

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

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In re:

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

Chapter 11

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

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

Adversary Proceeding

Plaintiff,

Case No. 09-00504 (MG)

against

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

Defendants.
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**STIPULATION AND [PROPOSED] ORDER PERMITTING THE PARTIES
TO FILE PRE-TRIAL BRIEFS UNDER SEAL**

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

WHEREAS, on April 18, 2016, the Court entered the *Amended Agreed Protective Order* (ECF No. 489) (the “**Amended Agreed Protective Order**”), which governs discovery provided by and to all parties and non-parties in this Action;

WHEREAS, on May 4, 2016, the Court entered an *Order Amending the August 17, 2015 “Order Regarding Discovery and Scheduling” To Provide For Proceedings Concerning Characterization and Valuation of Representative Assets* (ECF No. 547), setting discovery and motion deadlines for additional proceedings addressing the Collateral Identification Issues and

Valuation Principles Issues (as defined in the May 4, 2016 Order) with respect to 40 representative assets selected by the parties (the “**Representative Assets**”), while otherwise leaving the deadlines in the August 17, 2015 Order in effect;

WHEREAS, on December 2, 2016, the Court entered an *Order Amending and Superseding Certain Prior Order Regarding Discovery and Scheduling* (ECF No. 805) (the “**December 2, 2016 Order**”), setting a schedule for trial on the Representative Assets and pre-trial proceedings;

WHEREAS, in accordance with the December 2, 2016 Order, the Parties must file Pre-trial briefs (including all exhibits and appendices thereto) with the Court on March 1, 2017 (the “**Pre-trial Briefs**”);

WHEREAS, the Pre-trial Briefs that will be submitted by the Parties on March 1, 2017, contain information that has been designated by various third parties as Confidential or Outside Attorneys’ Eyes Only (“**OAEO**”);

WHEREAS, paragraph 12 of the Amended Agreed Protective Order requires that “All Confidential or OAEO Discovery Material filed with the Court, and all portions of pleadings, motions or other papers filed with the Court that disclose such Confidential or OAEO Discovery Material, shall be filed under seal with the Clerk of the Court and kept under seal until further order of the Court”;

WHEREAS, counsel for Plaintiff and counsel for the members of the Defendants’ Steering Committee are mindful of the Court’s comments during the December 12, 2016 conference regarding the Court’s desire to address the third-party confidentiality concerns in advance of the Representative Assets trial;

WHEREAS, counsel for Plaintiff and counsel for the members of the Defendants' Steering Committee have met and conferred regarding the filing of the Pre-trial Briefs under seal; and

WHEREAS, good cause exists for temporarily permitting the Parties to file the Pre-trial Briefs under seal to ensure that all third-party confidentiality concerns are addressed before the Court in a timely manner;

IT IS HEREBY STIPULATED AND AGREED, by and among counsel for the undersigned parties, that:

1. On March 1, 2017, the Parties shall serve the Pre-trial Briefs on all Parties to this Action via email, stating that the Pre-Trial Briefs are Confidential under the Amended Agreed Protective Order and attaching a copy of this Stipulation and [Proposed] Order;

2. On March 2, 2017, or within one business day of the Court's so-ordering of this Stipulation, whichever is later, the Parties shall file the Pre-trial Briefs under seal with the Clerk of Court pursuant to the Amended Agreed Protective Order;

3. Within three business days of the Court's so-ordering of this Stipulation, the Parties shall serve on all third-parties who have designated as Confidential or OAEO material contained in the Pre-trial Briefs: (i) a copy of this Stipulation and Order; and (ii) the relevant portions of the Pre-trial Briefs that contain such third party's Confidential or OAEO material;

4. Unless any party or third party files a motion to seal some or all of the Pre-trial Briefs on or before March 20, 2017, the Pre-trial Briefs will cease to be Confidential or OAEO and the Parties will file the Pre-trial Briefs on the Court's electronic docket on March 21, 2017.

5. If any party or third party files a motion to seal portions of the Pre-trial Briefs, after the Court has resolved the motions to seal, the parties will file the Pre-trial Briefs on the Court's electronic docket with any redactions that the Court directs.

Dated: New York, New York
February 28, 2017

New York, New York
February 28, 2017

BINDER & SCHWARTZ LLP

WACHTELL, LIPTON, ROSEN & KATZ

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

By: /s/ Marc Wolinsky
Harold S. Novikoff
Marc Wolinsky
Amy R. Wolf
Emil A. Kleinhaus
Carrie M. Reilly
C. Lee Wilson
51 West 52nd Street
New York, New York 10019
Telephone: (212) 403-1322
Email: HSNovikoff@wlrk.com
Email: MWolinsky@wlrk.com

*Attorneys for Plaintiff Motors
Liquidation Company Avoidance Action
Trust*

KELLEY DRYE & WARREN LLP

John M. Callagy
Nicholas J. Panarella
Martin A. Krolewski
101 Park Avenue
New York, New York 10178
Telephone: (212) 808-7800
Email: jcallagy@kelleydrye.com
Email: npanarella@kelleydrye.com
Email: mkrolewski@kelleydrye.com

*Attorneys for Defendant JPMorgan Chase Bank,
N.A.*

JONES DAY

By: /s/ Bruce Bennet

Bruce Bennett
Erin L. Burke
555 South Flower Street, 50th Floor
Los Angeles, California 90071
Telephone: (213) 489-3939
Email: bbennett@jonesday.com
Email: eburke@jonesday.com

Gregory M. Shumaker
Christopher J. DiPompeo
51 Louisiana Avenue, N.W.
Washington, D.C. 20001
Telephone: (202) 879-3939
Email: gshumaker@jonesday.com
Email: cdipompeo@jonesday.com

MUNGER, TOLLES & OLSON LLP

John W. Spiegel
Matthew A. Macdonald
Bradley R. Schneider
350 South Grand Avenue, 50th Floor
Los Angeles, California 90071
Telephone: (213) 683-9100
Email: john.spiegel@mto.com
Email: matthew.macdonald@mto.com
Email: bradley.schneider@mto.com

Nicholas D. Fram
560 Mission Street, 27th Floor
San Francisco, California 94105
Telephone: (415) 512-4000
Email: nicholas.fram@mto.com

*Attorneys for the Term Loan Lenders Listed on
Appendix A to Dkt. No. 241*

**KASOWITZ BENSON TORRES &
FRIEDMAN LLP**

By: /s/ Andrew K. Glenn
Andrew K. Glenn
Joshua N. Paul
Michelle G. Bernstein
Isaac S. Sasson
1633 Broadway
New York, New York 10019
(212) 506-1700
Email: aglenn@kasowitz.com
Email: jpaul@kasowitz.com
Email: mgenet@kasowitz.com
Email: isasson@kasowitz.com

*Attorneys for the Ad Hoc Group of Term Lenders
listed in Appendix A to Dkt. No. 670*

HAHN & HESSEN LLP

By: /s/ Mark T. Power
Mark T. Power
Alison M. Ladd
488 Madison Avenue
New York, New York 10022
Telephone: (212) 478-7200
Email: mpower@hahnessen.com
Email: aladd@hahnessen.com

*Attorneys for Certain Term Loan Investor
Defendants identified on Exhibit 1 to Dkt. No. 788*

DAVIS POLK & WARDWELL LLP

By: /s/ Elliot Moskowitz
Elliot Moskowitz
Marc J. Tobak
M. Nick Sage
450 Lexington Avenue
New York, New York 10017
Email: elliot.moskowitz@davispolk.com
Email: marc.tobak@davispolk.com
Email: m.nick.sage@davispolk.com

*Attorneys for Defendants Arrowgrass
Master Fund Ltd., Bank of America, N.A.,
Merrill Lynch Capital Services, Inc.,
Baltic Funding, LLC, Barclays Bank PLC,
Grand Central Asset Trust, WAM Series,
Citibank, N.A., Citigroup Financial
Products Inc., Loan Funding XI LLC,
Deutsche Bank AG, Deutsche Bank AG
Cayman Islands Branch, Goldman Sachs
Lending Partners LLC, Goldman Sachs –
ABS Loans 2007 Ltd., Marathon CLO I
Ltd., Marathon CLO II Ltd., Marathon
Financing I, B.V., Morgan Stanley Senior
Funding Inc., Muzinich & Company
(Ireland) Ltd. for the Account of Muzinich
Loan Fund Plus (f/k/a Muzinich &
Company (Ireland) Ltd. for the Account of
Extra Yield \$ Loan Fund), and The Royal
Bank of Scotland plc*

SO ORDERED

Dated: New York, New York
_____, 2017

Martin Glenn
United States Bankruptcy Judge