

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
: MOTORS LIQUIDATION COMPANY, *et al.*, : Case No. 09-50026 (REG)
: f/k/a General Motors Corp., *et al.*, : (Jointly Administered)
: Debtors. :
: :
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**NOTICE OF FILING OF SECOND STIPULATION AND
AGREED ORDER REGARDING SCHEDULING ISSUES
RELATED TO MOTION OF GENERAL MOTORS LLC
(F/K/A GENERAL MOTORS COMPANY) TO ENFORCE SALE ORDER**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. On October 22, 2010, General Motors LLC (“**New GM**”) filed its Motion of General Motors LLC (f/k/a General Motors Company) to Enforce Sale Order (Docket No. 7527, the “**Motion**”).
2. On October 28, 2010, a status conference was held before the Court regarding the Motion at which New GM the International Union, United Automobile, Aerospace, and Agricultural Implement Workers of America (the “**UAW**” and, together with New GM, the “**Parties**”) agreed to, inter alia, establish a schedule for briefing and discovery (if any) limited to the Jurisdictional Issue (as defined below).
3. On October 29, 2010, this Court entered the Memorandum and Order re UAW-New GM Dispute (Docket No. 7607) (the “**Memorandum Order**”) affirming that the Court would decide "whether [it has] exclusive jurisdiction over the underlying controversy and, if so, whether [the Court] should exercise it" (collectively, the “**Jurisdictional Issue**”).

4. On November 9, 2010, this Court entered the Stipulation and Agreed Order Regarding Scheduling Issues Related to Motion of General Motors LLC (f/k/a General Motors Company) to Enforce Sale Order (Docket No. 7704, the “**Stipulation**”).

5. New GM and the UAW have met and conferred and wish to amend the briefing schedule set forth in the Stipulation in certain respects.

6. Pursuant to Rule 9074-1(a) of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York and the instructions of the Court at the status conference held on October 28, 2010 regarding the Motion and as reaffirmed in the Memorandum Order, the UAW hereby files the proposed Second Stipulation And Agreed Order Regarding Scheduling Issues Related To Motion Of General Motors LLC (F/K/A General Motors Company) To Enforce Sale Order attached hereto as **Exhibit A**.

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Dated: January 14, 2011
New York, New York

Respectfully submitted,

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Attorneys for the UAW

Exhibit A

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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

**SECOND STIPULATION AND AGREED ORDER REGARDING SCHEDULING
ISSUES RELATED TO MOTION OF GENERAL MOTORS LLC
(F/K/A GENERAL MOTORS COMPANY) TO ENFORCE SALE ORDER**

General Motors LLC ("**New GM**") and the International Union, United Automobile, Aerospace, and Agricultural Implement Workers of America (the "**UAW**" and, together with New GM, the "**Parties**"), by and through their respective undersigned attorneys, enter into this Stipulation and Agreed Order and state:

WHEREAS, on October 22, 2010, New GM filed its Motion of General Motors LLC (f/k/a General Motors Company) to Enforce Sale Order (Docket No. 7527, the "**Motion**");

WHEREAS, on October 29, 2010, this Court entered the Memorandum and Order re UAW-New GM Dispute (Docket No. 7607) affirming that the Court would decide "whether [it has] exclusive jurisdiction over the underlying controversy and, if so, whether [the Court] should exercise it" (collectively, the "**Jurisdictional Issue**");

WHEREAS, on November 9, 2010, this Court entered the Stipulation and Agreed Order Regarding Scheduling Issues Related to Motion of General Motors LLC (f/k/a General Motors Company) to Enforce Sale Order (Docket No. 7704, the "**Stipulation**"), which

memorialized a briefing schedule agreed upon by the Parties with respect to the Jurisdictional Issue;

WHEREAS, the Parties have met and conferred and wish to amend the briefing schedule set forth in the Stipulation in certain respects, as set forth herein;

NOW, THEREFORE, it is hereby stipulated and agreed by and between the Parties, through their undersigned counsel, that:

1. The UAW shall have until February 28, 2011 to file any reply brief on the Jurisdictional Issue. Such reply brief shall be limited to the issues raised by the UAW and New GM in their opening briefs.

2. New GM shall have until March 21, 2011 to file any sur-reply brief on the Jurisdictional Issue. Such sur-reply brief shall be limited to the issues raised by the UAW in its opening brief and in its reply.

3. Except as expressly modified hereby, the Stipulation remains in full force and effect.

[REMAINDER OF PAGE LEFT INTENTIONALLY BLANK]

IT IS SO ORDERED.

Dated: _____, 2011
New York, New York

UNITED STATES BANKRUPTCY JUDGE

/s/Deborah M. Buell _____
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