

**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)
: :
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ORDER GRANTING DEBTORS' 209TH OMNIBUS OBJECTION TO CLAIMS
(Contingent Co-Liability Claims)

Upon the 209th omnibus objection to expunge certain claims, dated January 28, 2011 (the “**209th Omnibus Objection to Claims**”),¹ 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**”), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and this Court’s order approving procedures for the filing of omnibus objections to proofs of claim filed in these chapter 11 cases (the “**Procedures Order**”) (ECF No. 4180), seeking entry of an order disallowing and expunging the Contingent Co-Liability Claims on the grounds that such claims should be disallowed under section 502(e)(1)(B) of the Bankruptcy Code, all as more fully described in the 209th Omnibus Objection to Claims; and due and proper notice of the 209th Omnibus Objection to Claims having been provided, and it appearing

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the 209th Omnibus Objection to Claims.

that no other or further notice need be provided; and the Court having found and determined that the relief sought in the 209th Omnibus Objection to Claims is in the best interests of the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the 209th Omnibus Objection to Claims 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 209th Omnibus Objection to Claims is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the claims listed on **Exhibit “A”** (the “**Order Exhibit**”) annexed hereto under the heading “*Claims to be Disallowed and Expunged*” are disallowed and expunged from the claims registry; and it is further

ORDERED that, if applicable, the 209th 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 209th 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 209th 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 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 claim listed on Exhibit “A” annexed to the 209th Omnibus Objection to claims under the heading “*Claims to be Disallowed and Expunged*” that is not listed on the Order Exhibit annexed hereto; 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***

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
ASHLAND INC	66746	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
C/O DAVID L RIESER 77 WEST WACKER DRIVE SUITE 4100 CHICAGO, IL 60601			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$2,570,001.05 (Unsecured Claim)	\$0.00 (Unsecured Claim)		
			\$2,570,001.05 (Total Claim)	\$0.00 (Total Claim)		

Official Claim Date: 11/30/2009

Note: Surviving Claim Creditor: CITY OF JANESVILLE, WISCONSIN BY WILLIAM MULLIGAN ESQ, (Claim # 27028)

BORG WARNER INC	16557	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
ATTN THOMAS D LUPO WILLIAMS MONTGOMERY & JOHN LTD 233 S WACKER DR SUITE 6100 CHICAGO, IL 60606			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$1,200,000.00 (Unsecured Claim)	\$0.00 (Unsecured Claim)		
			\$1,200,000.00 (Total Claim)	\$0.00 (Total Claim)		

Official Claim Date: 10/26/2009

Note: Surviving Claim Creditor: NYS DEPARTMENT OF ENVIRONMENTAL CONSERVATION (Claim # 50823)

(1) 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.

Exhibit A***CLAIMS TO BE DISALLOWED AND EXPUNGED***

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)		Modified Priority Status/Reduced Amount		Grounds For Objection	Objection Page Reference
GENERAL ELECTRIC COMPANY	44837	Motors	\$0.00	(Secured Claim)	\$0.00	(Secured Claim)	502(e)(1)(b)	Pgs. 1-15
		Liquidation Company	\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
C/O EHS COUNSEL APPLIANCE PARK, AP2-225 LOUISVILLE, KY 40225 UNITED STATES OF AMERICA			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$1,017,000.00	(Unsecured Claim)	\$215,000.00	(Unsecured Claim)		
			\$1,017,000.00	(Total Claim)	\$215,000.00	(Total Claim)		

Official Claim Date: 11/24/2009

Note: Surviving Claim Creditor: OHIO ENVIRONMENTAL PROTECTION AGENCY (Claim # 50678)

HONEYWELL INTERNATIONAL INC	46499	Motors	\$0.00	(Secured Claim)	\$0.00	(Secured Claim)	502(e)(1)(b)	Pgs. 1-15
		Liquidation Company	\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
ATTN THOMAS BYRNE CHIEF ENVIRONMENTAL COUNSEL 101 COLUMBIA ROAD MORRISTOWN, NJ 07962			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$1,454,688.00	(Unsecured Claim)	\$0.00	(Unsecured Claim)		
			\$1,454,688.00	(Total Claim)	\$0.00	(Total Claim)		

Official Claim Date: 11/25/2009

Note: Surviving Claim Creditor: MICHIGAN DEPARTMENT OF ENVIRONMENT QUALITY (Claim # 60528)

(1) 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.

Exhibit A***CLAIMS TO BE DISALLOWED AND EXPUNGED***

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
MANPOWER INC	66747	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
C/O DAVID L RIESER 77 WEST WACKER DRIVE SUITE 4100 CHICAGO, IL 60601			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$2,570,001.05 (Unsecured Claim)	\$0.00 (Unsecured Claim)		
			\$2,570,001.05 (Total Claim)	\$0.00 (Total Claim)		

Official Claim Date: 11/30/2009

Note: Surviving Claim Creditor: CITY OF JANESVILLE, WISCONSIN BY WILLIAM MULLIGAN ESQ, (Claim # 27028)

MEMBERS OF THE BEMS GENERATOR GROUP	63378	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
JOHN R EMBICK ESQ C/O JOHN R EMBICK PLLC PO BOX 5234 WEST CHESTER, PA 19380			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$1,500.00 (Unsecured Claim)	\$1,500.00 (Unsecured Claim)		
			\$1,500.00 (Total Claim)	\$1,500.00 (Total Claim)		

Official Claim Date: 11/30/2009

Note: Surviving Claim Creditor: NEW JERSEY DEPT OF ENVIRONMENTAL PROTECTION (Claim # 44869)

(1) 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.

Exhibit A***CLAIMS TO BE DISALLOWED AND EXPUNGED***

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)		Modified Priority Status/Reduced Amount		Grounds For Objection	Objection Page Reference
STEPAN COMPANY	1458	Motors Liquidation Company	\$0.00	(Secured Claim)	\$0.00	(Secured Claim)	502(e)(1)(b)	Pgs. 1-15
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
ATTN TIMOTHY W GARVEY ESQ LATSHA DAVIS YOHE & MCKENNA P C 350 EAGLEVIEW BLVD SUITE 100 EXTON, PA 19341			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$10,100,000.00	(Unsecured Claim)	\$554.50	(Unsecured Claim)		
			\$10,100,000.00	(Total Claim)	\$554.50	(Total Claim)		

Official Claim Date: 9/21/2009

Note: Surviving Claim Creditor: NEW JERSEY DEPT OF ENVIRONMENTAL PROTECTION (Claim # 44869)

TECUMSEH PRODUCTS CO (JANESVILLE OLD LANDFILL)	60558	Motors Liquidation Company	\$0.00	(Secured Claim)	\$0.00	(Secured Claim)	502(e)(1)(b)	Pgs. 1-15
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
DEAN FULKERSON PC C/O JAMES K OBRIEN 801 W BIG BEAVER RD STE 500 TROY, MI 48084			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$2,570,000.00	(Unsecured Claim)	\$0.00	(Unsecured Claim)		
			\$2,570,000.00	(Total Claim)	\$0.00	(Total Claim)		

Official Claim Date: 11/27/2009

Note: Surviving Claim Creditor: United States Environmental Protection Agency (Claim # 64064)

(1) 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.

Exhibit A

CLAIMS TO BE DISALLOWED AND EXPUNGED

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
UNITED TECHNOLOGIES CORPORATION ET AL	59873	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
WILLIAM F LEIKIN ESQ, ASST GENERAL COUNSEL UNITED TECHNOLOGIES CORP ONE FINANCIAL PLAZA MS 524 HARTFORD, CT 06103			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$107,996.00 (Unsecured Claim)	\$0.00 (Unsecured Claim)		
			\$107,996.00 (Total Claim)	\$0.00 (Total Claim)		

Official Claim Date: 11/27/2009

Note: Surviving Claim Creditor: NYS DEPARTMENT OF ENVIRONMENTAL CONSERVATION (Claim # 50819)

UNITED TECHNOLOGIES CORPORATION, ON BEHALF OF ITS	59872	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
FORMER SUBSIDIARY ESSEX GROUP INC ATTN: WILLIAM F LEIKIN ESQ ASSISTANT GENERAL COUNSEL			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
UNITED TECHNOLOGIES CORP ONE FINANCIAL PLAZA MS 524 HARTOFRD, CT 06103			\$42,519.00 (Unsecured Claim)	\$0.00 (Unsecured Claim)		
			\$42,519.00 (Total Claim)	\$0.00 (Total Claim)		

Official Claim Date: 11/27/2009

Note: Surviving Claim Creditor: INDIANA DEPARTMENT OF ENVIRONMENTAL MANAGEMENT (Claim # 59181)

CLAIMS TO BE DISALLOWED AND EXPUNGED	10		\$0.00 (Secured Claim)	\$0.00 (Secured Claim)		
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$21,633,705.10 (Unsecured Claim)	\$217,054.50 (Unsecured Claim)		
			\$21,633,705.10 (Total Claim)	\$217,054.50 (Total Claim)		

(1) 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.

Exhibit A**OBJECTION ADJOURNED to 3/29/2011 at 9:45 a.m.**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
ALCOA INC	49512	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
ATTN GENERAL COUNSEL 390 PARK AVENUE NEW YORK, NY 10022			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$0.00 (Unsecured Claim)		
Official Claim Date: 11/25/2009			\$0.00 (Total Claim)	\$0.00 (Total Claim)		

Note: Surviving Claim Creditor: NYS DEPARTMENT OF ENVIRONMENTAL CONSERVATION (Claim # 50831)

BKK JOINT DEFENSE GROUP	36709	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
C/O JAMES J. DRAGNA BINGHAM MCCUTCHEN LLP 355 SOUTH GRAND AVENUE, SUITE 4400 LOS ANGELES, CA 90071			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$35,000,000.00 (Unsecured Claim)	\$35,000,000.00 (Unsecured Claim)		
Official Claim Date: 11/23/2009			\$35,000,000.00 (Total Claim)	\$35,000,000.00 (Total Claim)		

Note: Surviving Claim Creditor: CALIFORNIA DEPARTMENT OF TOXIC SUBSTANCES CONTROL (Claim # 50606)

(1) 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.

Exhibit A**OBJECTION ADJOURNED to 3/29/2011 at 9:45 a.m.**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
DTE ENERGY COMPANY	45632	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
PEPPER HAMILTON LLP C/O THOMAS P WILCZAK 100 RENAISSANCE CENTER SUITE 3600 DETROIT, MI 48243			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$0.00 (Unsecured Claim)		
			\$0.00 (Total Claim)	\$0.00 (Total Claim)		

Official Claim Date: 11/25/2009

Note: Surviving Claim Creditor: MICHIGAN DEPARTMENT OF ENVIRONMENT QUALITY (Claim # 60528)

GENERAL ELECTRIC COMPANY	45635	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
PEPPER HAMILTON LLP C/O THOMAS P WILCZAK 100 RENAISSANCE CENTER SUITE 3600 DETROIT, MI 48243			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$0.00 (Unsecured Claim)		
			\$0.00 (Total Claim)	\$0.00 (Total Claim)		

Official Claim Date: 11/25/2009

Note: Surviving Claim Creditor: MICHIGAN DEPARTMENT OF ENVIRONMENT QUALITY (Claim # 60528)

(1) 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.

Exhibit A**OBJECTION ADJOURNED to 3/29/2011 at 9:45 a.m.**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
GERDAU MACSTEEL	45633	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
PEPPER HAMILTON LLP C/O THOMAS P WILCZAK 100 RENAISSANCE CENTER SUITE 3600 DETROIT, MI 48243			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$0.00 (Unsecured Claim)		
			\$0.00 (Total Claim)	\$0.00 (Total Claim)		

Official Claim Date: 11/25/2009

Note: Surviving Claim Creditor: MICHIGAN DEPARTMENT OF ENVIRONMENT QUALITY (Claim # 60528)

JIS PERFORMING PARTY GROUP	1273	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
BASF CORP BRISTOL MYERS SQUIBB CO ET AL C/O MARY W KOKS, MUNSCH HARDT KOPF HARR PC 700 LOUISIANA #4600 HOUSTON, TX 77002			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$7,053,636.00 (Unsecured Claim)	\$0.00 (Unsecured Claim)		
			\$7,053,636.00 (Total Claim)	\$0.00 (Total Claim)		

Official Claim Date: 9/8/2009

Note: Surviving Claim Creditor: NEW JERSEY DEPT OF ENVIRONMENTAL PROTECTION (Claim # 44869)

(1) 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.

Exhibit A**OBJECTION ADJOURNED to 3/29/2011 at 9:45 a.m.**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
MARION BRAGG GROUP	50145	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
C/O JOHN HANSON BEVERIDGE & DIAMOND PC 1350 I STREET NW SUITE 700 WASHINGTON, DC 20005			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$131,871.00 (Unsecured Claim)	\$0.00 (Unsecured Claim)		
			\$131,871.00 (Total Claim)	\$0.00 (Total Claim)		

Official Claim Date: 11/25/2009

Note: Surviving Claim Creditor: INDIANA DEPARTMENT OF ENVIRONMENTAL MANAGEMENT (Claim # 59181)

MEMBERS OF THE FRONTIER CHEMICAL SITE PRP GROUP AN UNINCORPORATED	43904	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
ASSOCIATION BY ITS CHAIRMAN A TIMOTHY WEBSTER			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
C/O WEBSTER SZANYI LLP 1400 LIBERTY BLDG 424 MAIN STREET BUFFALO, NY 14202			\$1,398,000.00 (Unsecured Claim)	\$0.00 (Unsecured Claim)		
			\$1,398,000.00 (Total Claim)	\$0.00 (Total Claim)		

Official Claim Date: 11/24/2009

Note: Surviving Claim Creditor: NYS DEPARTMENT OF ENVIRONMENTAL CONSERVATION (Claim # 50819)

(1) 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.

Exhibit A**OBJECTION ADJOURNED to 3/29/2011 at 9:45 a.m.**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
MICHELIN NA INC	45636	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
PEPPER HAMILTON LLP C/O THOMAS P WILCZAK 100 RENAISSANCE CENTER SUITE 3600 DETROIT, MI 48243			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$0.00 (Unsecured Claim)		
			\$0.00 (Total Claim)	\$0.00 (Total Claim)		

Official Claim Date: 11/25/2009

Note: Surviving Claim Creditor: MICHIGAN DEPARTMENT OF ENVIRONMENT QUALITY (Claim # 60528)

NIAGARA MOHAWK POWER CORPORATION	50660	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
D/B/A NATIONAL GRID C/O HISCOCK & BARCLAY, LLP ATTN: SUSAN R KATZOFF, ESQ ONE PARK PLACE, 300 SOUTH STATE STREET SYRACUSE, NY 13202 UNITED STATES OF AMERICA			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$10,833,333.34 (Unsecured Claim)	\$23,333.34 (Unsecured Claim)		
			\$10,833,333.34 (Total Claim)	\$23,333.34 (Total Claim)		

Official Claim Date: 11/25/2009

Note: Surviving Claim Creditor: NYS DEPARTMENT OF ENVIRONMENTAL CONSERVATION (Claim # 50831)

(1) 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.

Exhibit A**OBJECTION ADJOURNED to 3/29/2011 at 9:45 a.m.**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
OWENS-ILLINIUS INC	45637	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
PEPPER HAMILTON LLP C/O THOMAS P WILCZAK 100 RENAISSANCE CENTER SUITE 3600 DETROIT, MI 48243 UNITED STATES OF AMERICA			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$84,300.00 (Unsecured Claim)		
			\$0.00 (Total Claim)	\$84,300.00 (Total Claim)		

Official Claim Date: 11/25/2009

Note: Surviving Claim Creditor: MICHIGAN DEPARTMENT OF ENVIRONMENT QUALITY (Claim # 60528)

REYNOLDS METALS COMPANY	49511	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
ATTN GENERAL COUNSEL 390 PARK AVENUE NEW YORK, NY 10022			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$0.00 (Unsecured Claim)		
			\$0.00 (Total Claim)	\$0.00 (Total Claim)		

Official Claim Date: 11/25/2009

Note: Surviving Claim Creditor: NYS DEPARTMENT OF ENVIRONMENTAL CONSERVATION (Claim # 50831)

(1) 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.

Exhibit A**OBJECTION ADJOURNED to 3/29/2011 at 9:45 a.m.**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
ROBERT A GLADSTONE, ON BEHALF OF THE	1225	Motors	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
		Liquidation Company	\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
CLAIMANTS ON EXHIBIT "A" ON ATTACHED STMT OF CLM			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
ROBERT A GLADSTONE, ESQ			\$10,100,554.50 (Unsecured Claim)	\$554.50 (Unsecured Claim)		
SZAFERMAN, LAKIND, BLUMSTEIN & BLADER, PC			\$10,100,554.50 (Total Claim)	\$554.50 (Total Claim)		
101 GROVERS MILL ROAD, SUITE 200						
LAWRENCEVILLE, NJ 08648						

Official Claim Date: 8/24/2009

Note: Surviving Claim Creditor: NEW JERSEY DEPT OF ENVIRONMENTAL PROTECTION (Claim # 44869)

TECUMSEH PRODUCTS COMPANY	45634	Motors	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
		Liquidation Company	\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
PEPPER HAMILTON LLP			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
C/O THOMAS P WILCZAK			\$0.00 (Unsecured Claim)	\$0.00 (Unsecured Claim)		
100 RENAISSANCE CENTER			\$0.00 (Total Claim)	\$0.00 (Total Claim)		
SUITE 3600						
DETROIT, MI 48243						

Official Claim Date: 11/25/2009

Note: Surviving Claim Creditor: MICHIGAN DEPARTMENT OF ENVIRONMENT QUALITY (Claim # 60528)

(1) 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.

Exhibit A**OBJECTION ADJOURNED to 3/29/2011 at 9:45 a.m.**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
THE QUAKER OATS COMPANY	66214	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
ATTN LARS S JOHNSON ESQ VP - QTG/PCNA PATENT & ENVIRONMENTAL LAW PEPSICO CHICAGO 555 W MONROE ST MAIL CODE 11-12 CHICAGO, IL 60661			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$2,570,001.05 (Unsecured Claim)	\$0.00 (Unsecured Claim)		
			\$2,570,001.05 (Total Claim)	\$0.00 (Total Claim)		

Official Claim Date: 11/30/2009

Note: Surviving Claim Creditor: CITY OF JANESVILLE, WISCONSIN BY WILLIAM MULLIGAN ESQ, (Claim # 27028)

WASTE-STREAM, INC	66754	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
ATTN: GENERAL COUNSEL (RE: POTSDAM SITE) C/O CASELLA WAST SYSTEMS, INC 25 GREENS HILL LN RUTLAND, VT 05701 UNITED STATES OF AMERICA			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$30,920,000.00 (Unsecured Claim)	\$0.00 (Unsecured Claim)		
			\$30,920,000.00 (Total Claim)	\$0.00 (Total Claim)		

Official Claim Date: 11/30/2009

Note: Surviving Claim Creditor: NYS DEPARTMENT OF ENVIRONMENTAL CONSERVATION (Claim # 50831)

OBJECTION ADJOURNED	16		\$0.00 (Secured Claim)	\$0.00 (Secured Claim)		
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$98,007,395.89 (Unsecured Claim)	\$35,108,187.84 (Unsecured Claim)		
			\$98,007,395.89 (Total Claim)	\$35,108,187.84 (Total Claim)		

(1) 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.

Exhibit A**OBJECTION WITHDRAWN**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
SCP CARLSTADT PRP GROUP	43878	Motors Liquidation Company	\$0.00 (Secured Claim)	\$0.00 (Secured Claim)	502(e)(1)(b)	Pgs. 1-15
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
C/O WILLIAM L. WARREN DRINKER BIDDLE & REATH LLP 105 COLLEGE ROAD EAST P.O. BOX 627 PRINCETON, NJ 08542 UNITED STATES OF AMERICA			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$60,958.00 (Unsecured Claim)	\$81,869.00 (Unsecured Claim)		
			\$60,958.00 (Total Claim)	\$81,869.00 (Total Claim)		

Official Claim Date: 11/24/2009

Note: Surviving Claim Creditor: NEW JERSEY DEPT OF ENVIRONMENTAL PROTECTION (Claim # 44869)

OBJECTION WITHDRAWN**1**

\$0.00 (Secured Claim)	\$0.00 (Secured Claim)
\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)
\$0.00 (Priority Claim)	\$0.00 (Priority Claim)
\$60,958.00 (Unsecured Claim)	\$81,869.00 (Unsecured Claim)
\$60,958.00 (Total Claim)	\$81,869.00 (Total Claim)

(1) 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.