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February 6, 2017

VIA E-MAIL AND ECF FILING

The Honorable Martin Glenn
United States Bankruptcy Judge
Southern District of New York
Alexander Hamilton Custom House
One Bowling Green
New York, New York 10004

Re: *Motors Liquidation Company Avoidance Action Trust v. JP Morgan Chase Bank, N.A., et al.*, Case No. 09-00504(MG) (Bankr. S.D.N.Y.)

Dear Judge Glenn:

We represent General Motors LLC (“New GM”) in the above-referenced matter. We write to respond to the letters by the Plaintiff (Docket No. 834) and Defendants (Docket No. 835) in connection with the proposed site visits at New GM production facilities and the suggested protocol for any such visit. New GM looks forward to welcoming the Court to our production facilities in Warren and Lansing. In preparation for such visits, we ask the Court and parties to consider the following three issues.

First, we understand that the parties have proposed that a court reporter accompany the tour to record the proceedings. Given the noise level in our production plants and the fact that the tour will be moving around, we do not believe that it would be practical to have a court reporter attend the tour to record the proceedings. We ask that the Court consider whether, under these circumstances, a court reporter is necessary. Further, the elimination of the court reporter will also decrease the number of people on the tour, which is important to minimize disruption of our processes and to ensure the safety of our visitors and employees alike.

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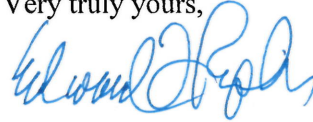
Second, we understand that the parties propose to bring a photographer. We note that, professional photographers attended previous tours of the same facilities in 2016 and took thousands of photographs of the same assets. So it is not clear why a photographer is needed again. As noted, decreasing the number of people on the tour is beneficial for the reasons cited above.

Third, we would like the Court and all parties to know that safety and confidentiality are paramount concerns to us. Therefore, consistent with our 2016 inspection protocols, we expect that participants will likewise comply with all of New GM's usual safety and confidentiality protocols. Further, to ensure that the inspection group is as small as possible while granting the Court the ability to view all of the subject assets, we ask that the Court consider limiting the inspections to necessary Court personnel and two lawyers each for Plaintiff and Defendants.

Finally, since the Lansing Delta facility will not be fully operational on or after May 15 until mid-June, New GM would have a preference to conduct both tours in May while the Lansing Delta location is not fully operational. Of course, New GM will facilitate the tours in April if that is the Court's preference.

Overall, New GM looks forward to welcoming the Court to our production facilities in Warren and Lansing, Michigan.

Very truly yours,



Edward L. Ripley

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