparation for same, reviewing all relevant filings for motions to be heard on 9/7 (.9).	1.30	838.50
09/03/10	SHARRET, JENNIFER	T/c with R. Chaikin re: 9/7 hearing and emails re: preparation of hearing binders	0.40	220.00
09/03/10	CHAIKIN, REBECCA B.	Assemble binder of materials for 9/7 hearing (.7), t/c w/ J. Sharret re same (.3)	1.00	275.00
09/06/10	MACKSOUD, LAUREN M	Reviewing documents in preparation for 9/7 hearing.	1.20	774.00
09/06/10	SCHMIDT, ROBERT T.	Prep for next day hearing to approve 363 transaction (1.2), emails to J. Sharret re same (.3).	1.50	1,162.50
09/06/10	SHARRET, JENNIFER	Responding to emails from R. Schmidt in preparation for 9/7 hearing	0.30	165.00
09/07/10	MACKSOUD, LAUREN M	Attending portion of hearing on AP Services agreement and motion to approve Strasbourg sale.	0.20	129.00
09/07/10	SCHMIDT, ROBERT T.	Review of relevant documents and notes in advance of hearing (1.0); attend hearing and pre-/ post-hearing sessions re AP Services Agreement and Strasbourg (1.5).	2.50	1,937.50
09/08/10	CHAIKIN, REBECCA B.	Organize e-files of hearing transcripts.	0.20	55.00
09/15/10	SHARRET, JENNIFER	Reviewing 9/17 agenda and email with R. Chaikin re hearing prep.	0.30	165.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00016 (HEARINGS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/15/10	CHAIKIN, REBECCA B.	Assemble materials for 9/17 hearing.	0.50	137.50
09/16/10	MACKSOUD, LAUREN M	Reviewing all relevant documents in preparation for 9-17 hearing (1.4), conferring with J. Sharret regarding same (.2).	1.60	1,032.00
09/17/10	MACKSOUD, LAUREN M	Attending hearing re AP Services agreement and BMW stock purchase.	0.80	516.00
09/21/10	SHARRET, JENNIFER	T/c with P. Bentley and D. Blabey re: preparation for 9/24 hearing (.1), reviewing summary of matters scheduled for hearing (.3)	0.40	220.00
09/22/10	MACKSOUD, LAUREN M	Reviewing emails from debtors counsel and J. Sharret regarding adjournment of 9/24 hearing and status of all motions (.6), conferring with ACC regarding same (.3).	0.90	580.50
09/22/10	FRIEDMAN, JOSHUA	Emails w/ J. Sharret and R. Brooks re: 9/24 hearing cancellation.	0.20	91.00
09/22/10	SHARRET, JENNIFER	Email with J. Friedman and L. Macksoud re: status of 9/24 hearing	0.10	55.00
09/29/10	FRIEDMAN, JOSHUA	T/cs and emails w/ R. Brooks, J. Sharret and J. Chaikin re: 10/4 hearing.	0.30	136.50
09/29/10	CHAIKIN, REBECCA B.	Set up courtcall appearance for J. Sharret for 10/4 hearing.	<u>0.20</u>	<u>55.00</u>
TOTAL			<u>101.00</u>	<u>\$59,881.50</u>

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
SHARRET, JENNIFER	ASSOCIATE	1.00	518.50
FRIEDMAN, JOSHUA	ASSOCIATE	<u>0.30</u>	<u>136.50</u>
TOTAL		<u>1.30</u>	<u>\$655.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/07/10	SHARRET, JENNIFER	Reviewing Kindercare stipulation.	0.20	101.00
07/08/10	SHARRET, JENNIFER	Reviewing revised Kindercare stipulation	0.20	101.00
07/09/10	SHARRET, JENNIFER	Reviewing Kindercare stipulation & email to Togut re same.	0.10	50.50
07/12/10	SHARRET, JENNIFER	Emails w/Togut re status of Kindercare stipulation/motion.	0.20	101.00
09/01/10	SHARRET, JENNIFER	T/c with N. Moss re: Kindercare/New GM stipulation; reviewing revised Kindercare stipulation.	0.30	165.00
09/07/10	FRIEDMAN, JOSHUA	Review Kindercare stipulation; emails w/ J. Sharret re: same	<u>0.30</u>	<u>136.50</u>
TOTAL			<u>1.30</u>	<u>\$655.00</u>

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
SCHMIDT, ROBERT T.	PARTNER	35.00	27,125.00
MAYER, THOMAS MOERS	PARTNER	0.90	855.00
SHARRET, JENNIFER	ASSOCIATE	63.00	32,265.00
MACKSOUD, LAUREN M	ASSOCIATE	4.90	3,096.00
DAGGAN, CLINTON N	ASSOCIATE	0.30	117.00
FRIEDMAN, JOSHUA	ASSOCIATE	40.40	17,257.50
MAKINDE, MICHAEL A	PARALEGAL	4.60	1,265.00
CHAIKIN, REBECCA B.	PARALEGAL	<u>102.50</u>	<u>28,187.50</u>
TOTAL		<u>251.60</u>	<u>\$110,168.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/04/10	SHARRET, JENNIFER	Brief review of Fee Examiner initial response and email to J. Friedman re same.	0.50	252.50
06/07/10	FRIEDMAN, JOSHUA	Reviewing Fee Examiner's 2nd interim fee app Letter (1.4); emails w/ J. Sharret re: same (.2)	1.60	624.00
06/07/10	SHARRET, JENNIFER	Reviewing fee examiner's Letter re second interim fee application (.6); emails to T. Mayer, K. Eckstein, A. Rogoff and P. Pearlman re: same (.5); t/c with J. Friedman re: same (.2); drafting letter response (2.8).	4.10	2,070.50
06/07/10	MACKSOUD, LAUREN M	Reviewing fee examiner Letter re 2nd Interim Fees.	0.70	441.00
06/08/10	SHARRET, JENNIFER	T/c with M. Makinde re: response to fee examiner Letter re 2nd Interim fees (.2); c/f with R. Chaikin re: response to same (.5); revising response to fee examiner Letter (1.1); reviewing drafts of rebuttal charts (.3).	2.10	1,060.50

GENERAL MOTORS CREDITORS COMMITTEE
068000-00019 (FEE APPLICATIONS AND FEE EXAMINER ISSUES)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/08/10	CHAIKIN, REBECCA B.	Meet with J. Sharret re fee examiner Letter (.5); review same (.4) and draft responses to exhibits to same (6.0).	6.90	1,897.50
06/08/10	SCHMIDT, ROBERT T.	Review Fee auditor Letter on 2nd Interim Fees.	0.60	465.00
06/09/10	SHARRET, JENNIFER	C/f with M. Makinde re: revisions to rebuttal chart (.3); revising response to second interim Letter (.8); t/c with FTI re: fee examiner issues (.1) c/fs with R. Chaikin re: response to fee examiner Letter (1.1).	2.30	1,161.50
06/09/10	CHAIKIN, REBECCA B.	Conf. C. Daggan re time detail entries (.1); calculate paralegal fees when billed at single rate (.2); draft responses to fee examiner Letter exhibits (2.8), conferences J. Sharret re same (1.1).	4.20	1,155.00
06/09/10	MAYER, THOMAS MOERS	Review J. Sharret's draft response to Fee Examiners' 2nd Interim fees Letter.	0.50	475.00
06/09/10	MAKINDE, MICHAEL A	Conf. w. J. Sharret re: compiling fee comparison chart for partners in comparable firms and set up same.	0.50	137.50
06/10/10	SCHMIDT, ROBERT T.	Review fee auditor Letter re 2nd interim for KL and other profs (.6); o/cs J. Sharret re same (.5); edit response and attachments (.8)	1.90	1,472.50
06/10/10	CHAIKIN, REBECCA B.	Assemble and format exhibits to fee examiner Letter response (1.4); create exhibits re meal and transportation charges (1.3); conf. J. Sharret re same (.2).	2.90	797.50
06/10/10	MAYER, THOMAS MOERS	Meeting R. Schmidt, L. Macksoud, J. Sharret re response to Fee Examiners' 2nd Interim fees Letter.	0.20	190.00
06/10/10	SHARRET, JENNIFER	C/f with R. Schmidt re: letter response to fee examiner (.5); revising same (.8), conf. R. Chaikin re same (.2); circulating draft to Committee chair (.1); conf. M. Makinde re professionals' fees (.2).	1.80	909.00
06/10/10	MAKINDE, MICHAEL A	Research comparable firms' partner rates (1.5). Search court docket for previously filed fee applications of Debtors' and Committee's professionals (.4). Phone calls with J. Sharret re: same (.2).	2.10	577.50

GENERAL MOTORS CREDITORS COMMITTEE
068000-00019 (FEE APPLICATIONS AND FEE EXAMINER ISSUES)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/11/10	SHARRET, JENNIFER	Revising response to Fee Examiner (.9), conf. R. Schmidt re same (.5), conf. M. Makinde re fee comparison chart (.2); c/f with T. Mayer re: response (.2)	1.80	909.00
06/11/10	CHAIKIN, REBECCA B.	Response to fee examiner Letter: Calculate total write off and review draft response (.5), finalize mark up of examiner's exhibits (.7), mail response to examiner (.3).	1.50	412.50
06/11/10	SCHMIDT, ROBERT T.	Review final version of response to fee examiner Letter including attachments (.6); o/cs J. Sharret re same (.5)	1.10	852.50
06/11/10	MAYER, THOMAS MOERS	Conf. J. Sharret re final review and approval of response to Fee Examiner's 2nd Interim fees Letter	0.20	190.00
06/11/10	FRIEDMAN, JOSHUA	Reviewing Response to the Fee Examiner's Letter re the Second Interim Fee Application	0.60	234.00
06/11/10	MAKINDE, MICHAEL A	Research comparable partner billing rates (1.0) and edit fee comparison chart (.4). Conf with J. Sharret re same (.2); revisions to fee comparison chart (.4).	2.00	550.00
06/14/10	CHAIKIN, REBECCA B.	Draft July budget estimate and send to J. Sharret and R. Schmidt for approval.	0.40	110.00
06/14/10	SHARRET, JENNIFER	Emails w/ R. Chaikin and R. Schmidt re July budget estimate.	0.10	50.50
06/15/10	SCHMIDT, ROBERT T.	Review July budget estimate (.2); o/c J. Sharret re same (.2); prelim review of fee auditor draft objection (.6)	1.00	775.00
06/15/10	CHAIKIN, REBECCA B.	Finalize July budget estimate, fax and email same to Fee Examiner (.5); conf. J. Sharret re Examiner's Draft Report (.5); review same (.4).	1.40	385.00
06/15/10	SHARRET, JENNIFER	Reviewing July budget estimate (.2); c/f with R. Chaikin re: Examiner Draft Report (.5); reviewing Fee Examiner's draft objection (.6); drafting outline of response to fee examiner (.6).	1.90	959.50
06/15/10	FRIEDMAN, JOSHUA	Review of Fee Examiner's draft objection and exhibits	0.50	195.00
06/16/10	CHAIKIN, REBECCA B.	Assemble materials for R. Schmidt re Response to Examiner (.3); draft internal attorney billing rate comparison charts (3.2), confs. J. Sharret re same (.8); edit meals and transportation expenses charts (1.0).	5.30	1,457.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/16/10	SHARRET, JENNIFER	C/f with R. Schmidt re: Fee Examiner's draft objection (.5); t/c with R. Chaikin re: same (.8); drafting supplemental letter response to Fee Examiner (.7).	2.00	1,010.00
06/16/10	SCHMIDT, ROBERT T.	Meet with J. Sharret re fee auditor draft objection and KL response thereto (.5); review schedules to same (.8); further review related materials in prep for next day conf call with examiner re draft objection (.9)	2.20	1,705.00
06/17/10	CHAIKIN, REBECCA B.	Assemble materials for call with Fee Examiner (.3); Briefly review Examiner entries to see if some were double-counted (.3); Conf. J. Sharret re settlement proposal to Examiner (.3); calculate new totals for same (.6); review settlement proposal letter (.2) and conf. J. Sharret re same (.2)	1.90	522.50
06/17/10	SHARRET, JENNIFER	C/f call with Fee Examiner re: Second Interim Fee Application (.9); outlining letter response to fee examiner (including related exhibits) (1.1); c/f with R. Chaikin re: proposal to fee examiner (.4); drafting letter proposal (1.3); reviewing UST response to fee applications and email to T. Mayer and R. Schmidt re: same (.4).	4.10	2,070.50
06/17/10	SCHMIDT, ROBERT T.	Conf J. Sharret re response to fee auditor draft objection and review materials in advance of call (.9); conf call with fee auditor counsel (.9); work on counter-proposal (.4); review same (.2) and o/c J. Sharret re same (.1)	2.50	1,937.50
06/18/10	CHAIKIN, REBECCA B.	Review second draft of settlement proposal to Examiner. Review May time detail.	0.60	165.00
06/18/10	SHARRET, JENNIFER	T/c with R. Schmidt re: response to fee examiner	0.70	353.50
06/18/10	SCHMIDT, ROBERT T.	Multiple confs J. Sharret re upcoming fee hearing and issues re same (.4); review and revise settlement issues (.6); further editing to settlement proposal (.5)	1.50	1,162.50
06/21/10	SHARRET, JENNIFER	Reviewing correspondence from Fee Examiner re settlement proposal.	0.10	50.50
06/22/10	SCHMIDT, ROBERT T.	Review fee examiner Report (.7); e/m J. Sharret re same (.2)	0.90	697.50

GENERAL MOTORS CREDITORS COMMITTEE
068000-00019 (FEE APPLICATIONS AND FEE EXAMINER ISSUES)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/22/10	SHARRET, JENNIFER	Voicemail for Fee Examiner re: settlement proposals (.1); reviewing filed Report (.5); drafting response to same (1.5), conf. R. Chaikin re Report (.2).	2.30	1,161.50
06/22/10	CHAIKIN, REBECCA B.	Review time detail from 3rd Interim period for new compliance standards (1.5); conf. J. Sharret re fee examiner Report (.2) and brief review of same (.1).	1.80	495.00
06/23/10	SCHMIDT, ROBERT T.	Review fee examiner Report (.4); o/c J. Sharret re same (.1) and review related docs (.3); o/c K. Eckstein and J. Sharret re hearing and response (.2)	1.00	775.00
06/23/10	SHARRET, JENNIFER	Drafting response to Fee Examiner's objection (1.7); c/f w/R. Schmidt and K. Eckstein re response (.2); email w/Fee Examiner re adjournment of deadline (.1).	2.00	1,010.00
06/23/10	CHAIKIN, REBECCA B.	Close review of Fee Examiner report with particular attention to exhibits (1.8); call Chambers re extension to file Response to Examiner Report (.1).	1.90	522.50
06/24/10	SCHMIDT, ROBERT T.	Review examiner Report (.2); o/c J. Sharret re same (.1); revise response to objection (.6)	0.90	697.50
06/24/10	CHAIKIN, REBECCA B.	Update Fee Examiner reports binder (.1); Arrange for Butzel's reply to Examiner Report to be served (.1), review Response to Examiner Report (.6), conf. J. Sharret re same (.2); draft chart of fees/ hours billed by professionals (.7); calculate fees/ hours spent on certain discrete tasks (.8). emails with FTI re response to Examiner (.1), call Chambers re same (.1); begin draft of 3rd Interim Fee Application (.4); review 3rd Interim time (.7).	3.80	1,045.00
06/24/10	SHARRET, JENNIFER	Revising response to fee examiner Report (1.8), conf. R. Schmidt (.1) and R. Chaikin (.3) re same.	2.20	1,111.00
06/25/10	MACKSOUD, LAUREN M	Reviewing and revising response to fee examiner Report (.7), conferring with J. Sharret regarding same (.3), finalizing and filing same (.3).	1.30	819.00
06/25/10	SCHMIDT, ROBERT T.	Review Fee Examiner Report (.9) and revise response to Report (1.3), conf. J. Sharret re same (.8).	3.00	2,325.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/25/10	CHAIKIN, REBECCA B.	Format into pleading style FTI Response to Fee Examiner (.8); file same (.2); Edit KL Response to Fee Examiner (.6); assemble exhibits to same (.6); confs. J. Sharret re same (.3); finalize same (.6); file same (.2); draft cover letter to Court re FTI and KL responses to Examiner (.2); assemble and arrange for delivery of courtesy copy of same to Chambers (.3).	3.80	1,045.00
06/25/10	SHARRET, JENNIFER	Revising response to fee examiner's objection (1.5); c/f w/ R. Schmidt re fee examiner objection (.8); reviewing FTI response (.4), conf. L. Macksoud (.3) and R. Chaikin (.3) re Examiner Report.	3.30	1,666.50
06/28/10	SCHMIDT, ROBERT T.	Review objections and responses re other professionals (.3); review prior hearing transcript (.3); prep for next day fee hearing including review of pleadings re KL fee Application (1.8) and other professionals' fee application (1.4); t/c C. Tully re hearing (.1); review UST response (.2).	4.10	3,177.50
06/28/10	CHAIKIN, REBECCA B.	File affidavits of service for Butzel, KL and FTI responses to fee examiner.	0.20	55.00
06/29/10	SHARRET, JENNIFER	Reviewing chart on percentage reduction in first interim fee applications (.3), t/c w/R. Chaikin re same (.1); confer with R. Schmidt re: chart/letter on fee reductions and circulate to counsel to Fee Examiner (.3); t/c w/Fee Examiner re letter to court (.2); drafting letter to court re fees (.4); emails with J. Friedman re: third interim fee application (.4).	1.70	858.50
06/29/10	SCHMIDT, ROBERT T.	Post-fee hearing review of data requested by Court (.3); o/cs J. Sharret re proposed e/m to fee examiner and chart of 1st Interim Fee reductions (.3); e/m T. Mayer re hearing (.1).	0.70	542.50
06/29/10	FRIEDMAN, JOSHUA	Emails with J. Sharret re: interim fee applications/writeoffs	0.40	156.00
06/29/10	CHAIKIN, REBECCA B.	Review 3rd Interim period time detail (5.0), conf. J. Friedman (.1) and J. Sharret (.1) re 3rd Interim Application and May Statement; prepare letter to Judge Gerber re inquiry into fee reductions, including chart of amounts questioned by fee examiner in 1st interim period (.9).	6.10	1,677.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/30/10	SHARRET, JENNIFER	Emails w/Fee Examiner re submission to court (.1), revising letter and coordinating w/Fee Examiner (.5); t/c w/D. Blabey and voicemail from C. Basler re Bates Whites invoices (.2); C/f with R. Schmidt re: letter to Court on prior fee reductions (.3); c/f with R. Schmidt re: fee auditor reply (.1)	1.20	606.00
06/30/10	SCHMIDT, ROBERT T.	Comment on proposed submission to Court re prior reductions and o/cs J. Sharret re same (.5); review fee examiner proposed letter and o/cs J. Sharret re same (.3); o/c J. Sharret re status of fee auditor reply (.1); begin review incoming WG&M application (.2)	1.10	852.50
06/30/10	CHAIKIN, REBECCA B.	Call Chambers re joint letter with Examiner (.1), review 3rd Interim period time detail (2.7).	2.80	770.00
07/01/10	CHAIKIN, REBECCA B.	Review Third Interim time detail.	2.00	550.00
07/02/10	CHAIKIN, REBECCA B.	Review Third Interim expenses (.4) and time detail (1.8).	2.20	605.00
07/06/10	SHARRET, JENNIFER	Emails with FTI, Butzel & T. Mayer re outcome of fee hearing (.3); t/c & email w/Weil re fee apps (.2).	0.50	252.50
07/06/10	SCHMIDT, ROBERT T.	O/c J. Sharret re status of fee decision and review hearing notes (.2); review update memo (.2); e/ms T. Mayer re same (.1)	0.50	387.50
07/06/10	CHAIKIN, REBECCA B.	Revisions to Third Interim time detail (2.0), review same (.6); create (.7) and revise (.6) chart of Second Interim fee adjustments; create exhibit of time spent preparing monthly statements during second interim period (.5), conf. J. Sharret re Third Interim Application (.2), have new task codes created for certain billing matter (.1).	4.70	1,292.50
07/06/10	FRIEDMAN, JOSHUA	Reviewing 2nd interim fee application and other materials in preparation for drafting the 3rd interim fee application	2.00	780.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/07/10	SHARRET, JENNIFER	Reviewing interim compensation order (.3); preparing draft of third interim fee application (1.8); reviewing draft of exhibits of expenses (.4); c/f w/R. Chaikin and J. Friedman re billing in 3rd interim period (.2); t/c with K. Stadler re: asbestos expert fee application and third interim fee application (.2); emails to Bates White re: interim fee application (.3); t/c with R. Brooks re: timing of third interim fee application and ruling on second interim fee applications (.2); c/f w/R. Chaikin re calculating amounts for 2nd interim fee period (.3).	3.70	1,868.50
07/07/10	DAGGAN, CLINTON N	Review 3rd Interim Fee Application to ensure that environmental matters are adequately described.	0.30	117.00
07/07/10	CHAIKIN, REBECCA B.	Conf. J. Sharret re fee adjustments chart (.5), conf. S. Tyson at Bates White re billing invoices (.1), review same (.3), conf. J. Sharret re same (.2); review Third Interim disbursements (1.1), draft final disbursement details (1.1), create disbursement summary chart (.3) and exhibits re transportation and meals expenses (.9), conf. call with F. Arias, D. Indellicate and J. Sharret re Third Interim Fee Application and billing (.2), conf. J. Sharret re same (.2); review third interim time detail (2.6) and email attorneys re clarification of time entries (.3).	7.80	2,145.00
07/07/10	FRIEDMAN, JOSHUA	Drafting 3rd interim fee application (7.2); meet with L. Macksoud re: same (.5); t/c and emails with J. Sharret and R. Chaikin re: 3rd interim billing (.2).	7.90	3,081.00
07/08/10	MACKSOUD, LAUREN M	Conferring with J. Friedman regarding 3rd quarterly fee application (.6), reviewing and revising same (.3).	0.90	567.00
07/08/10	CHAIKIN, REBECCA B.	Discuss Third Interim billing project with summer interns (.2), finalize disbursement detail including write offs and summary chart (1.5), conf. J. Sharret (.3) and R. Schmidt (.1) re same; review Third Interim time detail for fee write offs and clarity in certain matters (1.1).	3.20	880.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00019 (FEE APPLICATIONS AND FEE EXAMINER ISSUES)

November 15, 2010
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/08/10	SHARRET, JENNIFER	Revising Third Interim Fee Application (.6); t/c with R. Tobin of Caplin re: fee examiner decision (.5).	1.10	555.50
07/09/10	SHARRET, JENNIFER	T/c with R. Brooks re: 3rd interim fee application (.2); emails with Committee professionals re: timing for filing interim fee application (.1).	0.30	151.50
07/09/10	CHAIKIN, REBECCA B.	Conf. J. Sharret re Third Interim Fee Application (.1), review time detail of same for compliance with Court's ruling re new guidelines (.6).	0.70	192.50
07/09/10	SCHMIDT, ROBERT T.	Review transcript from fee hearing (.2); review monthly invoice and cover letters and o/c J. Sharret re same (.2)	0.40	310.00
07/12/10	SHARRET, JENNIFER	Third Interim Fee Application: reviewing entries in fee application category re: dividing out entries re: monthly statements in accordance with Court's ruling.	0.20	101.00
07/13/10	FRIEDMAN, JOSHUA	Reviewing estimated August budget	0.20	78.00
07/13/10	SHARRET, JENNIFER	Reviewing past statements in anticipation of August budget	0.10	50.50
07/13/10	CHAIKIN, REBECCA B.	Email R. Grinberg re Bates White fee application (.2); review 3rd Interim time detail for compliance with new guidelines (2.2); draft August budget estimate (.3).	2.70	742.50
07/13/10	SCHMIDT, ROBERT T.	Review budget (.1); review fee app status (.1); o/cs J. Sharret re same (.1)	0.30	232.50
07/14/10	SHARRET, JENNIFER	Reviewing email from K. Stadler re: Judge Gerber's ruling on second interim fee application and email to Fee Examiner re: same (.2); emails with Weil re: Judge Gerber's ruling (.1); drafting spreadsheet re: amounts owed for second interim fee application (.9) c/f with R. Schmidt re: monthly budget and revising same (.3), emails w/Committee Professionals re extension of time to file fee app (.1)	1.60	808.00
07/14/10	FRIEDMAN, JOSHUA	Finalizing monthly budget estimate	1.00	390.00
07/14/10	SCHMIDT, ROBERT T.	Review budget and o/c J. Sharret re same (.3); rev e/ms re interpretation of fee decision and o/cs re same (.3)	0.60	465.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/14/10	CHAIKIN, REBECCA B.	Separate time spent on monthly fee applications in the third interim fee detail (.6); finalize and send August budget to fee Examiner (.3).	0.90	247.50
07/15/10	SHARRET, JENNIFER	Review fee applications of Future Asbestos counsel	0.30	151.50
07/15/10	SCHMIDT, ROBERT T.	Review futures representative fee application.	0.10	77.50
07/16/10	SCHMIDT, ROBERT T.	O/c J. Sharret re fee app issues/timing (.2); review Ct. Decision re Caplan retention (.2)	0.40	310.00
07/16/10	SHARRET, JENNIFER	TC w/K. Stadler re second interim fee numbers.	0.10	50.50
07/19/10	SHARRET, JENNIFER	T/c with Godfrey and Kahn re: second interim fee application numbers (.2); drafting third interim fee application (.5).	0.70	353.50
07/19/10	CHAIKIN, REBECCA B.	Scan Bates White monthly statement for J. Sharret and D. Blabey to approve and create new file for statements.	0.30	82.50
07/20/10	SHARRET, JENNIFER	Revising text of Third Interim Fee Application (2.3); emails w/fee examiner & Weil re second interim fees (.2).	2.50	1,262.50
07/21/10	SHARRET, JENNIFER	T/c with K. Cooperman re: second interim fee applications (.2); email w/R. Brooks re order (.1).	0.30	151.50
07/23/10	CHAIKIN, REBECCA B.	Review Third Interim time detail.	1.20	330.00
07/28/10	FRIEDMAN, JOSHUA	Reviewing and summarizing Fee Examiner's memo re: billing practices (1.6); emails with J. Sharret re: same (.1)	1.70	663.00
07/28/10	SHARRET, JENNIFER	Reviewing fee examiners draft memo (.4); emails with FTI, Butzel Long and Weil re: same (.1); reviewing time detail for Third Interim Fee Application with respect to fee examiner's draft memo (.8)	1.30	656.50
07/28/10	SCHMIDT, ROBERT T.	Review fee auditor memo and o/cs J. Sharret re same (.3); rev fee statement (.2); o/c J. Sharret re next fee app (.1)	0.60	465.00
07/28/10	CHAIKIN, REBECCA B.	Summarize memo to retained professionals from Fee Examiner re fee decisions (.5), review third interim time detail for compliance (2.1).	2.60	715.00
07/29/10	FRIEDMAN, JOSHUA	Call w/ J. Sharret re: fee interim application	0.10	39.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00019 (FEE APPLICATIONS AND FEE EXAMINER ISSUES)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/29/10	SCHMIDT, ROBERT T.	O/cs J. Sharret re fee app (.1); review fee auditor analysis (.2); review transcript from hearing (.2)	0.50	387.50
07/29/10	CHAIKIN, REBECCA B.	Conf. J. Sharret and D. Indellicate re timing for Third Interim Fee Application (.4), review time detail for third interim period (.8), revise disbursement detail exhibit to third interim fee application (.4), conf. J. Sharret re application and drafting of paragraph re fee statements in same (.5), edit third Interim Application (1.8). Review Bates White draft first interim fee application (.6).	4.50	1,237.50
07/29/10	SHARRET, JENNIFER	Reviewing time detail for Third Interim Fee Application with regard to Fee Examiner's draft memo (1.6); voicemail for K. Stadler re: memo (.1); c/f with R. Chaikin re: Third Interim Fee Application (.5)	2.20	1,111.00
07/30/10	SHARRET, JENNIFER	Reviewing revisions to Third Interim Fee Application	0.60	303.00
08/01/10	SCHMIDT, ROBERT T.	Preliminary review of interim fee application	0.50	387.50
08/02/10	FRIEDMAN, JOSHUA	Emails w/ J. Sharret and R. Schmidt re: fee application	0.10	39.00
08/02/10	SHARRET, JENNIFER	Reviewing mark-up to KL fee application (.3); review of Bates White's fee application (.4).	0.70	353.50
08/02/10	CHAIKIN, REBECCA B.	Edit Interim Fee Application.	1.10	302.50
08/02/10	SCHMIDT, ROBERT T.	Review and edit fee application and schedules (1.1); o/c J. Friedman and J. Sharret re same (.1).	1.20	930.00
08/03/10	MACKSOUD, LAUREN M	Reviewing fee application regarding insurance issues (.4), redrafting relevant sections (.3), conferring with R. Chaikin regarding same (.2).	0.90	567.00
08/03/10	FRIEDMAN, JOSHUA	O/m with J. Sharret re: 3rd interim fee app (.2); revise same (.3); discussions w/ R. Chaikin re: same (.2); email with R. Brooks re: same (.1)	0.80	312.00
08/03/10	SHARRET, JENNIFER	Reviewing R. Schmidt comments to Third Interim Fee Application (.7); meet with J. Friedman re same (.2).	0.90	454.50
08/03/10	CHAIKIN, REBECCA B.	Quick review of Fee Application and time detail (.7), conf. J. Friedman re same (.2), conf L. Macksoud re same (.2). Edit Application (1.3).	2.40	660.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/04/10	MACKSOUD, LAUREN M	Conferring with J. Sharret regarding filing of fee applications (.2), reviewing emails from FTI regarding same (.3).	0.50	315.00
08/04/10	SHARRET, JENNIFER	Email and t/c with R. Grinberg re: Bates White's fee application (.5); c/f and t/c with R. Chaikin re: Third Interim Fee Application (.4); further review of Third Interim fee app (.4); email w/FTI re fee app (.1).	1.40	707.00
08/04/10	CHAIKIN, REBECCA B.	Review Interim Fee Application (2.0), revise same (.6), calculate write offs (.2), revise charts in Application with updated data (2.4), confs. J. Sharret re same (.4), emails with Caplin paralegal re questions re interim fee application (.1), conf. D. Indellicate and F. Arias re billing issues (.3), draft cover letter for fee applications (.2).	6.20	1,705.00
08/05/10	CHAIKIN, REBECCA B.	Edit Fee Application TOC and TOA (.7), arrange for service of professionals' fee applications (.2), file professionals' fee applications (.6), assemble courtesy copies of same for Court, Trustee and Fee Examiner (.8); estimate of fees/ time spent on asbestos issues in May, June and July for P. Bentley and T. Mayer for monthly budget (.2)	2.50	687.50
08/06/10	CHAIKIN, REBECCA B.	Finalize courtesy copies of Fee Applications and overnight mail to recipients.	0.90	247.50
08/11/10	CHAIKIN, REBECCA B.	File affidavits of service for fee applications (.3), conf. F. Arias re fees billed and paid (.3), emails with J. Sharret re same (.2).	0.80	220.00
08/13/10	CHAIKIN, REBECCA B.	Calculate estimated September budget.	0.40	110.00
08/16/10	SCHMIDT, ROBERT T.	Review and comment monthly budget (.1); review fee application (.5)	0.60	465.00
08/16/10	CHAIKIN, REBECCA B.	Revisions to September budget estimate (.6) and fax/ email same to fee examiner (.2)	0.80	220.00
08/16/10	SHARRET, JENNIFER	Reviewing September budget and Emails with R. Chaikin re same	0.20	101.00
08/22/10	SHARRET, JENNIFER	Review notice of scheduling hearings on fee applications and email to J. Friedman re: same	0.10	50.50
08/23/10	FRIEDMAN, JOSHUA	Emails w/ FTI, Butzel and Bates White re: fee application hearing	0.20	78.00
08/25/10	FRIEDMAN, JOSHUA	Email w/ R. Grinberg re: fee app hearing	0.20	78.00
08/27/10	SCHMIDT, ROBERT T.	Review prior fee auditor report and memo.	0.20	155.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/31/10	CHAIKIN, REBECCA B.	Create spreadsheet of asbestos consultants' fees requested.	0.40	110.00
09/02/10	FRIEDMAN, JOSHUA	Reviewing letter from Fee Examiner re: 3rd fee application (.2); o/m and emails w/ R. Chaikin and J. Sharret re: same (.3)	0.50	227.50
09/02/10	SHARRET, JENNIFER	Initial review of Fee Examiner correspondence (.2) emails with R. Schmidt, J. Friedman and R. Chaikin re: same (.3)	0.50	275.00
09/02/10	CHAIKIN, REBECCA B.	Conf. J. Friedman re examiner letter (.2), and review same (.4), email J. Sharret and J. Friedman with preliminary comments (.1).	0.70	192.50
09/02/10	SCHMIDT, ROBERT T.	Review fee examiner letter; email J. Sharret re same; review applications	0.50	387.50
09/03/10	FRIEDMAN, JOSHUA	Research re: fee application issues, including compensation for disputing fees/fee examiner.	1.20	546.00
09/07/10	FRIEDMAN, JOSHUA	Drafting letter response to fee auditor (1.0); research re: same (3.2); review previous responses to fee auditor (.4).	4.60	2,093.00
09/07/10	CHAIKIN, REBECCA B.	Check payment amount received for 2nd interim period and compare to applications and court allowance, conf F. Arias and J. Sharret re same.	0.50	137.50
09/08/10	SHARRET, JENNIFER	Reviewing/mark-up of draft letter response to fee examiner (.4); emails J. Friedman re: fee examiner response (.2)	0.60	330.00
09/08/10	FRIEDMAN, JOSHUA	Revising letter to Fee Examiner (1.7); continuing research re: same (.8); emails w/ J. Sharret and G. Plotko re: same (.3)	2.80	1,274.00
09/09/10	SCHMIDT, ROBERT T.	Emails re timing of fee report. Review fee examiner response.	0.50	387.50
09/10/10	SCHMIDT, ROBERT T.	Review response to examiner	0.30	232.50
09/12/10	SHARRET, JENNIFER	Reviewing letter response to fee examiner (.3); reviewing research re same (.4); revising portions of letter to fee examiner (.4)	1.10	605.00
09/12/10	FRIEDMAN, JOSHUA	Research re: fee examiner objection, including Lyondell and Adelpia pleadings (3.0); emails w/ J. Sharret and R. Brooks re: responding to fee examiner (.2)	3.20	1,456.00
09/12/10	SCHMIDT, ROBERT T.	Review draft response to fee examiner's review of third interim application	0.50	387.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/13/10	SHARRET, JENNIFER	T/c with J. Friedman re: fee examiner letter and exclusivity (.2); reviewing revised letter to fee examiner (.2); email with R. Chaikin and J. Friedman re: budget (.1)	0.50	275.00
09/13/10	FRIEDMAN, JOSHUA	Finalize draft of letter to fee examiner (1.8); finish research re: same (1.3); t/c J. Sharret re same (.2), email draft to K. Stadler (.1)	3.40	1,547.00
09/13/10	CHAIKIN, REBECCA B.	Mail response to examiner's initial review of third interim fee application.	0.10	27.50
09/13/10	SCHMIDT, ROBERT T.	Review fee auditor report and response	0.40	310.00
09/14/10	SHARRET, JENNIFER	C/f with R. Schmidt re: response to fee examiner (.4); reviewing fee examiner draft objection (.4); follow-up emails w/fee examiner re letter response (.3); emails w/R. Chaikin re fee examiner inquiry (.3).	1.40	770.00
09/14/10	FRIEDMAN, JOSHUA	Review Fee Examiner Draft Report (.4); o/m R. Chaikin re: same (.4); draft outline of response (.7)	1.50	682.50
09/14/10	SCHMIDT, ROBERT T.	Review fee auditor report and response (.3); mult calls and e/s J. Sharret re same (.4); e/m Accounting re same (.1)	0.80	620.00
09/14/10	CHAIKIN, REBECCA B.	Review Fee Examiner questions re billing rates and draft answer (.2), conf. J. Friedman re response to examiner (.4), meet with J. Sharret re same (.3), create chart of fee reductions requested by examiner and approved by court (1.3).	2.20	605.00
09/15/10	SHARRET, JENNIFER	Reviewing budget and emails with R. Chaikin and R. Schmidt re: same (.5); further review of fee examiner draft objection (.2)	0.70	385.00
09/15/10	FRIEDMAN, JOSHUA	Emails w/ P. Bentley and R. Chaikin re: October estimates (.2); review past monthly estimates (.2)	0.40	182.00
09/15/10	CHAIKIN, REBECCA B.	Conf. J. Friedman re charts for response to Fee Examiner (.3), draft October budget (.3) and conf. J. Friedman re same (.1). Assemble all correspondence with fee examiner during 3rd interim period (.9).	1.60	440.00
09/15/10	SCHMIDT, ROBERT T.	Review October budget and o/c J. Sharret re same	0.30	232.50
09/16/10	SHARRET, JENNIFER	C/f with R. Schmidt re: October budget	0.20	110.00
09/16/10	FRIEDMAN, JOSHUA	Drafting response to fee examiner	3.60	1,638.00

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068000-00019 (FEE APPLICATIONS AND FEE EXAMINER ISSUES)

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/16/10	CHAIKIN, REBECCA B.	Finalize October budget, fax and email to examiner (.5), break out time billed to matter 19 during 3rd interim period into specified categories for response to examiner (1.7).	2.20	605.00
09/17/10	MACKSOUD, LAUREN M	Reviewing statement from fee auditor (.3), reviewing response of US trustee (.3).	0.60	387.00
09/17/10	SHARRET, JENNIFER	Revising response to Fee Examiner objection (2.1); c/f with R. Schmidt re: fee examiner response future fee application and email to R. Chaikin and J. Friedman re: same (.3)	2.40	1,320.00
09/17/10	FRIEDMAN, JOSHUA	Finalizing draft of response to fee examiner; emails w/ J. Sharret re: same	0.50	227.50
09/17/10	SCHMIDT, ROBERT T.	Review fee examiner reports for multiple professionals	0.40	310.00
09/19/10	SHARRET, JENNIFER	Reviewing draft response to fee examiner	1.00	550.00
09/20/10	FRIEDMAN, JOSHUA	Review redline re: response to fee examiner (.5); t/c and emails w/ J. Sharret and R. Schmidt re: same (.2).	0.70	318.50
09/20/10	SCHMIDT, ROBERT T.	Review fee examiner objection and summary and cases cited therein (.9) and e/m J. Sharret re same (.1); preliminary review of draft reply (.3)	1.30	1,007.50
09/20/10	SHARRET, JENNIFER	Revising KL response to Fee Examiner (.4); reviewing Fee Examiner objections to other professionals (.2); reviewing Fee Examiner summary report (.5)	1.10	605.00
09/20/10	CHAIKIN, REBECCA B.	Edit response to fee examiner (1.1) and conf. J. Sharret re same (.3).	1.40	385.00
09/21/10	SHARRET, JENNIFER	Revising response to fee examiner letter and confs R. Schmidt, R. Chaikin and J. Friedman re same.	0.50	275.00
09/21/10	FRIEDMAN, JOSHUA	Revising response to fee examiner; o/m J. Sharret and R. Schmidt re same	0.50	227.50
09/21/10	SCHMIDT, ROBERT T.	O/c J. Sharret re response to fee auditor objections (.2); review and edit draft response (1.4)	1.60	1,240.00
09/28/10	FRIEDMAN, JOSHUA	Review fee examiner's filed first fee application.	<u>0.20</u>	<u>91.00</u>
TOTAL			<u>251.60</u>	<u>\$110,168.00</u>

GENERAL MOTORS CREDITORS COMMITTEE
068000-00020 (MONTHLY FEE STATEMENTS)

November 15, 2010
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SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
SCHMIDT, ROBERT T.	PARTNER	1.20	930.00
MAYER, THOMAS MOERS	PARTNER	0.20	190.00
SHARRET, JENNIFER	ASSOCIATE	5.40	2,727.00
MACKSOUD, LAUREN M	ASSOCIATE	2.20	1,413.00
FRIEDMAN, JOSHUA	ASSOCIATE	38.10	15,444.00
CHAIKIN, REBECCA B.	PARALEGAL	<u>79.30</u>	<u>21,807.50</u>
TOTAL		<u>126.40</u>	<u>\$42,511.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/01/10	FRIEDMAN, JOSHUA	Finalizing April Invoice (2.9), including calls/emails with R. Chaikin, F. Arias and J. Sharret (.4)	3.30	1,287.00
06/01/10	SHARRET, JENNIFER	Reviewing and revising April fee statement (.8), calls with J. Friedman re same (.1).	0.90	454.50
06/01/10	CHAIKIN, REBECCA B.	Finalize April statement (.8), final review of April time detail (1.7), calls and emails J. Friedman re same (.2), prepare mailing of same (.5).	3.20	880.00
06/02/10	FRIEDMAN, JOSHUA	Finalizing the April invoice (.4), including calls/emails with R. Chaikin, J. Sharret and F. Arias (.4)	0.80	312.00
06/02/10	CHAIKIN, REBECCA B.	Finalize and mail April fee statement (1.2), emails J. Friedman re same (.1).	1.30	357.50
06/02/10	SHARRET, JENNIFER	Emails with J. Friedman re finalizing April invoice.	0.20	101.00
06/14/10	FRIEDMAN, JOSHUA	Reviewing May invoice and disbursements (1.8), conf. J. Sharret re same (.6).	2.40	936.00
06/14/10	SHARRET, JENNIFER	C/f with J. Friedman re: May invoice	0.60	303.00
06/15/10	FRIEDMAN, JOSHUA	Reviewing May invoice and disbursements	2.40	936.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/16/10	CHAIKIN, REBECCA B.	Conf. J. Sharret (.3) and J. Friedman (.1) re May Statement.	0.40	110.00
06/16/10	SHARRET, JENNIFER	C/f with R. Chaikin re: May fee statement.	0.30	151.50
06/17/10	CHAIKIN, REBECCA B.	Review May time and emails J. Sharret re same.	0.50	137.50
06/17/10	SHARRET, JENNIFER	Emails w/R. Chaikin re May statement.	0.20	101.00
06/21/10	CHAIKIN, REBECCA B.	Review May time detail.	2.10	577.50
06/22/10	SHARRET, JENNIFER	Emails with R. Chaikin re: May invoice	0.10	50.50
06/22/10	CHAIKIN, REBECCA B.	Email J. Sharret re May Statement (.1); review May detail (5.0).	5.10	1,402.50
06/24/10	CHAIKIN, REBECCA B.	Review expenses for May Statement (.5); review May time detail (.8).	1.30	357.50
06/25/10	FRIEDMAN, JOSHUA	Review of May disbursements detail	0.20	78.00
06/28/10	SHARRET, JENNIFER	Reviewing May invoice.	0.20	101.00
06/28/10	FRIEDMAN, JOSHUA	Reviewing May invoice	2.10	819.00
06/28/10	CHAIKIN, REBECCA B.	Review May time.	0.80	220.00
06/29/10	FRIEDMAN, JOSHUA	Reviewing May invoice (2.3); emails and t/c with R. Chaikin and J. Sharret re: same (.2)	2.50	975.00
06/30/10	CHAIKIN, REBECCA B.	Review May time detail (1.3), conf. J. Sharret re same (.7).	2.00	550.00
06/30/10	SHARRET, JENNIFER	C/f with R. Chaikin re: May fee statement re: compliance with Court/UST provisions.	0.70	353.50
07/08/10	CHAIKIN, REBECCA B.	Review May time detail (.8), finalize May statement (.7) and mail to debtors, trustee, examiner (.5).	2.00	550.00
07/12/10	SHARRET, JENNIFER	Emails w/R. Chaikin re June monthly statement.	0.20	101.00
07/13/10	SHARRET, JENNIFER	T/c with R. Chaikin re: June statement	0.10	50.50
07/20/10	CHAIKIN, REBECCA B.	Review June time detail.	4.50	1,237.50
07/21/10	CHAIKIN, REBECCA B.	Review June time detail.	2.20	605.00
07/22/10	CHAIKIN, REBECCA B.	Review June time detail.	4.30	1,182.50
07/23/10	FRIEDMAN, JOSHUA	Reviewing invoice for compliance with Guidelines	0.60	234.00
07/23/10	CHAIKIN, REBECCA B.	Review June time.	3.00	825.00
07/26/10	FRIEDMAN, JOSHUA	Reviewing June invoice for compliance with Guidelines	0.60	234.00
07/26/10	CHAIKIN, REBECCA B.	Review June time detail (3.6) and disbursements (.2).	3.80	1,045.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00020 (MONTHLY FEE STATEMENTS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/27/10	FRIEDMAN, JOSHUA	Reviewing June time detail for compliance with Guidelines (.8); discussion w/ R. Chaikin re: same (.1)	0.90	351.00
07/27/10	CHAIKIN, REBECCA B.	Review June disbursements (1.8), conf. J. Friedman re June statement (.1).	1.90	522.50
07/28/10	FRIEDMAN, JOSHUA	Reviewing invoice for compliance with Guidelines	1.70	663.00
08/02/10	CHAIKIN, REBECCA B.	Review June time detail.	2.20	605.00
08/03/10	CHAIKIN, REBECCA B.	Review June time detail.	0.30	82.50
08/10/10	FRIEDMAN, JOSHUA	E-mails with J. Sharret and R. Chaikin re: June invoice	0.20	78.00
08/11/10	FRIEDMAN, JOSHUA	Reviewing June invoice for compliance with guidelines (1.0); emails w/ J. Sharret and R. Chaikin re: same (.2); o/m with R. Chaikin re: same (.2)	1.40	546.00
08/11/10	CHAIKIN, REBECCA B.	Meet with J. Friedman re June and July bills and next steps (.2), email all KL attorneys on case re time entries (.9), review June time entries (.5).	1.60	440.00
08/12/10	CHAIKIN, REBECCA B.	Review June bill draft.	0.50	137.50
08/13/10	FRIEDMAN, JOSHUA	Emails w/ D. Blabey, P. O'Neill, T. Mayer, G. Horowitz, J. Taylor, J. Rosensaft, R. Chaikin re: June invoice	0.70	273.00
08/13/10	CHAIKIN, REBECCA B.	Conf. J. Friedman re June bill (.1), review same (.3), review disbursement detail (.3).	0.70	192.50
08/16/10	FRIEDMAN, JOSHUA	Emails w/ R. Schmidt and R. Chaikin regarding June Invoice	0.20	78.00
08/16/10	CHAIKIN, REBECCA B.	Review newly-captured June disbursements (.5), email F. Arias re same (.1); review July time (1.2).	1.80	495.00
08/17/10	CHAIKIN, REBECCA B.	Review July time (3.5), review June time (.6).	4.10	1,127.50
08/18/10	SHARRET, JENNIFER	C/f with J. Friedman re monthly statements.	0.20	101.00
08/18/10	CHAIKIN, REBECCA B.	Review June time detail (2.0), conf. J. Friedman re same (.2).	2.20	605.00
08/18/10	FRIEDMAN, JOSHUA	Reviewing June invoice for guideline compliance (.9); conf J. Sharret R. Chaikin re same (.2).	1.10	429.00
08/19/10	MAYER, THOMAS MOERS	Conference with J. Friedman re June bill.	0.20	190.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00020 (MONTHLY FEE STATEMENTS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/19/10	CHAIKIN, REBECCA B.	Review June time detail (1.1), email F. Arias re moving time to appropriate matters (.2), review time break outs (.8), confs. J. Friedman re same (.6).	2.70	742.50
08/19/10	FRIEDMAN, JOSHUA	Reviewing June (1.2) and July (.4) invoices for compliance with guidelines; conf T. Mayer re June bill (.2)	1.80	702.00
08/22/10	SHARRET, JENNIFER	Reviewing June monthly fee statement	1.50	757.50
08/23/10	MACKSOUD, LAUREN M	Reviewing June bill regarding privileged information	0.40	252.00
08/23/10	SHARRET, JENNIFER	C/f with J. Friedman re: June monthly fee statement	0.20	101.00
08/23/10	FRIEDMAN, JOSHUA	Email w/ A. Aufses and J. Cohen re: billing/keeping time	0.20	78.00
08/24/10	FRIEDMAN, JOSHUA	Review June bill for compliance with guidelines	2.40	936.00
08/25/10	FRIEDMAN, JOSHUA	Finalizing June invoice	0.60	234.00
08/27/10	FRIEDMAN, JOSHUA	Finalizing June bill	0.20	78.00
08/27/10	SCHMIDT, ROBERT T.	Review and revise June fee statement (.8); o/cs J. Sharret and J. Friedman re same (.1).	0.90	697.50
08/30/10	FRIEDMAN, JOSHUA	Finalizing June bill (.1); reviewing July invoice for compliance with guidelines (2.4).	2.50	975.00
08/30/10	CHAIKIN, REBECCA B.	Scan Bates White fee statement for attorney approval (.1), final review of June time detail (1.8), mail same to Trustee, Debtors, Examiner (1.0).	2.90	797.50
08/31/10	FRIEDMAN, JOSHUA	Reviewing July invoice for guideline compliance	0.30	117.00
08/31/10	SCHMIDT, ROBERT T.	Review June fee statement	0.30	232.50
08/31/10	CHAIKIN, REBECCA B.	Review July time detail	2.00	550.00
09/01/10	CHAIKIN, REBECCA B.	Review July time detail for compliance with guidelines	1.10	302.50
09/02/10	CHAIKIN, REBECCA B.	Review July time detail for compliance with guidelines	2.90	797.50
09/07/10	CHAIKIN, REBECCA B.	Review July time detail for compliance with guidelines	2.10	577.50
09/08/10	CHAIKIN, REBECCA B.	Review July disbursements back up.	1.70	467.50
09/13/10	CHAIKIN, REBECCA B.	Review July time detail for compliance with guidelines.	1.40	385.00
09/14/10	FRIEDMAN, JOSHUA	Reviewing July invoice (1.6); o/m w/ R. Chaikin re: same (.2)	1.80	819.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00020 (MONTHLY FEE STATEMENTS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/14/10	CHAIKIN, REBECCA B.	Conf. J. Friedman re July bill.	0.20	55.00
09/15/10	FRIEDMAN, JOSHUA	Review July and August invoices for compliance with guidelines	1.70	773.50
09/16/10	FRIEDMAN, JOSHUA	Review August invoice for compliance with guidelines	1.00	455.00
09/20/10	FRIEDMAN, JOSHUA	Reviewing July and August invoices for compliance with guidelines (1.7); o/m with R. Chaikin re: same (.2)	1.90	864.50
09/20/10	CHAIKIN, REBECCA B.	Conf. J. Friedman re July and August bills.	0.10	27.50
09/22/10	FRIEDMAN, JOSHUA	Emails w/ R. Chaikin re: disbursements	0.10	45.50
09/22/10	CHAIKIN, REBECCA B.	Emails w/ J. Friedman re July disbursements	0.10	27.50
09/24/10	CHAIKIN, REBECCA B.	Review new draft of July time detail.	0.50	137.50
09/28/10	FRIEDMAN, JOSHUA	Reviewing July invoice for compliance with guidelines (1.8); discussions with R. Chaikin re same (.2); emails w/ R. Chaikin, J. Sharret, L. Macksoud re: same (.3).	2.30	1,046.50
09/28/10	CHAIKIN, REBECCA B.	Conf J. Friedman re monthly bills (.2), review July time detail for compliance with examiner guidelines (3.9). emails w/ J. Friedman re: compliance w/ guidelines (.5).	4.60	1,265.00
09/29/10	FRIEDMAN, JOSHUA	Emails w/ R. Chaikin re: July invoice	0.20	91.00
09/30/10	MACKSOUD, LAUREN M	Conferring with R. Schmidt and R. Chaikin regarding July fee statement (.4). reviewing and revising same (1.1), coordinating with R. Chaikin for filing and service of same (.3)	1.80	1,161.00
09/30/10	CHAIKIN, REBECCA B.	Draft fee statement (.4), Final review of time detail (3.1), Finalize disbursements detail (1.2) and matter summary (.2), conf. L. Macksoud re same (.3)	<u>5.20</u>	<u>1,430.00</u>
TOTAL			<u>126.40</u>	<u>\$42,511.50</u>

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
MAYER, THOMAS MOERS	PARTNER	0.20	190.00
SHARRET, JENNIFER	ASSOCIATE	1.40	725.00
MACKSOUD, LAUREN M	ASSOCIATE	1.20	756.00
FRIEDMAN, JOSHUA	ASSOCIATE	<u>4.20</u>	<u>1,638.00</u>
TOTAL		<u>7.00</u>	<u>\$3,309.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/04/10	MAYER, THOMAS MOERS	Call with H. Miller re S. Jacobowski's appeal.	0.20	190.00
08/10/10	FRIEDMAN, JOSHUA	Reviewing current status of appeals re: MLC (3.1); emails and t/c with L. Macksoud and J. Sharret re: same (.4)	3.50	1,365.00
08/10/10	SHARRET, JENNIFER	Reviewing status of appeals; emails to L. Macksoud and J. Friedman re: same	0.40	202.00
08/10/10	MACKSOUD, LAUREN M	Conferring with J. Friedman regarding status of all appeals	0.30	189.00
08/11/10	FRIEDMAN, JOSHUA	Revising appeals chart based on current case status	0.40	156.00
08/12/10	MACKSOUD, LAUREN M	Conferring with J. Friedman regarding status of all pending appeals (.4), reviewing and revising chart regarding same (.3), conferring with committee member regarding same (.1), reviewing email from debtor's counsel regarding dismissal of remaining appeal (.1).	0.90	567.00
08/16/10	FRIEDMAN, JOSHUA	Reviewing appeals chart; comparing w/ Disclosure Statement; email w/ J. Sharret re: same	0.30	117.00
08/16/10	SHARRET, JENNIFER	Reviewing email from J. Friedman re: status of appeals	0.20	101.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00022 (APPELLATE ISSUES)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/17/10	SHARRET, JENNIFER	T/c with P. Fallabella re: Junso appeal; reviewing stipulation re: same	0.40	202.00
09/13/10	SHARRET, JENNIFER	Research on district and second circuit docket re: status of appeals	0.40	220.00
TOTAL			<u>7.00</u>	<u>\$3,309.00</u>

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
SCHMIDT, ROBERT T.	PARTNER	6.50	5,037.50
MAYER, THOMAS MOERS	PARTNER	5.80	5,510.00
HERZOG, BARRY	PARTNER	21.10	16,563.50
STOOPACK, HELAYNE O.	SPEC COUNSEL	58.90	42,113.50
ROSENSAFT, JODI	ASSOCIATE	0.40	252.00
BLADES, MELISSA	ASSOCIATE	1.20	702.00
SHARRET, JENNIFER	ASSOCIATE	18.50	9,414.50
MACKSOUD, LAUREN M	ASSOCIATE	<u>0.80</u>	<u>510.00</u>
TOTAL		<u>113.20</u>	<u>\$80,103.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/02/10	STOOPACK, HELAYNE O.	Disc. B. Herzog re: GUC Trust tax issues.	0.40	286.00
06/11/10	HERZOG, BARRY	Discussion w/S. Goldring and M. Goodman re: treatment of litigation claims (.3); disc. same w/J. Sharret (.2); related emails and analysis (.2).	0.70	549.50
06/11/10	SHARRET, JENNIFER	T/c and follow up emails w/B. Herzog re tax structure issues of Plan (.4); c/f w/T. Mayer re tax issues on plan (.1).	0.50	252.50
07/06/10	ROSENSAFT, JODI	Correspondence with H. Stoopack re: open tax questions.	0.10	63.00
07/07/10	STOOPACK, HELAYNE O.	Review GUC Trust Agreement re tax implications.	3.40	2,431.00
07/07/10	SHARRET, JENNIFER	Emails with H. Stoopack re: tax issues of GUC Trust.	0.10	50.50
07/07/10	ROSENSAFT, JODI	Reviewing revised GUC Trust Agreement.	0.30	189.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00023 (TAX ISSUES)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/12/10	SHARRET, JENNIFER	Reviewing materials on New GM tax benefits preservation plan (.5); emails with FTI and T. Mayer re: same (.3)	0.80	404.00
07/12/10	MAYER, THOMAS MOERS	Review proposed amendments to New GM Charter implementing restrictions on stock transfers to prevent change-of-control under IRC Section 382 (.5); emails J. Sharret, FTI team, S. Karotkin, S. Goldring re possible impairment of Old GM's ability to consummate reorganization posed by proposed amendments (.5).	1.00	950.00
07/12/10	SCHMIDT, ROBERT T.	Review tax analysis and presentation materials.	1.00	775.00
07/13/10	MACKSOUD, LAUREN M	Reviewing emails from T. Mayer and A. Phillips regarding tax issues.	0.40	252.00
07/13/10	STOOPACK, HELAYNE O.	Review proposed GM charter amendment and presentation re: same (2.6); review Weil comments on same (.8)	3.40	2,431.00
07/13/10	SHARRET, JENNIFER	T/c with J. Santambrogio re: tax benefits preservation issue (.1); c/f with T. Mayer re: tax benefits preservation issue (.1)	0.20	101.00
07/13/10	MAYER, THOMAS MOERS	Further calls, emails on New GM's proposed new charter amendments aimed at preserving NOLs from ownership change: call with A. Phillips of FTI (.2), conference R. Schmidt, J. Sharret (.3), emails to/from S. Goldring re comments to charter (.2); receive Goldring's proposed amendments, review same (.2); arrange for participation in July 18 call with Alix, Weil, FTI on new amendments (.1).	1.00	950.00
07/13/10	SCHMIDT, ROBERT T.	Conf T. Mayer re plan, tax issues (.3); conf call A. Jacobs re same (.6)	0.90	697.50
07/14/10	STOOPACK, HELAYNE O.	Tc M. Goodman re: proposed GM charter amendment (.3); tc S. Joffe and B. Herzog re: same (.4); discs. T. Mayer and J. Sharret re: same (.4); conference call with Weil, FTI, Alix, T. Mayer and J. Sharret re: same (.8); tc with M. Williams, T. Mayer and J. Sharret re: same (.2); e-mails with Weil re: comments on same (.2); review draft of same as sent to GM (.1)	2.40	1,716.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00023 (TAX ISSUES)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/14/10	SHARRET, JENNIFER	Reviewing materials for conference call Debtors on New GM tax presentation (.3); pre-call with T. Mayer and H. Stoopack re: tax benefits preservation plan (.2) participate in conference call with Weil, FTI, Alix, T. Mayer and H. Stoopack re: New GM tax preservation plan (.8); post-call conference with T. Mayer and H. Stoopack re: tax preservation plan (.2); t/c with M. Williams, T. Mayer and H. Stoopack re: proposed New GM tax preservation plan (.4)	1.90	959.50
07/14/10	HERZOG, BARRY	Disc. w/H. Stoopack and S. Joffe re: GM NOL preservation plan.	0.30	235.50
07/14/10	MAYER, THOMAS MOERS	Prep for call on new GM tax amendments with J. Sharret (.3) and participate in call with Alix, Weil, FTI and Kramer Levin re same (1.0); post-mortem with R. Schmidt, J. Sharret re reporting to Committee, reviewing New GM charter (.2); emails to B. Ceccotti, call N. Ginatra and M. Nicholson of UAW re UAW VEBA position on amendments (.3), call T. Kennedy re IUE position (.1).	1.90	1,805.00
07/14/10	SCHMIDT, ROBERT T.	Review tax related comments to proposed charter amendment (.8) and issue memo re same (.5).	1.30	1,007.50
07/15/10	STOOPACK, HELAYNE O.	Conf. call w/ GM, GMC, Alix, Weil, FTI, J. Sharret, other parties re: proposed charter amendment (.7); tcs S. Joffe re: same (.4); e-mail T. Mayer, J. Sharret re: same (.2); tcs J. Sharret re: memo to committee re conferences w/Debtors (.3); review same (.5); review S. Joffe comments on same (.2); tc S. Joffe, S. Goldring re: tax benefits (.1); conference call with Alix, FTI, Weil, GM, J. Sharret, Jenner & Block, re: Bankruptcy court approval of charter amendment (.7)	3.10	2,216.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/15/10	SHARRET, JENNIFER	Participate in conference call with H. Stoopack, New GM, MLC, FTI, Alix and other parties re: New GM tax benefits preservation plan (.7); post-call emails with Weil, FTI and KL team (.2) drafting summary of tax benefits plan for Committee (3.1); follow-up conference call with New GM, MLC, FTI, Alix and H. Stoopack re: process re: tax benefits (.7); confs H. Stoopack re memo to committee re same (.2).	4.90	2,474.50
07/15/10	MAYER, THOMAS MOERS	Emails from/to FTI's S. Joffe, H. Stoopack re effect of AMT on tax savings from NOLs preserved by proposed New GM charter amendments.	0.30	285.00
07/15/10	SCHMIDT, ROBERT T.	Review Tax/NOL memo and proposed charter	0.30	232.50
07/16/10	SHARRET, JENNIFER	Conference call with Weil, Alix, and New GM re: court process for tax benefits preservation issue (.2); email to T. Mayer, R. Schmidt, H. Stoopack and FTI re: tax conference call (.1)	0.30	151.50
07/16/10	SCHMIDT, ROBERT T.	Review tax analysis update (.7); and o/c J. Sharret re same (.1).	0.80	620.00
07/19/10	HERZOG, BARRY	Conf. call w/FTI (S. Joffe), Weil (S. Goldring, M. Goodman), H. Stoopack and others re: New GM NOL preservation plan (.6); disc same w/H. Stoopack (.4); related analysis (.2).	1.20	942.00
07/19/10	STOOPACK, HELAYNE O.	Review revised GUC Trust (.6); review revised proposed charter amendment (.8); conf. call w/ FTI, Alix, MLC, Weil, B. Herzog, J. Sharret re: same (.6); discussion B. Herzog re: same (.4); review Weil comments re: same (1.2); e-mail B. Herzog, J. Sharret re: same (.4)	4.00	2,860.00
07/19/10	SHARRET, JENNIFER	Reviewing revised charter amendment (.4); c/f call w/Weil, FTI, Alix & H. Stoopack re charter amendment (.5).	0.90	454.50
07/20/10	STOOPACK, HELAYNE O.	Conf. call re: charter amendment with B. Herzog, J. Sharret, Weil, FTI, Alix, GM, Treasury, Cadwalader & other parties (.9), disc. B. Herzog (.4) & tc Stuart Goldring (.2) re: same; conf. call with Jenner & Block, Weil, Alix re: same (1.5); call with Weil, Alix re: same (.2); e-mail J. Sharret, B. Herzog re: same (.3)	3.50	2,502.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/20/10	SHARRET, JENNIFER	Prep for conference call on charter amendment (.1); participate in conference call with New GM, Weil, Alix, FTI, H. Stoopack and B. Herzog re: charter amendment (.9); emails w/B. Herzog and H. Stoopack re Charter amendment (.1).	1.10	555.50
07/20/10	HERZOG, BARRY	Conf. H. Stoopack re charter amendment (.4); conf. call w/Weil tax, New GM, Jenner FTI and others to disc. same (1.1).	1.50	1,177.50
07/21/10	SHARRET, JENNIFER	Reviewing revisions to charter amendment (1.0); t/c with T. Mayer and H. Stoopack re: charter amendment (.3); t/c with A. Dienstag re: charter amendment (.1); t/c with A. Dienstag and B. Herzog re: corporate issues in charter amendment (.4) conference call with Weil, Alix, and counsel to New GM re: corporate issue in charter amendment (.5)	2.30	1,161.50
07/21/10	STOOPACK, HELAYNE O.	E-mail T. Mayer, B. Herzog, J. Sharret re: charter amendment (.3); disc. B. Herzog re: same (.1); tcs T. Mayer, J. Sharret re: same (.4); review revised charter amendment & e-mail J. Sharret, T. Mayer, A. Dienstag, B. Herzog re: same (.9); conf. call with J. Sharret, T. Mayer, A. Dienstag, B. Herzog, R. Zablocki, Weil, re: charter amendment (.3); tc S. Goldring, V. Petherbridge re: comments to charter amendment (1.0); e-mails B. Herzog, S. Goldring re: same (.3)	3.30	2,359.50
07/21/10	HERZOG, BARRY	Call w/Weil (S. Goldring) to disc. NOL charter provisions (.6); related call w/Weil (S. Goldring and Jenner (G. Davis)) (.3); confs w/A. Dienstag, H. Stoopack, J. Sharret and T. Mayer re same (.5); review revised drafts of charter amendment (1.0).	2.40	1,884.00
07/22/10	SHARRET, JENNIFER	T/c with H. Stoopack re: status of charter amendment	0.10	50.50
07/23/10	HERZOG, BARRY	Review revised charter amendment and Canadian comments.	0.60	471.00
07/23/10	SHARRET, JENNIFER	Reviewing revisions to New GM charter amendment (.5); emails with B. Herzog and H. Stoopack re: charter amendment (.1)	0.60	303.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00023 (TAX ISSUES)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/26/10	STOOPACK, HELAYNE O.	Review revisions to charter amendment & comments from Canada re: same (.5); begin review of Plan and Disclosure Statement (1.3); research & consideration re: treatment of Canadian Public pension plans for section 382 purposes (1.2); review draft issues list (.5)	3.50	2,502.50
07/26/10	SHARRET, JENNIFER	Reviewing revised charter amendment and email with B. Herzog and H. Stoopack re: same	0.20	101.00
07/27/10	HERZOG, BARRY	Review plan and disclosure statement (.5); disc. plan tax issues w/H. Stoopack (.5); draft issues on plan (1.4); disc. w/H. Stoopack and S. Goldring re: Charter amendment (.5).	2.90	2,276.50
07/28/10	STOOPACK, HELAYNE O.	Mark up draft Disclosure Statement re tax section.	2.80	2,002.00
07/28/10	HERZOG, BARRY	Mark draft disclosure statement re tax section.	2.00	1,570.00
07/29/10	STOOPACK, HELAYNE O.	Finalize mark-up tax section of draft Disclosure Statement (.5); review B. Herzog comments on same (.7); mark draft Plan re tax issues (2.1); disc. B. Herzog re: Plan and Disclosure Statement (.4)	3.70	2,645.50
07/29/10	HERZOG, BARRY	Comments to Disclosure Statement (1.5), discuss same w/H. Stoopack (.4).	1.90	1,491.50
08/04/10	STOOPACK, HELAYNE O.	Review mark-up of Plan (1.3); review e-mails from J. Sharret, A. Dienstag re: timing of distributions (.4)	1.70	1,215.50
08/05/10	STOOPACK, HELAYNE O.	Review comments to Plan on tax issues.	0.40	286.00
08/05/10	HERZOG, BARRY	Emails w/J. Rosensaft re: avoidance action trust tax issues.	0.20	157.00
08/09/10	HERZOG, BARRY	Review Weil tax comments to GUC trust agreement.	0.70	549.50
08/10/10	STOOPACK, HELAYNE O.	Review Weil's tax mark-up of draft GUC Trust Agreement & B. Herzog comments on same.	0.70	500.50
08/11/10	STOOPACK, HELAYNE O.	Review additional comments from Weil on GUC Trust Agreement tax issues (.4), disc. B. Herzog re: Trust Agreement, handling of bank litigation (.4).	0.80	572.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/11/10	HERZOG, BARRY	Review Weil tax-related comments to GUC trust agreement (.1) and disc. w/ H. Stoopack re trust agreement (.4); email to J. Sharret re: litigation claim and disc. same w/ A. Dienstag (.2); disc. ruling request w/ S. Goldring (.2); analysis of treatment of GUC trust (.6).	1.50	1,177.50
08/12/10	STOOPACK, HELAYNE O.	Comment on GUC Trust Agreement, e-mail to J. Sharret re: same.	0.50	357.50
08/15/10	STOOPACK, HELAYNE O.	Review Weil revisions to draft Plan re tax issues.	0.80	572.00
08/16/10	BLADES, MELISSA	Research re: treatment of disputed ownership fund (1.0); conference with H. Stoopack re: same (.2).	1.20	702.00
08/16/10	STOOPACK, HELAYNE O.	Discs. B. Herzog, M. Blades and e-mail Weil re: tax treatment of GUC Trust (.9), e-mail to J. Sharret re: comments on Plan (.4).	1.30	929.50
08/16/10	HERZOG, BARRY	Disc. w/H. Stoopack revised draft debtors plan (.9); related email w/S. Goldring at Weil (.2); related analysis (1.0).	2.10	1,648.50
08/17/10	STOOPACK, HELAYNE O.	E-mails J. Sharret re: charter amendment (.4); review, mark revised Disclosure Statement (2.9); e-mails J. Sharret and M. Goodman and tc M. Goodman re: tax language in Plan (.4)	3.70	2,645.50
08/17/10	SHARRET, JENNIFER	Reviewing draft motion on New GM NOL charter amendment	0.50	252.50
08/17/10	HERZOG, BARRY	Emails w/J. Sharret, T. Mayer and others re: NOL charter revision.	0.30	235.50
08/18/10	SCHMIDT, ROBERT T.	Review motion and attachments re NOL amendment and multiple e/ms KL Team and Weil Team re same	0.30	232.50
08/20/10	STOOPACK, HELAYNE O.	E-mails J. Sharret et al. re: charter amendment.	0.40	286.00
08/20/10	HERZOG, BARRY	Emails w/T. Mayer and J. Sharret re: NOL revisions to charter.	0.20	157.00
08/20/10	SHARRET, JENNIFER	Drafting summary of NOL motion (.3); various emails with FTI and KL tax team re: same (.4)	0.70	353.50
08/20/10	SCHMIDT, ROBERT T.	Review summary of motion to approve NOL charter amendment; emails J. Sharret and L. Macksoud re same	0.30	232.50
08/23/10	STOOPACK, HELAYNE O.	E-mails to J. Sharret re: charter amendment (1.5); tc J. Sharret, D. Griffiths re: same (.2).	1.70	1,215.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/23/10	SHARRET, JENNIFER	Emails with K. Martorana, B. Herzog and H. Stoopack re: New GM charter amendments (.4); drafting language re same (.8).	1.20	606.00
08/23/10	HERZOG, BARRY	Review emails re: GM NOL charter amendment.	0.20	157.00
08/23/10	SCHMIDT, ROBERT T.	Review e/ms re motion re NOL amendment and docs re same	0.30	232.50
08/24/10	STOOPACK, HELAYNE O.	Review draft SEC no-action letter (1.3) and e-mail A. Dienstag re: same (.2).	1.50	1,072.50
08/24/10	SHARRET, JENNIFER	Email to D. Griffiths re: language for New GM charter amendment	0.30	151.50
08/25/10	STOOPACK, HELAYNE O.	E-mails to J. Sharret re: suggested modification to Plan provisions (.5) and to J. Rosensaft re: GUC Trust Agreement. (.5)	1.00	715.00
08/25/10	SHARRET, JENNIFER	T/c with Weil re: NOL motion (.2); drafting email to Wilmington re: same (.1)	0.30	151.50
08/26/10	SCHMIDT, ROBERT T.	Review motion and e/ms re NOL amendment	0.40	310.00
09/01/10	STOOPACK, HELAYNE O.	Begin review of Plan and Disclosure Statement re tax issues	0.50	357.50
09/13/10	SHARRET, JENNIFER	Emails with Weil re: NOL motion	0.30	165.00
09/13/10	SCHMIDT, ROBERT T.	Review proposed charter amendment.	0.40	310.00
09/20/10	SHARRET, JENNIFER	T/c with L. Laken re: NOL motion	0.10	55.00
09/20/10	SCHMIDT, ROBERT T.	Review stock powers proposed order (.1); review e/m from K. Martorana and J. Sharret re same (.2).	0.30	232.50
09/21/10	SHARRET, JENNIFER	Email with L. Laken re: NOL motion	0.10	55.00
09/21/10	SCHMIDT, ROBERT T.	Review motion re stock power/NOL amendment and suggested changes.	0.20	155.00
09/22/10	HERZOG, BARRY	Emails w/H. Stoopack and voicemails to B. Collins re: draft NOL ruling request.	0.20	157.00
09/22/10	SHARRET, JENNIFER	Email with L. Macksoud re: NOL charter amendment modifications	0.10	55.00
09/23/10	MACKSOUD, LAUREN M	Conferring with Debtors' counsel and counsel to Wilmington regarding NOL issue.	0.40	258.00
09/27/10	HERZOG, BARRY	Review draft IRS ruling request re tax implications	0.50	392.50
09/27/10	STOOPACK, HELAYNE O.	Review revised SEC no action letter re tax implications	0.60	429.00
09/28/10	HERZOG, BARRY	Review IRS ruling request re tax implications	0.20	157.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00023 (TAX ISSUES)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/28/10	STOOPACK, HELAYNE O.	Review of draft MLC ruling request re tax implications	2.30	1,644.50
09/29/10	HERZOG, BARRY	Call w/New GM counsel, New GM, MLC counsel to discuss new GM NOL Charter amendment (.5); disc same w/H. Stoopack (.3); disc same w/S. Goldring (.4); review Charter Amendment (.3).	1.50	1,177.50
09/29/10	STOOPACK, HELAYNE O.	Conf. call with GM, Weil, Alix re: Canada Terms Agreement, 382(n) ruling (.5), discs. & tcs. B. Herzog (.3), T. Mayer, S. Goldring re: same (.6).	1.40	1,001.00
09/29/10	MAYER, THOMAS MOERS	Call with Jenner & Block, re charter amendment concerning NOLs in light of private letter ruling (.1); calls with H. Stoopack, and S. Goldring re likely topic of private letter ruling (.5); participate in call with Jenner & Block, Weil Gotshal and KL tax teams re private letter ruling and relevance to charter amendment (1.0).	1.60	1,520.00
09/29/10	SHARRET, JENNIFER	Reviewing documents re: GM charter amendment for tax implications.	1.00	550.00
09/30/10	STOOPACK, HELAYNE O.	Review Canada Terms and Inducement Agreements (1.2); review MLC ruling report (4.9).	6.10	4,361.50
TOTAL			<u>113.20</u>	<u>\$80,103.00</u>

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
SCHMIDT, ROBERT T.	PARTNER	3.90	3,022.50
SHARRET, JENNIFER	ASSOCIATE	1.20	642.00
MACKSOUD, LAUREN M	ASSOCIATE	3.50	2,241.00
FRIEDMAN, JOSHUA	ASSOCIATE	2.40	1,092.00
CHAIKIN, REBECCA B.	PARALEGAL	0.10	27.50
TOTAL		<u>11.10</u>	<u>\$7,025.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/10/10	SCHMIDT, ROBERT T.	Review Strasbourg analysis (.4); o/c T. Mayer, L. Macksoud re same (.2).	0.60	465.00
06/10/10	MACKSOUD, LAUREN M	Conferring with T. Mayer and R. Schmidt regarding Strasburg.	0.20	126.00
08/05/10	MACKSOUD, LAUREN M	Reviewing Strasbourg stock purchase agreement and 8-k issued by GM (.5), drafting email to FTI regarding same (.2)	0.70	441.00
08/05/10	SHARRET, JENNIFER	Reviewing 8-K re: GM Strasbourg; c/f with L. Macksoud re: same	0.40	202.00
08/10/10	MACKSOUD, LAUREN M	Call with debtors' counsel regarding motion to sell Strasbourg.	0.20	126.00
09/01/10	MACKSOUD, LAUREN M	Reviewing letter from Old GM regarding sale of Strasbourg (.4), conferring with J. Sharret regarding hearing on same (.2), conferring with J. Friedman regarding summary Strasbourg motion and objection (.3).	0.90	580.50
09/01/10	SHARRET, JENNIFER	Reviewing MLC letter to Punch (.3); revising summary of Strasbourg and circulating recommendation to Committee (.5)	0.80	440.00
09/01/10	CHAIKIN, REBECCA B.	Locate Strasbourg FTI report for J. Friedman.	0.10	27.50

GENERAL MOTORS CREDITORS COMMITTEE
068000-00025 (INTERNATIONAL ISSUES)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/01/10	SCHMIDT, ROBERT T.	Review summary of GM Strasbourg sale transaction and related documents (.6); o/c J. Sharret re same (.1); and review Cmtee email re same (.1).	0.80	620.00
09/01/10	FRIEDMAN, JOSHUA	Conferring with L. Macksoud regarding Strasbourg motion and objection (.3); Reviewing Punch Objections (limited and Supplemental) and BMW objection to Strasbourg sale motion (1.1); Reviewing Debtors letter to Punch re: same (.2); drafting email for Committee re: same (.8).	2.40	1,092.00
09/02/10	SCHMIDT, ROBERT T.	Review original motion papers and punch objection to Strasbourg sale motion	0.40	310.00
09/08/10	SCHMIDT, ROBERT T.	Review Strasbourg papers and description of related BMW settlement (.4); review BMW adversary proceeding docs (.5); o/c L. Macksoud re FTI review of settlement (.1)	1.00	775.00
09/10/10	SCHMIDT, ROBERT T.	Review revised Strasbourg sale order and o/c L. Macksoud re same	0.20	155.00
09/13/10	MACKSOUD, LAUREN M	Reviewing order and settlement language regarding Debtors' sale of Strasbourg to New GM (.8), conferring with FTI and R. Schmidt regarding same (.4).	1.20	774.00
09/13/10	SCHMIDT, ROBERT T.	Review Strasbourg order and o/cs L. Macksoud same.	0.30	232.50
09/14/10	MACKSOUD, LAUREN M	Conferring with counsel to debtors regarding Strasbourg settlement	0.30	193.50
09/14/10	SCHMIDT, ROBERT T.	Review revised Strasbourg order and o/cs w/ L. Macksoud re same.	0.30	232.50
09/16/10	SCHMIDT, ROBERT T.	Review findings and conclusions re Strasbourg transaction.	<u>0.30</u>	<u>232.50</u>
TOTAL			<u>11.10</u>	<u>\$7,025.00</u>

GENERAL MOTORS CREDITORS COMMITTEE
068000-00026 (RETENTION OF PROFESSIONALS)

November 15, 2010
Invoice No. 557576

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
SCHMIDT, ROBERT T.	PARTNER	3.40	2,635.00
MAYER, THOMAS MOERS	PARTNER	0.80	760.00
CATON, AMY	PARTNER	2.60	1,846.00
SHARRET, JENNIFER	ASSOCIATE	12.10	6,110.50
MACKSOUD, LAUREN M	ASSOCIATE	0.80	504.00
FRIEDMAN, JOSHUA	ASSOCIATE	6.30	2,463.50
CHAIKIN, REBECCA B.	PARALEGAL	<u>1.70</u>	<u>467.50</u>
TOTAL		<u>27.70</u>	<u>\$14,786.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/09/10	SCHMIDT, ROBERT T.	Review revised Alix fee proposal	0.40	310.00
06/17/10	SHARRET, JENNIFER	Reviewing email from A. Phillips of FTI re Alix Partner retention.	0.10	50.50
06/18/10	SCHMIDT, ROBERT T.	Review materials re proposed modifications to Alix fee agreement.	0.30	232.50
07/16/10	FRIEDMAN, JOSHUA	Reviewing (.4) and summarizing (.1) Judge Gerber's order re: Caplin and Drysdale's retention	0.50	195.00
07/16/10	SHARRET, JENNIFER	Reviewing motion to modify engagement letter with Alix Partners and approval of success fee (.6); emails to FTI and KL team and Wilmington re same (.2).	0.80	404.00
07/18/10	SCHMIDT, ROBERT T.	Review Alix motions re GM retention modification and success fee	0.40	310.00
07/19/10	MACKSOUD, LAUREN M	Reviewing motion papers filed by Alix partners regarding fees (.4), conference call with FTI regarding same (.4).	0.80	504.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00026 (RETENTION OF PROFESSIONALS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/19/10	MAYER, THOMAS MOERS	Participate in call on position to be taken in court on motion to approve Alix' revised retention agreement.	0.30	285.00
07/19/10	FRIEDMAN, JOSHUA	Reviewing Motions re: Alix retention fees (.9); drafting summaries re: same (2.0); emails w/ J. Sharret re: same (.1); conference call with FTI re: same (.4); prep for call re: same (.3)	3.70	1,443.00
07/19/10	SCHMIDT, ROBERT T.	Further review of motions re Alix success fee and retention (.5); o/cs J. Sharret and FTI re same (.4)	0.90	697.50
07/19/10	SHARRET, JENNIFER	Reviewing Alix Partner retention docs (.2); participate in conference call with R. Schmidt, L. Macksoud, J. Friedman and FTI team re: Alix Partner retention papers (.4); post-call discussion with R. Schmidt re: Alix Partner retention (.4)	1.00	505.00
07/21/10	SHARRET, JENNIFER	Drafting statement re: APS Retention papers	2.10	1,060.50
07/22/10	SHARRET, JENNIFER	Reviewing draft limited objection to APS engagement letter and c/f with T. Mayer re: same (.3); t/c with A. Phillips re: limited objection to APS engagement letter (.2)	0.50	252.50
07/23/10	FRIEDMAN, JOSHUA	Review limited objection to AP engagement letter (.2); reviewing AP retention letter and related motions (.3); emails to J. Sharret re: same (.3); t/c J. Sharret re: same (.1)	0.90	351.00
07/23/10	SHARRET, JENNIFER	Revising summary of Alix Partner retention motions (.8); t/c and emails with J. Friedman re: revised summary (.4); t/c with K. Martorana re: draft limited objection to APS engagement letter (.2); revising draft limited objection (.4)	1.80	909.00
07/30/10	SCHMIDT, ROBERT T.	Review and edit statement re APS retention modification (.2) and o/cs J. Sharret re same (.2); e/ms to J. Sharret re same (.4)	0.80	620.00
07/30/10	SHARRET, JENNIFER	Reviewing Committee's limited objection to Alix Partner retention (.4); c/f with R. Schmidt re: APS objection (.2); c/f with T. Mayer re: APS objection (.2); revising APS objection and coordinating filing of same (.5)	1.30	656.50
07/30/10	CHAIKIN, REBECCA B.	Coordinate service of limited objection to APS retention (.4), review and file same (.4), file affidavit of service of same (.1).	0.90	247.50

GENERAL MOTORS CREDITORS COMMITTEE
068000-00026 (RETENTION OF PROFESSIONALS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/30/10	MAYER, THOMAS MOERS	Conference with L. Macksoud, J. Sharret re prep for August 6 hearing on tying changed Alix retention to increased public reporting (.3)	0.30	285.00
08/03/10	SHARRET, JENNIFER	Reviewing Fee Examiner's response to APS motions	0.20	101.00
08/04/10	FRIEDMAN, JOSHUA	Review US Trustee and Fee examiners responses to AlixPartners Motion.	0.90	351.00
08/05/10	SHARRET, JENNIFER	Review Trustee response to APS engagement/success fee motions (.4); t/c with J. Smolinsky re: UCC's limited objection to APS engagement letter (.3); revising summary of objections to APS motions (.5).	1.20	606.00
08/06/10	MAYER, THOMAS MOERS	Call with J. Smolinsky and J. Sharret re preparing affidavits re APS engagement fee motions.	0.20	190.00
08/09/10	SHARRET, JENNIFER	Drafting affidavit re: Alix Partner engagement letter	0.60	303.00
08/10/10	FRIEDMAN, JOSHUA	Review AlixPartners supplementary filing; email with J. Sharret re: same	0.20	78.00
08/11/10	SHARRET, JENNIFER	Revising Alix affidavit	0.60	303.00
08/12/10	SHARRET, JENNIFER	Revising Alix declaration (.7); t/c with J. Smolinsky re: same (.3).	1.00	505.00
08/12/10	CHAIKIN, REBECCA B.	Conf. and emails J. Sharret re service of Caton and Mayer declarations.	0.20	55.00
08/12/10	CATON, AMY	Edit A. Caton declaration re AP revised engagement letter (.9), review fact docs and emails for same (.9).	1.80	1,278.00
08/13/10	SHARRET, JENNIFER	Revising declarations re: Alix Partner engagement letter (.3); final review of T. Mayer and A. Caton declarations re: Alix Partner engagement (.5) and circulate to UCC (.1)	0.90	454.50
08/13/10	CHAIKIN, REBECCA B.	Review declarations and file same, conf. J. Sharret re same.	0.50	137.50
08/13/10	CATON, AMY	Continued edits to declaration on APS revised engagement	0.80	568.00
08/16/10	SCHMIDT, ROBERT T.	Review affidavits in support of AP services retention	0.40	310.00
08/16/10	CHAIKIN, REBECCA B.	File affidavit of service for Caton and Mayer declarations.	0.10	27.50
09/15/10	SCHMIDT, ROBERT T.	Review supplemental conflict search	0.20	155.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00026 (RETENTION OF PROFESSIONALS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/27/10	FRIEDMAN, JOSHUA	Emails w/ R. Schmidt re: supplemental conflicts disclosure.	<u>0.10</u>	<u>45.50</u>
TOTAL			<u>27.70</u>	<u>\$14,786.50</u>

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
DIENSTAG, ABBE L.	PARTNER	73.00	54,750.00
BENTLEY, PHILIP	PARTNER	3.30	2,623.50
SCHMIDT, ROBERT T.	PARTNER	89.30	69,207.50
MAYER, THOMAS MOERS	PARTNER	33.20	31,540.00
CATON, AMY	PARTNER	6.90	4,899.00
HERZOG, BARRY	PARTNER	5.40	4,239.00
WARREN, CHARLES S	PARTNER	1.70	1,309.00
RITTER, PAUL M	PARTNER	8.00	5,920.00
STOOPACK, HELAYNE O.	SPEC COUNSEL	4.50	3,217.50
NEUTHALER, HOWARD	ASSOCIATE	1.50	1,005.00
ROSENSAFT, JODI	ASSOCIATE	95.70	60,808.50
SHARRET, JENNIFER	ASSOCIATE	121.40	62,216.00
DORMAN, MADELYN R	ASSOCIATE	17.30	7,871.50
MACKSOUD, LAUREN M	ASSOCIATE	39.20	24,844.50
FRIEDMAN, JOSHUA	ASSOCIATE	64.60	25,831.00
FULLER, MEGAN	ASSOCIATE	22.40	8,736.00
SEGAL, STEVEN	ASSOCIATE	11.00	5,005.00
CHAIKIN, REBECCA B.	PARALEGAL	<u>2.20</u>	<u>605.00</u>
TOTAL		<u>600.60</u>	<u>\$374,628.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/09/10	SHARRET, JENNIFER	T/c with Weil re: plan structure issues	0.30	151.50
06/11/10	SHARRET, JENNIFER	Emails w/Law Debenture re GUC Trust (.1); email to J. Rosensaft re: status of No-Action Letter (.2).	0.30	151.50
06/15/10	MACKSOUD, LAUREN M	Conferring with J. Sharret regarding timing for plan confirmation and IPO.	0.30	189.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00027 (PLAN & DISCLOSURE STATEMENT)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/15/10	SHARRET, JENNIFER	T/c with J. Rosensaft re: plan timing and related issues (.1), conf. L. Macksoud re plan timing (.3).	0.40	202.00
06/16/10	DIENSTAG, ABBE L.	C/w J. Rosensaft re blackout period for trust distributions around the time of the IPO.	0.10	75.00
06/17/10	SCHMIDT, ROBERT T.	Review exclusivity hearing transcript	0.30	232.50
06/22/10	SCHMIDT, ROBERT T.	Review outline re plan structure and issues	0.80	620.00
06/28/10	SCHMIDT, ROBERT T.	Review FTI report re: plan timeline (.4); review plan term sheet (.3)	0.70	542.50
06/30/10	SHARRET, JENNIFER	Reviewing Law Debenture's comments to GUC Trust Agreement (.4); drafting statement re: creditors for No Action Letter (.3); emails w/M. Meises re GUC Trust (.1).	0.80	404.00
07/01/10	SHARRET, JENNIFER	Analyzing Law Debenture comments to GUC Trust (.7); t/c w/K. Martorana re same (.3).	1.00	505.00
07/02/10	SHARRET, JENNIFER	T/c with J. Rosensaft re: GUC Trust	0.10	50.50
07/06/10	ROSENSAFT, JODI	Revising GUC Trust Agreement per Law Debentures comments (.4); call with J. Sharret re: GUC Trust Agreement revisions (.1).	0.50	315.00
07/07/10	SHARRET, JENNIFER	T/c with J. Rosensaft re: GUC Trust.	0.20	101.00
07/07/10	ROSENSAFT, JODI	Call with J. Sharret re: bank litigation proceeds trust.	0.10	63.00
07/07/10	SCHMIDT, ROBERT T.	T/c J. Smolinsky re status of plan (.1); o/c J. Sharret re same (.4); review GUC Trust agmt draft and prior email corresp re same (.9); review status of SEC no action ltr (.1); review materials and precedent re same (.8)	2.30	1,782.50
07/08/10	SCHMIDT, ROBERT T.	T/c S Karotkin re plan asbestos and enviro status (.1); o/c J. Sharret same (.2); review FTI e/m re bond pricing and related issues (.2); review current draft of issues (.2); review current draft of GUC trust (.5); o/c J. Sharret re plan timing (.1); review prior FTI analysis (.2)	1.50	1,162.50
07/08/10	SHARRET, JENNIFER	C/f with R. Schmidt re: GUC Trust tradeability issues	0.20	101.00
07/08/10	MAYER, THOMAS MOERS	Call with G. Sanborn of Barclays re progress of New GM's underwriting syndicate and relationship to consummation of Old GM plan.	0.30	285.00
07/13/10	SHARRET, JENNIFER	Participate in teleconferences with T. Mayer (.3) and R. Schmidt and A. Jacobs (.3) re: plan issues	0.60	303.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/15/10	ROSENSAFT, JODI	Revising and circulating revised GUC Trust Agreement (1.3); call with J. Sharret re: revisions to GUC Trust Agreement (.2).	1.50	945.00
07/15/10	SHARRET, JENNIFER	T/c with J. Rosensaft re revisions to GUC Trust Agreement.	0.20	101.00
07/16/10	SHARRET, JENNIFER	Reviewing redline of GUC Trust agreement and email to Weil re: GUC Trust Agreement	0.50	252.50
07/16/10	SCHMIDT, ROBERT T.	Review revised GUC Trust (.8); and o/c J. Sharret re same (.1)	0.90	697.50
07/19/10	SCHMIDT, ROBERT T.	Review trust agreements and term sheet (.9); o/cs J. Sharret re plan timeline (.2)	1.10	852.50
07/20/10	SCHMIDT, ROBERT T.	V/ms and e/ms to J. Smolinsky, T. Mayer, J. Sharret and FTI re plan timing and process (.4); review GUC term sheet and trust (.9)	1.30	1,007.50
07/21/10	SCHMIDT, ROBERT T.	Review memos to Cmtee re plan timeline (1.0); t/c cmtee chair re plan timing and review FTI memo (.4)	1.40	1,085.00
07/21/10	SHARRET, JENNIFER	Drafting email re: plan timing to Committee	0.40	202.00
07/21/10	ROSENSAFT, JODI	Structuring bank litigation trust and drafting related trust agreement (.3); meeting with M. Dorman re: issues relating to bank litigation trust agreement (.1); call with A. Dienstag regarding bank litigation trust and related trust agreement (.1).	0.50	315.00
07/21/10	DORMAN, MADELYN R	Meeting with J. Rosensaft re GUC Bank Litigation Trust (.7); reviewed Trust Agreement precedent (.8); began drafting GUC Bank Litigation Trust Agreement (2.0)	3.50	1,592.50
07/21/10	DIENSTAG, ABBE L.	C/w J. Rosensaft re drafting of GUC Trust for litigation proceeds (.2); c/w J. Sharret, B. Herzog, T. Mayer re Article Tenth liability provision (.3); t/c S. Goldring, V. Etherbridge of Weil (w/J. Sharret, B. Herzog) re same (.2); review case law and statutory provisions, including treatise literature on DGCL 202 (restrictions on transfers) (1.0); t/c (w/ T. Mayer, B. Herzog, H. Stoopack, J. Sharret) Jenner & Block and Weil re elimination of liability provision in Article Tenth and miscellaneous other issues regarding same (.3).	2.00	1,500.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/22/10	SCHMIDT, ROBERT T.	O/cs J. Sharret and T. Mayer re plan timing (.1); review e/ms re same (.2); review materials re IPO timing and impact tradability issues (.4); review FTI materials re same (.4)	1.10	852.50
07/22/10	DORMAN, MADELYN R	Talk with J. Rosensaft re GUC Bank Litigation trust (.3); revised GUC Bank Litigation trust in light of comments from J. Rosensaft (2.0)	2.30	1,046.50
07/22/10	MAYER, THOMAS MOERS	Call with D. Mintz re US Treasury questions about lawsuit against Term Lenders, follow-up conference with J. Sharret and emails to/from A. Caton re reviewing documentation about D. Mintz' information request.	0.50	475.00
07/23/10	SCHMIDT, ROBERT T.	E/ms FTI and J. Sharret re plan timing (.3); e/m J. Smolinsky (.1) re same; begin review of plan (1.1)	1.50	1,162.50
07/23/10	FRIEDMAN, JOSHUA	Review plan of liquidation	1.10	429.00
07/23/10	SHARRET, JENNIFER	Emails with KL team, FTI and Weil re: plan and disclosure statement (.4); initial review of plan (.5)	0.90	454.50
07/24/10	MACKSOUD, LAUREN M	Reviewing draft plan	2.00	1,260.00
07/25/10	SCHMIDT, ROBERT T.	Further review of plan and Disclosure Statement	1.40	1,085.00
07/25/10	SHARRET, JENNIFER	Detail review/analysis of plan (3.6); initial review/analysis of disclosure statement (1.5)	5.10	2,575.50
07/25/10	FRIEDMAN, JOSHUA	Reviewing plan and disclosure statement	2.50	975.00
07/26/10	FRIEDMAN, JOSHUA	Meeting with T. Mayer, L. Macksoud, J. Sharret, B. Herzog, P. Bentley and C. Warren re: plan (2.0); prep for same (.4); reviewing plan (3.2); research re: 502(d) objections (3.8)	9.40	3,666.00
07/26/10	CATON, AMY	Oc T. Mayer re funding for post-ED issues (.3); review wind-down agreement, budget, other docs re same (1.0); email to A. Philips, J. Santambrogio re same (.3)	1.60	1,136.00
07/26/10	SCHMIDT, ROBERT T.	Further review of plan and issue checklist and o/c J. Sharret re same (2.1); conf FTI re plan issues (1.7)	3.80	2,945.00
07/26/10	DIENSTAG, ABBE L.	T/cs R. Gretz re transferability of GUC Trust units (.1); c/w T. Mayer re same (.1).	0.20	150.00
07/26/10	WARREN, CHARLES S	Review environmental provisions of Plan (.4); confer with C. Daggan on provisions (.2); telephone FTI on Plan issues (.4).	1.00	770.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/26/10	BENTLEY, PHILIP	Conf call with FTI (1.5) and discs J. Sharret and L. Macksoud (.2) re plan of reorganization issues, and trade emails with T. Mayer and J. Sharret re same (.2)	1.90	1,510.50
07/26/10	CHAIKIN, REBECCA B.	Locate APA and DIP related documents for J. Sharret.	0.20	55.00
07/26/10	SHARRET, JENNIFER	Various emails with KL professionals and FTI re: issues in GM plan (.8); drafting plan issues list (2.1); reviewing original issues list on plan term sheet (1.5), participate in meeting/conference call with FTI, and KL GM team (T. Mayer, L. Macksoud, J. Friedman, B. Herzog, P. Bentley and C. Warren) re: plan issues (1.9), conf. L. Macksoud re plan and Disclosure Statement (.7).	7.00	3,535.00
07/26/10	MAYER, THOMAS MOERS	Review plan of reorganization and disclosure statement (.9), compile preliminary list of issues (.7) & email Weil with initial questions (.4); call with A. Dienstag re issue of tradability of GUC Trust Interests (.2); meeting with team (L. Macksoud, J. Friedman, J. Sharret, B. Herzog, P. Bentley and C. Warren) re environmental, tax, asbestos issues and Plan issues (1.8); call with S. Karotkin, J. Smolinsky, M. Meises, J. Sharret, L. Macksoud re Weil responses to questions, post-mortem with J. Sharret & L. Macksoud re contacting Committee chair counsel for comments in preparation for memo to Committee outlining plan issues (.5).	4.50	4,275.00
07/26/10	HERZOG, BARRY	Review draft plan and disclosure statement (.9); internal KL meeting (T. Mayer, J. Sharret, C. Warren, L. Macksoud, P. Bentley and J. Friedman) to discuss same (1.3).	2.20	1,727.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/26/10	MACKSOUD, LAUREN M	Conferring with A. Neidrich regarding plan research project (1.0). Reviewing draft plan and disclosure statement (2.7), conferring with J. Sharret regarding same (.7), reviewing issues list in preparation for internal meeting regarding plan (.7), reviewing emails regarding same (.4), meeting with T. Mayer, J. Sharret, J. Friedman, B. Herzog, P. Bentley and C. Warren regarding plan issues (1.8), call with J. Sharret, T. Mayer and A. Dienstag regarding same (.5), call with debtors' counsel and J. Sharret and T. Mayer regarding same (.5).	8.30	5,229.00
07/27/10	FRIEDMAN, JOSHUA	Conference call with FTI, T. Mayer, J. Sharret re: plan (.7); prep for call (.1); finishing research re: 502(d) (1.1); emails w/ J. Sharret re: same (.1); reviewing retention of jurisdiction plan provision (1.3); emails with R. Chaikin re same (.1); meeting with J. Sharret and L. Macksoud to review and mark-up plan (3.5); implement discussed changes to plan (2.9).	9.80	3,822.00
07/27/10	MACKSOUD, LAUREN M	Call with T. Mayer, J. Sharret and FTI team regarding plan issues (1.0), reviewing section 502 and 503 of the bankruptcy code (.5) reviewing second circuit case law regarding same (.8), meeting with J. Sharret and J. Friedman regarding revisions to the plan (3.5), reviewing comments provided by counsel to Wilmington (.4).	6.20	3,906.00
07/27/10	NEUTHALER, HOWARD	E-mails GM team re indemnification of GUC Trust Administrator; conf. J. Novogrod re same; research re same.	0.50	335.00
07/27/10	ROSENSAFT, JODI	Meeting with A. Dienstag and M. Dorman re: substance and structure of No Action Letter and Avoidance Action Trust Agreement (.5); reviewing draft Plan of Reorganization and Disclosure Statement (.7)	1.20	756.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/27/10	SCHMIDT, ROBERT T.	Review Wilmington comments re plan (.4); o/cs J Sharret re issue outline (.1) and review same (.8); conf call FTI re open issues (1.0); review revised issue list (.3) and participate in portion of conf call with Wilmington Trust re same (.7); review materials re IPO timing (.8); confs J. Sharret and T. Mayer re open plan issues (.3); review provisions re disputed claim plan documents (.7)	5.10	3,952.50
07/27/10	DORMAN, MADELYN R	Meeting with J. Rosensaft and A. Dienstag re Bank Litigation Trust and No Action Letter (1.0); searched for Litigation Trust Agreement precedent (.2)	1.20	546.00
07/27/10	STOOPACK, HELAYNE O.	Conf. call with T. Mayer, J. Sharret, A. Philips re: draft Ch. 11 Plan & Disclosure Statement (.7); disc. B. Herzog re: Plan and 382 issues (1.1); tc B. Herzog, S. Goldring re: 382 issues re: Charter Amendment (.3); further review of Plan & Disclosure Statement (2.0); review revised issues list (.4)	4.50	3,217.50
07/27/10	DIENSTAG, ABBE L.	C/w J. Rosensaft and M. Dorman re drafting of separate litigation trust (.2); extensive discussion of themes for draft no-action letter to the SEC requesting relief from 34 Act reporting for the GUC Trust (.5).	0.70	525.00
07/27/10	CHAIKIN, REBECCA B.	Locate Delphi plan of reorganization.	0.10	27.50
07/27/10	SHARRET, JENNIFER	Revising plan issues list (3.9); conference call with T. Mayer, L. Macksoud, R. Schmidt and FTI re: plan issues (1.0); t/c with P. Bentley re: asbestos plan issues (.6); c/f with L. Macksoud and J. Friedman re: all modifications to the plan (3.5)	9.00	4,545.00
07/27/10	MAYER, THOMAS MOERS	Call with FTI, KL teams to follow up on Monday meeting, review responses from S. Karotkin, issues list from M. Williams.	0.70	665.00
07/28/10	ROSENSAFT, JODI	Reviewing Plan of Reorganization and Disclosure Statement (1.3); email correspondence with A. Dienstag re: corporate comments on Plan (.2); calls with J. Sharret re: Plan issues list and Avoidance Action Trust structure (.8); research re: No Action Letter (2.5).	4.80	3,024.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/28/10	MACKSOUD, LAUREN M	Conferring with J. Friedman regarding mark up to the plan (.4), reviewing disclosure statement (.5).	0.90	567.00
07/28/10	FRIEDMAN, JOSHUA	Reviewing and revising draft plan and creating redline of same (5.4); emails and t/cs with L. Macksoud re: same (.3)	5.70	2,223.00
07/28/10	SCHMIDT, ROBERT T.	Review revised plan issue list (.7); review various plan provisions (.9); review plan memo (.1); review e/ms and analysis re allocation of litigation recoveries (.3); review Trust doc and tax analysis (.8)	2.80	2,170.00
07/28/10	DIENSTAG, ABBE L.	Begin review of provisions of the Disclosure Statement relating to the GUC Trust.	1.00	750.00
07/28/10	SHARRET, JENNIFER	T/c with J. Rosensaft re: plan issues	0.90	454.50
07/28/10	MAYER, THOMAS MOERS	Emails from/to P. Bentley re virtues of trading interests in litigation for undiluted interest in Term Loan litigation.	0.30	285.00
07/28/10	NEUTHALER, HOWARD	Research re indemnification of GUC Trust Administrator	1.00	670.00
07/29/10	ROSENSAFT, JODI	Drafting no action letter and related research (6.5); meeting with M. Dorman re: Avoidance Action Trust Agreement (.3); call with A. Dienstag re: draft Plan issues (.3).	7.10	4,473.00
07/29/10	MACKSOUD, LAUREN M	Reviewing plan mark up (.8), conferring with J. Sharret and J. Friedman regarding same (.3)	1.10	693.00
07/29/10	DORMAN, MADELYN R	Meeting with J. Rosensaft re revised bank litigation trust (.6); began revising Avoidance Action Trust (1.9)	2.50	1,137.50
07/29/10	SCHMIDT, ROBERT T.	Review disclosure statement (1.0); review FTI e/ms re claims estimates (.4); review revised issue analysis (.4) and o/cs J. Sharret re same (.1); review FTI report (.3); review recovery analysis (.2)	2.40	1,860.00
07/29/10	DIENSTAG, ABBE L.	C/w J. Rosensaft re placing avoidance actions in the general GUC Trust and possible consequences for the requested no-action relief (.2); c/w T. Mayer re proposed no-action relief to avoid reporting by the GUC Trust (.1).	0.30	225.00

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07/29/10	SHARRET, JENNIFER	C/f with L. Macksoud and J. Friedman re: plan mark-up (.3); Emails with FTI and J. Rosensaft re: No Action letter (.2); reviewing Committee member comments to plan (.5); t/c with B. Feder re: plan issues (.2) revising issues list (.3)	1.50	757.50
07/29/10	FRIEDMAN, JOSHUA	Conferring with J. Sharret and L. Macksoud re: plan	0.30	117.00
07/30/10	SCHMIDT, ROBERT T.	Review revised issue list (.6); review security law issue re no action letter (.2); o/cs J. Sharret re creditor trust (.2)	1.00	775.00
07/30/10	SHARRET, JENNIFER	T/c with FTI re: next steps on plan/deliverables to the Committee (.2); revising plan issues list (1.2); reviewing FTI presentation re: analysis recovery in plan assets and emails with FTI re: same (.5)	1.90	959.50
07/30/10	DIENSTAG, ABBE L.	E/ms, t/c R. Gietz re review of trust agreements.	0.20	150.00
08/01/10	SHARRET, JENNIFER	Revising redline of plan	1.80	909.00
08/01/10	SCHMIDT, ROBERT T.	Further review of draft disclosure statement (1.0); preliminary review of plan mark-up (1.0)	2.00	1,550.00
08/02/10	MACKSOUD, LAUREN M	Reviewing mark up to draft plan (.8), conferring with J. Sharret regarding same (.3).	1.10	693.00
08/02/10	SHARRET, JENNIFER	Revising redline of plan (2.6); emails with KL internal team re: plan language (.2)	2.80	1,414.00
08/03/10	DIENSTAG, ABBE L.	Analyze issue of record dates for distribution to street holders including the role of the indenture trustees in light of same and general timing under the plan (2.0); continue review of plan provisions of the GUC trust (1.0); review Old GM no-action letter in preparation for GUC trust no-action letter (.5).	3.50	2,625.00
08/03/10	DORMAN, MADELYN R	Continued to draft Avoidance Action Trust Agreement (5.1); review of Litigation Trust Agreement precedent (.3)	5.40	2,457.00
08/03/10	SHARRET, JENNIFER	Reviewing K. Martorana comments to Plan (.7); t/c with D. Retter re Plan issues (.3); c/f with T. Mayer re: plan issues, (.3); c/f with T. Mayer, B. Herzog re: avoidance action plan issues (.2); emails w/A. Dienstag & J. Rosensaft re trading issues (.4); drafting issues list on plan (.5).	2.40	1,212.00

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08/03/10	HERZOG, BARRY	Disc. avoidance action trust issues w/T. Mayer and J. Sharret (.3); discs. same w/H. Stoopack (.2); related analysis (.2).	0.70	549.50
08/03/10	MAYER, THOMAS MOERS	Conference with J. Sharret (.3) re plan issues, including issues concerning timing of distribution of Term Lender Lawsuit to Avoidance Action Trust; continue conference (.2) with J. Sharret & B. Herzog re tax factors relating to timing of distribution of Term Lender Lawsuit; review materials to prepare for meeting with D. Ammann (.3), emails to/from A. Phillips re agenda for meeting & prep for same (.2).	1.00	950.00
08/04/10	DIENSTAG, ABBE L.	Review and analyze transferability provisions of the plan and e/ms J. Sharret, J. Rosensaft re same (.2); c/w T. Mayer, J. Sharret, J. Rosensaft re plan provisions on transferability, back-entry of trust interests, transfer of assets of the GUC trust, record date for distributions, pro rata share of distributions to claims holders (1.3); t/c J. Rosensaft re formulation of pro rata allocation description for the plan (.1).	1.60	1,200.00
08/04/10	SHARRET, JENNIFER	Revising redline of the Plan (5.0); conf. L. Macksoud re plan issues (.6); t/c with K. Martorana re: distributions and plan revisions (.5); various emails to/from A. Dienstag, J. Rosensaft re: corporate provisions (.7); c/f with T. Mayer, A. Dienstag and J. Rosensaft re: No-Action Letter and Plan (1.1); c/f with J. Rosensaft and T. Mayer re Plan language (1.4); t/c with T. Mayer and D. Retter re: plan (.3); t/c with T. Mayer and K. Martorana re: plan (.2)	9.80	4,949.00
08/04/10	ROSENSAFT, JODI	Commenting on plan, plan mechanics and plan defined terms (2.8); meetings with T. Mayer, A. Dienstag and J. Sharret re: plan, plan mechanics, GUC Trust structure and plan defined terms (2.5); email correspondence with T. Mayer, A. Dienstag and J. Sharret re: GUC trust structure and securities law issues (.3); call with A. Dienstag re: pro rata share calculation (.1)	5.70	3,591.00
08/04/10	HERZOG, BARRY	Comments to draft plan (.7); disc. same w/H. Stoopack (.3) and J. Sharret (.2).	1.20	942.00

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08/04/10	DORMAN, MADELYN R	Finished first draft of Avoidance Action Trust Agreement	2.40	1,092.00
08/04/10	MAYER, THOMAS MOERS	Meeting with A. Phillips to prepare for and review agenda & "asks" for meeting with D. Ammann (.7); meet with D. Ammann, A. Phillips re schedule of IPO, relationship to plan distribution of stock, asbestos issues, including information flow, possible 524(g) trust structure (1.0); meeting with J. Sharret, A. Dienstag and J. Rosensaft to review open issues on plan, GUC trust, Avoidance Action trust, environmental issues and review of comments on Weil Gotshal plan draft (2.7); email exchange with A. Phillips re time table for FTI to deliver its view on Debtors' participation in IPO (.2).	4.60	4,370.00
08/04/10	SCHMIDT, ROBERT T.	Review plan and disclosure statement and committee issue list; Review plan budget and FTI report re same.	1.80	1,395.00
08/04/10	MACKSOUD, LAUREN M	Reviewing presentation from Alix regarding investment policy return analysis for environmental trust (.4), conferring with FTI regarding same (.1), reviewing email from FTI regarding meeting with New GM (.2). Conferring with J. Sharret regarding plan issues (.6).	1.30	819.00
08/05/10	MACKSOUD, LAUREN M	Reviewing FTI presentation on highlights of budget meeting	0.30	189.00
08/05/10	ROSENSAFT, JODI	Reviewing updated comments to Plan (1.5); preparation for meeting with debtors' counsel (.3); email correspondence with B. Herzog and H. Stoopack re: tax issues relating to Avoidance Action Trust (.1)	1.90	1,197.00
08/05/10	WARREN, CHARLES S	Review revised Plan.	0.70	539.00
08/05/10	SHARRET, JENNIFER	Email w/K. Martorana on plan issues (.2); emails w/Butzel on budget (.2); review FTI report on budget (.3); email to FTI re budget questions (.2).	0.90	454.50
08/05/10	MAYER, THOMAS MOERS	Detailed email to Committee professionals re result of Weil meeting & immediate need for post-reorganization budget numbers (.3); calls with C. Tully, and B. Seidel re same (.3); email to M. Williams re results of meeting with Debtors (.1).	0.70	665.00

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08/05/10	SCHMIDT, ROBERT T.	Review memo re outcome of meeting with Debtors (.5); review FTI report (.3); review plan mark-up (.5)	1.30	1,007.50
08/06/10	MACKSOUD, LAUREN M	Reviewing and revising draft of meeting summary (.3), conferring with J. Sharret regarding same and regarding status of today's hearing (.2).	0.50	315.00
08/06/10	FULLER, MEGAN	Discussed no-action letters with A. Dienstag (.5) and research same re Sections 12 & 15 of 34 ACT (.6) and re exemption from filing requirements (1.0).	2.10	819.00
08/06/10	DIENSTAG, ABBE L.	Review first draft of no-action letter section prepared by J. Rosensaft (.2); c/w T. Mayer, J. Sharret re treatment of fractional shares under the plan (.1); c/w M. Fuller re no-action letter research on exemption from reporting the hardship exemption under the 34 Act and an exemption for aggregated sales of fraction shares and odd lots under the 33 Act (.5).	0.80	600.00
08/06/10	CHAIKIN, REBECCA B.	Review email to Committee re plan draft and update.	0.20	55.00
08/06/10	MAYER, THOMAS MOERS	Conference with J. Sharret and A. Dienstag re plan issues relating to distribution of fractional shares to bondholders.	0.80	760.00
08/06/10	SHARRET, JENNIFER	Revising summary of meeting with Debtors on plan issues (.6); c/f call with T. Mayer and A. Dienstag re: fractional shares (.5)	1.10	555.50
08/06/10	SCHMIDT, ROBERT T.	Review FTI report plan budget. Review revised memo and chart re plan (.3); review mark-up of plan (.3);	0.90	697.50
08/07/10	MAYER, THOMAS MOERS	Email to J. Sharret re post-effective date budget	0.10	95.00
08/08/10	FULLER, MEGAN	Researching no-action letters and articles re Sections 12 & 15 of 34 ACT (3.0) and re exemption in bankruptcy context (2.1); and re odd lots (1.4).	6.50	2,535.00
08/08/10	MAYER, THOMAS MOERS	Call R. Apfel of Bondholder Communications, Inc. re potential assignment to query DTC participants as to amount of bonds held by accounts of less than \$20,000, in connection with possible cash-out of small bondholders.	0.40	380.00
08/08/10	SHARRET, JENNIFER	Emails w/M. Meises re plan.	0.30	151.50

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08/08/10	DIENSTAG, ABBE L.	Redraft of 34 Act no-action request for the GUC trust	1.00	750.00
08/09/10	DIENSTAG, ABBE L.	Continue work on revision to no-action letter (1.0); c/w T. Molner re timeline for IPO (.1); c/w T. Swett re same (.1); e/ms T. Mayer re same (.1).	1.30	975.00
08/09/10	FULLER, MEGAN	Researching exemption in the bankruptcy context	1.10	429.00
08/09/10	SHARRET, JENNIFER	Emails with M. Williams and T. Mayer re; GUC Trust Agreement (.2); reviewing Weil mark-up to GUC Trust (.8).	1.00	505.00
08/09/10	MAYER, THOMAS MOERS	Call with A. Rosenberg re potential cash-out of small bondholders (.3); call with R. Apfel to set up call re cash-out (.3), calls, emails Wilmington to set up call (.1).	0.70	665.00
08/09/10	SCHMIDT, ROBERT T.	Review FTI budget analysis.	0.20	155.00
08/10/10	FULLER, MEGAN	Researching exemptions in non-bankruptcy cases (2.9) and odd lots (2.7).	5.60	2,184.00
08/10/10	SHARRET, JENNIFER	Conference call with M. Williams, T. Mayer and FTI re: budget (.5); t/c with Weil re: GUC Trust comments (.3); reviewing Weil revisions to GUC Trust (1.0) and email to KL GM team with follow-up questions re: same (.5); conference call with Law Debenture, Wilmington, T. Mayer, M. Williams and bondholder solicitation agent re: plan mechanics (1.0); emails w/J. Friedman re article on plan timing (.2); emails w/B. Herzog, H. Stoopack re plan issues (.2).	3.70	1,868.50
08/10/10	MAYER, THOMAS MOERS	Call with M. Smith of Law Debenture re participating in call with Bondholder Communications, Wilmington (.2); calls with J. Sharret, M. Williams re budget for Kramer Levin' asbestos litigation, Butzel Long's post-effective date litigation against banks and Scotia claim, Wilmington's fees for being GUC Trustee (.5); call with J. Santambrogio re Oct. analysis of additional claims (.2); call with R. Apfel of Bondholder Communications, Wilmington Trust, and Law Debenture, and A. Dienstag re cashing out small bondholders (.5).	1.40	1,330.00
08/10/10	SCHMIDT, ROBERT T.	Review e/ms re fractional share issue (.2); further review disclosure statement (.8); review Cmtee update memo (.1).	1.10	852.50

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08/10/10	DIENSTAG, ABBE L.	C/w M. Fuller re results of no-action letter research (.5); e/m M. Fuller re no-action letter and related research (.1); continuing drafting revisions to no-action letter draft (.8). Conf (w/ T. Mayer) Indenture trustees and R. Apfel of Bond Com to discuss identification of odd lot recipients (1.0); c/w T. Mayer re commissions on odd-lot sales (.1).	2.50	1,875.00
08/11/10	FULLER, MEGAN	Researching Rule 12g-3 and successor issues.	7.10	2,769.00
08/11/10	SHARRET, JENNIFER	Reviewing revisions to plan (2.1); various emails with M. Williams re: Monitor role (.6); t/c with J. Santambrogio re: budget (.3)	3.00	1,515.00
08/11/10	DIENSTAG, ABBE L.	Continue drafting sections of no-action letter, particularly the absence of reporting (1.0); t/c broker re odd lots (.1); c/w B. Herzog re role of GUC trust in avoidance action (.1).	1.20	900.00
08/11/10	BENTLEY, PHILIP	Analyze KL and Bates White asbestos budget (.2), and trade emails with T. Mayer and J. Sharret re same (.3)	0.50	397.50
08/11/10	MAYER, THOMAS MOERS	Call with Barclays re cashing out small bondholders (.2); calls with J. Sharret, P. Bentley re Kramer Levin budget & asbestos (.3) call with FTI re budget for monitor (.2); call with M. Williams re budget for GUC Trustee's fees (.3); emails w/ T. Stenger re budget for post-effective date litigation & administration by creditor representatives (.2); review FTI analysis re additional claims impact, email J. Nores re equity values (.3).	1.50	1,425.00
08/11/10	SCHMIDT, ROBERT T.	Review plan and disclosure statement redline circulated by Weil Gotshal (.9); review e/m from L. Macksoud re open issues (.1); review prior issue list (.2)	1.20	930.00
08/12/10	MACKSOUD, LAUREN M	Reviewing debtors' revised copy of plan and disclosure statement (.9), conferring with J. Sharret regarding same (.2), reviewing emails to Wilmington and to corporate and tax department regarding same (.3).	1.40	882.00
08/12/10	SHARRET, JENNIFER	Reviewing revised plan (1.0); various emails to FTI and KL professionals re: same (.7); drafting issues list (1.3); t/c w/ T. Mayer, Butzel, M. Williams and FTI on budget (1.0); reviewing emails w/ T. Mayer & J. Smolinsky re fractional shares (.3).	4.30	2,171.50

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08/12/10	DIENSTAG, ABBE L.	Revising the draft no-action letter: complete disclosure argument (2.5) and begin work on facts (3.5).	6.00	4,500.00
08/12/10	FRIEDMAN, JOSHUA	Review revisions to plan and disclosure statement (5.1); drafting comparative analysis regarding disclosure statement (1.5); review disclosure statement for law debenture holdings (.1); email w/ J. Sharret and L. Macksoud re: same (.1)	6.80	2,652.00
08/12/10	MAYER, THOMAS MOERS	Budget call with E. Fisher, C. Tully, P. Bentley, J. Sharret, and M. Williams to discuss estimates of excess over Alix's budget (1.0); emails with T. Stenger, S. Karotkin re asbestos litigation budget, US Treasury's view on settlement, Debtors' estimates of asbestos claims and Committee's perspective re same (.3), review Disclosure Statement to obtain source of Debtors' claims estimates (1.0).	2.30	2,185.00
08/12/10	SCHMIDT, ROBERT T.	Further review of revised plan documents (.8); review e/m re late claims resolution (.1); review plan budget and e/ms re same (.2)	1.10	852.50
08/13/10	DIENSTAG, ABBE L.	Continue drafting revisions to background section of no-action letter.	0.50	375.00
08/13/10	FRIEDMAN, JOSHUA	Continued review of disclosure statement (2.1); emails w/ J. Sharret re: same (.1)	2.20	858.00
08/13/10	MAYER, THOMAS MOERS	Emails with Cadwalader, US Attorney teams to set up call with US Treasury re budget for Asbestos, Nova Scotia and Term Lender litigation, their request to discuss proceeds of Term Lender litigation (.2); work with J. Santambrogio and J. Nores of FTI re analyses of cost of \$1bn in claim dilution to both unsecured creditors and US Treasury (1.0).	1.20	1,140.00
08/13/10	SCHMIDT, ROBERT T.	Review redline of disclosure statement (.4); review plan budget and FTI analysis thereof (.4); Review FTI analysis re claims and dilution;	1.10	852.50
08/15/10	SHARRET, JENNIFER	Drafting list of questions/comments on plan for Weil (1.4); drafting list of revisions to plan for Committee (1.1); email with P. Bentley re: plan language (.2)	2.70	1,363.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/15/10	DIENSTAG, ABBE L.	Complete first draft of KL portions of no-action letter on the GUC trust, with extensive revisions to the background section to reflect provisions of the draft GUC Trust Agreement and the interplay of a possible offering of the Units with the provisions of the GUC Trust Agreement.	4.00	3,000.00
08/16/10	MACKSOUD, LAUREN M	Reviewing revised comments to plan (.4), reviewing charts re budgets prepared by FTI (.5), conferring with J. Sharret regarding plan and disclosure statement comments (.4).	1.30	819.00
08/16/10	CATON, AMY	Review old correspondence/ emails re deal w UST on avoidance action (1.1); o/c T. Mayer re same (.3); review wind-down agreement re same (.5); draft email update to Committee re same (.3)	2.20	1,562.00
08/16/10	BENTLEY, PHILIP	Conf call with Treasury re asbestos budget issues (.4), and notes re same (.2)	0.60	477.00
08/16/10	DIENSTAG, ABBE L.	Internal distribution of revised draft no-action letter (.2); numerous e-mails with J. Sharret regarding the best approach to disclosing the intention to submit the no-action letter in the plan and disclosure statement (.5).	0.70	525.00
08/16/10	SHARRET, JENNIFER	Revising plan (.8); various emails and t/c with Weil re: plan language (.5); follow up c/f w/T. Mayer re emails on DIP/Term Loan Lit (.5); drafting language for DS (.4); review WTC plan issues (.7) and emails w/K. Martorana re same (.3), conf. L. Macksoud re plan and disclosure statement comments (.5), o/c R. Schmidt re issue list and plan redline (.2), conf. R. Schmidt re plan and budget issues (.3).	4.20	2,121.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00027 (PLAN & DISCLOSURE STATEMENT)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/16/10	MAYER, THOMAS MOERS	Negotiations with US Treasury: emails to P. Bentley re asbestos budget, email to Cadwalader & US Attorneys' teams with FTI claim dilution analysis (.5); call with US Treasury and FTI, KL and Butzel Long teams re asbestos budget, Nova Scotia litigation budget, Term Lender litigation budget, Treasury's position on proceeds of Term Lender litigation (1.0); post-call meetings with KL team re non-recourse issues re Term Lender litigation had been deliberately negotiated (1.0); call with J. Rosensaft re status of no action letter, GUC trust agreement (.2); draft email to FTI team re Term Loan litigation and effect on Treasury (.3); call with S. Karotkin re Disclosure Statement's reference to Committee Support (.2).	3.20	3,040.00
08/16/10	ROSENSAFT, JODI	Reviewing and commenting on Plan and Disclosure Statement (2.6); related calls and email correspondence with J. Sharret (.1), call w/ T. Mayer re no-action letter (.2).	2.90	1,827.00
08/16/10	SCHMIDT, ROBERT T.	Review revised issue list and plan redline (.9); o/cs J. Sharret re same (.2); participate on call with US Treasury counsel re plan and budget issues (.8); confs T. Mayer, J. Sharret and A. Caton re same (.3); review proposed budget (.4). Review materials re "no-action" request and o/c J. Rosensaft re same (.5);	3.10	2,402.50
08/17/10	SHARRET, JENNIFER	T/c with M. Meises re: plan issues (.5) t/c with K. Martorana re: plan issues (.4); c/f with T. Mayer re: Disclosure Statement language (.1); c/f call with R. Gietz and J. Rosensaft re: plan language (.3); drafting revised language re: avoidance action trust distributions (1.0); reviewing language on DIP orders (1.8); c/f with FTI and T. Mayer, A. Caton and L. Macksoud re: negotiations with Treasury (1.1). Various emails with Weil and R. Schmidt and T. Mayer re: release issue (.8). Call with T. Mayer, L. Macksoud and Law Debenture regarding trust representation (.4).	6.40	3,232.00

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08/17/10	SCHMIDT, ROBERT T.	Conf call FTI and KL teams re budget issues and UST negotiations (1.0); review budget analysis and prior e/ms re same (.9); review revised plan inserts (.7) and o/cs J. Sharret re same (.1); review DIP order and transcripts (.8)	3.50	2,712.50
08/17/10	MAYER, THOMAS MOERS	Call with FTI re Treasury funding of budget vs. value of additional stock due from New GM on account of a successful judgment against Term Lenders (1.0); call with M. Smith of Law Debenture and D. Retter re GUC Trust and Avoidance Action Trust (.3)	1.30	1,235.00
08/17/10	ROSENSAFT, JODI	Call with Weil re: Plan and Disclosure Statement revisions (.5); reviewing and commenting on Plan and Disclosure Statement provisions (.8); calls and emails re: Plan and Disclosure Statement revisions with A. Dienstag and J. Sharret (.7) and R. Gietz and V. Petherbridge (.5).	2.50	1,575.00
08/17/10	HERZOG, BARRY	Analysis of disclosure statement.	0.90	706.50
08/17/10	CATON, AMY	Review wind-down loan agreements re Treasury lien and draft notes re same for call w/ Treasury (1.4); call w/ FTI, T. Mayer re wind-down loan agreement (1.1); prep for call w/ UST (.6).	3.10	2,201.00
08/17/10	CHAIKIN, REBECCA B.	Pull Bethlehem Steel Plan, Supplement and disclosure statement (.2). Assemble and organize on shared drive transcripts re bank litigation (.4).	0.60	165.00
08/17/10	MACKSOUD, LAUREN M	Conferring with A. Philips regarding budget discussions with Treasury (.3). Conference call with T. Mayer, J. Sharret, A. Caton and FTI in preparation for call with treasury on plan issues (1.1), call with T. Mayer, J. Sharret and Law Debenture regarding trust representation (.4).	1.80	1,134.00
08/18/10	MACKSOUD, LAUREN M	Conferring with J. Friedman regarding plan supplement research (.2), conferring with T. Mayer and J. Sharret regarding plan supplement issues (.3).	0.50	315.00

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08/18/10	ROSENSAFT, JODI	Calls and correspondence with debtors' counsel re: plan and disclosure statement provisions (.6); call with J. Sharret re: plan and disclosure statement provisions (.1); correspondence with J. Sharret re: GUC Trust Agreement and Avoidance Action Agreement (.2); revising and concurrent researching no action letter (1.7).	2.60	1,638.00
08/18/10	BENTLEY, PHILIP	Discs A. Caton (.1), re Plan issues, and trade emails with P. Friedman and CM re same (.2)	0.30	238.50
08/18/10	SCHMIDT, ROBERT T.	Review plan release provisions and precedents (.8) and o/c J. Sharret re same (.2); review new GM 10-Q (.6); mtg with J. Sharret re open plan issues (.2); t/c S. Karotkin and follow-up J. Sharret, T. Mayer (.2); review e/ms re UST budget discussions (.2); review proposed plan/Disclosure Statement revisions (1.0); further review of plan comments (.4); review open issues on GUC Trust (.5); review e/ms re plan supplement (.2)	4.30	3,332.50
08/18/10	MAYER, THOMAS MOERS	Conference with J. Sharret re releases under plan, email S. Karotkin re same (.2); conference with J. Sharret re Debtors' intent to have GUC Trust and Alix Retention Agreement included in Plan Supplement (.2); email to M. Meises re GUC Trust and Alix Retention & call S. Karotkin re same (.1); calls with A. Jacobs (.1), W. Adair re same (.1).	0.70	665.00
08/18/10	SHARRET, JENNIFER	Reviewing DIP documents in preparation for meeting with Treasury (1.3); t/c with Weil and R. Schmidt re: plan provisions (.2); c/f w/T. Mayer, FTI and Treasury re budget, term loan lit. and asbestos (.5); email w/J. Rosensaft re plan/GUC Trust issue (.5). post-call c/f with T. Mayer and FTI re: next steps in proceeding with Treasury and Debtors (.5)	3.00	1,515.00
08/18/10	CHAIKIN, REBECCA B.	Pull precedent plans of reorganization, conf. J. Sharret re schedule to DIP credit agreement.	0.50	137.50
08/18/10	FRIEDMAN, JOSHUA	Comparative research regarding releases in plans (1.2); Review of GM transcripts and pleadings re: avoidance action (3.2); emails to J. Sharret re: same (.3).	4.70	1,833.00

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08/19/10	ROSENSAFT, JODI	Calls and correspondence with Weil re: proposed revisions to Disclosure Statement (.4); calls and correspondence with J. Sharret re: proposed revisions to Disclosure Statement and timing for filing (.4); call with A. Dienstag re: Disclosure Statement language, no action letter, GUC Trust Agreement and timing for no action letter draft (.3); correspondence with Weil re: no action letter status and timing (.1).	1.20	756.00
08/19/10	MACKSOUD, LAUREN M	Conferring with FTI regarding plan filing update (.4), conferring with T. Mayer, R. Schmidt and J. Sharret regarding same (.3), reviewing emails from debtors counsel regarding timing of filing (.3)	1.00	630.00
08/19/10	DIENSTAG, ABBE L.	C/w J. Rosensaft re modification of reference to no-action letter in the disclosure statement and scheduling for completing the no-action letter, modifications to conform to the plan and communications w/Weil (.2); internal e/m for discussion with investors on resale exemption under 1145 (.1).	0.30	225.00
08/19/10	SHARRET, JENNIFER	C/f with R. Schmidt and L. Macksoud re: plan issues (.3); t/c with M. Meises re: plan (.1); t/c with K. Martorana re: plan language (.2); t/c with J. Santambrogio re: convenience class (.2) drafting revised language for plan (.5); t/c and emails with J. Rosensaft re: proposed revisions to Disclosure Statement and timing for filing (.4)	1.70	858.50
08/19/10	FRIEDMAN, JOSHUA	Research re: plan supplements (4.5); o/m w/ L. Macksoud re: same (.2).	4.70	1,833.00
08/19/10	SCHMIDT, ROBERT T.	Review 1145 research (.4); attn to plan provisions re role of post confirmation monitor and emails Gibson Dunn, FTI re same (.3); conf. T. Mayer re board meeting and monitor (.2); conf L. Macksoud and J Sharret re plan issues (.3)	1.20	930.00

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08/19/10	MAYER, THOMAS MOERS	GUC Trust & Alix Retention: pre-board meeting calls with A. Jacobs (.3), W. Adair (.3) re position that both GUC Trust Agreement and Alix Retention Agreement should be in disclosure statement; follow-up emails; calls with W. Adair (.2), A. Jacobs re: same (.2); conference R. Schmidt re S. Karotkin report from board meeting, identification and role of Monitor (.2). Conference with J. Sharret, L. Macksoud re Debtors' agreement with US Treasury to bracket treatment of avoidance action against Term Lenders (.1).	1.30	1,235.00
08/20/10	SHARRET, JENNIFER	Emails with K. Martorana re: revised language for plan (.2); drafting revised language for plan (.5); t/c with T. Mayer and M. Williams re: plan issues and discussions with Treasury (.5); c/f w/T. Mayer re Disclosure Statement description of GUC Trust (.2).	1.40	707.00
08/20/10	ROSENSAFT, JODI	Call with T. Mayer re: status of GUC Trust Agreement and No Action Letter (.1); correspondence with A. Dienstag and J. Sharret re: GUC Trust Agreement and No Action Letter timing (.1).	0.20	126.00
08/20/10	MAYER, THOMAS MOERS	Conference with J. Sharret to review proposed Disclosure Statement description of GUC Trust and GUC Trust Monitor (.2); call with M. Williams and J. Sharret re plan negotiations with Treasury over adversary proceeding, budget and dilution protection, and with Debtors over inclusion of GUC Trust and Alix Retention Agreements in Disclosure Statement (.5); call with J. Rosensaft re status of GUC Trust, review of S-1 (.2); commence review of No-Action Letter (.5).	1.40	1,330.00
08/20/10	FRIEDMAN, JOSHUA	Finalizing research re: plan supplements; (2.9); o/m L. Macksoud re: same (.1)	3.00	1,170.00
08/20/10	SCHMIDT, ROBERT T.	Further review of plan provisions re monitor role and description of same; review emails re same (.6); review release provisions and precedents re same; o/c J. Sharret re same (.4); review portions of disclosure statement (.5); further review of FTI report (.3); review budget analysis (.3)	2.10	1,627.50

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08/21/10	SHARRET, JENNIFER	Review draft No-Action letter (.6); email to T. Mayer, J. Rosensaft and A. Dienstag re: No-Action letter (.3); reviewing follow-up emails from T. Mayer and A. Dienstag re: No-Action letter (.2)	1.10	555.50
08/22/10	SHARRET, JENNIFER	Reviewing emails with A. Dienstag, J. Rosensaft and T. Mayer re: No-Action Letter (.1); revising portions of GUC Trust re: governance (1.5).	1.60	808.00
08/22/10	DIENSTAG, ABBE L.	Begin full review of Trust Agreement and revisions of back-ground section of no-action letter on securities law issues to conform to the Trust Agreement.	3.00	2,250.00
08/23/10	ROSENSAFT, JODI	Reviewing and revising GUC Trust Agreement per Plan and comments from Weil and Wilmington Trust (2.7); related email correspondence with A. Dienstag and J. Sharret (.1)	2.80	1,764.00
08/23/10	SHARRET, JENNIFER	Review plan provisions and t/c to Weil re: plan (.5); reviewing plan comments from D. Retter (.4); email to K. Martorana re same (.2); c/f w/T. Mayer, R. Schmidt re monitor role (.3).	1.40	707.00
08/23/10	DIENSTAG, ABBE L.	Continue review and mark-up of Trust Agreement draft (2.5); some further changes to the draft no-action letter in response to same (.5).	3.00	2,250.00
08/23/10	MAYER, THOMAS MOERS	Call with W. Adair re plan monitor budget (.3); brief R. Schmidt, J. Sharret as to conversations with W. Adair, A. Jacobs, FTI re role of Monitor and budget therefor (.3); email to Committee re new info on timing of plan filing (.1).	0.70	665.00
08/23/10	SCHMIDT, ROBERT T.	Cf w/T Mayer and J. Sharret re monitor and budget (.3); review portions of latest plan draft and/ms re timing of plan filing (.3)	0.60	465.00
08/24/10	MACKSOUD, LAUREN M	Conferring with FTI regarding plan timing and calls with Alix	0.30	189.00
08/24/10	ROSENSAFT, JODI	Meeting with T. Mayer, A. Dienstag and J. Sharret re: GUC Trust Agreement and GUC Trust structure (4.0); reviewing and revising GUC Trust Agreement (5.3); calls and correspondence with J. Sharret and A. Dienstag re: GUC Trust Agreement provisions (.4).	9.70	6,111.00

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08/24/10	DIENSTAG, ABBE L.	C/w J. Sharet, J. Rosensaft re issues and revisions to GUC Trust Agreement, including role of Monitor, unit holder rights treatment of fractionals, methods of distribution, tax comments, Weil comments; holdbacks and allocations (3.0); c/w T. Mayer, J. Sharret, and J. Rosensaft re capitalization and other major issues (1.0); revise provisions regarding excess asset distributions (1.0).	5.00	3,750.00
08/24/10	HERZOG, BARRY	Discs. w/T. Mayer and J. Sharret re: plan and reporting.	0.40	314.00
08/24/10	SHARRET, JENNIFER	Meeting with A. Dienstag, J. Rosensaft re GUC Trust (3.0) conf. w/ A. Dienstag, J. Rosensaft and T. Mayer re: GUC Trust (1.0); review redline of GUC Trust (.7); emails w/J. Rosensaft and A. Dienstag re GUC Trust provisions (.3); c/f with T. Mayer and B. Herzog re: plan and reporting requirements (.4)	5.40	2,727.00
08/24/10	MAYER, THOMAS MOERS	Meeting w/J. Rosensaft, A. Dienstag, J. Sharret to go through numerous issues in GUC & Avoidance Action Trusts (and related no-action letter), including voting rights for certificate holders, letters of transmittal to creditors to insure holding through DTC, calculation and recalculation of pro rata splits.	1.00	950.00
08/24/10	SCHMIDT, ROBERT T.	Review FTI memo re plan distributions and e/ms same (.5); review revised plan provisions re monitor (.1); review materials re plan treatment of JPMorgan litigation (.2); review disclosure statement (.4); review e/ms re no action and tradeability (.3)	1.50	1,162.50
08/25/10	FRIEDMAN, JOSHUA	Reviewing GUC Trust Agreement and purchase agreement to compare with current version of plan (2.3); o/m w/ J. Sharret to discuss same (.2).	2.50	975.00
08/25/10	ROSENSAFT, JODI	Call with FTI, T. Mayer, J. Sharret and D. Ammann re: odd lots (.3); reviewing and commenting on the Plan and Disclosure Statement (1.8); reviewing and revising the GUC Trust Agreement and related precedent research (6.4); call with A. Dienstag re: GUC Trust Agreement revisions (.3); email correspondence with H. Stoopack re: tax question on GUC Trust Agreement (.1).	8.90	5,607.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/25/10	SHARRET, JENNIFER	Prep for (.2) and Participate in (.3) conference call with New GM, T. Mayer, J. Rosensaft and FTI re: "odd lots"; t/c with K. Martorana re: GUC Trust (.2); reviewing comments from Committee members on Plan (.4); t/c with D. Retter re: plan (.3) drafting amendments for Plan (.2).	1.60	808.00
08/25/10	DIENSTAG, ABBE L.	Brief participation in New GM conf w/T. Mayer, J. Sharret re odd lot holders (.2); c/w J. Sharret re treatment of fractional shares (.1); review website communication to creditors and comment on same (.1); c/w J. Rosensaft re cash provisions of the Trust (.2); review and revise Trust Agreement section on the trust Monitor (1.7).	2.30	1,725.00
08/25/10	MAYER, THOMAS MOERS	Prepare for (.3) and call (.4) with D. Ammann, FTI & KL teams re odd-lot holders listing warrants on exchange, and FTI's assessment of Old GM's participation in IPO, access to New GM's bankers relating to same.	0.70	665.00
08/26/10	ROSENSAFT, JODI	Revising GUC Trust Agreement (1.5); calls with A. Dienstag re: GUC Trust Agreement provisions (.1); email correspondence with J. Sharret re: GUC Trust Agreement provisions (.1); call and email correspondence with J. Sharret re: Plan/Disclosure Statement revisions (.2).	1.90	1,197.00
08/26/10	SHARRET, JENNIFER	Revising plan (.8); t/c with D. Retter re: plan comments (.3); t/c with K. Martorana re: plan comments (.3); reviewing draft FTI report on dilution and t/c with P. Ritter re: same (.2); conf. and emails R. Schmidt and A Dienstag re GUC Trust (.5)	2.10	1,060.50
08/26/10	DIENSTAG, ABBE L.	Begin review and further revision of the most recent turn of the GUC Trust Agreement (1.6); c/w J. Rosensaft re specific provisions (.1); conf. and emails R. Schmidt re GUC Trust (.4).	2.10	1,575.00
08/26/10	SCHMIDT, ROBERT T.	O/cs and e/ms A. Dienstag and J. Sharret re tradeability of GUC Trust interests (.5); o/c J. Sharret re plan Disclosure Statement status and review e/ms re same (.1); review FTI report (.2)	0.80	620.00

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08/27/10	SHARRET, JENNIFER	Reviewing GUC Trust Agreement (.9); email with J. Rosensaft and A. Dienstag re; GUC Trust Agreement (.3); revising GUC Trust provisions (.7).	1.90	959.50
08/27/10	ROSENSAFT, JODI	Email correspondence with A. Dienstag and J. Sharret re: GUC Trust Agreement issues and revisions.	0.30	189.00
08/29/10	DIENSTAG, ABBE L.	Continuing work on the latest draft of the GUC Trust Agreement, with particular attention to the treatment of new GM securities held by the Trust and which are converted into cash (3.2); emails w/J. rosensaft and J. Sharret re GUC Trust Agreement (.3).	3.50	2,625.00
08/29/10	SHARRET, JENNIFER	Emails to A. Dienstag and J. Rosensaft re: GUC Trust Agreement and fractional shares	0.40	202.00
08/30/10	MACKSOUD, LAUREN M	Reviewing report from FTI regarding executive compensation in New GM and impact on dilution.	0.50	315.00
08/30/10	DIENSTAG, ABBE L.	Complete revisions to GUC Trust Agreement, with attention to sections on the Administration, Monitor and miscellaneous provisions (4.6); c/w J. Sharret re treatment of cash (.1).	4.70	3,525.00
08/30/10	ROSENSAFT, JODI	Reviewing and commenting on draft GUC Trust Agreement (1.2); email to A. Dienstag and J. Sharret re: GUC Trust Agreement revisions (.3).	1.50	945.00
08/30/10	SHARRET, JENNIFER	Reviewing email from FTI re: Plan modifications (.3); t/c with R. Schmidt, S. Karotkin and J. Smolinsky re: plan timing (.2); revising GUC Trust Agreement (.5); reviewing redlined plan and circulate to UCC (.5)	1.50	757.50
08/30/10	SCHMIDT, ROBERT T.	T/c S. Karotkin and J. Smolinsky and o/cs J. Sharret re plan status (.3); preliminary review of revised plan and Disclosure Statement (1.3); review FTI dilution analysis (.5); review law debenture comments and o/cs J. Sharret re same (.2); review revised GUC Trust (.8); Review plan release provisions (.2);	3.30	2,557.50
08/31/10	MACKSOUD, LAUREN M	Reviewing emails from T. Mayer regarding revised draft plan (.3), conferring with J. Sharret regarding same (.2)	0.50	315.00

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08/31/10	ROSENSAFT, JODI	Reviewing revised Plan and Disclosure Statement (2.4); reviewing and revising draft GUC Trust Agreement (.9); correspondence with A. Dienstag and J. Sharret re: GUC Trust Agreement revisions (.1).	3.40	2,142.00
08/31/10	FRIEDMAN, JOSHUA	Reviewing disclosure statement procedures order (.4); comparing with disclosure statement procedures orders from other cases (1.4); emails to J. Sharret re: same (.2); emails w/ J. Sharret re: plan and disclosure statement (.1)	2.10	819.00
08/31/10	DIENSTAG, ABBE L.	E/ms J. Sharret, J. Rosensaft re GUC Trust provisions on disputes between the administrator and the monitor.	0.20	150.00
08/31/10	RITTER, PAUL M	Reviewing New GM equity plans re dilution.	1.00	740.00
08/31/10	SHARRET, JENNIFER	Reviewing solicitation procedures (1.0); emails with J. Rosensaft and A. Dienstag re: GUC Trust Agreement (.2); reviewing comments from Committee member on Plan (.3); t/c w/C. Basler re solicitation procedures (.2); t/c w/Weil re solicitation procedures (.3); Revisions to GUC Trust; circulating filed Plan and Disclosure Statement to UCC (.4).	2.40	1,212.00
08/31/10	SCHMIDT, ROBERT T.	Preliminary review of filed plan and Disclosure Statement (1.2); review solicitation procedures motion and related docs (1.0); mult o/cs and e/ms J. Sharret re all issues (.4); review law debenture comments (.3).	2.90	2,247.50
09/01/10	MACKSOUD, LAUREN M	Reviewing filed plan (2.4), reviewing motion for disclosure statement procedures and all notices thereto (1.9), conferring with J. Sharret regarding same and voting deadlines (.7), reviewing and responding to emails from committee members regarding above (.9), reviewing bankruptcy rules 3017 and 3018 and emails from J. Friedman regarding same (.5).	6.40	4,128.00
09/01/10	RITTER, PAUL M	Reviewing proxy and S.1 for evidence of anti-dilution protection on option grants (2.0); reviewing New GM Long Term Incentive Plan and Salary Share Plan (1.6); reviewing award agreements (1.3); telephone conference with J. Sharret re same (.1).	5.00	3,700.00
09/01/10	DIENSTAG, ABBE L.	Begin consideration of Gibson Dunn comments re GUC Trust Agreement.	0.20	150.00

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09/01/10	ROSENSAFT, JODI	Reviewing Gibson Dunn comments and issues list re: GUC Trust Agreement.	2.10	1,354.50
09/01/10	SHARRET, JENNIFER	Reviewing filed plan and disclosure statement (.5); preliminary review of issues list and comments to GUC Trust from Committee member (.3); emails to J. Rosensaft and A. Dienstag re: GUC Trust provisions (.4) emails with J. Friedman, L. Macksoud and R. Schmidt re: voting record date (.3); C/f with L. Macksoud re: DS motion and voting deadlines (.7).	2.20	1,210.00
09/01/10	CHAIKIN, REBECCA B.	Assemble plan and disclosure statement binders.	0.60	165.00
09/01/10	SCHMIDT, ROBERT T.	Review solicitation procedures and respond to inquiries re same (.4); emails J. Sharret re same (.2); review revised unsecured creditor trust agmt re same (.8); further review of plan and disclosure stmt (1.0)	2.40	1,860.00
09/01/10	FRIEDMAN, JOSHUA	T/c w/ J. Sharret (.1) and v/m for R. Chaikin (.1) re: filed plan and disclosure statement,; Reviewing disclosure statement re: voting (.1); comparing with disclosure statement procedures motions/orders from other cases (.4); email w/ J. Sharret re: same (.1).	0.80	364.00
09/02/10	MACKSOUD, LAUREN M	Reviewing filed disclosure statement	1.60	1,032.00
09/02/10	RITTER, PAUL M	Prepare for (1.7) and telephone conference with (.3) FTI and J. Sharret regarding the New GM 2009 Long Term Incentive Plan and the Salary Share Plan and anti-dilution provisions.	2.00	1,480.00
09/02/10	DIENSTAG, ABBE L.	Review Gibson Dunn comments to GUC Trust Agreement and note comments on same (2.0); m/w J. Rosensaft to discuss (1.6); begin revisions to fact section of no-action letter (.7).	4.30	3,225.00
09/02/10	ROSENSAFT, JODI	Call with J. Sharret and K. Martorana re: GUC Trust Agreement and Plan issues (1.0); meeting with A. Dienstag re: Gibson Dunn comments to GUC Trust Agreement (1.5).	2.50	1,612.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/02/10	SHARRET, JENNIFER	Reviewing Wilmington's issues list on GUC Trust/mark-up of Trust agreement (.8); Drafting comments to Wilmington's GUC Trust issues list (.9) conference call with FTI and P. Ritter re: impact of New GM management comp on share distribution (.3); conference call with K. Martorana and J. Rosensaft re: GUC Trust issues (1.0); emails with J. Rosensaft and A. Dienstag re: fractional shares and other GUC Trust/plan issues (.6)	3.60	1,980.00
09/02/10	SCHMIDT, ROBERT T.	Continued review of plan and disclosure statement and related docs including solicitation procedures	1.40	1,085.00
09/03/10	DIENSTAG, ABBE L.	Complete revision of KL section of No-action letter draft to conform to changes in the GUC Trust Agreement.	1.00	750.00
09/03/10	ROSENSAFT, JODI	Reviewing and commenting on draft No Action Letter, draft GUC Trust Agreement and the filed Plan (2.5); correspondence with A. Dienstag, T. Mayer, L. Macksoud and J. Sharret re: issues relating to Plan, GUC Trust Agreement and No-Action Letter (1.3).	3.80	2,451.00
09/03/10	FRIEDMAN, JOSHUA	Reviewing filed plan of liquidation.	1.50	682.50
09/03/10	SHARRET, JENNIFER	Reviewing Committee member comments on plan (.4); emails with L. Macksoud & J. Friedman and L. Laken re: filing of DS solicitation procedures motion (.2); various emails with A. Dienstag and J. Rosensaft re: Plan/GUC Trust issues/language (including fractional shares and dissolution) (.6); reviewing redline of revisions to plan (.5).	1.70	935.00
09/03/10	SCHMIDT, ROBERT T.	Review filed version of solicitation procedures (.3); further review of disclosure stmt (1.0)	1.30	1,007.50
09/05/10	ROSENSAFT, JODI	Reviewing Gibson Dunn comments on GUC trust (1.2), revising same accordingly (3.4).	4.60	2,967.00
09/06/10	ROSENSAFT, JODI	Revising GUC Trust Agreement (2.1); email correspondence with A. Dienstag and J. Sharret re: revisions to GUC Trust Agreement, Gibson Dunn comments and open issues (.2).	2.30	1,483.50
09/06/10	SCHMIDT, ROBERT T.	Review solicitation procedures motion and related documents	1.00	775.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00027 (PLAN & DISCLOSURE STATEMENT)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/06/10	SHARRET, JENNIFER	Reviewing revisions to GUC Trust Agreement (.5); reviewing plan language/GUC Trust language on wind-down assets (.6)	1.10	605.00
09/06/10	DIENSTAG, ABBE L.	Begin review of latest revisions to GUC Trust Agreement and mark-up of same.	1.00	750.00
09/07/10	ROSENSAFT, JODI	Call with A. Dienstag re: No Action Letter and GUC Trust Agreement drafts (.1); email correspondence with A. Dienstag and J. Sharret re: revisions to GUC Trust Agreement (.1).	0.20	129.00
09/07/10	FRIEDMAN, JOSHUA	Reviewing disclosure statement (.4); drafting email to J. Sharret re timing in disclosure statement (.2)	0.60	273.00
09/07/10	SCHMIDT, ROBERT T.	Review revised GUC Trust (.9); review no action letter provisions and research re same (.5)	1.40	1,085.00
09/07/10	SHARRET, JENNIFER	Reviewing revisions to GUC Trust Agreement (.3) drafting insert re: wind-down (.5); reviewing revised disclosure statement procedures order (.5); email to L. Laken re: revised solicitation procedures (.3)	1.60	880.00
09/07/10	DIENSTAG, ABBE L.	Continue mark-up of revised draft Trust Agreement.	2.50	1,875.00
09/07/10	MAYER, THOMAS MOERS	Conference J. Sharret (.1) and call with M. Williams (.1) re Wilmington claim.	0.20	190.00
09/08/10	ROSENSAFT, JODI	Commenting on draft No-Action Letter (2.1); email correspondence re: No-Action Letter with A. Dienstag and J. Sharret (.3); revising No Action Letter draft (.6); circulating No Action Letter draft to Weil corporate (.1)	3.10	1,999.50
09/08/10	SCHMIDT, ROBERT T.	Review filed solicitation procedures and t/c creditor re same (.4); review revised GUC Trust doc (.4); review KL portion of no action letter (.5); review portion of plan and DS (.4)	1.70	1,317.50
09/08/10	SHARRET, JENNIFER	Revising GUC Trust Agreement (.8); drafting email to Weil re: GUC Trust Agreement (.1); reviewing revisions to No-Action Letter (.2); drafting email to Committee re: GUC Trust Agreement and No-Action Letter (.2)	1.30	715.00
09/08/10	DIENSTAG, ABBE L.	Finalize mark-up and revised GUC Trust Agreement (1.5); review comments on KL portion of no-action letter (.1).	1.60	1,200.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/08/10	MAYER, THOMAS MOERS	Emails and call with D. Jones of US Attorney's Office re setting up meeting Friday to discuss wind-down budget and related issues (.2); call with A. Phillips re recalculating Wilmington Trust's allowed claim (.1).	0.30	285.00
09/08/10	FRIEDMAN, JOSHUA	Review disclosure statement (.6) and motion to approve disclosure statement re: timing issues (1.0); drafting summary re: same (.8).	2.40	1,092.00
09/09/10	SCHMIDT, ROBERT T.	Emails with Treasury re next day meeting and review documents and budgets in advance of same (.8); review various plan and disclosure stmt provisions (.6); review solicitation notice (.2)	1.60	1,240.00
09/10/10	SCHMIDT, ROBERT T.	Review no-action letter and insert.	0.60	465.00
09/13/10	SHARRET, JENNIFER	Reviewing No-Action letter (.2); Conference call with J. Rosensaft and Gibson Dunn re: No-Action letter (.5); reviewing exclusivity motion and emails with R. Schmidt re: same (.4); email with P. Bentley re: plan timing (.1)	1.20	660.00
09/13/10	SCHMIDT, ROBERT T.	Review exclusivity motion and o/c J. Sharret re same (.4); Review proposed charter amendment. review GUC Trust and misc plan provisions (.9)	1.30	1,007.50
09/13/10	ROSENSAFT, JODI	Call with Gibson Dunn and J. Sharret re: No Action Letter draft.	1.00	645.00
09/14/10	SHARRET, JENNIFER	Email with Weil on fractional shares	0.30	165.00
09/14/10	MAYER, THOMAS MOERS	Call with D. Retter, J. Carr re Kelley Drye potentially acting as GUC Trust Administrator's counsel on claim reconciliation.	0.50	475.00
09/14/10	SCHMIDT, ROBERT T.	Review exclusivity papers (.2); review conditions to conf re DIP (.3); o/cs T. Mayer, J. Sharret re same (.1); review Disclosure Statement provisions (.3)	0.90	697.50
09/14/10	ROSENSAFT, JODI	Securities law research re: No Action Letter.	1.50	967.50
09/15/10	SHARRET, JENNIFER	Reviewing plan language.	0.40	220.00
09/16/10	MACKSOUD, LAUREN M	Meeting with J. Sharret regarding plan and disclosure statement issues.	0.30	193.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/16/10	DIENSTAG, ABBE L.	Preparation for (.2) and t/c w/ (1.0) R. Schmidt, J. Sharret, J. Smolinsky and M. Meises of WG&M re treatment of fractional shares, warrants and units; t/c (w/J. Rosensaft) C. Dixon, R. Geitz, V. Petterbridge re proposed no-action letter (.7); c/w J. Rosensaft re same (.3); c/w R. Schmidt re same (.2); analyze same with a view to next steps in completing the draft letter and approaching the SEC (.4).	2.80	2,100.00
09/16/10	SHARRET, JENNIFER	C/f call with Weil, A. Dienstag and R. Schmidt re: fractional shares (1.3); c/f with L. Macksoud re: plan issues (.2) t/c with J. Rosensaft re: meeting with Weil on fractional shares (.1); c/f with Gibson Dunn and J. Rosensaft re: GUC Trust and No-Action letter (.8)	2.40	1,320.00
09/16/10	ROSENSAFT, JODI	Confer with Gibson Dunn, T. Mayer, R. Schmidt, A. Dienstag and J. Sharret re: No-Action Letter (.4); call with Gibson Dunn re: No Action Letter (.5); call with Weil corporate team and A. Dienstag re no action letter (1.0)	1.90	1,225.50
09/16/10	SCHMIDT, ROBERT T.	Review relevant documents and e/ms re fractional shares and plan issues (.7); conf call Weil, A. Dienstag and J. Sharret re same (1.0); review related plan provisions (.5); review budget (.3); o/c J. Sharret re GUC Trust issues (.1); review update re same (1.3); review FTI comments to GUC Trust Agmt (.3); further review plan provisions (.3).	4.50	3,487.50
09/20/10	DIENSTAG, ABBE L.	C/w J. Rosensaft (.2) and t/c J. Rosensaft and Gibson Dunn re no-action letter to SEC staff, particularly for 34 Act relief (.8).	1.00	750.00
09/20/10	SCHMIDT, ROBERT T.	Review revised no action insert (.2) and participate on portion of conf call with Gibson Dunn (.6); review GUC Trust Agmt re same (.5).	1.30	1,007.50
09/20/10	SHARRET, JENNIFER	Mark-up of plan	1.60	880.00
09/20/10	ROSENSAFT, JODI	Drafting '40 Act discussion for No Action Letter (2.1); correspondence with A. Dienstag re: '40 Act analysis (.2); call with Gibson Dunn re: No Action Letter (1.0)	3.30	2,128.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/21/10	ROSENSAFT, JODI	Calls and correspondence with A. Dienstag re: No Action Letter draft (.4); correspondence with J. Sharret re: revised Plan and Disclosure Statement (.3); No Action Letter research re: '33 Act and '40 Act (3.3); revising No Action Letter re: '40 Act discussion (1.9)	5.90	3,805.50
09/21/10	SEGAL, STEVEN	No Action Letter research related to issuance of trust interests (4.5); conf. A. Dienstag re same (.4).	4.90	2,229.50
09/21/10	DIENSTAG, ABBE L.	C/w S. Segal re no-action letter research on 1145(a) exemption for the GUC Trust (.4); review and revise draft 40 Act exemption no-action letter section (2.0); review no-action literature (1.5) and c/w J. Rosensaft re same (.3).	4.20	3,150.00
09/21/10	SCHMIDT, ROBERT T.	Review emails from J. Rosensaft re no action letter issues (.4); o/c J. Sharret re pending issues re GUC Trust (.1); review comments re same (.2)	0.70	542.50
09/22/10	MACKSOUD, LAUREN M	Conferring with FTI regarding GUC trust agreement and other open issues.	0.50	322.50
09/22/10	SHARRET, JENNIFER	Revising mark-up of plan (.7); reviewing comments to GUC Trust (.3)	1.00	550.00
09/22/10	ROSENSAFT, JODI	Revising no action letter and related research (.5); call and correspondence with A. Dienstag re revisions to no action letter draft (.1); circulating no action letter draft to Gibson Dunn (.1); reviewing Plan language re: GUC Trust (.3); correspondence with J. Sharret re: suggested Plan revisions (.1).	1.10	709.50
09/22/10	DIENSTAG, ABBE L.	C/w S. Segal re no-action letter on 33 Act relief for liquidating trusts under 1145(a) of the bankruptcy code (1.0); c/w J. Rosensaft re decision not to request 33 Act relief (.2).	1.20	900.00
09/22/10	SCHMIDT, ROBERT T.	O/c J. Sharret (.1) and review additional plan comments forwarded to Weil (.4); review FTI changes to GUC Trust Agmt (.3); review email from J. Rosensaft and review portion of no action letter (.3)	1.10	852.50
09/22/10	SEGAL, STEVEN	No Action letter research with respect to issuance of trust interests (2.4); Conf. A. Dienstag re same (3.7);	6.10	2,775.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/23/10	SCHMIDT, ROBERT T.	Conf calls P. Bentley and A. Phillips re plan effective date and estimation issue (.5); review FTI case update presentation materials (.6); review GUC Trust and no action issues (.8)	1.90	1,472.50
09/24/10	SCHMIDT, ROBERT T.	Review email from A. Phillips re stock tag along rights	0.10	77.50
09/27/10	FRIEDMAN, JOSHUA	Researching disputed claims reserve issues (3.5); emails w/ J. Sharret re: same (.3)	3.80	1,729.00
09/27/10	SCHMIDT, ROBERT T.	Review issue list re Disclosure Statement (.1); review GUC Trust and review e/ms re no action request (.9)	1.00	775.00
09/27/10	DIENSTAG, ABBE L.	C/w J. Rosensaft re finalizing draft no-action letter.	0.10	75.00
09/27/10	SHARRET, JENNIFER	Drafting timeline of plan, asbestos and IPO issues	0.50	275.00
09/28/10	FRIEDMAN, JOSHUA	Review timeline of upcoming dates/milestones in case; review email correspondence from J. Sharret and P. Bentley re: same	0.20	91.00
09/28/10	SHARRET, JENNIFER	Revising timeline (.5); reviewing comments to Plan and Trust Agreement (.4).	0.90	495.00
09/28/10	ROSENSAFT, JODI	Call with Gibson Dunn and A. Dienstag re: No Action Letter content and status (1.0); conference with A. Dienstag re: No Action Letter content and action items (.2).	1.20	774.00
09/28/10	DIENSTAG, ABBE L.	Review distribution issues under plan re asbestos claimants (.2); t/c J. Rosensaft, D. Lee, J. Maloney, K. Martorona re no-action letter (1.0); c/w J. Rosensaft re issues under same (.2).	1.40	1,050.00
09/28/10	SCHMIDT, ROBERT T.	Review and comment plan, IPO, asbestos timelines	0.80	620.00
09/29/10	FRIEDMAN, JOSHUA	Reviewing disclosure statement approval motion; reviewing Section 1121 of bankruptcy code; emails w/ J. Sharret re: same	0.50	227.50
09/29/10	SCHMIDT, ROBERT T.	Review revised plan/IPO timeline and o/c J. Sharret re same (.3); o/c J. Sharret, L. Macksoud re timing for disclosure stmt objection (.1); review order (.1).	0.50	387.50
09/29/10	SHARRET, JENNIFER	Drafting email to A. Dienstag and J. Rosensaft re: GUC Trust.	0.40	220.00

GENERAL MOTORS CREDITORS COMMITTEE
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/30/10	MACKSOUD, LAUREN M	Conferring with T. Mayer regarding disclosure statement objection and need for additional research (.2), conferring with A. Goodman regarding research and findings (.4), reviewing relevant cases (.5)	1.10	709.50
09/30/10	SCHMIDT, ROBERT T.	Conf M. Williams, T. Mayer re meeting with Treasury (.1); review initial winddown budget and revised FTI analysis (.2); review email from FTI re summary of Morgan Stanley meeting (.1).	0.40	310.00
09/30/10	MAYER, THOMAS MOERS	Calls with M. Williams re potential filing by Wilmington re change in definition of "maturity date (.3). Preparation for call with US Treasury (.3); review FTI and Alix comparison of professional fees re Wind down Budget vs. current (.3)	<u>0.90</u>	<u>855.00</u>
TOTAL			<u>600.60</u>	<u>\$374,628.00</u>

GENERAL MOTORS CREDITORS COMMITTEE
068000-00031 (TRAVEL)

November 15, 2010
Invoice No. 557576

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
SCHMIDT, ROBERT T.	PARTNER	1.20	930.00
MAYER, THOMAS MOERS	PARTNER	1.10	1,045.00
REZNICK, ALLAN E.	PARTNER	10.00	7,950.00
WARREN, CHARLES S	PARTNER	0.70	539.00
ROSENSAFT, JODI	ASSOCIATE	0.20	126.00
SHARRET, JENNIFER	ASSOCIATE	2.50	1,262.50
TEMKIN, MATTHEW C	ASSOCIATE	0.90	409.50
BLABEY, DAVID E	ASSOCIATE	1.00	615.00
MACKSOUD, LAUREN M	ASSOCIATE	2.60	1,677.00
FRIEDMAN, JOSHUA	ASSOCIATE	<u>0.90</u>	<u>351.00</u>
TOTAL		<u>21.10</u>	<u>\$14,905.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/01/10	SHARRET, JENNIFER	Travel to office from Bankruptcy Court	0.60	303.00
06/29/10	SHARRET, JENNIFER	Travel to office from hearing	0.50	252.50
08/05/10	ROSENSAFT, JODI	Travel to meeting with debtors' counsel.	0.20	126.00
08/05/10	WARREN, CHARLES S	Travel to and from meeting with Debtor's counsel re Plan.	0.70	539.00
08/05/10	SHARRET, JENNIFER	Travel to/from meeting with Weil	0.80	404.00
08/05/10	MAYER, THOMAS MOERS	Travel to meeting w/Weil; Return to office after meeting with Debtors;	0.60	570.00
08/06/10	MAYER, THOMAS MOERS	Return from hearing to office.	0.50	475.00
08/06/10	SHARRET, JENNIFER	Travel to office from hearing	0.60	303.00
08/09/10	BLABEY, DAVID E	Travel to and from hearing on Committee 2004 Motion.	1.00	615.00
08/09/10	FRIEDMAN, JOSHUA	Travel to/from 2004 hearing	0.90	351.00

GENERAL MOTORS CREDITORS COMMITTEE
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/09/10	TEMKIN, MATTHEW C	Traveling to/from 2004 hearing at SDNY bankruptcy court.	0.90	409.50
09/07/10	MACKSOUD, LAUREN M	Travel to and from southern district bankruptcy court for hearing.	1.30	838.50
09/07/10	SCHMIDT, ROBERT T.	Travel to and from hearing.	1.20	930.00
09/17/10	MACKSOUD, LAUREN M	Traveling to and from southern district court house.	1.30	838.50
09/21/10	REZNICK, ALLAN E.	Travel to/from Chappaqua NY to Detroit Renaissance Center for meeting with K. Scroggin.	<u>10.00</u>	<u>7,950.00</u>
TOTAL			<u>21.10</u>	<u>\$14,905.00</u>

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
SCHMIDT, ROBERT T.	PARTNER	30.40	23,560.00
MAYER, THOMAS MOERS	PARTNER	12.30	11,685.00
CATON, AMY	PARTNER	3.30	2,343.00
HARKNESS, TIMOTHY	PARTNER	21.70	15,407.00
SCHULMAN, BRENDAN M.	SPEC COUNSEL	6.40	4,416.00
GOODMAN, ALISSA R.	ASSOCIATE	61.10	40,631.50
SHARRET, JENNIFER	ASSOCIATE	27.90	14,962.50
MACKSOUD, LAUREN M	ASSOCIATE	97.00	62,491.50
FRIEDMAN, JOSHUA	ASSOCIATE	56.30	22,795.50
MAKINDE, MICHAEL A	PARALEGAL	2.00	580.00
CHAIKIN, REBECCA B.	PARALEGAL	2.90	800.00
KRABILL, DEREK A	OTHER TKPR	1.30	338.00
MATTHEWS, MICHAEL G	OTHER TKPR	<u>3.10</u>	<u>806.00</u>
TOTAL		<u>325.70</u>	<u>\$200,816.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/02/10	FRIEDMAN, JOSHUA	Review and summarize recently filed pleadings, including Roda Nast response.	0.80	312.00
06/03/10	FRIEDMAN, JOSHUA	Review of recently filed pleadings, including various letters to court from interested parties, Deutsche Bank hearing adjournment and Debtors' monthly operating report.	1.20	468.00
06/07/10	FRIEDMAN, JOSHUA	Summarizing motions for 6/15 hearing, including Gibson motion and related responses	4.00	1,560.00
06/07/10	SHARRET, JENNIFER	Emails w/Weil re pending motions for upcoming hearing.	0.30	151.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/08/10	SHARRET, JENNIFER	Reviewing chart and motion summaries for upcoming hearing including NUMMI< Gibson, rejection motions (.5) and revising same (.4).	0.90	454.50
06/09/10	SHARRET, JENNIFER	Revising motion summaries for June 15th (in particular Gibson motion to intervene)	0.90	454.50
06/10/10	FRIEDMAN, JOSHUA	Reviewing, editing, and finalizing motion summaries for June 15 hearing (including NUMMI update)	0.70	273.00
06/11/10	FRIEDMAN, JOSHUA	Revising previously drafted summaries for 6/29 hearing (including Schaefer, Shreveport, Friedman, Brittinghams).	2.50	975.00
06/15/10	FRIEDMAN, JOSHUA	Review of recently filed motions, including objections to 9th omnibus motion to reject executory contracts and lift stay motion	0.60	234.00
06/18/10	FRIEDMAN, JOSHUA	Reviewing and summarizing motions for 6/29/10 hearing including Fisker sale motion.	2.40	936.00
06/21/10	FRIEDMAN, JOSHUA	Reviewing and summarizing motions for 6/29 hearing including US Trustee response re fee applications (.9), various fee applications (1.0), claims objections (1.7), M-Tech (1.7), Electro-motive Diesel (1.2), and various notices of adjournment (.3).	6.80	2,652.00
06/21/10	SHARRET, JENNIFER	Reviewing summary of motions scheduled for June 29 hearing.	0.30	151.50
06/22/10	FRIEDMAN, JOSHUA	Review and summarize motions for 6/29 hearing, including various omnibus claims objections and responses.	3.00	1,170.00
06/23/10	FRIEDMAN, JOSHUA	Revising motion summaries for 6/29 hearings.	0.80	312.00
06/25/10	FRIEDMAN, JOSHUA	Summarize responses to motions (Stuart Maue, Fee Apps) for 6/29 hearing (2.2); final editing of motion summaries (.3); emails/calls with J. Sharret re: same (.2)	2.70	1,053.00
06/25/10	SHARRET, JENNIFER	Reviewing revised summary of motions scheduled for June 29 hearing.	0.70	353.50
07/08/10	FRIEDMAN, JOSHUA	Reviewing (2.2) and drafting summaries/recommendations (2.0) re: M-tech pleadings, debtors opposition to Friedman motion, debtors reply to apartheid motion and additional responses to claims objections; o/m with J. Sharret re: motion summaries (.3); revisions to motion summaries/document (.6)	5.10	1,989.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/08/10	SHARRET, JENNIFER	Conf w/J. Friedman re: motions scheduled for 7/14 hearing (M-Tech rejection issue, NUMMI, apartheid reply, claims objections	0.40	202.00
07/09/10	FRIEDMAN, JOSHUA	Updating and revising motion summaries re: 7/14 hearing (.7); t/c with J. Sharret re: same (.1)	0.80	312.00
07/09/10	SHARRET, JENNIFER	T/c with E. Lederman re: pending motions for July 14 hearing (.2); t/c w/R. Brooks re July 14 hearing (.2).	0.40	202.00
07/12/10	SHARRET, JENNIFER	Reviewing updated motion summaries for July 14th hearing	0.20	101.00
07/12/10	FRIEDMAN, JOSHUA	Reviewing (.5) and summarizing (.7) apartheid claimants response and electro-motive diesel motion; editing motion summaries (.2); adjusting for adjournments (.1); email with J. Wine re: same (.1); emails and t/c with J. Sharret re: same (.2); reviewing Deutsche Bank response (.4); Review (.1) and summarize (.2) Schaefer stipulation.	2.50	975.00
07/13/10	SHARRET, JENNIFER	Reviewing agenda (.1) and revising motion summaries (.5) for 7/14 hearing for Committee review	0.60	303.00
07/13/10	FRIEDMAN, JOSHUA	Finish draft of motion summaries; review and summarize MCM complaint for pretrial conference; emails re: same with J. Sharret; Reviewing revised agenda for July 14 hearing;	0.50	195.00
07/15/10	SCHMIDT, ROBERT T.	Review motion re splinter union settlement and e/m same (.3).	0.30	232.50
07/16/10	SCHMIDT, ROBERT T.	Review future representative motion (.1); review motion re AP service retention (.4); prelim review success fee motion (.4); o/c J. Sharret re same (.1)	1.00	775.00
08/04/10	FRIEDMAN, JOSHUA	Reviewing motions for August 6 hearing (2.7); drafting and editing motion summaries: Boyd Bryant Settlement Motion and Plaintiffs memorandum of law; Splinter Unions Settlement Motion (1.6); Soders Settlement Motion; Debtors Response to M-tech; Futures Representative Motion; revising same (.3): reviewing case calendar and docket in preparation for drafting summaries (.2)	4.80	1,872.00
08/04/10	SHARRET, JENNIFER	Reviewing agenda filed for 8/6 (.4); reviewing summary of 8/6 motion summaries (.3).	0.70	353.50

GENERAL MOTORS CREDITORS COMMITTEE
068000-00032 (MOTIONS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/05/10	FRIEDMAN, JOSHUA	Revising motion summaries for 8/6 hearing	1.00	390.00
08/20/10	MACKSOUD, LAUREN M	Reviewing motion summaries to go to committee regarding NOL motion and NRDC Claim (.4), conferring with J. Sharret regarding same (.2).	0.60	378.00
08/25/10	SHARRET, JENNIFER	Reviewing amendment to wind-down order	0.30	151.50
08/27/10	SHARRET, JENNIFER	Reviewing draft motion to modify terms of 363 sale and email with GM professionals re: same (.4); email to L. Laken re: motion to modify MSPA (re: Deutsche Bank, Beford) (.5)	0.90	454.50
08/27/10	SCHMIDT, ROBERT T.	Review motion and stipulation re MPSA and e/ms with FTI re same	0.40	310.00
08/30/10	FRIEDMAN, JOSHUA	Reviewing (2.2) and drafting summaries (1.0) re: surety bond stipulation with Liberty and Safeco, Charter amendment motion, and GM Strasbourg sale	3.20	1,248.00
08/30/10	SHARRET, JENNIFER	T/c with L. Laken and L. Macksoud re: motion to clarify MSPA (.2); follow-up c/f with L. Macksoud re: same as it relates to Deutsche Bank (.2); t/c w/M. Williams re same (.1).	0.50	252.50
08/31/10	MACKSOUD, LAUREN M	Reviewing email from debtors regarding stipulation with New GM (.3), conferring with debtors, Wilmington and FTI regarding same (2.3), drafting summary of motion for committee (.8), conferring with J. Sharret regarding same (.5), drafting email to committee professionals regarding same (.4).	4.30	2,709.00
08/31/10	SHARRET, JENNIFER	Revising summary of settlement stipulation on MSPA (.6); reviewing email from Weil re MSPA motion (.1); t/c with M. Williams re: motion to enforce DIP (.2)	0.90	454.50
08/31/10	SCHMIDT, ROBERT T.	Review summary of MSPA stipulation and docs re same (.4); o/c with L. Macksoud re setoff motion (.2)	0.60	465.00
08/31/10	SHARRET, JENNIFER	C/f with L. Macksoud re: MSPA motion on Deutsche Bank, Bedford.	0.50	252.50
09/01/10	MACKSOUD, LAUREN M	Conferring with FTI, Wilmington and J. Sharret regarding settlement with New GM (1.4), finalizing email to committee regarding same (.7)	2.10	1,354.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/01/10	SHARRET, JENNIFER	C/f with R. Schmidt and T. Harkness re: ownership of bank litigation (.9); emails with Weil re: DIP amendments (.3)	1.20	660.00
09/01/10	SCHMIDT, ROBERT T.	Review draft stipulation between MLC, GM re resolution of MSPA issues (.3); o/c L. Macksoud re same (.1); review draft email and status report to Cmtee re same (.3), conf. J. Sharret re ownership of bank litigation (.4).	1.10	852.50
09/01/10	CHAIKIN, REBECCA B.	Create new DIP documents binder in anticipation of motion to enforce (.6). Create binder for T. Harkness of JPMorgan case summary judgment pleadings (.5).	1.10	305.00
09/02/10	MACKSOUD, LAUREN M	Conferring with debtors' counsel regarding settlement motion with New GM.	0.30	193.50
09/02/10	SCHMIDT, ROBERT T.	Review notice of third amendment to DIP	0.20	155.00
09/03/10	SHARRET, JENNIFER	Reviewing sample motion to enforce order (.2); Drafting email to T. Harkness on motion to enforce DIP order (.4)	0.60	330.00
09/03/10	FRIEDMAN, JOSHUA	Review Debtors' Motion Resolving Disputes, Mutual Mistakes, and Ambiguities Arising Under MSPA	0.40	182.00
09/03/10	SCHMIDT, ROBERT T.	Emails and t/cs T. Harkness, J. Sharret re motion to enforce (.1); review precedent re same (.3); review background emails and related docs re same (.7)	1.10	852.50
09/07/10	MACKSOUD, LAUREN M	Meeting with T. Harkness, T. Mayer and J. Sharret regarding potential motion to enforce DIP order regarding term loan litigation (.6), gathering information relevant to motion (.7).	1.30	838.50
09/07/10	SCHULMAN, BRENDAN M.	Confer T. Harkness and J. Sharret re litigation hold procedures and related issues (.8); e-mail J. Sharret re same (.2); confer Legal Tech Services re planning for document review project (.4); review draft litigation hold memorandum (.4); discussions with J. Sharret re scope of preservation (.2); comments on draft notice (.3).	2.30	1,587.00
09/07/10	SCHMIDT, ROBERT T.	Mtg T. Mayer and T. Harkness re term loan litigation strategy (.5); review docs and e/ms re same (.9); review memo re strategy (.2)	1.60	1,240.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/07/10	SHARRET, JENNIFER	Meeting with T. Mayer, R. Schmidt, T. Harkness and L. Macksoud on motion to enforce sale order (.6); meeting with T. Harkness and B. Schulman re: motion and litigation hold (.8); emails/tc with D. Fisher re: DIP issues (.3); various emails with B. Schulman re: litigation hold (.2)	1.90	1,045.00
09/07/10	HARKNESS, TIMOTHY	Discussion with B. Schulman and J. Sharret re: litigation hold (.8); reviewed and commented on litigation hold notices (.4); reviewed background material concerning Term Loan Litigation (1.3), conf. T. Mayer and R. Schmidt re litigation strategy (.5); meeting with T. Mayer, L. Macksoud and J. Sharret re: motion to enforce (.6)	3.60	2,556.00
09/07/10	CHAIKIN, REBECCA B.	Call Chambers re hearing dates for potential motion to enforce DIP Order.	0.20	55.00
09/07/10	MAYER, THOMAS MOERS	Meeting with T. Harkness to brief on bringing motion to "quiet title" to lawsuit against term lender banks.	0.50	475.00
09/08/10	MACKSOUD, LAUREN M	Conferring with A. Goodman regarding motion to enforce DIP order (.4) reviewing and revising litigation hold memos (1.3) conferring with B. Schulman regarding same (.5), drafting emails to Committee and to all KL professionals regarding litigation hold (.6), conferring with TSG regarding same (.3), reviewing email from A. Caton regarding Treasury's claim (.2).	3.30	2,128.50
09/08/10	SCHMIDT, ROBERT T.	Further review of term lender litigation summary judgment and papers (.9); e/ms re and o/c T. Mayer re same (.2)	1.10	852.50
09/08/10	SHARRET, JENNIFER	Revising litigation hold notices (.4); various emails with B. Schulman and L. Macksoud re: same (.3)	0.70	385.00
09/08/10	GOODMAN, ALISSA R.	Conf with T. Harkness to discuss the motion to enforce the orders regarding the DIP Credit Agreement (.3) and review background materials, including the summary judgment pleadings for the Term Loan Litigation and the DIP orders (4.3), conf. L. Macksoud re same (.4).	5.00	3,325.00

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09/08/10	SCHULMAN, BRENDAN M.	Conf. J. Sharret re custodians, preservation and litigation hold (.4); review draft litigation hold notices and provide comments (.4); discussions J. Sharret and L. Macksoud re scope of litigation hold and related matters (.5); e-mails to team re draft notices (.2); review revised draft litigation hold notice (.3); review same and recirculate (.2); e-mails J. Hagen re internal litigation hold tracking (.2).	2.20	1,518.00
09/08/10	HARKNESS, TIMOTHY	Discussion with A. Goodman re: motion to enforce (.3); reviewed and forwarded background e-mails re: same to A. Goodman (.1); e-mails to A. Goodman regarding litigation hold memo (.3)	0.70	497.00
09/08/10	CHAIKIN, REBECCA B.	Assemble new copies of DIP and JPMorgan binders for A. Goodman	0.30	82.50
09/09/10	HARKNESS, TIMOTHY	Reviewed DIP order and agreement, Wind Down Order and agreement and selected transcripts to cull pertinent information (2.1); e-mail to A. Goodman and J. Sharret re: theories for motion (.8); outlined arguments for potential motion (.3)	3.20	2,272.00
09/10/10	SCHMIDT, ROBERT T.	O/c T. Harkness re motion (.1); further review wind-down and DIP order and credit agreement amendments (.8)	0.90	697.50
09/11/10	GOODMAN, ALISSA R.	Review background materials for motion to enforce DIP orders, including Term Loan Litigation pleadings.	0.80	532.00
09/12/10	SHARRET, JENNIFER	Reviewing DIP documents (.4); drafting email to T. Harkness and A. Goodman re: DIP documents and bank litigation (.6)	1.00	550.00
09/12/10	GOODMAN, ALISSA R.	Read background materials for motion to enforce DIP orders, including Term Loan Litigation pleadings and DIP related orders.	2.00	1,330.00
09/13/10	HARKNESS, TIMOTHY	Attended meeting with L. Macksoud and A. Goodman re: DIP issues (.5); reviewed draft Plan (.4); reviewed Wind Down agreement to analyze strength of government contentions re: lien (.6)	1.50	1,065.00

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09/13/10	MACKSOUD, LAUREN M	Conferring with A. Goodman regarding motion to enforce order (1.7), meeting with T. Harkness and A. Goodman regarding same (.5), reviewing and revising outline of motion (.5), reviewing transcripts, emails and various DIP financing documents and orders related to same (2.2), drafting background section to motion (3.1)	8.00	5,160.00
09/13/10	GOODMAN, ALISSA R.	Conf. with T. Harkness and L. Macksoud to discuss motion to enforce DIP orders (.5); finished reading background materials including DIP related orders (.9); conf. L. Macksoud re motion to enforce the DIP orders (1.7); reviewed transcripts and e-mails for evidence for motion to enforce (.5); conducted legal research regarding contract interpretation for motion to enforce (1.8)	5.40	3,591.00
09/13/10	SCHULMAN, BRENDAN M.	Emails from L. Macksoud and T. Harkness enclosing litigation holds.	0.10	69.00
09/13/10	FRIEDMAN, JOSHUA	Summarize New GM motion to enforce 363 order (1.2); Motion to extend exclusivity (1.1); and Junso stipulation (.4); emails w/ J. Sharret and L. Macksoud re: same (.2); emails w/ J. Sharret, T. Harkness re: DIP Motion (.2)	3.10	1,410.50
09/13/10	SCHMIDT, ROBERT T.	T/cs T. Harkness re motion papers (.2); review relevant docs re term loan litigation (1.2); and review wind-down (.4).	1.80	1,395.00
09/13/10	CHAIKIN, REBECCA B.	Arrange for A. Goodman to have access to shared drive, call A. Goodman re same	0.10	27.50
09/13/10	SHARRET, JENNIFER	Reviewing email from J. Friedman re: New GM motion to enforce the sale order (.1); email to T. Harkness and A. Goodman re: litigation hold memo re: motion to enforce the DIP (.1)	0.20	110.00
09/14/10	SCHULMAN, BRENDAN M.	Confer with J. Sharret re document review strategy and process (.5); instructions to litigation support personnel re setup for document review (.3).	0.80	552.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/14/10	MACKSOUD, LAUREN M	Conferring with A. Goodman regarding draft motion to enforce and various legal points (1.2), drafting same (3.1), reviewing UCC provisions (.2), meeting with T. Harkness, R. Schmidt, A. Goodman and T. Mayer and J. Sharret regarding draft motion to enforce (1.1), meeting with T. Harkness and A. Goodman regarding revised motion to enforce (.8), reviewing draft pleading regarding estoppel (.8), reviewing various hearing transcripts for same (1.7).	8.90	5,740.50
09/14/10	GOODMAN, ALISSA R.	Conducted legal research regarding contract interpretation and estoppel for motion to enforce (2.5); drafted motion to enforce the DIP orders (3.9), conf. L. Macksoud re legal points for motion to enforce (1.2); met with T. Harkness, L. Macksoud, J. Sharret, R. Schmidt, and T. Mayer to discuss motion to enforce the DIP orders (1.1); met with T. Harkness and L. Macksoud to discuss the motion to enforce the DIP orders (.8).	9.50	6,317.50
09/14/10	SHARRET, JENNIFER	Various emails and t/c w/B. Schulman re review of documents for motion to enforce DIP order (.5); meeting w/T. Mayer, T. Harkness, R. Schmidt, L. Macksoud and A. Goodman re motion to enforce DIP order (1.1).	1.60	880.00
09/14/10	SCHMIDT, ROBERT T.	Mtg with T. Mayer and T. Harkness re motion to enforce DIP (.3) and o/cs J. Sharret, T. Mayer, A. Goodman and T. Harkness re same (.8); review e/m files re same (.6); review orders and transcripts (.9)	2.60	2,015.00
09/14/10	HARKNESS, TIMOTHY	Reviewed e-mails from collection (.3); reviewed court transcripts (.2)	0.50	355.00
09/15/10	MACKSOUD, LAUREN M	Reviewing transcript from DIP financing hearing (.9), drafting and revising motion to enforce (4.7), conferring with A. Goodman regarding same (1.2), conferring with J. Sharret regarding same (.5), conferring with R. Schmidt regarding same (.3)	7.60	4,902.00
09/15/10	GOODMAN, ALISSA R.	Drafted and edited motion to enforce DIP orders (4.8); conducted legal research for the motion to enforce the DIP orders (2.0); met with L. Macksoud to discuss the motion to enforce the DIP orders (1.2).	8.00	5,320.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/15/10	SHARRET, JENNIFER	Reviewing motion to enforce DIP (.5), conf. L. Macksoud re same (.5).	1.00	550.00
09/15/10	MAYER, THOMAS MOERS	Conferences J. Sharret, R. Schmidt re preparing & filing motion to enforce DIP Loan Agreement against Treasury.	0.20	190.00
09/15/10	SCHULMAN, BRENDAN M.	E-mail with D. Krabill re discussions with J. Sharret and J. Palmeri re document preservation and data sources for potential collection.	0.60	414.00
09/15/10	SCHMIDT, ROBERT T.	Further review wind-down and DIP docs re motion to enforce (1.1) multiple e/ms with L. Macksoud re same (.3)	1.40	1,085.00
09/16/10	MACKSOUD, LAUREN M	Conferring with FTI regarding exhibit and affidavit to be drafted for motion to enforce order (.5), reviewing email correspondence and draft documents from June-July 2009 regarding comments from Treasury on DIP Agreement and Order (3.7).	4.20	2,709.00
09/16/10	GOODMAN, ALISSA R.	Conducted legal research regarding estoppel for motion to enforce DIP Agreement and related orders.	1.60	1,064.00
09/16/10	MATTHEWS, MICHAEL G	Coordinate transfer of electronic discovery from electronic discovery vendor (.4); create electronic discovery database system (1.3); meet with J. Valles to coordinate import of electronic discovery (.7); train case team in use of electronic discovery database system (.4).	2.80	728.00
09/16/10	SCHULMAN, BRENDAN M.	Review email from D. Krabill re update on document review database; e-mail J. Sharret re tags for database; e-mail from M. Matthews re same.	0.20	138.00
09/16/10	SCHMIDT, ROBERT T.	Review docs and e/ms re motion to enforce DIP	1.00	775.00
09/16/10	SHARRET, JENNIFER	Reviewing database of documents/emails re: DIP issues (1.7); email with Butzel re: motion to enforce DIP (.2); Emails with B. Schulman re: reviewing documents on motion to enforce DIP order (.1).	2.00	1,100.00
09/17/10	MACKSOUD, LAUREN M	Reviewing documents and emails related to term loan litigation (4.3), drafting email to e-discovery manager regarding parameters for further document review (.7)	5.00	3,225.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/17/10	SCHMIDT, ROBERT T.	O/c G. Horowitz re draft motion to enforce (.4); review background documents re same (.9)	1.30	1,007.50
09/17/10	SCHULMAN, BRENDAN M.	E-mail J. Sharret and J. Palmeri re litigaion hold procedures.	0.20	138.00
09/17/10	SHARRET, JENNIFER	Reviewing concordance documents re: motion to enforce DIP	0.80	440.00
09/19/10	HARKNESS, TIMOTHY	Commented on motion to enforce DIP order	3.50	2,485.00
09/20/10	MACKSOUD, LAUREN M	Reviewing comments to draft motion circulated by T. Harkness (.4), meeting with A. Goodman to discuss same (.5), meeting with A. Goodman and T. Harkness to discuss motion (.5), reviewing chart prepared by FTI on dilution point of motion (.3), conferring with FTI regarding same (.4), drafting and revising motion (3.3), reviewing emails and documents between related to term loan litigation in conjunction with drafting motion to enforce order (3.8).	9.20	5,934.00
09/20/10	GOODMAN, ALISSA R.	Edited motion to enforce DIP Agreement and related orders (2.4); met with L. Macksoud to discuss same (.5); met with L. Macksoud and T. Harkness to discuss substantive changes and edits to the motion (.5); conducted legal research regarding non-recourse loans (1.2).	4.60	3,059.00
09/20/10	KRABILL, DEREK A	Coordinate extraction of email data from Discovery Accelerator and conversion for review in Concordance (.4); prepare database for review of electronic discovery material (.5); database administration (.4).	1.30	338.00
09/20/10	SCHMIDT, ROBERT T.	Review draft motion re DIP and T. Harkness' comments to same.	1.00	775.00
09/20/10	SHARRET, JENNIFER	T/c with L. Macksoud re: DIP (.3); reviewing database documents re: motion to enforce DIP (1.0)	1.30	715.00
09/20/10	MATTHEWS, MICHAEL G	Coordinate transfer of electronic discovery documents from electronic discovery vendor. Meet with F. Guerrero regarding import of electronic discovery into electronic discovery database system.	0.30	78.00
09/20/10	HARKNESS, TIMOTHY	Reviewed materials cited in draft motion to enforce (.2), conf. L. Macksoud and A. Goodman re same (.5)	0.70	497.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/21/10	GOODMAN, ALISSA R.	Edited motion to enforce DIP credit agreement.	4.70	3,125.50
09/21/10	HARKNESS, TIMOTHY	Reviewed and commented on draft motion to enforce (.6); reviewed DIP and wind down agreements (.3); reviewed legal treatise and cases relevant to draft brief (.6)	1.50	1,065.00
09/21/10	SHARRET, JENNIFER	Reviewing summary of items scheduled for 9/24 hearing (.2); email with Weil Gotshal re: 9/24 hearing (.1); reviewing documents for motion to enforce the DIP order (2.4)	2.70	1,485.00
09/21/10	FRIEDMAN, JOSHUA	Reviewing motions scheduled for 9-24 hearing, including Debtors motion to resolve disputes under MSPA, claims objections, responses to charter amendment motion (1.4); drafting/revising motion summaries re: 9-24 hearing, including NOL motion, exclusivity, apartheid (1.8); emails and t/c w/J. Sharret re: same (.2)	3.40	1,547.00
09/22/10	MACKSOUD, LAUREN M	Reviewing email from T. Harkness regarding motion to enforce DIP (.4), conferring with A. Goodman regarding same (.3), revising motion accordingly (3.1), reviewing emails and documents from June - July of 2009 (2.4), meeting with T. Harkness and A. Goodman regarding draft motion (.3), call with FTI regarding dilution issues (.5), revising draft motion accordingly (.8)	7.80	5,031.00
09/22/10	GOODMAN, ALISSA R.	Conducted legal research regarding consent orders for motion to enforce (.7); discussed motion to enforce with L. Macksoud (.1); reviewed emails regarding motion to enforce (.2); met with T. Harkness and L. Macksoud to discuss motion to enforce (.3); edited motion to enforce (4.3).	5.60	3,724.00
09/22/10	FRIEDMAN, JOSHUA	Reviewing claims objection motions (.9); creating chart and revising summaries re: same (.8)	1.70	773.50
09/22/10	SHARRET, JENNIFER	Reviewing redline of DIP credit agreement (.5); drafting email to T. Mayer re: same (.4) reviewing documents re: motion to enforce DIP (.4)	1.30	715.00
09/22/10	CHAIKIN, REBECCA B.	Assemble redline of Wind Down Loan Agreement.	0.10	27.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/22/10	HARKNESS, TIMOTHY	Revise draft motion to enforce (.7), conf. A. Goodman and L. Macksoud re same (.3).	1.00	710.00
09/23/10	MACKSOUD, LAUREN M	Reviewing emails and documents related to term loan litigation (3.9), reviewing draft motion and comments provided by T. Harkness and revising motion to enforce accordingly (3.5), gathering documents to be attached to pleading (1.2), meeting with A. Goodman regarding revisions to draft motion (.5).	9.10	5,869.50
09/23/10	GOODMAN, ALISSA R.	Edited motion to enforce (1.9); met with L. Macksoud to discuss edits to motion to enforce (.5).	2.40	1,596.00
09/24/10	GOODMAN, ALISSA R.	Emailed with L. Macksoud regarding motion to enforce.	0.10	66.50
09/24/10	SCHMIDT, ROBERT T.	O/c T. Harkness re status of motion to enforce (.2); further review of background emails, transcripts re same (1.2).	1.40	1,085.00
09/24/10	MACKSOUD, LAUREN M	Reviewing dealer objection to motion to enforce sale order; Reviewing documents and emails as support for motion to enforce orders (1.3), editing motion (.6), conferring with T. Harkness and R. Schmidt regarding same (.2).	2.50	1,612.50
09/26/10	HARKNESS, TIMOTHY	Reviewed and commented on draft motion to enforce.	1.60	1,136.00
09/26/10	SCHMIDT, ROBERT T.	Preliminary review motion to enforce (.9) and review background docs and orders re same (.7)	1.60	1,240.00
09/27/10	GOODMAN, ALISSA R.	Edited motion to enforce (.5) and discussed edits with L. Macksoud (.1).	0.60	399.00
09/27/10	MACKSOUD, LAUREN M	Reviewing comments from T. Harkness to motion to enforce (.3), reviewing and editing same (.3), conferring with R. Schmidt regarding same (.2), drafting Phillips declaration to motion (.8), conferring with T. Mayer regarding draft motion (.6), reviewing relevant emails and transcripts to provide additional support for motion (2.6)	5.00	3,225.00
09/27/10	CATON, AMY	T/c T. Mayer re wind-down loan issues and negotiations (.4); review emails and draft summary re issues on same for plan (1.0).	1.40	994.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/27/10	SCHMIDT, ROBERT T.	Review draft motion to enforce (1.9); mult o/cs T. Mayer, L. Macksoud re same (.4); review relevant e/ms and back-up documents (1.0); review FTI analysis re budget (.2)	3.50	2,712.50
09/27/10	MAKINDE, MICHAEL A	Review GM Motion to Enforce (.8) and create TOC and TOA for document (1.2)	2.00	580.00
09/27/10	MAYER, THOMAS MOERS	Revise motion to enforce (2.6), conf. L. Macksoud (.6) and R. Schmidt (.2) re same. Review emails re development of Amended Credit Agreement (.2), and call with A. Caton re same (.4).	4.00	3,800.00
09/28/10	HARKNESS, TIMOTHY	Reviewed and commented on brief re: motion to enforce Orders (.8); reviewed and commented on new draft brief (1.0); o/cs and e-mails with T. Mayer and L. Macksoud re motion to enforce orders (.3); meetings with T. Mayer, L. Macksoud, R. Schmidt and J. Sharret re: motion to enforce orders (.5); e-mail re: section of draft brief (.4); reviewed DIP orders and disclosure statement (.5)	3.50	2,485.00
09/28/10	MACKSOUD, LAUREN M	Conferring with T. Mayer, T. Harkness, R. Schmidt, and J. Sharret regarding draft of motion to enforce (.7), confer w/ A. Goodman re motion to enforce DIP (.6), emails with T. Harkness and T. Mayer re revision to motion to enforce (.8), revising motion to enforce (5.6), finalizing same and drafting email regarding same to Committee (.8), conferring with committee chair regarding same (.2), drafting email to committee chair regarding same (.4)	9.10	5,869.50
09/28/10	SHARRET, JENNIFER	Reviewing draft motion to enforce the DIP (1.2), conf. T. Mayer and T. Harkness re motion to enforce DIP arguments (.5), conf. with T. Mayer, R. Schmidt and L. Macksoud re motion to enforce DIP (.7).	2.40	1,320.00
09/28/10	CATON, AMY	Edit motion to compel performance on wind-down order (.8); o/c T. Mayer re same (.4); o/c J. Sharret, T. Harkness re same (.2); review past emails, drafts re same (.5)	1.90	1,349.00
09/28/10	GOODMAN, ALISSA R.	Edited motion to enforce the DIP Orders (4.2); discussed motion to enforce the DIP Orders with L. Macksoud (.6).	4.80	3,192.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/28/10	CHAIKIN, REBECCA B.	Meet with L. Macksoud re Motion to Enforce, edit Table of Contents for same.	0.10	27.50
09/28/10	SCHMIDT, ROBERT T.	Review and edit revised motion to enforce (2.0); confs T. Mayer, L. Macksoud, T. Harkness and J. Sharret re same (.7); review e/ms and memos for affidavit (.9); o/c T. Harkness re same (.1); review proposed changes to motion to enforce (.8); review cmtee memo re same (.1); o/cs L. Macksoud re same (.1) and final review of draft motion prior to circulation (.2)	4.90	3,797.50
09/28/10	MAYER, THOMAS MOERS	Revise and dispatch draft of motion to enforce (4.8); conferences re further work on same with R. Schmidt, J. Sharret, L. Macksoud (.7); call with J. Smolinsky, T. Stenger re motion to enforce (.3); brief M. Williams on motion to enforce (.3); further conferences with T. Harkness, J. Sharret re moving arguments on budget to objection to disclosure statement (.5).	6.60	6,270.00
09/28/10	FRIEDMAN, JOSHUA	Research re: admin claim issues re motion to enforce DIP.	2.80	1,274.00
09/29/10	FRIEDMAN, JOSHUA	Reviewing (.5) and drafting summary (.4) re: Rally's objection to New GM's motion to enforce 363 sale order; revising summary of New GM motion (.2); emails w/ J. Sharret and L. Macksoud re: same (.1); reviewing New GM's reply to Rally Objection (.3).	1.50	682.50
09/29/10	MACKSOUD, LAUREN M	Gathering exhibits to be attached to motion (1.7), conferring with R. Chaikin regarding same (.1), conferring with R. Schmidt regarding appropriate caption for motion (.4), conferring with Butzel Long regarding comments to motion (.3), drafting and revising motion and declarations of Phillips and Mayer (1.3), reviewing case law regarding actions to quiet title (.8), conferring with A. Goodman regarding same (.2)	4.80	3,096.00
09/29/10	MAYER, THOMAS MOERS	Conference J. Sharret, call with T. Harkness re objection to disclosure statement hearing, wind down budget; emails from/to US Treasury, M. Williams of Gibson Dunn.	0.50	475.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/29/10	GOODMAN, ALISSA R.	Drafted Mayer declaration (1.9) and conducted legal research regarding quieting title (2.1), confer with L. Macksoud re same (.3)	4.30	2,859.50
09/29/10	SHARRET, JENNIFER	Reviewing motion to enforce the DIP	0.70	385.00
09/29/10	CHAIKIN, REBECCA B.	Conf. L. Macksoud re Motion to Enforce DIP (.1), Email Epiq re service of same (.2), assemble exhibits for same (.5)	0.80	220.00
09/29/10	SCHMIDT, ROBERT T.	Review revised motion to enforce and o/cs L. Macksoud re same (.5); review various exits to same (.3); O/c L. Macksoud re motion to enforce (.1); review revised draft motion (.3); emails Treasury re meeting (.1);	1.30	1,007.50
09/30/10	GOODMAN, ALISSA R.	Conducted legal research regarding DIP budgets (1.6); discussed DIP budget with L. Macksoud (.1).	1.70	1,130.50
09/30/10	MACKSOUD, LAUREN M	Reviewing committee member comments to motion to enforce (.3), revising motion accordingly (.4), drafting and revising Mayer declaration accordingly (.3), updating documents with information regarding exhibits to be attached (.8), gathering and organizing same (1.1), revising Philips declaration (.4), conferring with T. Harkness and R. Chaikin regarding filing and service of documents (.4), reviewing local rule 9006 regarding same (.2)	3.90	2,515.50
09/30/10	HARKNESS, TIMOTHY	Conf L. Macksoud re filing of motion to enforce.	0.40	284.00
09/30/10	CHAIKIN, REBECCA B.	Emails with L. Macksoud and Epiq re service of Motion to Enforce DIP.	0.20	55.00
09/30/10	MAYER, THOMAS MOERS	Further discussion of pleading to determine ownership of Term Loan Litigation, conferences with L. Macksoud re notice period	0.50	475.00
09/30/10	SCHMIDT, ROBERT T.	Further review of Exhibits to motion to enforce and o/c L. Macksoud re same (.2); review case management order (.1).	<u>0.30</u>	<u>232.50</u>
TOTAL			<u>325.70</u>	<u>\$200,816.00</u>

GENERAL MOTORS CREDITORS COMMITTEE
068000-00035 (TORT/ASBESTOS ISSUES)

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SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
BENTLEY, PHILIP	PARTNER	305.60	242,952.00
SCHMIDT, ROBERT T.	PARTNER	22.30	17,282.50
MAYER, THOMAS MOERS	PARTNER	4.10	3,895.00
HOROWITZ, GREGORY A.	PARTNER	0.20	150.00
TAYLOR, JOEL M.	ASSOCIATE	11.80	8,142.00
SHARRET, JENNIFER	ASSOCIATE	61.10	31,211.00
TEMKIN, MATTHEW C	ASSOCIATE	22.30	10,221.50
BLABEY, DAVID E	ASSOCIATE	184.00	113,407.50
MACKSOUD, LAUREN M	ASSOCIATE	19.10	12,069.00
FRIEDMAN, JOSHUA	ASSOCIATE	182.10	71,643.00
MAKINDE, MICHAEL A	PARALEGAL	5.00	1,397.50
CHAIKIN, REBECCA B.	PARALEGAL	29.10	8,002.50
CHOUPROUTA, ANDREA	PARALEGAL	0.40	110.00
SURIS, LILIYA	OTHER TKPR	2.00	220.00
COLBOURNE, PAUL E.	OTHER TKPR	5.60	616.00
GREGORY, BRANDON	OTHER TKPR	3.50	350.00
VALLES, JULIANA	OTHER TKPR	1.00	240.00
LAMOTHE-AIME, MIYOSHIE	OTHER TKPR	1.00	65.00
KRUKOWSKI, CHRISTOPHER	OTHER TKPR	<u>1.50</u>	<u>120.00</u>
TOTAL		<u>861.70</u>	<u>\$522,094.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/01/10	FRIEDMAN, JOSHUA	Reviewing Bates White retention application	0.60	234.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/01/10	BENTLEY, PHILIP	Conf call with Bates White re estimation issues (.6), discs D. Blabey re same (.3) and review materials concerning same (.4).	1.30	1,033.50
06/01/10	BLABEY, DAVID E	Calls with expert re discovery requests (.6) and follow up discussions with P. Bentley re same (.3).	0.90	553.50
06/02/10	BENTLEY, PHILIP	Review and comment on draft email to Alix re estimation, and discs D. Blabey re same.	0.40	318.00
06/02/10	SHARRET, JENNIFER	Reviewing confidentiality provisions of Bates White retention letter	0.20	101.00
06/02/10	BLABEY, DAVID E	Draft email to Debtors re need for certain data for asbestos estimation.	0.20	123.00
06/03/10	BENTLEY, PHILIP	Conf D. Blabey re estimation issues	0.10	79.50
06/03/10	BLABEY, DAVID E	Review discovery opinions from other asbestos cases (1.0) and email to (.4) and conf. with (.1) P. Bentley re same.	1.50	922.50
06/07/10	BLABEY, DAVID E	Review memo from Bates White on trust discovery efforts.	0.50	307.50
06/07/10	SCHMIDT, ROBERT T.	Review asbestos analysis	1.10	852.50
06/08/10	BENTLEY, PHILIP	Review Bates' email re estimation	0.10	79.50
06/08/10	BLABEY, DAVID E	Email to P. Bentley re Bates White memo on state court proceedings regarding trusts (.1); research state court cases on discovery and Congoleum insurance dispute (5.6).	5.70	3,505.50
06/10/10	FRIEDMAN, JOSHUA	Meeting with D. Blabey re: various asbestos research issues (.4) and research re: asbestos trusts (.9)	1.30	507.00
06/10/10	BENTLEY, PHILIP	Trade emails with D. Blabey re Bates conf call	0.10	79.50
06/10/10	BLABEY, DAVID E	Discuss asbestos research issues with J. Friedman (.4), email P. Bentley re conference call with Bates (.1).	0.50	307.50
06/14/10	BENTLEY, PHILIP	T/c D. Blabey and review emails re upcoming Bates call	0.10	79.50
06/14/10	FRIEDMAN, JOSHUA	Research re: asbestos trusts and discovery.	2.50	975.00
06/15/10	FRIEDMAN, JOSHUA	Continued research re: asbestos trusts and discovery.	2.80	1,092.00
06/15/10	BLABEY, DAVID E	Review asbestos bankruptcy dockets for discovery orders.	0.40	246.00
06/16/10	FRIEDMAN, JOSHUA	Research (4.6) and write up (5.7) findings re: asbestos trusts and discovery.	10.30	4,017.00

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06/16/10	BENTLEY, PHILIP	T/c D. Blabey re estimation issues (.5) and trade emails with S. Karotkin, T. Mayer, D. Blabey and FTI re same (.5).	1.00	795.00
06/16/10	SHARRET, JENNIFER	T/c with D. Blabey re: asbestos expert issues; t/c with A. Phillips of FTI re: asbestos expert issues	0.40	202.00
06/16/10	BLABEY, DAVID E	Discuss discovery issues with P. Bentley (.7) and review case law and treatises on subpoenas (1.7).	2.40	1,476.00
06/16/10	SCHMIDT, ROBERT T.	Further review of asbestos analysis.	0.60	465.00
06/17/10	FRIEDMAN, JOSHUA	Research re: asbestos trust discovery (.7); email with D. Blabey re: same (.1)	0.80	312.00
06/17/10	BENTLEY, PHILIP	Conf call with C. Bates, R. Grinberg and D. Blabey re asbestos estimation (.4), and trade multiple emails with D. Blabey, J. Sharret and R. Grinberg re same (.7).	1.10	874.50
06/17/10	SHARRET, JENNIFER	T/c with D. Blabey re: 2004 motion	0.20	101.00
06/17/10	BLABEY, DAVID E	Exchange emails with P. Bentley re discovery (.3); call with Bates White re discovery needs (.3), conf. J. Sharret re 2004 motion (.2).	0.80	492.00
06/18/10	FRIEDMAN, JOSHUA	Meeting with D. Blabey regarding asbestos issues and research (.2); research re: asbestos discovery (1.1)	1.30	507.00
06/18/10	BENTLEY, PHILIP	T/cs T. Mayer, L. Macksoud, J. Sharret and A. Philips (.3) and D. Blabey (.1) re estimation issues, and trade emails with D. Blabey re same (.2) and review docs re same (.2)	0.80	636.00
06/18/10	BLABEY, DAVID E	Discussions and exchange emails with P. Bentley re 2004 request (.4) and discussions with P. Bentley and J. Friedman re same (.2).	0.60	369.00
06/18/10	MACKSOUD, LAUREN M	Conferring with FTI, P. Bentley, T. Mayer and J. Sharret regarding asbestos claims.	0.50	315.00
06/18/10	SHARRET, JENNIFER	C/f with FTI, T. Mayer, P. Bentley and L. Macksoud re: asbestos claims.	0.50	252.50
06/21/10	MACKSOUD, LAUREN M	Reviewing email from FTI regarding access to information (.3), conferring with T. Mayer regarding right to same under sale agreement (.3).	0.60	378.00
06/21/10	FRIEDMAN, JOSHUA	Research re: asbestos trust discovery	2.20	858.00
06/21/10	BLABEY, DAVID E	Research and outline discovery and 2004 issues for memo to Committee.	4.00	2,460.00

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06/21/10	SHARRET, JENNIFER	Reviewing emails from A. Phillips and T. Mayer re: asbestos information requests	0.30	151.50
06/22/10	FRIEDMAN, JOSHUA	Research re: asbestos discovery issues	1.30	507.00
06/22/10	BENTLEY, PHILIP	Confs D. Blabey (1.4) and T/cs R. Grinberg (.8) T. Mayer (.6) and J. Sharret (.2) re asbestos estimation; review and analyze materials re same (1.4)	4.40	3,498.00
06/22/10	BLABEY, DAVID E	Meet with P. Bentley to discuss discovery and 2004 motion (1.4) and calls with Bates White (.8) and T. Mayer (.5) re same; edit memo to Committee on discovery issues (.5); review case management orders in asbestos cases (2.3).	5.50	3,382.50
06/22/10	SHARRET, JENNIFER	Conf. P. Bentley re asbestos estimation (.2), drafting memo to Committee on 2004 discovery (.8), conf. L. Macksoud re same (.2). C/f with L. Macksoud re: MSPA provisions re: records for 2004 memo (.3).	1.50	757.50
06/22/10	MACKSOUD, LAUREN M	Reviewing email from A. Webber regarding provisions of TSA and MPSA in re 2004 memo (.4), reviewing TSA and MPSA (1.1), conferring with J. Sharret regarding same (.3). Reviewing pertinent Bankruptcy Rules, particularly 2004, (.4) and drafting overview regarding same (.5), reviewing memo to be circulated to committee regarding same (.3), conferring with J. Sharret regarding same (.2).	3.20	2,016.00
06/23/10	FRIEDMAN, JOSHUA	Research various asbestos issues, including case management orders (5.8); emails with D. Blabey re: same (.4).	6.20	2,418.00
06/23/10	BENTLEY, PHILIP	Analyze estimation issues and review memos re same (1.2), and discs D. Blabey re same (.6); review and comment on draft memo to committee re 2004 application (.2), and discs J. Sharret re same (.1)	2.10	1,669.50
06/23/10	SHARRET, JENNIFER	Revising 2004 memo (.9), conf. R. Schmidt re same (.7); t/c with K. Cooperman re: bank litigation aspects of 2004 (.2); emails with D. Blabey and P. Bentley re asbestos 2004 issues (.3).	2.10	1,060.50
06/23/10	MAYER, THOMAS MOERS	Conference with P. Bentley re 2004 discovery relating to asbestos trusts.	0.40	380.00

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06/23/10	BLABEY, DAVID E	Discuss asbestos trends research with P. Bentley and J. Sharret (.7) and edit memo to Committee on 2004 motion (.5).	1.20	738.00
06/23/10	SCHMIDT, ROBERT T.	O/c J. Sharret re asbestos related discovery and 2004 motion (.7) and review e/ms and memos re same (.4).	1.10	852.50
06/24/10	BENTLEY, PHILIP	Review and analyze estimation materials, and outline points for 2004 application (2.6); discs R. Grinberg (.5), D. Blabey (.3), G. Horowitz (.2), J. Yavitz (.3) and T. Mayer (.1) re same.	4.00	3,180.00
06/24/10	FRIEDMAN, JOSHUA	Research re: asbestos case management orders	3.20	1,248.00
06/24/10	BLABEY, DAVID E	Discuss estimation theories with P. Bentley	0.30	184.50
06/24/10	HOROWITZ, GREGORY A.	Discussions w/ P. Bentley re: estimation and Rule 2004	0.20	150.00
06/25/10	BENTLEY, PHILIP	Extensive analysis of estimation issues and review of pertinent docs (5.5), and discs R. Grinberg and D. Blabey (2.2) and D. Blabey (.5) re same	8.20	6,519.00
06/25/10	FRIEDMAN, JOSHUA	Research re: asbestos issues	1.60	624.00
06/25/10	BLABEY, DAVID E	Calls with R. Grinberg (2.4) and P. Bentley (.5) re estimation strategies.	2.90	1,783.50
06/26/10	BENTLEY, PHILIP	Extensive review and analysis of estimation materials (3.2), and prepare outline of estimation issues (.5).	3.70	2,941.50
06/27/10	BENTLEY, PHILIP	Continued review/analysis of estimation materials (3.4), prepare outline of estimation issues (3.5).	6.90	5,485.50
06/27/10	BLABEY, DAVID E	Review cases and articles on joint and several liability (1.6) and research on state law on joint and several liability (1.5).	3.10	1,906.50
06/28/10	SCHMIDT, ROBERT T.	Review asbestos analysis and memo re discovery (1.0) and o/c P. Bentley re same (.2).	1.20	930.00
06/28/10	BENTLEY, PHILIP	Additional review and analysis of estimation materials (2.6); discs D. Blabey (.9), R. Schmidt (.2), and R. Grinberg (1.3) re estimation issues	5.00	3,975.00
06/28/10	BLABEY, DAVID E	Conf. P. Bentley re asbestos issues (.9); review articles and case law on asbestos litigation trends (2.1), conf. and emails J. Friedman re same (.4).	3.40	2,091.00
06/28/10	CHAIKIN, REBECCA B.	Review local rules for notice of hearing of discovery motion.	0.20	55.00

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06/28/10	SHARRET, JENNIFER	T/c with P. Bentley and D. Blabey re: 2004 motion; Emails w/D. Blabey re 2004 motion (.1); emails with P. Bentley re timing of 2004 motion (.3); emails with E. Fisher re 2004 motion (.2).	0.70	353.50
06/28/10	FRIEDMAN, JOSHUA	Meeting with D. Blabey re: asbestos research (.2); emails with D. Blabey re: same (.2); research re: asbestos issues: case management orders (2.2); state law asbestos issues (1.0);	3.60	1,404.00
06/29/10	BENTLEY, PHILIP	Additional review and analysis of estimation materials (6.0); discs J. Toohey (.4), R. Schmidt (.2) C. Sklaren (.1) D. Blabey (.4) and conf. R. Grinberg (.4) re estimation issues.	7.50	5,962.50
06/29/10	FRIEDMAN, JOSHUA	Research re: asbestos issues and case management orders.	2.80	1,092.00
06/29/10	BLABEY, DAVID E	Discuss asbestos trends with P. Bentley (.4); outline and draft 2004 motion (5.0); review RAND publications re asbestos trends (2.7); call with FTI and Bates White re discovery efforts (.5).	8.60	5,289.00
06/29/10	SCHMIDT, ROBERT T.	Review memo re asbestos discovery (.4); o/c P. Bentley re same (.2).	0.60	465.00
06/30/10	BENTLEY, PHILIP	Additional review and analysis of estimation materials (6.3); conf call with C. Sklaren/ C. Finberg (1.6), and discs D. Blabey (.6) and L. Brickman (.9), re estimation issues	9.40	7,473.00
06/30/10	SHARRET, JENNIFER	Drafting 2004 motion (.8); reviewing email from P. Bentley and A. Phillips re asbestos discovery (.2).	1.00	505.00
06/30/10	FRIEDMAN, JOSHUA	Researching state joint and several liability (2.2) and state case Management orders (.3)	2.50	975.00
06/30/10	BLABEY, DAVID E	Call with Volkswagon counsel re litigation trends (1.5) and discussions with P. Bentley re same (.6).	2.10	1,291.50
06/30/10	SCHMIDT, ROBERT T.	O/c P. Bentley re asbestos expert retention (.1); o/c J. Sharret re timing of 2004 motion and issues re same (.1)	0.20	155.00
07/01/10	BENTLEY, PHILIP	Conf call with C. Bates, R. Ginnberg and D. Blabey re estimation strategy (2.5), draft notes re same (.3), and trade emails with T. Mayer, J. Sharret, D. Blabey and R. Schmidt (.5), and review materials re same (.2); conf J. Sharret re timing of 2004 motion (.2)	3.70	2,941.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/01/10	BLABEY, DAVID E	Review literature on brake products (1.6); discuss 2004 Motion with J. Sharret (.1); call with C. Bates, R. Grinberg, P. Bentley re estimation strategy (2.5).	4.20	2,583.00
07/01/10	SHARRET, JENNIFER	Emails with P. Bentley re: 2004 motion (.3); drafting 2004 motion (.5); t/c with D. Blabey re: 2004 motion and asbestos inserts (.1); t/c with R. Chaikin re: scheduling 2004 motion (.1); t/c with J. Friedman re: 2004 research re: claims liability (.3); emails with T. Mayer and P. Bentley re: timing of 2004 motion (.4); conference call with T. Mayer and P. Bentley re: timing of 2004 (.2); reviewing research re 2004 (.5).	2.40	1,212.00
07/01/10	CHAIKIN, REBECCA B.	Voicemails to Chambers re scheduling hearing for 2004 motion (.2), call J. Sharret re same (.1), assemble and organize materials re asbestos representation for 2004 motion (.7).	1.00	275.00
07/01/10	FRIEDMAN, JOSHUA	Research (3.7) and write up findings (1.4) re: rule 2004 motion; research re: joint and several liabilities (2.1) and CMOs (.2); conf J. Sharret re 2004 claims liability research (.3)	7.70	3,003.00
07/01/10	MAYER, THOMAS MOERS	Calls and emails J. Sharret and P. Bentley re timing of hearing on 2004 discovery request relating to asbestos and estimation strategy.	0.30	285.00
07/01/10	SCHMIDT, ROBERT T.	O/c P. Bentley re asbestos 2004 and review e/ms from J. Sharret, T. Mayer and P. Bentley re same.	0.30	232.50
07/02/10	BENTLEY, PHILIP	Trade multiple emails with J. Sharret (.2), D. Blabey (.2), A. Phillips (.2), Alix (.3) and S. Karotkin re discovery (.2), and analyze discovery/2004 issues (.4); review and analyze estimation materials (.6).	2.10	1,669.50
07/02/10	BLABEY, DAVID E	Exchange emails with P. Bentley re 2004 Motion.	0.20	123.00
07/02/10	SHARRET, JENNIFER	Emails with P. Bentley re: 2004 motion (.2); research re: Rule 2004 (1.0); continue drafting 2004 motion (1.1); conf J. Friedman re same (.4); t/c with C. Basler re: Bates Whites invoices (.1); t/c w/R. Chaikin re timing of 2004 conf call w/Chambers (.2).	3.00	1,515.00
07/02/10	CHAIKIN, REBECCA B.	Voicemail and call w/Chambers re scheduling hearing for 2004 motion, confer with J. Sharret re same.	0.50	137.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/02/10	FRIEDMAN, JOSHUA	Research re: 2004 motion (3.8); emails and t/c with J. Sharret re: same (.4); research re: asbestos joint and several liability (1.3) and CMOs (.6)	6.10	2,379.00
07/04/10	BLABEY, DAVID E	Draft 2004 Motion.	5.50	3,382.50
07/05/10	SHARRET, JENNIFER	Researching Rule 2004 cases	2.20	1,111.00
07/06/10	BENTLEY, PHILIP	Trade emails with S. Karotkin, D. Blabey, R. Greenberg and FTI (.7), and discs D. Blabey (.1), re 2004 issues; revising 2004 application (.5)	1.30	1,033.50
07/06/10	BLABEY, DAVID E	Draft and edit 2004 Motion (3.4) and review W.R. Grace case and transcripts in service of same (1.6); conf J. Sharret re same (.4); draft document requests to accompany 2004 Motion (1.2).	6.60	4,059.00
07/06/10	SHARRET, JENNIFER	Research for 2004 motion (2.3); revising 2004 motion (1.0); c/f w/D. Blabey re 2004 motion (.4); c/f w/J. Friedman re 2004 research (.3); conf T. Mayer re 2004 discovery timetable (.2).	4.20	2,121.00
07/06/10	SCHMIDT, ROBERT T.	O/c L. Macksoud re asbestos and insurance issues (.2); review background memo re same (.6); o/c J. Sharret re 2004 motion and review draft same (.4); review Trustee stip and e/ms same (.3).	1.50	1,162.50
07/06/10	CHAIKIN, REBECCA B.	Conf. J. Sharret re 2004 motions in sample cases (.1), locate same (.6); pull cases cited in 2004 motion (.1), draft notice of hearing for 2004 motion (.3).	1.10	302.50
07/06/10	FRIEDMAN, JOSHUA	Researching CMOs (3.1) and joint and several liability (2.1); conf J. Sharret re same (.3)	5.50	2,145.00
07/06/10	MAYER, THOMAS MOERS	Conference with J. Sharret re schedule for 2004 asbestos trust discovery.	0.20	190.00
07/07/10	SHARRET, JENNIFER	Drafting order for 2004 motion (.3); reviewing motion to clarify appointment of future asbestos rep role (.4); c/f with R. Schmidt re motion to clarify appointment of future asbestos rep (.3) reviewing email from D. Blabey re: confidentiality provisions to send to New GM re: asbestos issues and assembling confidentiality provisions of by-laws (.3)	1.30	656.50

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07/07/10	SCHMIDT, ROBERT T.	O/c J. Sharret re asbestos issues and insurance (.3); review summary e/m re same (.1); review motion re future claimant fees and o/c J. Sharret re same (.3); review transcript from asbestos committee hearing (.3).	1.00	775.00
07/07/10	FRIEDMAN, JOSHUA	Research re: various asbestos issues (joint and several liability; confidentiality)	0.40	156.00
07/07/10	BLABEY, DAVID E	Draft document requests for 2004 Motion (3.7); prep for (.5) and call to Debtors and New GM counsel (.6) and discussion with R. Grinberg and P. Bentley re same (.3); review case law on setoff for 2004 Motion (.5).	5.60	3,444.00
07/07/10	BENTLEY, PHILIP	Conf call with L. Buonomo, S. Karotkin and D. Blabey (.5), and discs R. Grinberg and D. Blabey (.3) and trade emails with all of above (.6), re estimation discovery from new GM, and work on same (.7)	2.10	1,669.50
07/08/10	FRIEDMAN, JOSHUA	Asbestos research re: Federal Mogul and Owens Corning bankruptcies	1.00	390.00
07/08/10	SHARRET, JENNIFER	Review emails w/P. Bentley and FTI re: asbestos issues and info requests.	0.10	50.50
07/08/10	BENTLEY, PHILIP	T/c D. Blabey (.2), T. Mayer (.1) and L. Brickman (.2) re estimation issues and review and analyze estimation materials (.4)	0.90	715.50
07/08/10	MAYER, THOMAS MOERS	Conference P. Bentley re status of Asbestos discovery	0.10	95.00
07/08/10	BLABEY, DAVID E	Discuss estimation research with P. Bentley (.1) and discuss insurance issues with R. Schmidt (.1).	0.20	123.00
07/08/10	SCHMIDT, ROBERT T.	O/cs with P. Bentley and J. Sharret re scope of 2004 motion and review preliminary draft same.	0.50	387.50
07/09/10	SHARRET, JENNIFER	T/c with L. Macksoud and A. Phillips re: 2004 motion (.2); follow-up emails with R. Schmidt, D. Blabey and L. Macksoud re: scope of 2004 motion (.3)	0.50	252.50
07/09/10	BENTLEY, PHILIP	TCs L. Buonano, S. Karotkin (.3) and D. Blabey (.3) re 2004 discovery	0.60	477.00
07/09/10	BLABEY, DAVID E	Discussions with P. Bentley re discovery from New GM (.2); discuss same with R. Grinberg (.1); call with S. Karotkin and New GM counsel re discovery (.3); research on estimation issues (2.8).	3.40	2,091.00

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07/09/10	SCHMIDT, ROBERT T.	Review revised 2004 (.3); o/c D. Blabey re same (.1).	0.40	310.00
07/09/10	FRIEDMAN, JOSHUA	Reviewing/cite-checking 2004 motion; Researching state Case Management Orders;	2.20	858.00
07/10/10	FRIEDMAN, JOSHUA	Research re: joint and several liability	1.20	468.00
07/10/10	BENTLEY, PHILIP	TC D. Blabey re 2004 application (1.0), and revising same (.5); email to L. Buonano and S. Karotkin re same (.4)	1.90	1,510.50
07/10/10	BLABEY, DAVID E	Discuss 2004 motion edits with P. Bentley (1.0). Draft email to New GM and Old GM re discovery requests (.5).	1.50	922.50
07/11/10	FRIEDMAN, JOSHUA	Research re: CMOs (1.0) and joint and several liability (1.5)	2.50	975.00
07/12/10	FRIEDMAN, JOSHUA	Continuing research (2.5) and drafting (4.6) research findings re: case management orders and related asbestos issues	7.10	2,769.00
07/12/10	SHARRET, JENNIFER	Reviewing email re: status of asbestos information requests with New GM (.1) t/c with D. Blabey re: drafting confidentiality agreement for 2004 motion (.1); reviewing sample confi agreement (.5).	0.70	353.50
07/12/10	BLABEY, DAVID E	Discuss confidentiality agreement with J. Sharret.	0.10	61.50
07/12/10	SCHMIDT, ROBERT T.	Review P. Bentley e/m and materials re asbestos (.4); review draft 2004 (.7)	1.10	852.50
07/13/10	FRIEDMAN, JOSHUA	Finishing review and cite-check of 2004 motion (1.3); finish draft of case management order research (1.5); email and t/c with D. Blabey re: same (.2);	3.00	1,170.00
07/13/10	SHARRET, JENNIFER	T/c with D. Blabey re: confidentiality and 2004 motion (.1); reviewing orders on confidentiality in other asbestos cases (.2); drafting confidentiality agreement as exhibit to 2004 motion (.3)	0.60	303.00
07/13/10	FRIEDMAN, JOSHUA	Researching (2.9) and writing up findings re (1.1) state joint and several liability laws.	4.00	1,560.00
07/14/10	BLABEY, DAVID E	Edit 2004 Motion and accompanying document requests and subpoenas.	9.70	5,965.50
07/14/10	MAYER, THOMAS MOERS	Conference R. Schmidt, J. Sharret re impending 2004 discovery request.	0.20	190.00

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07/14/10	CHAIKIN, REBECCA B.	Email R. Grinberg re contact info for asbestos trusts, locate privacy ombudsman's mailing address and email same to J. Sharret.	0.20	55.00
07/14/10	SCHMIDT, ROBERT T.	O/c J. Sharret re 2004 timing and issues (.2) and review 2004 motion (.3); review hearing transcript re Asbestos committee (.2)	0.70	542.50
07/15/10	SHARRET, JENNIFER	T/c with D. Blabey re: 2004 motion (.1); drafting confidentiality agreement for motion (.8)	0.90	454.50
07/15/10	FRIEDMAN, JOSHUA	Research re: Case Management Orders (2.2); updating chart re same (.4); research re: joint and several liability (1.1)	3.70	1,443.00
07/16/10	MACKSOUD, LAUREN M	Reviewing rule 2004 motion.	0.40	252.00
07/16/10	SHARRET, JENNIFER	2004 motion: reviewing revised 2004 motion (.6); circulating draft to Committee (.2); revising motion (1.2); drafting confidentiality agreement as exhibit for 2004 motion (1.4); discuss 2004 motion w/D. Blabey (.2); reviewing email from K. Martorana re: 2004 motion and t/c w/K. Martorana (.4); reviewing court decision on retention of Caplin (.4).	4.40	2,222.00
07/16/10	BLABEY, DAVID E	Discuss 2004 motion with J. Sharret.	0.20	123.00
07/16/10	MAKINDE, MICHAEL A	Research re: confidentiality agreements in other asbestos cases	0.70	192.50
07/18/10	SCHMIDT, ROBERT T.	Further review of estimation issues and asbestos discovery	0.80	620.00
07/19/10	MACKSOUD, LAUREN M	Reviewing communications between asbestos representatives and New and Old GM (.3), conferring with P. Bentley, A. Phillips and D. Blabey regarding same (.6).	0.90	567.00
07/19/10	FRIEDMAN, JOSHUA	Reviewing and cite-checking 2004 motion (.8); research re: joint and several liability (1.7)	2.50	975.00
07/19/10	BENTLEY, PHILIP	Revising 2004 application (1.9) and related confidentiality order (.4), review docs and corresp. re same (.8), and discs D. Blabey (.5), R. Schmidt, J. Sharret (.2) and R. Grinberg (.2) re same; trade emails with D. Blabey, L. Buonano and S. Katorkin re same (.7); conf L. Macksoud, D. Blabey and A. Philips re communications between asbestos reps, New and Old GM (.6)	5.30	4,213.50

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07/19/10	SHARRET, JENNIFER	C/f with R. Schmidt and P. Bentley re: 2004 motion (.2); c/f with D. Blabey re: 2004 motion (.2); various emails w/R. Chaikin and Bates White re trust contact info (.3); various emails w/R. Chaikin re 2004 motion exhibits, including review of same (.6); reviewing proposed order (.2).	1.50	757.50
07/19/10	BLABEY, DAVID E	Discuss FCR correspondence with P. Bentley, L. Macksoud and A. Phillips (.5); edit 2004 motion and proposed order (3.1), conf. J. Sharret re same (.2).	3.80	2,337.00
07/19/10	CHAIKIN, REBECCA B.	Cite check 2004 motion (2.3), prepare service list for same including emails with J. Sharret and R. Grnnberg re trust contact info (.6) assemble exhibits to same (.5).	3.40	935.00
07/19/10	SCHMIDT, ROBERT T.	Review 2004 motion (.6) and o/cs P. Bentley and J. Sharret re 2004 motion timing and open issues (.2).	0.80	620.00
07/19/10	SCHMIDT, ROBERT T.	Review revised draft 2004 motion.	0.50	387.50
07/20/10	MACKSOUD, LAUREN M	Reviewing rule 2004 motion filed by future's representative to asbestos claimants (.7), conferring with J. Sharret and P. Bentley regarding same (.2)	0.90	567.00
07/20/10	BENTLEY, PHILIP	Revising/drafting 2004 application (8.8), and discs D. Blabey (1.6), J. Sharret (.3) and S. Karotkin (.2), and trade multiple emails with D. Blabey, J. Sharret and R. Grinberg (.6) re same; review future claims representative's 2004 application (.2) and conf L. Macksoud and J. Sharret re same (.2)	11.90	9,460.50
07/20/10	SCHMIDT, ROBERT T.	O/cs P. Bentley and J. Sharret re 2004 motion (.2); review asbestos committee motion (.3); review final version of UCC 2004 motion (.8)	1.30	1,007.50
07/20/10	SHARRET, JENNIFER	Continued review of revised 2004 motion and assisting w/revisions throughout day (5.9); various c/fs with R. Chaikin (.4) and D. Blabey(.2) re: same; reviewing revisions to confidentiality agreement (.4); c/f with P. Bentley (.3). and R. Schmidt (.2) re: 2004 motion; reviewing 2004 motions by futures asbestos representation and asbestos committee (.6); coordinating filing of UCC 2004 motion(.4); drafting email to committee re 2004 motions (.3).	8.70	4,393.50

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07/20/10	BLABEY, DAVID E	Discuss 2004 motion with J. Sharret (.2); multiple discussions and emails with P. Bentley re 2004 motion (1.6); edit 2004 motion (4.4).	6.20	3,813.00
07/20/10	FRIEDMAN, JOSHUA	Researching for 2004 motion (6.2); reviewing and editing same (2.6); emails to D. Blabey, J. Sharret, R. Grinberg, P. Bentley (.4)	9.20	3,588.00
07/20/10	CHAIKIN, REBECCA B.	Conf. J. Sharret re 2004 motion (.3), call Court Chambers re same (.1), edit 2004 motion (.3), draft table of contents and table of authorities to same (1.3), prepare service and courtesy copy to Judge of 2004 motion (1.5), assemble exhibits to same (1.0), revise notice of hearing for 2004 motion (.4), pull Grace hearing agendas for J. Sharret in re 2004 motion (.2), finalize 2004 motion and exhibits (1.6), prep same for filing (.4), file same (.1), send to Epiq for service (.1)	7.30	2,007.50
07/21/10	MACKSOUD, LAUREN M	Reviewing 2004 motion filed by asbestos committee (.6), conferring with J. Sharret regarding same (.2), reviewing emails between T. Mayer and P. Bentley regarding same (.4).	1.20	756.00
07/21/10	KRUKOWSKI, CHRISTOPHER	Deliver courtesy copy of 2004 Motion to Chambers	1.50	120.00
07/21/10	SHARRET, JENNIFER	T/c with L. Macksoud re asbestos committee 2004 motion.	0.30	151.50
07/21/10	BENTLEY, PHILIP	Extensive discs R. Grinberg (1.4) and D. Blabey (.7), and conf call with S. Karotkin and D. White (.3) re estimation discovery and related issues, work on same (1.1), and trade emails with S. Karotkin, D. White, R. Grinberg and D. Blabey re same (.4)	3.90	3,100.50
07/21/10	CHAIKIN, REBECCA B.	Arrange for delivery of courtesy copy of 2004 Motion to Chambers and file Epiq affidavit of service for same.	0.40	110.00
07/21/10	BLABEY, DAVID E	Review future claims representative's 2004 Motion.	0.50	307.50
07/21/10	SCHMIDT, ROBERT T.	Review correspondence re asbestos claims estimation process (.4); o/c J. Sharret re timing of estimation and review e/m re same (.2); review 2004 motion and exhibits (.3).	0.90	697.50
07/22/10	FRIEDMAN, JOSHUA	Researching joint and several liability	0.60	234.00

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07/22/10	BENTLEY, PHILIP	Conf J. Sharret re estimation issues (.8); analyze estimation issues and review key docs re same (2.0)	2.80	2,226.00
07/22/10	SHARRET, JENNIFER	C/f with P. Bentley re: asbestos estimation issues	0.80	404.00
07/23/10	BENTLEY, PHILIP	Draft footnotes re estimation issues (.2), and trade emails with R. Grinberg and D. Blabey re same (.2)	0.40	318.00
07/26/10	MACKSOUD, LAUREN M	Conferring with P. Bentley regarding asbestos insurance issues.	0.60	378.00
07/26/10	BENTLEY, PHILIP	Conf calls with R. Grinberg (.3) and C. Bates (1.0), J. Sharret (.3) and S. Juris (.2) re 2004 and estimation issues; confs L. Macksoud re asbestos insurance (.6); review and edit proposed confidentiality agreement with Trusts (.9).	3.30	2,623.50
07/26/10	CHAIKIN, REBECCA B.	Call Court clerk re Judge Gerber's availability for possible hearing times.	0.10	27.50
07/26/10	BLABEY, DAVID E	Edit draft confidentiality agreement (2.0); calls with Trust counsel and R. Grinberg re Trust discovery (.3); call with Bates White re estimation issues (1.0); draft confidentiality agreement for disclosure to Trusts and exchange emails re same (1.5).	4.80	2,952.00
07/26/10	SCHMIDT, ROBERT T.	Review outline re asbestos fight and related issues.	0.50	387.50
07/27/10	BENTLEY, PHILIP	Analyze asbestos plan of reorganization issues (.7), and discs J. Sharret (.4) and prepare memo re same (.3); discs D. Blabey (.2) and S. Juris (.2) re 2004 issues, and consider same (.3)	2.10	1,669.50
07/27/10	CHAIKIN, REBECCA B.	Draft notice of adjournment of 2004 motion (.6), conf. Court Deputy re scheduling same (.1).	0.70	192.50
07/27/10	SHARRET, JENNIFER	T/c with clerk re: scheduling 2004 motion; t/c with P. Bentley re: same; t/c with D. Blabey re: same	0.30	151.50

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07/28/10	MACKSOUD, LAUREN M	Reviewing emails from T. Mayer and P. Bentley regarding asbestos issues (.2); conf P. Bentley re 2009 motion (.2), conferring with FTI regarding same (1.1), reviewing charts provided by FTI regarding same (.9), drafting email to GM team regarding same (.4), conferring with A. Niedrich regarding asbestos research (.5).	3.30	2,079.00
07/28/10	FRIEDMAN, JOSHUA	Discussion with D. Blabey re: asbestos discovery research; review email from J. Sharret re: asbestos trusts	0.20	78.00
07/28/10	BENTLEY, PHILIP	Discs R. Grinberg (.6), D. Blabey (.3), J. Sharret (.3), L. Macksoud (.2), and S. Juris (.1) re 2004 motion and estimation issues, and work on same (1.6)	3.10	2,464.50
07/28/10	SHARRET, JENNIFER	Revising confidentiality agreement Trusts (.7); drafting email to Committee re: confidentiality (.6); conf. P. Bentley re 2004 motion (.3)	1.60	808.00
07/28/10	BLABEY, DAVID E	Review pleadings in WR Grace re asbestos estimation issues (.7); conf P. Bentley re 2004 motion (.3).	1.00	615.00
07/28/10	SCHMIDT, ROBERT T.	Review asbestos recovery analysis (.3); review insurance analysis (.2); review e/ms re 2004 hearing (.2)	0.70	542.50
07/29/10	MACKSOUD, LAUREN M	Reviewing revised asbestos charts prepared by FTI (.3), conferring with T. Mayer regarding same (.2), call with T. Mayer, P. Bentley and US Treasury regarding asbestos issues (1.0).	1.50	945.00
07/29/10	BENTLEY, PHILIP	Attend portion of conf call with Treasury (.5), and discs T. Mayer (.3), P. Friedman (.2) and J. Sharret (.1), re estimation issues, trade emails re same with T. Swett, T. Mayer, J. Sharret and D. Blabey (.5), and work on same (.6); review and edit draft 2004 confidentiality agreement (1.3); review and analyze asbestos insurance issues (1.1)	4.60	3,657.00
07/29/10	CHAIKIN, REBECCA B.	Draft cover letter to Chambers re 2004 motion adjournment (.4), conf. J. Sharret re same (.1), file Notice of Adjournment (.1) and send courtesy copy of same to Court (.2).	0.80	220.00

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07/29/10	SHARRET, JENNIFER	Asbestos Issues: T/c with R. Chaikin re: draft letter to Court re: notice of adjournment (.2); t/c with P. Bentley re: notice of adjournment and letter to court (.5); email with Weil re: dates for estimation hearing (.1); emails with Committee members re: party to third party asbestos trust (.5); reviewing emails to/from FTI, T. Mayer and P. Bentley re: asbestos estimation (.3)	1.60	808.00
07/29/10	BLABEY, DAVID E	Call with counsel to Trust re discovery.	0.10	61.50
07/29/10	FRIEDMAN, JOSHUA	Research re: various asbestos and discovery issues for reply motion	4.40	1,716.00
07/29/10	MAYER, THOMAS MOERS	Call with US Treasury counsel P. Friedman, D. Mintz and D. Jones of Cadwalader, KL team re UCC's litigation plan vs. asbestos claims.	1.00	950.00
07/30/10	BLABEY, DAVID E	Call with asbestos committee and future claims representative re estimation issues (.7) and discussions with P. Bentley re same (.8); conf draft confidentiality agreement (.3).	1.80	1,107.00
07/30/10	BENTLEY, PHILIP	Conf call with Caplin Drysdale re estimation issues (.8); discs T. Mayer (.1), J. Sharret (.1), and G. Horowitz (.2) re estimation issues; meet with J. Friedman re confidentiality agreement (.3), conf. D. Blabey re call with asbestos committee (.8).	2.30	1,828.50
07/30/10	SHARRET, JENNIFER	Participate in conference call with T. Mayer. P. Bentley, D. Blabey, Asbestos Committee and future claims representative re: asbestos estimation and plan issues (.8) emails with P. Bentley re: notice of adjournment/letter to Court on 2004 motion (.1)	0.90	454.50
07/30/10	FRIEDMAN, JOSHUA	Meeting w/ D. Blabey and P. Bentley re: confidentiality agreement (.3); emails w/ D. Blabey re: same (.1); revising confidentiality agreement (1.6); research re: various discovery issues for reply motion (3.8)	5.80	2,262.00
07/30/10	CHAIKIN, REBECCA B.	File Affidavit of service for notice of Adjournment.	0.10	27.50
07/30/10	MAYER, THOMAS MOERS	Call with T. Swett, E. Inselbuch, P. Bentley, J. Sharret, L. Macksoud, D. Blabey re asbestos discovery & plan issues, including allocation of interests in Term Lender Lawsuit and the other potential lawsuit.	0.50	475.00

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08/01/10	FRIEDMAN, JOSHUA	Finishing research re: various asbestos and discovery issues for reply brief (1.2); drafted findings re: same (2.0); research re: asbestos issues in Armstrong and Owens Corning cases (4.3); emails w/ D. Blabey and P. Bentley re: same (.2)	7.70	3,003.00
08/01/10	BLABEY, DAVID E	Edit proposed confidentiality agreement.	1.70	1,045.50
08/02/10	MACKSOUD, LAUREN M	Reviewing responses of debtors and New GM to 2004 motion.	0.50	315.00
08/02/10	BLABEY, DAVID E	Review objections to Committee's 2004 Motion (2.3); emails P. Bentley, J. Sharret and J. Friedman re 2004 motion (.5).	2.80	1,722.00
08/02/10	SHARRET, JENNIFER	Reviewing brief summary of responses to 2004 (.5); various emails to/from P. Bentley, D. Blabey, J. Friedman re: 2004 responses (.3)	0.80	404.00
08/02/10	BENTLEY, PHILIP	Review extensive objections by Trusts and Asbestos Committee to our 2004 application, and outline points for reply (3.4); review additional docs re same (1.9), trade multiple emails with R. Grinberg, D. Blabey, J. Friedman and J. Sharret re same (.8).	6.10	4,849.50
08/02/10	SCHMIDT, ROBERT T.	Review final 2004 motion.	0.30	232.50
08/02/10	FRIEDMAN, JOSHUA	Reviewing recently filed pleadings: responsive pleadings to 2004 motion (including declarations) (2.1); emails w/ P. Bentley, D. Blabey and J. Sharret re: same (.6); t/c with D. Blabey re: same (.1). Review redline of confidentiality agreement;	3.10	1,209.00
08/03/10	FRIEDMAN, JOSHUA	Reviewing pleadings in response to 2004 motion (1.5); drafting summary of same (.6); emails and t/c with J. Sharret re: same (.1); research re: Chemtura (4.1); discuss findings re: same with D. Blabey (.2); emails with P. Bentley re: same (.2); research re: substantial factor test (3.8); write-up re: same (.3); updating asbestos state law research chart (.2)	11.00	4,290.00
08/03/10	BLABEY, DAVID E	Discussions of reply to objections to 2004 Motion with P. Bentley (1.5); and research 2004 issues (4.0) and draft reply (9.2).	14.70	9,040.50
08/03/10	SHARRET, JENNIFER	T/c with R. Chaikin re: letter to Judge on reply deadline for 2004 motion (.1) and email to P. Bentley and D. Blabey re: same (.3); revising summary of replies to 2004 motion (.4)	0.80	404.00

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08/03/10	BENTLEY, PHILIP	Review 2004 objections and outline reply points (2.8) and conf call with C. Bates and RW (1.1) and discs D. Blabey (1.2) and R. Gruiberg (.3) re same	5.40	4,293.00
08/03/10	CHAIKIN, REBECCA B.	Call Court Deputy re response deadline for 2004 Motion (.2), draft Notice of Adjournment to same (.1), file same (.1). Assemble responses to UCC 2004 motion (.3).	0.70	192.50
08/03/10	SCHMIDT, ROBERT T.	Review objections to Cmtee 2004 motion.	0.40	310.00
08/04/10	FRIEDMAN, JOSHUA	Researching various discovery issues for 2004 Reply motion (5.3); emails w/ D. Blabey re: same (.5); emails and t/c w/ J. Sharret and R. Chaikin re: same (.2); reviewing draft of 2004 reply motion (.3)	6.30	2,457.00
08/04/10	SHARRET, JENNIFER	Reviewing Asbestos Committee's notice of adjournment, t/c with R. Chaikin re: same (.2); t/c and email with P. Bentley re: ACC and FCR 2004 motions (.2); t/c with J. Friedman and R. Chaikin re: reply to 2004 motion (.2);	0.60	303.00
08/04/10	BENTLEY, PHILIP	Revise reply (11.6), and discs D. Blabey (1.5), J. Sharret (.2), C. Mullin (.7), and R. Grinberg, M. Scarcella (.5) re same; TC S. Karotkin re estimation issues (.2)	14.70	11,686.50
08/04/10	CHAIKIN, REBECCA B.	File affidavit of service for notice of 2004 motion adjournment (.1), conf. J. Sharret re reply to objections to 2004 motion (.1), email Epiq re service of same (.1), prepare service list for 2004 Reply (.2), conf. J. Sharret and J. Friedman re same (.2), email D. Blabey and J. Friedman re same (.2). Prepare courtesy copy cover letter (.2).	1.10	302.50
08/04/10	BLABEY, DAVID E	Research for reply to objections to 2004 Motion (1.8) and discuss same with P. Bentley (1.1); draft reply to objections to 2004 Motion (11.5); emails J. Friedman re same (.5).	14.90	9,163.50
08/05/10	MACKSOUD, LAUREN M	Reviewing 2004 reply brief (.7) conferring with D. Blabey regarding same (.3)	1.00	630.00
08/05/10	BENTLEY, PHILIP	Work on reply (4.8); prepare for Monday's hearing (1.2), and discs T. Mayer (.3), J. Sharret (.1), R. Grinberg (.4) and D. Blabey (.7), and trade emails with R. Grinberg, C. Mullin, D. Blabey, J. Sharret, J. Friedman and R. Chaikin (1.2) re same.	8.70	6,916.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
08/05/10	LAMOTHE-AIME, MIYOSHIE	Deliver 2004 Reply to Bankruptcy Court	1.00	65.00
08/05/10	CHAIKIN, REBECCA B.	Assemble exhibits to 2004 Reply (.3), review Reply and update TOA and TOC (1.5), assemble courtesy copy (.3), file Reply (.1), arrange for service of same (.1), arrange for CDs of proposed order to be created (.1), assemble copies of reply and exhibits for J. Friedman, J. Sharret, P. Bentley, and D. Blabey (.2).	2.60	715.00
08/05/10	CHAIKIN, REBECCA B.	Assemble 2004 hearing materials for T. Mayer (.9).	0.90	247.50
08/05/10	BLABEY, DAVID E	Review and edit reply brief and proposed order in support of 2004 Motion (2.8); conf and emails re upcoming 2004 motion hearing with P. Bentley (.9); conf. L. Macksoud re same (.3).	4.00	2,460.00
08/05/10	SHARRET, JENNIFER	Reviewing response to 2004 objections (.7); emails/calls to P. Bentley and D. Blabey re: same (.4); emails with Weil re: ACC/FCR settlement on 2004 (.2)	1.30	656.50
08/05/10	FRIEDMAN, JOSHUA	Finalizing the 2004 reply, including reviewing, revising, proof-reading and researching for same (4.7); researching pleadings from Owens Corning, Armstrong and Federal Mogul re: estimation (4.0); research re: subpoena issues (.2); emails w/ P. Bentley re: same (.1); emails w/ R. Chaikin, D. Blabey and P. Bentley re: preparing for 8/9 hearing (.3)	9.30	3,627.00
08/05/10	SURIS, LILIYA	Research re: subpoena to be served in District of Delaware.	2.00	220.00
08/05/10	MAKINDE, MICHAEL A	Retrieved from courts docket the final fee applications for the Debtors, Creditors Committee and Asbestos Committee from related bankruptcy cases.	1.80	495.00
08/06/10	MACKSOUD, LAUREN M	Reviewing responses/letters to 2004 motion (.7); conferring with P. Bentley regarding additional asbestos issues (.3)	1.00	630.00
08/06/10	BENTLEY, PHILIP	Conf M. Temkin re case background (.9); prepare proposed order (.8)	1.70	1,351.50

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08/06/10	CHAIKIN, REBECCA B.	Arrange for new CDs of edited proposed order for the 2004 motion to be created on Sunday, emails to Word Processing and D. Blabey re same.	0.30	82.50
08/06/10	BLABEY, DAVID E	Edit proposed order on Committee 2004 Motion.	0.60	369.00
08/06/10	SHARRET, JENNIFER	Emails w/P. Bentley re: 2004 motion; emails with Weil and Honigman re: obtaining information from New GM and t/c with J. Sgroi	0.50	252.50
08/06/10	TEMKIN, MATTHEW C	Conference with P. Bentley re: background of the case: (.8); Call with S. Juris and P. Bentley re: settlement of dispute/information offers (.4).	1.20	546.00
08/06/10	FRIEDMAN, JOSHUA	Researching subpoena issues, including Rule 45 (5.2); emails and t/cs w/ managing attorneys office re: subpoena filing (.3); continued review of Owens Corning pleadings re: estimation (1.4); email w/ P. Bentley re: same (.2); emails w/ M. Temkin re: joining asbestos team (.2)	7.30	2,847.00
08/08/10	BENTLEY, PHILIP	Review revised form of order (.2), and trade emails with S. Karotkin and R. Weiss re same (.3)	0.50	397.50
08/08/10	BLABEY, DAVID E	Edit proposed order on Committee 2004 Motion.	0.40	246.00
08/08/10	FRIEDMAN, JOSHUA	Reviewing and analyzing pleadings from the TH Agriculture and Nutrition bankruptcy (4.1); emails to P. Bentley re: same (.3)	4.40	1,716.00
08/08/10	TEMKIN, MATTHEW C	Reviewing background materials and court documents on 2004 motion in preparation for Monday hearing.	2.00	910.00
08/09/10	MACKSOUD, LAUREN M	Conferring with D. Blabey regarding 2004 hearing and update to committee	0.30	189.00
08/09/10	BENTLEY, PHILIP	Confs with counsel for ACC and Trusts (.4) and with D. Blabey, M. Temkin, J. Friedman (.7), and discs T. Mayer (.1), J. Sharret (.1), D. White (.2), and D. Blabey (.3) re next steps and work on same (1.4); edit revised confidentiality agreement re 2004 productions (.9)	4.10	3,259.50
08/09/10	MAYER, THOMAS MOERS	Review papers relating to 2004 discovery of Asbestos Trusts	1.00	950.00

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08/09/10	SCHMIDT, ROBERT T.	Review asbestos 2004 pleadings.	0.20	155.00
08/09/10	BLABEY, DAVID E	Edit proposed confidentiality agreement in connection with Committee 2004 Motion. Discuss hearing on 2004 Motion with P. Bentley, J. Friedman, M. Temkin (1.0); edit client update regarding same (.5)	2.70	1,660.50
08/10/10	CHOUPROUTA, ANDREA	Emails and phone calls to court reporters re: obtaining 2004 bench decision.	0.40	110.00
08/10/10	BLABEY, DAVID E	Discuss proposed order and confidentiality agreement with respect to Committee 2004 Motion with P. Bentley (.7); draft proposed order (2.2); emails J. Sharret re asbestos experts (.3).	3.20	1,968.00
08/10/10	SHARRET, JENNIFER	Reviewing confidentiality agreement re: information from New GM (.2); emails w/D. Blabey re asbestos experts (.3).	0.50	252.50
08/10/10	BENTLEY, PHILIP	Review and respond to parties' comments on Proposed Confidentiality Agreement (1.4), and discs D. Blabey (.7), J. Sgroi/D. White (.5), and S. Karotkin (.1) re same, and trade emails re same and re related issues (.7); discs R. Grinberg re trust and estimation issues (.4), and trade emails with R. Grinberg re same (.8), and work on same (1.1); prepare email proposal to other counsel re trust protocol (1.2); review transcript of 2004 hearing (.6)	7.50	5,962.50
08/11/10	MACKSOUD, LAUREN M	Reviewing update from P. Bentley regarding asbestos discovery.	0.30	189.00
08/11/10	BLABEY, DAVID E	Edit proposed order implementing Court's bench decision on Committee 2004 Motion.	0.60	369.00
08/11/10	SHARRET, JENNIFER	Revising confidentiality agreement re: information from New GM	1.10	555.50
08/11/10	BENTLEY, PHILIP	Work on (including consideration of opposing counsel comments, review and revisions to order) Proposed Order (3.1), and trade emails with D. Blabey (.2) and S. Karotkin (.2) re same; trade multiple emails with producing parties re Confidentiality Agreement, Proposed Order and related issues (1.5), and work on same (1.2)	6.20	4,929.00
08/11/10	CHAIKIN, REBECCA B.	File affidavit of service for reply re 2004 motion.	0.10	27.50

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08/12/10	BLABEY, DAVID E	Call with P. Bentley regarding edits to confidentiality agreement in connection with Committee 2004 Motion.	0.20	123.00
08/12/10	SHARRET, JENNIFER	T/c with J. Sgroi of Honigman re: asbestos confidentiality agreement (.1); emails with R. Grinberg and J. Wine re: asbestos issues (.3)	0.40	202.00
08/12/10	BENTLEY, PHILIP	Extensive work on 2004 Order (including incorporation and responses to heavy comments by Trusts' counsel) (3.8); conf call with Trusts' counsel (1.2) and with New GM's counsel (.4), and discs R. Grinberg (.7) and D. Blabey (.1), and trade numerous emails with counsel for Trusts, ACC, FCR, Debtors and New GM (2.2) re same	8.40	6,678.00
08/12/10	TEMKIN, MATTHEW C	Reviewing 2004 Confidentiality Agreement to make sure all defined terms have definitions.	0.90	409.50
08/12/10	CHAIKIN, REBECCA B.	Organize documents re 2004 motion.	0.10	27.50
08/13/10	BLABEY, DAVID E	Review edits to confidentiality agreement (.2) and call with Trusts and New GM regarding same (.3).	0.50	307.50
08/13/10	BENTLEY, PHILIP	Review and analyze multiple parties' mark-ups of Confidentiality Agreement, 2004 Order and Data Handling Agreement, and prepare responses (2.7); discs S. Karotkin (.2), conf call with New GM and Trusts (.3), and trade emails with counsel for Trusts, New GM, Debtors, ACC and FCR (1.6) and with R. Grinberg (.3) re same; discs T. Mayer (.2) and trade emails with R. Grinberg (.3) re asbestos budget issues	5.60	4,452.00
08/13/10	TEMKIN, MATTHEW C	Reviewing emails from the group re: edits to confi and 2004 order.	0.30	136.50
08/13/10	FRIEDMAN, JOSHUA	Review pleadings from WR Grace case re: estimation	3.70	1,443.00
08/13/10	CHAIKIN, REBECCA B.	Determine total spent by Navigant Consulting on asbestos estimation.	1.20	330.00
08/15/10	BLABEY, DAVID E	Review edits from various parties to the proposed confidentiality agreement to govern Trust discovery (.7); emails J. Friedman, P. Bentley, M. Temkin re same (.3).	1.00	615.00

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08/15/10	BENTLEY, PHILIP	Extensive work (including consideration of opposing counsel comments, review and revisions to order) on 2004 Order (2.2), Confidentiality Agreement (2.8), Data Handling Agreement (.5) and Notice (.4); trade multiple emails re same with counsel for Trusts, ACC, FCR, Debtors and New GM (1.2), emails w/M. Temkin and D. Blabey (.6), and R. Grinberg and C. Mullin (.8); discs re same with J. Sgroi/ D. White (.3) and M. Temkin (.2); conf call with R. Grinberg and C. Mullin re estimation merits issues (1.6)	10.60	8,427.00
08/15/10	TEMKIN, MATTHEW C	Reviewing suggested changes to confidentiality agreement (.9); call with P. Bentley about edits to confidentiality agreement/order (.2); edits to confidentiality agreement/order and turning new versions (3.4); email with P. Bentley and D. Blabey re: new versions (.1); reviewing defined terms in revised confidentiality agreement (1.5).	6.10	2,775.50
08/15/10	FRIEDMAN, JOSHUA	Reviewing and analyzing pleadings from Chemtura case re: 2004 discovery, confidentiality and disclosures (4.3); emails w/ D. Blabey, P. Bentley and M. Temkin re: same (.4). Finalizing research re: WR Grace case (.9); email w/ P. Bentley re: same (.2);	5.80	2,262.00
08/16/10	BLABEY, DAVID E	Review and edit proposed confidentiality agreement and form of order (1.6) and call with parties to discuss same (2.0); discussions with P. Bentley re further revisions to confidentiality agreement and order (.5) and further edits to same (4.9).	9.00	5,535.00
08/16/10	BENTLEY, PHILIP	Conf call with counsel for Trusts, ACC, FCR, Debtors and New GM re Proposed Order, Confidentiality Notice and Data Handling Agreement (2.2); extensive additional work on Order (3.6) and Confidentiality Agreement (2.5), and discs R. Grinberg, C. Mullin (.6), M. Temkin (.2), D. Blabey (.5) re same, and trade emails with Trusts et al re same (.6)	10.20	8,109.00

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08/16/10	TEMKIN, MATTHEW C	Gathering blackline of confi/order for S. Karotkin (.3); gathering drafts of confi/order for conference call with ACC/FCR/New GM/Trusts (.2); conference call with aforementioned group (2.2); meeting with P. Bentley and D. Blabey to discuss the call (.3); reviewing law on sealing court documents (.4); editing confidentiality agreement and circulate changes (.2).	3.60	1,638.00
08/16/10	FRIEDMAN, JOSHUA	Drafting email to P. Bentley re: asbestos estimation fees; t/c w/ P. Bentley re: same	0.40	156.00
08/16/10	SHARRET, JENNIFER	Call to chambers re: scheduling telephonic status conference on 2004 order	0.30	151.50
08/17/10	TEMKIN, MATTHEW C	Reading email from 2004 group re: edits to confi/order (.2); reviewing and marking up the confi and order (2.1); conference call with 2004 group to discuss changes to the papers (.7); meeting with P. Bentley and D. Blabey to discuss the call (.3); sending email to 2004 group about call on August 18 (.1); marking edits to confidentiality agreement and sending to T. Swett (.3).	3.70	1,683.50
08/17/10	BENTLEY, PHILIP	Extensive additional work (including consideration of opposing counsel comments, review and revisions to order) on Order (1.3), Confidentiality Agreement (1.8) and Notice (.2), and trade many emails with counsel for Trusts, ACC, FCR, Debtors and New GM re same (1.2); conf call re same with all parties (.7), and TCs re same with T. Swett, E. Stubbs, S. Juris (.7), R. Grinberg, C. Mullin (.3), D. Blabey, M. Temkin and D. Blabey (.4), R. Grinberg (.3), and J. Sgroi (.1)	7.00	5,565.00
08/17/10	BLABEY, DAVID E	Call with counsel to Trusts and ACC regarding confidentiality agreement (.2) and discussion with P. Bentley and M. Temkin re same (.3); review edits to confidentiality agreement (.3).	0.80	492.00
08/17/10	SHARRET, JENNIFER	Email with P. Bentley re: notices to court on 2004	0.20	101.00

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08/18/10	BENTLEY, PHILIP	Extensive additional work (including consideration of opposing counsel comments, review and revisions to order) on Order (2.4), Confidentiality Agreement (2.1) and Notice (.4); conf call with counsel for Trusts, ACC, FCR, Debtors and New GM (1.2), trade emails with other parties' counsel (1.8), and discs D. Blabey, M. Temkin (.2) re same	8.10	6,439.50
08/18/10	SHARRET, JENNIFER	T/c with P. Bentley re: procedure issue for estimation briefs (.1) Reviewing draft letter to court re: 2004 order (.2)	0.30	151.50
08/18/10	BLABEY, DAVID E	Call with counsel to Trusts, ACC, Debtors and New GM to discuss confidentiality agreement and proposed order (1.2); review edits to proposed order (.5).	1.70	1,045.50
08/18/10	TEMKIN, MATTHEW C	Conference call with P. Bentley and counsel for Debtor, New GM, Asbestos Committees re: 2004 motion (1.2); next steps meeting with P. Bentley and D. Blabey (.3).	1.50	682.50
08/18/10	CHAIKIN, REBECCA B.	Email D. Blabey re cover letter for proposed 2004 order.	0.10	27.50
08/19/10	BENTLEY, PHILIP	Extensive additional work (including consideration of opposing counsel comments, review and revisions to order) on Confidentiality Agreement (1.9) and Order (.9), and trade many emails with counsel for Trusts, ACC, FCR, Debtors and New GM (2.2); conf calls re same with Weiss/J. Sgroi/White (.6), J. Sgroi/D. White/C. Mullin (.5), and C. Mullin/R. Grinberg (.3); letter to court re Order, etc. (1.2)	7.60	6,042.00
08/19/10	SHARRET, JENNIFER	Reviewing draft letter and proposed 2004 order (.3); various emails and calls re: delivery of letter to chambers (.5); t/c with chambers re: telephonic status conference and letter (.2); email to other parties re: participation in telephonic status conference (.1)	1.10	555.50
08/19/10	COLBOURNE, PAUL E.	Deliver 2004 Letter and Proposed Order to Bankruptcy Court.	2.00	220.00
08/19/10	TEMKIN, MATTHEW C	Reading background materials on asbestos claims.	1.50	682.50

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08/19/10	CHAIKIN, REBECCA B.	Format cover letter to Court with exhibit (.2), have cds of cover letter and proposed order made (.5), arrange for delivery to court (.8), calls with J. Sharret and D. Blabey re same (.1), email J. Sharret and D. Blabey re same (.2).	1.80	495.00
08/20/10	SHARRET, JENNIFER	T/c with P. Bentley and D. Blabey re: 2004 order and confidentiality agreement; reviewing various emails re: status of order	0.30	151.50
08/20/10	COLBOURNE, PAUL E.	Deliver at SDNY Bankruptcy.	1.60	176.00
08/20/10	BENTLEY, PHILIP	Extensive work on Confidentiality Agreement (1.1) and Order (.4), and trade emails with counsel for Trusts, ACC, FCR, Debtors and New GM (2.1) re same; discs T. Swett (.5), C. Mullin/R. Grinberg (.5), D. Blabey (.3), and P. Friedman/C. Mullin/R. Grinberg (.5) re estimation issues, and review materials re same (.5)	5.90	4,690.50
08/20/10	BLABEY, DAVID E	Exchange emails with opposing counsel regarding proposed order and confidentiality agreement.	0.30	184.50
08/22/10	SHARRET, JENNIFER	Reviewing email from D. Blabey to court to consensus on 2004 order and confidentiality agreement (.1); emails with P. Bentley and D. Blabey re: 2004 order (.1).	0.20	101.00
08/22/10	FRIEDMAN, JOSHUA	Emails w/ D. Blabey re: Owens Corning estimation pleadings	0.20	78.00
08/22/10	BLABEY, DAVID E	Edit confidentiality agreement in connection with Rule 2004 discovery (.9) and exchange emails with counsel re same (.7); emails with J. Friedman (.2), P Bentley and J. Sharret (.2) re 2009 order.	2.00	1,230.00
08/22/10	BENTLEY, PHILIP	Trade emails with D. Blabey and J. Sharret re status of 2004 Order and related docs	0.30	238.50
08/23/10	SHARRET, JENNIFER	Call to clerk re: status conference and email to interested parties re same (.2); reviewing letter to court; signature pages re: confi agreement for 2004 order (.2).	0.40	202.00
08/23/10	BENTLEY, PHILIP	Trade emails with D. Blabey and J. Sharret re status of 2004 Order and related docs	0.20	159.00
08/23/10	COLBOURNE, PAUL E.	Deliver Letter and Confidentiality Agreement to SDNY Bankruptcy Court.	2.00	220.00

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08/23/10	MAKINDE, MICHAEL A	Combined several signature pages to the 2004 confidentiality order for D. Blabey.	0.50	137.50
08/23/10	BLABEY, DAVID E	Prepare cover letter and review documents for sending to Court (.8); review briefs from Owens Corning bankruptcy (.1).	0.90	553.50
08/24/10	FRIEDMAN, JOSHUA	Reviewing Armstrong pleadings re: estimation (2.1); email w/ D. Blabey re: same (.1)	2.20	858.00
08/24/10	BENTLEY, PHILIP	Trade emails with D. Blabey and R. Grinberg re 2004 followup	0.20	159.00
08/24/10	MAKINDE, MICHAEL A	Retrieve 2004 order. Prepare confidentiality agreements, amend dates and include e-signatures.	0.50	137.50
08/24/10	BLABEY, DAVID E	Exchange emails with expert and J. Sharret re 2004 Order.	0.50	307.50
08/24/10	SHARRET, JENNIFER	T/c w/clerk and various emails w/interested parties re 2004 orders.	0.50	252.50
08/25/10	BENTLEY, PHILIP	Trade emails with D. Blabey and R. Grinberg re 2004 followup.	0.10	79.50
08/26/10	BLABEY, DAVID E	Review briefs from Owens Corning estimation.	3.10	1,906.50
08/27/10	BENTLEY, PHILIP	Trade emails with D. Blabey and R. Grinberg re 2004 followup.	0.20	159.00
08/30/10	MACKSOUD, LAUREN M	Reviewing emails regarding meeting with ACC (.3), conferring with T. Mayer and A. Reznick regarding same (.2).	0.50	315.00
08/30/10	BENTLEY, PHILIP	Review Anonymity Protocol issues (.3), and trade emails with R. Grinberg and D. Blabey re same (.3); review emails re last week's 2004 developments and next steps (.4), and discs D. Blabey (.2) and J. Sharret (.1) re same	1.30	1,033.50
08/30/10	BLABEY, DAVID E	Review WR Grace estimation and voting documents (.3); emails and conf. P. Bentley re anonymoly protocol (.4).	0.70	430.50
08/30/10	SHARRET, JENNIFER	Reviewing Bates White invoice (.2); review 2004 orders and next steps on asbestos (.5).	0.70	353.50
08/31/10	FRIEDMAN, JOSHUA	Discussions w/ D. Blabey re: subpoenas (.5); reviewing rule 45 re: subpoenas (.3); reviewing subpoena forms and place to file subpoena (.2)	1.00	390.00
08/31/10	BENTLEY, PHILIP	Trade emails with J. Wehmer re 2004 protocol	0.10	79.50
08/31/10	BLABEY, DAVID E	Draft subpoenas to Trusts (.8) and discuss same with J. Friedman (.4).	1.20	738.00

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08/31/10	SHARRET, JENNIFER	Reviewing confidentiality agreement re: asbestos claimant	0.30	151.50
09/01/10	FRIEDMAN, JOSHUA	Drafting subpoenas for 2004 discovery (1.8); revising subpoenas (.4); research re: subpoenas (.7); t/c and emails w/ D. Blabey re: same (.2); t/c w/ Managing Attorneys office re: same (.3)	3.40	1,547.00
09/01/10	BENTLEY, PHILIP	Prepare response to ACC's proposed anonymity protocol (1.5), and discs D. Blabey re same (.1).	1.60	1,272.00
09/01/10	TEMKIN, MATTHEW C	Reviewing production by GM to ACC/FCR, to ascertain the contents of the production and whether to send to Bates White.	0.70	353.50
09/01/10	BLABEY, DAVID E	Edit subpoenas to trusts and claims processing facilities (.8), t/c with J. Friedman re same (.2), t/c with P. Bentley re ACC's Anonymity protocol (.1).	1.10	693.00
09/02/10	VALLES, JULIANA	Duplicated document production discs and labeled accordingly.	1.00	240.00
09/02/10	BENTLEY, PHILIP	T/C R. Grinberg (.4) and trade multiple emails with counsel for ACC, debtors and trusts (1.1) re 2004 protocol.	1.50	1,192.50
09/02/10	TAYLOR, JOEL M.	Review discovery briefs and exhibits thereto	2.10	1,449.00
09/02/10	CHAIKIN, REBECCA B.	Arrange for duplication of document production and mail to R. Grinberg.	0.50	137.50
09/03/10	BENTLEY, PHILIP	Trade emails with counsel for ACC, trusts and GM re 2004 protocol	0.50	397.50
09/06/10	BENTLEY, PHILIP	Trade emails with R. Grinberg re estimation issues.	0.10	79.50
09/07/10	BENTLEY, PHILIP	Conf call with counsel for Trusts, ACC and FCR re 2004 protocol (1.3), trade emails with R. Grinberg and C. Mullin (.6) and draft notes (.3) re same; discs T. Mayer (.1) and D. Blabey (.2) re estimation issues, and analyze same (.4).	2.90	2,305.50
09/07/10	MAYER, THOMAS MOERS	Call with T. Swett re commencing "pre-discovery" negotiations on settlement, T. Swett's request for adjournment of all discovery & hearing deadlines during negotiation (.2); call with P. Bentley re same (.2).	0.40	380.00
09/07/10	BLABEY, DAVID E	Review emails re Anonymity Protocol (.7) and call with parties regarding same (1.3) and discussions with P. Bentley re same (.2).	2.20	1,386.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/07/10	CHAIKIN, REBECCA B.	Create folder for confidentiality agreement with original signature.	0.10	27.50
09/08/10	BENTLEY, PHILIP	Trade emails with C. Mullin and R. Grinberg re 2004 protocol issues (.4), and discs D. Blabey (.1) and J. Sharret (.1) re same.	0.60	477.00
09/08/10	BLABEY, DAVID E	Review Bates White email re anonymity protocol.	0.30	189.00
09/09/10	BENTLEY, PHILIP	Prepare response to ACC et al re the deficiencies of their new 2004 proposal (2.6), conf call with counsel for ACC re protocol (.9), analyze protocol issues (.6), and trade emails with C. Mullin, R. Grinberg, D. Blabey and S. Karotkin re same (.6); review and comment on draft subpoenas (.2), and trade emails with D. Blabey re same (.2).	5.10	4,054.50
09/09/10	BLABEY, DAVID E	Review emails from P. Bentley regarding anonymity protocol (.5); edit subpoenas (.7); call with parties regarding anonymity protocol (.9).	2.10	1,323.00
09/10/10	BENTLEY, PHILIP	Trade emails with C. Mullin, R. Grinberg re 2004 protocol.	0.10	79.50
09/10/10	BLABEY, DAVID E	Review proposed anonymity protocol.	0.10	63.00
09/11/10	BENTLEY, PHILIP	Draft lengthy email to ACC re 2004 protocol	1.10	874.50
09/12/10	BENTLEY, PHILIP	Trade emails with ACC and C. Mullin, R. Grinberg re 2004 protocol.	0.30	238.50
09/13/10	BENTLEY, PHILIP	Trade emails with ACC and C. Mullin, R. Grinberg re 2004 protocol (.6), emails with J. Friedman re estimation (.2).	0.80	636.00
09/13/10	FRIEDMAN, JOSHUA	Emails w/ P. Bentley and R. Chaikin re: asbestos estimates; review prior asbetos estimates	0.40	182.00
09/14/10	BLABEY, DAVID E	Review pleadings regarding anonymity protocol (.2); discuss same with P. Bentley (.1); and draft letter to court re same (.2).	0.50	315.00
09/14/10	TAYLOR, JOEL M.	Review materials re estimation methodology	1.00	690.00
09/14/10	BENTLEY, PHILIP	Analyze 2004 protocol issues (.7), and trade emails with ACC re same (.3); T/C A. Philips re recent estimation developments (.2).	1.20	954.00
09/14/10	SHARRET, JENNIFER	Email to P. Bentley re scheduling hearing on anonymity protocol	0.10	55.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/14/10	FRIEDMAN, JOSHUA	Summarize Asbestos Committee and S. Juris Letters re: anonymity protocol (.9); emails w/ P. Bentley, D. Blabey and J. Sharret re: same (.2)	1.10	500.50
09/14/10	SCHMIDT, ROBERT T.	Review asbestos anonymity proposal.	0.20	155.00
09/15/10	BLABEY, DAVID E	Edit letter to court regarding anonymity protocol, conf. P. Bentley re same.	0.50	315.00
09/15/10	BENTLEY, PHILIP	Prepare letter to court re 2004 protocol dispute (.6); discs D. Blabey (.2), J. Wehmer (.2), R. Schmidt (.1) and J. Sharret (.1) re same and trade emails and voicemails with D. Blabey, J. Sharret and J. Friedman (.3), ACC and trust counsel (.2), and C. Mullin, R. Grinberg (.2) re same; notes for upcoming protocol pleading (.7); T/c T. Swett (.4), and o/c R. Schmidt re upcoming settlement negotiations (.7)	3.70	2,941.50
09/15/10	SHARRET, JENNIFER	Review and coordinate filing of letter to court on anonymity protocol (.5); t/c and emails w/P. Bentley re hearing on anonymity protocol (.2).	0.70	385.00
09/15/10	FRIEDMAN, JOSHUA	Emails w/ J.Sharret (.1), L. Macksoud (.2), P. Bentley (.3) and R. Chaikin (.1) re: anonymity protocol; review UCC anonymity protocol letter (.2)	0.90	409.50
09/15/10	TAYLOR, JOEL M.	Reviewing estimation materials	0.70	483.00
09/15/10	CHAIKIN, REBECCA B.	File letter re anonymity protocol and send courtesy copy to Chambers.	0.20	55.00
09/15/10	SCHMIDT, ROBERT T.	O/c P. Bentley re status of anonymity protocol	0.60	465.00
09/15/10	GREGORY, BRANDON	Deliver courtesy copy of anonymity protocol letter to Chambers	2.00	200.00
09/16/10	MACKSOUD, LAUREN M	Reviewing letter to Court regarding asbestos issues (.2), conferring with J. Sharret regarding same (.2)	0.40	258.00
09/16/10	BENTLEY, PHILIP	Trade emails with C. Mullin and R. Grinberg re protocol and settlement issues.	0.20	159.00
09/16/10	SHARRET, JENNIFER	T/c with J. Wehner re: scheduling hearing on anonymity protocol (.3); drafting fax request re: same (.4) calls to court re: scheduling hearing on anonymity protocol (.2); various t/c and emails with P. Bentley and D. Blabey re: status of same (.2)	1.10	605.00
09/16/10	FRIEDMAN, JOSHUA	Review Anonymity Protocol Order	0.10	45.50

GENERAL MOTORS CREDITORS COMMITTEE
068000-00035 (TORT/ASBESTOS ISSUES)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/17/10	MACKSOUD, LAUREN M	Reviewing letter regarding anonymity protocol, conferring with D. Blabey regarding same (.3) conferring with Judge Gerber's clerk regarding asbestos hearing to be set for 9/24 hearing date (.4).	0.70	451.50
09/17/10	BENTLEY, PHILIP	Trade emails with J. Sharret and L. Macksoud re next week's protocol hearing (.3); review ACC's letter to court re protocol (.5), and draft notes re reply (.3).	1.10	874.50
09/17/10	BLABEY, DAVID E	Prepare letter response regarding Anonymity Protocol.	2.30	1,449.00
09/17/10	FRIEDMAN, JOSHUA	Emails w/ L. Macksoud re: anonymity protocol (.1); review ACC letter re: anonymity protocol (.2)	0.30	136.50
09/17/10	SCHMIDT, ROBERT T.	Review corresp re Anonymity protocol response	0.50	387.50
09/17/10	SHARRET, JENNIFER	Emails with P. Bentley and L. Macksoud re: scheduling on anonymity protocol	0.40	220.00
09/19/10	BENTLEY, PHILIP	Review ACC's letter and outline points for response (.9), and T/C C. Mullin and R. Grinberg re same (.6).	1.50	1,192.50
09/20/10	FRIEDMAN, JOSHUA	Research re: anonymity protocol letter (.8); review Debtors anonymity protocol letter (.1); email to D. Blabey and P. Bentley re: same (.1)	1.00	455.00
09/20/10	SCHMIDT, ROBERT T.	Review submissions re anonymity protocol (.4); review FTI report re claim estimate (.7).	1.10	852.50
09/20/10	BENTLEY, PHILIP	Prepare letter brief re 2004 protocol (8.4), discs D. Blabey (.2), J. Sharret (.5) and R. Chaikin (.1) re same, and trade emails with C. Mullin and R. Grinberg (.3) re same.	9.50	7,552.50
09/20/10	SHARRET, JENNIFER	Various t/c and c/f with P. Bentley re: filing of response to anonymity protocol (.5); t/c with R. Chaikin re: anonymity protocol, notice of hearing and coordinating service of anonymity protocol (.4); reviewing notice of hearing on anonymity protocol and email with counsel to ACC re: same (.3); drafting summary of anonymity protocol issue for Committee (.5)	1.70	935.00
09/20/10	TAYLOR, JOEL M.	Review estimation methods	6.10	4,209.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/20/10	CHAIKIN, REBECCA B.	Draft Notice of hearing for anonymity protocol (.3), file same (.2). Review and file anonymity protocol letter (.7), arrange for service of letter and notice of hearing (.2), wait for anonymity protocol letter to be ready to file (1.1); conf J. Sharret re service of letter (.4); conf P. Bentley re same (.1).	3.00	825.00
09/20/10	BLABEY, DAVID E	Draft letter to Court re anonymity protocol (1.8) and review letters from ACC and Debtors (.5).	2.30	1,449.00
09/21/10	BENTLEY, PHILIP	Prep for upcoming hearing on 2004 protocol (1.8) and review docs for same (.9), and discs C. Bates (.7) and D. Blabey (.2) re same; discs M. Meises (.1), J. Sharret (.1), D. Blabey (.1) and T. Swett (.2) re adjournment of protocol hearing and related issues; conf R. Schmidt and J. Sharret re upcoming asbestos settlement negotiations (.3).	4.40	3,498.00
09/21/10	SHARRET, JENNIFER	T/c with P. Bentley and D. Blabey re: anonymity protocol issues (.3); C/f with P. Bentley and R. Schmidt re: asbestos estimation issues (.5); drafting letter to Court re: anonymity protocol (.9).	1.70	935.00
09/21/10	TAYLOR, JOEL M.	Review anonymity protocol correspondence.	1.00	690.00
09/21/10	CHAIKIN, REBECCA B.	List docket numbers for all anonymity protocol-related dockets for Weil agenda. Prepare binder of anonymity protocol documents for Chambers.	0.40	110.00
09/21/10	GREGORY, BRANDON	Deliver courtesy copy of anonymity protocol letter to Chambers	1.50	150.00
09/21/10	SCHMIDT, ROBERT T.	Review submissions re asbestos protocol; o/c P. Bentley re same	0.50	387.50
09/22/10	BENTLEY, PHILIP	Analyze estimation issues (.6), and trade emails re same with D. Blabey, J. Taylor and M. Temkin (.3); analyze Rule 2004 Order issues (.8), and discs D. Blabey (.3) and J. Smolinsky/M. Meises (.3) and trade emails with T. Swett and others (.4) re same.	2.70	2,146.50
09/22/10	BLABEY, DAVID E	Discuss hearing on anonymity protocol with P. Bentley (.6) and prepare letter to Court regarding scheduling of hearing (1.4).	2.00	1,260.00
09/22/10	SHARRET, JENNIFER	Various emails with R. Chaikin and D. Blabey re: anonymity protocol issues	0.30	165.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/22/10	SCHMIDT, ROBERT T.	O/c and email P. Bentley re timing for asbestos estimation	0.20	155.00
09/23/10	BENTLEY, PHILIP	Conf call with court re protocol hearing (.4), prep for same (.4), trade emails with D. Blabey, C. Mullin and R. Grinberg re same (.3), and discs J. Smolinsky (.1) re same; discs A. Philips (.2), R. Schmidt (.1) and D. Blabey (.2) re asbestos estimation timing and related issues; prepare for upcoming settlement negotiations (1.6)	3.30	2,623.50
09/23/10	CHAIKIN, REBECCA B.	File affidavit of service of anonymity protocol letter.	0.20	55.00
09/23/10	BLABEY, DAVID E	Call to Chambers regarding scheduling of anonymity hearing.	0.30	189.00
09/24/10	BENTLEY, PHILIP	Conf call with C. Mullin, R. Grinberg (2.9), and trade emails with C. Mullin, R. Grinberg and D. Blabey (.7) re settlement and merits issues, and analyze same (1.9)	5.50	4,372.50
09/24/10	TAYLOR, JOEL M.	Meeting with D. Blabey and M. Temkin re case status.	0.50	345.00
09/24/10	BLABEY, DAVID E	Meet with J. Taylor and M. Temkin to discuss case status.	0.50	315.00
09/24/10	TEMKIN, MATTHEW C	Meeting with D. Blabey and J. Taylor, discussing background of the case, and the trajectory for the next two months.	0.30	151.50
09/26/10	BENTLEY, PHILIP	Extensive analysis of settlement and merits issues, review docs re same, and prepare outline re same (4.9); trade emails with C. Mullin and R. Grinberg (1.4), and with T. Mayer, J. Sharret and D. Blabey (1.1) re same	7.40	5,883.00
09/27/10	FRIEDMAN, JOSHUA	Review 2004 order (.5); review letters from New GM re: 2004 discovery (.2); draft email to D. Blabey re: same (.9); review asbestos draft memo for Committee (.2)	1.80	819.00
09/27/10	TAYLOR, JOEL M.	Call with P. Bentley re settlement issues; discussion with M. Temkin re same	0.40	276.00
09/27/10	SCHMIDT, ROBERT T.	Review and comment P. Bentley memo re asbestos strategy	1.20	930.00
09/27/10	BLABEY, DAVID E	Discuss memo to Committee on asbestos issues with P. Bentley (.5) and draft sections of memo (1.3).	1.80	1,134.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00035 (TORT/ASBESTOS ISSUES)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/27/10	BENTLEY, PHILIP	Discs D. Blabey (.5), J. Taylor, M. Temkin (.1), and trade multiple emails with C. Mullin, R. Grinberg (.5) and T. Mayer (.2) re asbestos merits and settlement issues, and work on same (1.7); prepare memo to committee re same (3.6).	6.60	5,247.00
09/27/10	MAKINDE, MICHAEL A	Research 363 pleadings re: 524(g) issues for J. Sharret	0.80	232.00
09/27/10	TEMKIN, MATTHEW C	Conference call with P. Bentley, D. Blabey, J. Taylor re: plaintiff settlement strategy with respect to discovery (.2); conversation with J. Taylor about issues discussed on call (.1).	0.30	151.50
09/27/10	SHARRET, JENNIFER	Reviewing draft asbestos memo to the Committee (.6); drafting email to P. Bentley with comments on memo (.4)	1.00	550.00
09/28/10	FRIEDMAN, JOSHUA	Call w/ D. Blabey re: 2004 discovery production	0.20	91.00
09/28/10	MACKSOUD, LAUREN M	Reviewing memo to committee regarding potential asbestos settlement (.6), drafting chart to be annexed to same (.4), conferring with P. Bentley regarding same (.3).	1.30	838.50
09/28/10	BENTLEY, PHILIP	Revisions to memo to committee re analysis of asbestos settlement merits and strategy (7.3); revise 2 annexes to client memo (1.1), and trade emails with J. Sharret and L. Macksoud re same (.7); trade multiple emails re same with T. Mayer, J. Sharret and L. Macksoud (1.1) and with C. Mullin and R. Grinberg (.8) re settlement issues and client memo; prep for tomorrow's committee call re settlement negotiations (.4) and trade emails with M. Williams, C. Mullin and J. Sharret re same (.4).	11.80	9,381.00
09/28/10	TEMKIN, MATTHEW C	Conf. D. Blabey and J. Taylor re new issue re: Plaintiff settlement strategy.	0.20	101.00
09/28/10	SCHMIDT, ROBERT T.	Review asbestos update strategy memo and comment same	0.90	697.50
09/28/10	SHARRET, JENNIFER	Multiple emails and t/c with P. Bentley and L. Macksoud re: asbestos update memo to the Committee	0.50	275.00
09/29/10	FRIEDMAN, JOSHUA	Review asbestos memo for committee	0.40	182.00
09/29/10	BLABEY, DAVID E	Review memo to Committee on asbestos issues.	0.50	315.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00035 (TORT/ASBESTOS ISSUES)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/29/10	BENTLEY, PHILIP	Prep for committee presentation re asbestos settlement negotiations (.9), and conf call C. Mullin, R. Grinberg re same (1.0), discs D. Blabey (.1), R. Schmidt (.1) and J. Sharret (.1) re same; prep for upcoming settlement negotiations (.7).	2.90	2,305.50
09/29/10	SCHMIDT, ROBERT T.	Review final draft of client strategy memo prepared by P. Bentley.	0.40	310.00
09/29/10	SHARRET, JENNIFER	Reviewing asbestos memo	0.40	220.00
09/30/10	MAKINDE, MICHAEL A	Research KL 2004 original Motion and response for M. Temkin.	<u>0.70</u>	<u>203.00</u>
TOTAL			<u>861.70</u>	<u>\$522,094.50</u>

GENERAL MOTORS CREDITORS COMMITTEE
 068000-00039 (363 TRANSACTION: REAL ESTATE ISSUES)

November 15, 2010
 Invoice No. 557576

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
SHARRET, JENNIFER	ASSOCIATE	<u>0.50</u>	<u>252.50</u>
TOTAL		<u>0.50</u>	<u>\$252.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/18/10	SHARRET, JENNIFER	Reviewing documents re: Pontiac North Facility (.2); t/c with Weil re: lease modification for Pond near Pontiac North Facility (.2); email with FTI re: Pontiac North Facility (.1)	<u>0.50</u>	<u>252.50</u>
TOTAL			<u>0.50</u>	<u>\$252.50</u>

GENERAL MOTORS CREDITORS COMMITTEE
068000-00040 (OTHER ASSET SALES AND ANALYSIS)

November 15, 2010
Invoice No. 557576

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
SCHMIDT, ROBERT T.	PARTNER	0.20	155.00
WARREN, CHARLES S	PARTNER	0.30	231.00
ROKEACH, TZVI	SPEC COUNSEL	2.60	1,794.00
SHARRET, JENNIFER	ASSOCIATE	2.10	1,060.50
DAGGAN, CLINTON N	ASSOCIATE	<u>2.90</u>	<u>1,131.00</u>
TOTAL		<u>8.10</u>	<u>\$4,371.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/03/10	SHARRET, JENNIFER	Email to FTI re Pittsburgh sale.	0.20	101.00
06/11/10	SHARRET, JENNIFER	Reviewing motion for Fisker sale (.5); email to T. Rokeach re: Fisker sale documents (.2); email to C. Warren and C. Daggan re Fisker sale environmental issues (.2).	0.90	454.50
06/11/10	DAGGAN, CLINTON N	Review environmental issues of Fisker Sale settlement agreement.	1.20	468.00
06/11/10	ROKEACH, TZVI	Review J. Sharret's e-mail re: Fisker sale agreement.	0.20	138.00
06/14/10	DAGGAN, CLINTON N	Review environmental issues of Fisker Sale purchase agreement (.7). Draft e-mail to C. Warren with marked-up documents re: same (.2).	0.90	351.00
06/14/10	WARREN, CHARLES S	Review environmental provisions of Fisker Agreement.	0.30	231.00
06/15/10	ROKEACH, TZVI	Review and analyze Fisker contract.	0.70	483.00
06/17/10	SHARRET, JENNIFER	T/c with T. Rokeach re: Fisker sale (.1); email with C. Daggan and C. Warren re: environmental issues of Fisker sale (.1)	0.20	101.00
06/18/10	DAGGAN, CLINTON N	Review environmental issues of Fisker Sale agreement (.7), t/c J, Sharret re same (.1).	0.80	312.00

GENERAL MOTORS CREDITORS COMMITTEE
068000-00040 (OTHER ASSET SALES AND ANALYSIS)

November 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/18/10	SHARRET, JENNIFER	T/c with C. Daggan re: Fisker Sale	0.10	50.50
06/21/10	ROKEACH, TZVI	Continue review and analyze Fisker sale contract, exhibits and related motions (1.4); various e-mails to and discussions with J. Sharret re: same (.3).	1.70	1,173.00
06/21/10	SHARRET, JENNIFER	Reviewing email from T. Rokeach and t/c with T. Rokeach re: Fisker Sale (.4); emails with L. Laken of Weil re: Fisker sale questions (.2)	0.60	303.00
06/22/10	SHARRET, JENNIFER	Reviewing email from L. Lakin re: Fisker sale questions	0.10	50.50
06/29/10	SCHMIDT, ROBERT T.	Review pleadings and order re Fisker sale	<u>0.20</u>	<u>155.00</u>
TOTAL			<u>8.10</u>	<u>\$4,371.50</u>

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>AMOUNT</u>
LIBRARIAN	RESEARCH SERVICES	<u>12.80</u>	<u>1,792.00</u>
TOTAL		<u>12.80</u>	<u>\$1,792.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/24/10	LIBRARIAN	Search Courtlink, Lexis etc for case management orders for J. Friedman	0.30	42.00
06/30/10	LIBRARIAN	Retrieve Lexis article for J. Friedman	0.10	14.00
06/30/10	LIBRARIAN	Retrieve Courtlink docket for J. Friedman	0.20	28.00
06/30/10	LIBRARIAN	Retrieve Hein Online article for P. Bentley	0.10	14.00
07/06/10	LIBRARIAN	Pull Westlaw cases for 2004 Motion	0.10	14.00
07/07/10	LIBRARIAN	Pull cases re joint and several liability for J. Friedman.	0.80	112.00
07/08/10	LIBRARIAN	Pull case for L. Macksoud for insurance research.	0.30	42.00
07/08/10	LIBRARIAN	Pull sample motion to strike from Owens case for J. Friedman	0.40	56.00
07/12/10	LIBRARIAN	Litigation searches in MI & DE State courts for asbestos decisions.	0.30	42.00
07/13/10	LIBRARIAN	Asbestos litigation research for J. Friedman.	0.10	14.00
07/20/10	LIBRARIAN	Asbestos litigation research for J. Friedman.	0.10	14.00
07/28/10	LIBRARIAN	Search for the effective date of General Motors Co. Form 10's	0.40	56.00
07/29/10	LIBRARIAN	Pull Lehman Brothers no-action letter regarding suspended reporting for A. Dienstag	0.40	56.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
07/30/10	LIBRARIAN	Pull no action letters for J. Rosensaft	0.20	28.00
08/05/10	LIBRARIAN	Searches regarding Delaware Claims Processing for J. Friedman	0.50	70.00
08/06/10	LIBRARIAN	Pull fee applications for several parties from asbestos bankruptcies for J. Friedman	1.10	154.00
08/06/10	LIBRARIAN	Pull Westlaw cases for R. Chaikin	0.20	28.00
08/06/10	LIBRARIAN	Pull fee applications in Federal Mogul bankruptcy case for J. Friedman and determine if applicants are registered in Delaware.	1.00	140.00
08/09/10	LIBRARIAN	Pull GM SEC Comment letters on Form 10 and releases for A. Dienstag.	0.30	42.00
08/10/10	LIBRARIAN	Pull Debtwire article for J. Sharret	0.10	14.00
08/10/10	LIBRARIAN	GM litigation research for J. Friedman	0.40	56.00
08/11/10	LIBRARIAN	Pull articles/treatises that discuss Exchange Act Rule 12g-3 in the bankruptcy context for M. Fuller	1.00	140.00
08/13/10	LIBRARIAN	Search to see if GM IPO filed and set up watch for T. Mayer	0.20	28.00
08/13/10	LIBRARIAN	Pull SEC filings for A. Webber	0.20	28.00
08/16/10	LIBRARIAN	Pull Lexis comments on proposed regulations for M. Blades	0.20	28.00
08/16/10	LIBRARIAN	Pull filing for J. Sharret	0.10	14.00
08/16/10	LIBRARIAN	Pull docket and documents for D. Laverne	0.30	42.00
08/17/10	LIBRARIAN	Pull Bethlehem Steel documents for J. Sharret	0.40	56.00
08/18/10	LIBRARIAN	Pull GM IPO for T. Mayer	0.10	14.00
08/19/10	LIBRARIAN	Pull Lexis article for C. Duffield	0.10	14.00
09/13/10	LIBRARIAN	Pull filings and documents for J. Sharret	0.20	28.00
09/21/10	LIBRARIAN	Research I.C.H. no-action letter for A. Dienstag	0.50	70.00
09/21/10	LIBRARIAN	Research no-action letters for S. Segal	0.70	98.00
09/22/10	LIBRARIAN	Research trust/1145/ICH issue for S. Segal	0.70	98.00
09/23/10	LIBRARIAN	Pull cases for P. Bentley	0.20	28.00
09/24/10	LIBRARIAN	Pull Mealey's article for P. Bentley	0.10	14.00

GENERAL MOTORS CREDITORS COMMITTEE
RESEARCH SERVICESNovember 15, 2010
Invoice No. 557576

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/27/10	LIBRARIAN	Retrieve Bankruptcy Law Letter article for P. Bentley	0.10	14.00
09/28/10	LIBRARIAN	Pull Lexis articles for J. Sharret	<u>0.30</u>	<u>42.00</u>
TOTAL			<u>12.80</u>	<u>\$1,792.00</u>