

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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

**ORDER GRANTING DEBTORS' 196TH OMNIBUS OBJECTION TO CLAIMS**  
**(Claims for Equity Interests and Duplicative Debt Claims)**

Upon the 196th omnibus objection, dated January 27, 2011 (the “**196th Omnibus Objection**”),<sup>1</sup> of Motors Liquidation Company (f/k/a General Motors Corporation) and its affiliated debtors, as debtors in possession (collectively, the “**Debtors**”), filed pursuant to section 502(b) of title 11, United States Code (the “**Bankruptcy Code**”) and Rule 3007(d) of the Federal Rules of Bankruptcy Procedure, seeking entry of an order that (a) to the extent a proof of claim asserts an equity interest, disallowing and reclassifying the proof of claim as an equity interest and (b) to the extent a proof of claim asserts a claim arising from a debt security, disallowing and expunging the proof of claim as duplicative, all as more fully described in the 196th Omnibus Objection; and due and proper notice of the 196th Omnibus Objection having been provided, and it appearing that no other or further notice need be provided ; and the Court having found and determined that the relief sought in the 196th Omnibus Objection is in the best interests of the Debtors, their estates, creditors, and all parties in interest and that

<sup>1</sup> Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the 196th Omnibus Objection to Claims.

the legal and factual bases set forth in the 196th Omnibus Objection establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED that the relief requested in the 196th Omnibus Objection is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, to the extent a Subject Proof of Claim listed on Exhibit “A” (the “**Order Exhibit**”) assets claims for equity interests, it shall be disallowed and reclassified as an equity interest; and it is further

ORDERED that, if applicable, the 196th Omnibus Objection to Claims is adjourned with respect to the claims listed on the Order Exhibit annexed hereto under the heading “*Objection Adjourned*” to the date indicated on the Order Exhibit, subject to further adjournments (such actual hearing date, the “**Adjourned Hearing Date**”) (the “**Adjourned Claims**”), and the Debtors’ response deadline with respect to the Adjourned Claims shall be 12:00 noon (prevailing Eastern Time) on the date that is three (3) business days before the Adjourned Hearing Date; and it is further

ORDERED that, if applicable, the 196th Omnibus Objection to Claims is withdrawn with respect to the claims listed on the Order Exhibit annexed hereto under the heading “*Objection Withdrawn*”; and it is further

ORDERED that, if applicable, the 196th Omnibus Objection to Claims is withdrawn with respect to the claims listed on the Order Exhibit annexed hereto under the heading “*Claim Withdrawn*” as those claims have been withdrawn by the corresponding claimant; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code and subject to the occurrence of the effective date of the Plan, to the extent a Subject Proof of Claim asserts a claim arising under a Debt Security, it shall be disallowed and expunged; and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of, and all rights to object on any basis are expressly reserved with respect to, any claims listed on Exhibit "A" annexed to the 196th Omnibus Objection that are not disallowed pursuant to this Order, and any of the claims for equity interests that are reclassified as equity interests; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: New York, New York  
March 9, 2011

s/ Robert E. Gerber  
United States Bankruptcy Judge

## Exhibit A

## CLAIMS TO BE DISALLOWED AND EXPUNGED/RECLASSIFIED

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference	CUSIP - Description of Security
ANANT KORADIA 6315 MIDDLEBELT RD W BLOOMFIELD, MI 48322	3215	Motors Liquidation Company		Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442816 - 7.25% Quarterly Interest Bonds due April 15, 2041  Common Stock
Unliquidated						
ANDREAS LABORIUS EHLERBERGSTR 16 38162 CREMLINGEN GERMANY GERMANY	16209	Motors Liquidation Company		Beneficial Bondholder and Equity Interest   Foreign Currency	Pgs. 1-10	XS0171943649 - 8.375% Notes due July 5, 2033  XS0171942757 - 7.25% Notes due July 3, 2013  Common Stock
Unliquidated						
ANNE P TABB TOD JOHN TABB SUBJECT TO STA RULES 12215 MONTEGO PLAZA DALLAS, TX 75230	18731	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P)  \$23,223.01 (U) \$23,223.01 (T)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442758 - 7.25% Senior Notes due February 15, 2052  Common Stock
ASHOK K MEHRA 132 N MONROE ST RIDGEWOOD, NJ 07450	9966	Motors Liquidation Company		Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442717 - 6.25% Series C Convertible Senior Debentures due July 15, 2052  Common Stock
Unliquidated						

(1) In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

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ASHOK MEHRA C/7 VIJAY 132 N MONROE ST RIDGEWOOD, NJ 07450	9962	Motors Liquidation Company		Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442717 - 6.25% Series C Convertible Senior Debentures due July 15, 2033  Common Stock
Unliquidated						
ASHOK MEHRA C/F RYAN 132 N MONROE ST RIDGEWOOD, NJ 07450	9963	Motors Liquidation Company		Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442717 - 6.25% Series C Convertible Senior Debentures due July 15, 2033  Common Stock
Unliquidated						
BERNADETTE D BARTON 71 HOMER LN, APT E AMHERST, NY 14221	15786	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$9,019.86 (U) \$9,019.86 (T)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442BT1 - 8.375% Senior Debentures due July 15, 2033  Common Stock
CEDE & CO ATTN GENERAL COUNSEL 55 WATER STREET NEW YORK, NY 10041	30801	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$10,803.36 (U) \$10,803.36 (T)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	XS0171942757 - 7.25% Notes due July 3, 2013  Common Stock

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Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference	CUSIP - Description of Security
ERWIN & KARIN KOCH TAIVIVEVWEG 37 50374 ERFSTADT DE GERMANY GERMANY	43989	Moters Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	XS0171942757 - 7.25% Notes due July 3, 2013  Common Stock
			\$0.00 (A)			
			\$0.00 (P)			
			\$23,722.88 (U)			
			\$23,722.88 (T)			
ERWIN SEGERER STOCKERHOLZ STR 10 88048 FRIEDRICHSHAFEN GERMANY GERMANY	22956	Moters Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	XS0171943649 - 8.375% Notes due July 5, 2033  Common Stock
			\$0.00 (A)			
			\$0.00 (P)			
			\$13,745.95 (U)			
			\$13,745.95 (T)			
FATHY S MESSIHA 815-40TH AVE S K-141 GRAND FORKS, ND 58201	8543	Moters Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442725 - 7.375% Senior Notes due May 15, 2048  370442774 - 7.25% Senior Notes due July 15, 2041  Common Stock
			\$0.00 (A)			
			\$0.00 (P)			
			\$63,463.57 (U)			
			\$63,463.57 (T)			
GEORGE H HESTER 115 ELM DR HAMMOND, LA 70401	9777	Moters Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442766 - 7.375% Senior Notes due October 1, 2051  Common Stock
			\$0.00 (A)			
			\$0.00 (P)			
			\$20,000.00 (U)			
			\$20,000.00 (T)			

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GERRY L MENDELSON TTEE FBO GERRY MENDELSON REV TR U/A/D 08-15-2005 1512 PALISADE AVE, APT 14 N FORT LEE, NJ 07024	8085	Moters Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442121 - 7.50% Senior Notes due July 1, 2044
			\$0.00 (A)			370442725 - 7.375% Senior Notes due May 15, 2048
			\$0.00 (P)			Common Stock
			\$54,339.64 (U)			
			\$54,339.64 (T)			
Unliquidated						
GUSTAFSON, LORRAINE L 12808 SAGAMORE RD LEAWOOD, KS 66209	11600	Moters Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442717 - 6.25% Series C Convertible Senior Debentures due July 1, 2044
			\$0.00 (A)			Common Stock
			\$0.00 (P)			
			\$5,000.00 (U)			
			\$5,000.00 (T)			
Unliquidated						
HARRIET C BRYANT 8 CANTERBURY DR NEWNAN, GA 30263	794	Moters Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	UNKNOWN - Unknown Bond Holder
			\$0.00 (A)			Common Stock
			\$0.00 (P)			
			\$25,000.00 (U)			
			\$25,000.00 (T)			
Unliquidated						
HENRY & METZ WORMSER 5420 HAMMERSMITH W BLOOMFIELD, MI 48302	29589	Moters Liquidation Company		Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442758 - 7.25% Senior Notes due February 15, 2052
						Common Stock
Unliquidated						

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**CLAIMS TO BE DISALLOWED AND EXPUNGED/RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference	CUSIP - Description of Security
HENRY AND METZ WORMSER 5420 HAMMERSMITH W BLOOMFIELD, MI 98322	29586	Motors Liquidation Company		Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442758 - 7.25% Senior Notes due February 15, 2052  Common Stock
Unliquidated						
HENRY AND METZ WORMSER 5420 HAMMERSMITH DR W BLOOMFIELD, MI 98322	29587	Motors Liquidation Company		Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442758 - 7.25% Senior Notes due February 15, 2052  Common Stock
Unliquidated						
HERMAN, DOROTHY B 5168 CORNERS DR W BLOOMFIELD, MI 48322	44092	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$8,779.08 (U) \$8,779.08 (T)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442766 - 7.375% Senior Notes due October 1, 2051  Common Stock
Unliquidated						

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Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference	CUSIP - Description of Security
HERTA HILLERS KIRCHBUEHL 4 6314 UNRERAEGERI, SWITZERLAND SWITZERLAND	16603	Moters Liquidation Company		Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442BT1 - 8.375% Senior Debentures due July 15, 2033
						XS0171943649 - 8.375% Notes due July 5, 2033
						XS0171942757 - 7.25% Notes due July 3, 2013
						Common Stock
						Foreign Currency
Unliquidated						
JAMES F TRILONE 114 SO 17TH AVE MANVILLE, NJ 08835	30174	Moters Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442717 - 6.25% Series C Convertible Senior Debentures due July 15, 2033
			\$0.00 (A)			Common Stock
			\$0.00 (P)			
			\$2,063.90 (U)			
			\$2,063.90 (T)			
Unliquidated						
JAMES M BRYANT 8 CANTERBURY DR NEWNAN, GA 30263	797	Moters Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	UNKNOWN - Unknown Bond Holder
			\$0.00 (A)			Common Stock
			\$0.00 (P)			
			\$75,000.00 (U)			
			\$75,000.00 (T)			
Unliquidated						
JEAN JOHNSTON 5793 N CRESTWOOD BLVD MILWAUKEE, WI 53209	12881	Moters Liquidation Company		Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442121 - 7.50% Senior Notes due July 1, 2044
						Common Stock
Unliquidated						

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Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference	CUSIP - Description of Security
JOHN J LEONARDO & MARY E LEONARDO JT TEN 815 MULLEN AVE GIBBSTOWN, NJ 08027	16258	Motors Liquidation Company	\$8,000.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442BB0 - 7.20% Notes due January 15, 2011  Common Stock
			\$0.00 (A)			
			\$0.00 (P)			
			\$2,507.00 (U)			
			\$10,507.00 (T)			
JOHNNY O. JORDAN CGM IRA CUSTODIAN 601 PALM PECOS, TX 79772	11101	Motors Liquidation Company	\$134,307.97 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442758 - 7.25% Senior Notes due February 15, 2052  Common Stock
			\$0.00 (A)			
			\$0.00 (P)			
			\$0.00 (U)			
			\$134,307.97 (T)			
JOHNSTON, JEAN E 5793 N CRESTWOOD BLVD MILWAUKEE, WI 53209	12880	Motors Liquidation Company	Unliquidated	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442121 - 7.50% Senior Notes due July 1, 2044  Common Stock
JOSEF AND LORE PRANTL UHRLANDSTR 50 D73770 DENKENDORF GERMANY GERMANY	16563	Motors Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	XS0171943649 - 8.375% Notes due July 5, 2033  XS0171942757 - 7.25% Notes due July 3, 2013  Common Stock
			\$0.00 (A)			
			\$0.00 (P)			
			\$90,910.00 (U)			
			\$90,910.00 (T)			

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Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference	CUSIP - Description of Security
KENNETH A CHETRICK 104-40 QUEENS BLVD APT 21B FOREST HILLS, NY 11375	5623	Motors Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442BB0 - 7.20% Notes due January 15, 2011  Common Stock
			\$0.00 (A)			
			\$0.00 (P)			
			\$61,794.68 (U)			
			\$61,794.68 (T)			
KIMBERLY P BAIR 5534 WHITEHALL RD CAMBRIDGE, MD 21613	30923	Motors Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442AN5 - 9.40% Debentures due July 15, 2021  Common Stock
			\$0.00 (A)			
			\$0.00 (P)			
			\$42,759.84 (U)			
			\$42,759.84 (T)			
Unliquidated						
KORADIA, ANANT T 6315 MIDDLEBELT RD W BLOOMFIELD, MI 48322	3214	Motors Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442816 - 7.25% Quarterly Interest Bonds due April 15, 2041  Common Stock
			\$0.00 (A)			
			\$0.00 (P)			
			\$14,635.44 (U)			
			\$14,635.44 (T)			
KRISTALYN A VAN ASTEN & ERIC M VAN ASTEN JT WROS 1046 EASTMAN LN FOND DU LAC, WI 54935	12879	Motors Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	VARIOUS - Wilmington Trust - 1995 Indenture  Common Stock
			\$0.00 (A)			
			\$0.00 (P)			
			\$14,635.44 (U)			
			\$14,635.44 (T)			

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LEROY C VAUGHT 5535 GLENHILL NE N CANTON, OH 44721	11327	Motors Liquidation Company	\$133,012.25 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442AR6 - 7.40% Debentures due September 1, 2025  Common Stock
			\$0.00 (A)			
			\$133,012.25 (P)			
			\$0.00 (U)			
			\$266,024.50 (T)			
LINDSEY W WILLIAMS & CONA V WILLIAMS JT TEN 1318 SAN MATEO DRIVE PUNTA GORDA, FL 33950	18171	Motors Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442816 - 7.25% Quarterly Interest Bonds due April 15, 2041  Common Stock
			\$0.00 (A)			
			\$0.00 (P)			
			\$10,399.50 (U)			
			\$10,399.50 (T)			
LOIS J WHITE 1402 MCLEAN AVE TOMAH, WI 54660	31457	Motors Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442766 - 7.375% Senior Notes due October 1, 2051  Common Stock
			\$0.00 (A)			
			\$0.00 (P)			
			\$5,025.98 (U)			
			\$5,025.98 (T)			
LYNN WILLIAM HALE CHARLES SCHWAB & CO INC CUST IRA ROLLOVER 4015 HOLLAND AVE APT 102 DALLAS, TX 75219	14637	Motors Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442774 - 7.25% Senior Notes due July 15, 2041  Common Stock
			\$0.00 (A)			
			\$0.00 (P)			
			\$5,562.05 (U)			
			\$5,562.05 (T)			

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MARCO LABORIUS EHLERBERGSTR 16 38162 CREMLINGEN, GERMANY GERMANY	16207	Moters Liquidation Company		Beneficial Bondholder and Equity Interest	Pgs. 1-10	XS0171943649 - 8.375% Notes due July 5, 2033  XS0171942757 - 7.25% Notes due July 3, 2013  Common Stock
				Foreign Currency		
			Unliquidated			
MARJORIE E AND WILLIAM R MORGAN 312 ARDON LANE CINCINNATI, OH 45215	5707	Moters Liquidation Company	\$0.00 (S) \$0.00 (A) \$13,903.25 (P) \$0.00 (U) \$13,903.25 (T)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442758 - 7.25% Senior Notes due February 15, 2052  Common Stock
			Unliquidated			
MARY JONES CHILCOTE 1 BRATENAHL PLACE #1410 CLEVELAND, OH 44108	2227	Moters Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$155,308.00 (U) \$155,308.00 (T)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442717 - 6.25% Series C Convertible Senior Debentures due July  Common Stock

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MCBAINE JR JOHN W 14221 JOEL CT LARGO, FL 33774	65884	Motors Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442121 - 7.50% Senior Notes due July 1, 2044
			\$0.00 (A)			370442758 - 7.25% Senior Notes due February 15, 2052
			\$0.00 (P)			370442816 - 7.25% Quarterly Interest Bonds due April 15, 2041
			\$1,700,000.00 (U)			Common Stock
			\$1,700,000.00 (T)			
Unliquidated						
MICHAEL ZIMMERMANN TRESCKOWSTRASSE 50 20259 HAMBURG GERMANY GERMANY	30955	Motors Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	XS0171942757 - 7.25% Notes due July 3, 2013
			\$0.00 (A)			Common Stock
			\$0.00 (P)			
			\$6,000.00 (U)			
			\$6,000.00 (T)			
Unliquidated						
MIELKE, LEONARD 343 MADRID BLVD PUNTA GORDA, FL 33950	5528	Motors Liquidation Company		Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442774 - 7.25% Senior Notes due July 15, 2041
						Common Stock
Unliquidated						

(1) In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

**CLAIMS TO BE DISALLOWED AND EXPUNGED/RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference	CUSIP - Description of Security
MISS NANCY ELIZABETH SMITH 3939 E NEWLAND DR WEST BLOOMFIELD, MI 48323	64284	Motors Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442717 - 6.25% Series C Convertible Senior Debentures due July 15, 2025  Common Stock
			\$0.00 (A)			
			\$0.00 (P)			
			\$14,004.00 (U)			
			\$14,004.00 (T)			
MR LARRY J SCHULTZ 1440 ROOSEVELT AVE LANSING, MI 48915	21150	Motors Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442725 - 7.375% Senior Notes due May 15, 2048  370442AR6 - 7.40% Debentures due September 1, 2025  370442AZ8 - 6.75% Debentures due May 1, 2028  370442BT1 - 8.375% Senior Debentures due July 15, 2033  370442BW4 - 8.25% Senior Debentures due July 15, 2023  VARIOUS - Wilmington Trust - Unknown  Common Stock
			\$0.00 (A)			
			\$0.00 (P)			
			\$43,588.37 (U)			
			\$43,588.37 (T)			
MR. JOSEPH PALMIERI 17 POLLY DRIVE HUNTINGTON, NY 11743	62763	Motors Liquidation Company		Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442725 - 7.375% Senior Notes due May 15, 2048  370442758 - 7.25% Senior Notes due February 15, 2052  370442766 - 7.375% Senior Notes due October 1, 2051  370442774 - 7.25% Senior Notes due July 15, 2041  Common Stock

Unliquidated

(1) In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

## CLAIMS TO BE DISALLOWED AND EXPUNGED/RECLASSIFIED

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference	CUSIP - Description of Security
NIVES DRAGOZETIC & ROBERT DRAGOZETIC JT TEN 6610 W 87TH PL OAK LAWN, IL 60453	61341	Moters Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442774 - 7.25% Senior Notes due July 15, 2041  Common Stock
			\$0.00 (A)			
			\$0.00 (P)			
			\$32,881.95 (U)			
			\$32,881.95 (T)			
NORTH, JEROME T 305 SASSAFRAS RD BALTIMORE, MD 21221	14164	Moters Liquidation Company		Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442758 - 7.25% Senior Notes due February 15, 2052  370442816 - 7.25% Quarterly Interest Bonds due April 15, 2041  Common Stock
Unliquidated						
PATRICK J HOLDRIETH PO DRAWER 50025 DALLAS, TX 75250	64950	Moters Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442AU9 - 7.70% Debentures due April 15, 2016  Common Stock
			\$0.00 (A)			
			\$0.00 (P)			
			\$19,300.60 (U)			
			\$19,300.60 (T)			
PATRICK SULLIVAN (IRA) FCC AS CUSTODIAN 7729 DRAKE COURT DES MOINES, IA 50325	15152	Moters Liquidation Company	\$28,667.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442121 - 7.50% Senior Notes due July 1, 2044  370442816 - 7.25% Quarterly Interest Bonds due April 15, 2041  Common Stock
			\$0.00 (A)			
			\$0.00 (P)			
			\$0.00 (U)			
			\$28,667.00 (T)			

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(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.



**CLAIMS TO BE DISALLOWED AND EXPUNGED/RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference	CUSIP - Description of Security
RAYMON LEE COOPER 2000 S OCEAN BLVD APT 101 DELRAY BEACH, FL 33483	15647	Motors Liquidation Company		Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442725 - 7.375% Senior Notes due May 15, 2048  Common Stock
Unliquidated						
RENEE MONK-RUFF (ROTH IRA) FCC AS CUSTODIAN 5428 EMERSON RD BROOKSFIELD, FL 34601	62640	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$3,474.40 (U) \$3,474.40 (T)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442766 - 7.375% Senior Notes due October 1, 2051  Common Stock
ROBERT C EISSMAN PO BOX 3 LAKELAND, FL 33802	17357	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$10,250.00 (U) \$10,250.00 (T)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442816 - 7.25% Quarterly Interest Bonds due April 15, 2041  Common Stock
ROBERT H KIMMEL & JANELL M KIMMEL 624 HILL RD HEGINS, PA 17938	62128	Motors Liquidation Company	\$43,135.00 (S) \$0.00 (A) \$0.00 (P) \$2,000.00 (U) \$45,135.00 (T)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442774 - 7.25% Senior Notes due July 15, 2041  Common Stock

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(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

**CLAIMS TO BE DISALLOWED AND EXPUNGED/RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference	CUSIP - Description of Security
ROBERT H MORTON 99 S ARDMORE RD COLUMBUS, OH 43209	13100	Motors Liquidation Company		Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442BB0 - 7.20% Notes due January 15, 2011  Common Stock
Unliquidated						
ROBERT M & JENNIFER J WHITE 2328 SALT WIND WAY MT PLEASANT, SC 29466	20845	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$43,305.23 (U) \$43,305.23 (T)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442717 - 6.25% Series C Convertible Senior Debentures due July 15, 2023  Common Stock
RODGER B LEWIS 545 MCGINNIS RD ACME, PA 15610	10540	Motors Liquidation Company	\$66,734.23 (S) \$0.00 (A) \$0.00 (P) \$0.00 (U) \$66,734.23 (T)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442BW4 - 8.25% Senior Debentures due July 15, 2023  Common Stock
SANTO J DUGHETTI DESIGNATED BENE PLAN/TOD 1358 PINE COURT UNIT 1 SCHERERVILLE, IN 46375	2775	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$23,944.00 (U) \$23,944.00 (T)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442774 - 7.25% Senior Notes due July 15, 2041  Common Stock

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(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

**CLAIMS TO BE DISALLOWED AND EXPUNGED/RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference	CUSIP - Description of Security
SCOTTRADE INC CUST FBO LEONARD W TARPLEY IRA 3325 PEACHTREE ST CORPUS CHRISTI, TX 78410	4198	Motors Liquidation Company	\$3,964.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442691 - 1.50% Series D Convertible Senior Debentures due June
			\$0.00 (A)			
			\$0.00 (P)			
			\$0.00 (U)			
			\$3,964.00 (T)			
SCOTTRADE INC CUST FBO TONI P TARPLEY IRA 3325 PEACHTREE ST CORPUS CHRISTI, TX 78410	4199	Motors Liquidation Company	\$3,964.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442691 - 1.50% Series D Convertible Senior Debentures due June
			\$0.00 (A)			
			\$0.00 (P)			
			\$0.00 (U)			
			\$3,964.00 (T)			
SCOTTRADE INC CUST FBO LEONARD W TARPLEY & TONI P TARPLEY JT TEN 3325 PEACHTREE ST CORPUS CHRISTI, TX 78410	4197	Motors Liquidation Company	\$3,964.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442691 - 1.50% Series D Convertible Senior Debentures due June
			\$0.00 (A)			
			\$0.00 (P)			
			\$0.00 (U)			
			\$3,964.00 (T)			

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(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

**CLAIMS TO BE DISALLOWED AND EXPUNGED/RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference	CUSIP - Description of Security
SOPHIA LABORIUS EHLERBERGSTR 16 38162 CREMLINGEN, GERMANY GERMANY	16208	Motors Liquidation Company		Beneficial Bondholder and Equity Interest	Pgs. 1-10	XS0171943649 - 8.375% Notes due July 5, 2033
						XS0171942757 - 7.25% Notes due July 3, 2013
						Common Stock
						Foreign Currency
Unliquidated						
WERNER KRAMPF WALDSTR.50 D - 64658 FUERTH GERMANY GERMANY	69418	Motors Liquidation Company		Beneficial Bondholder and Equity Interest	Pgs. 1-10	XS0171943649 - 8.375% Notes due July 5, 2033
						XS0171942757 - 7.25% Notes due July 3, 2013
						Common Stock
						Foreign Currency
Unliquidated						
WILLIAM E BAIR 5534 WHITEHALL RD CAMBRIDGE, MD 21613	30924	Motors Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442AZ8 - 6.75% Debentures due May 1, 2028
			\$0.00 (A)			UNKNOWN - Unknown Bond Holder
			\$0.00 (P)			Common Stock
			\$47,752.56 (U)			
			\$47,752.56 (T)			

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**Exhibit A**

**CLAIMS TO BE DISALLOWED AND EXPUNGED/RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference	CUSIP - Description of Security
ZEKI ILGIN & GERALDINE M ILGIN TEN COM 2926 BURGE DRIVE CROWN POINT, IN 46307	17062	Motors Liquidation Company	\$0.00 (S)	Beneficial Bondholder and Equity Interest	Pgs. 1-10	370442816 - 7.25% Quarterly Interest Bonds due April 15, 2041
			\$0.00 (A)			Common Stock
			\$0.00 (P)			
			\$7,623.00 (U)			
			\$7,623.00 (T)			
<b>Claims to be Disallowed and Expunged Totals</b>	<b>63</b>		<b>\$425,748.45 (S)</b>			
			<b>\$0.00 (A)</b>			
			<b>\$146,915.50 (P)</b>			
			<b>\$2,707,187.85 (U)</b>			
			<b>\$3,279,851.80 (T)</b>			

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