

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' 192ND OMNIBUS OBJECTION TO CLAIMS
(Duplicative Debt Claims from Different Series of Debt)

Upon the 192nd omnibus objection, dated January 27, 2011 (the “**192nd Omnibus Objection**”),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**”) and Rule 3007(d) of the Federal Rules of Bankruptcy Procedure, seeking entry of an order that disallowing and expunging certain proofs of claim as duplicative, all as more fully described in the 192nd Omnibus Objection; and due and proper notice of the 192nd 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 192nd Omnibus Objection 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 192nd Omnibus Objection establish just cause for the relief

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the 192nd Omnibus Objection to Claims.

granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED that the relief requested in the 192nd Omnibus Objection 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 in their entirety subject to the occurrence of the effective date of the Plan; and it is further

ORDERED that, if applicable, the 192nd 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 192nd 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 192nd 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 192nd 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: **March 31, 2011**
New York, New York

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)	Grounds For Objection	Objection Page Reference	CUSIP - Description of Security
BEATE KREMBZOW STEINKLEESTRA E 20 A 60435 FRANKFURT GERMANY	23532	Motors Liquidation Company	\$0.00 (S)	Multiple Bondholder	Pgs. 1-10	370442BQ7 - 7.375% Senior Notes due May 23, 2048
			\$0.00 (A)			
			\$0.00 (P)			
			\$44,000.00 (U)			
			\$44,000.00 (T)			
BEATE KREMBZOW STEINKLEESTRA E 20 A 60435 FRANKFURT GERMANY	28649	Motors Liquidation Company	\$0.00 (S)	Multiple Bondholder	Pgs. 1-10	370442BQ7 - 7.375% Senior Notes due May 23, 2048
			\$0.00 (A)			
			\$0.00 (P)			
			\$44,000.00 (U)			
			\$44,000.00 (T)			
CAROLINE JOISTEN STEINKLEESTRA E 20 A 60435 FRANKFURT GERMANY	23531	Motors Liquidation Company	\$0.00 (S)	Multiple Bondholder	Pgs. 1-10	370442BQ7 - 7.375% Senior Notes due May 23, 2048
			\$0.00 (A)			
			\$0.00 (P)			
			\$27,600.00 (U)			
			\$27,600.00 (T)			

(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.

Exhibit A

CLAIMS TO BE DISALLOWED AND EXPUNGED						
Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference	CUSIP - Description of Security
CAROLINE JOISTEN STEINKLEESTRA E 20 A 60435 FRANKFURT 60435 FRANKFURT GERMANY	28648	Motors Liquidation Company	\$0.00 (S)	Multiple Bondholder	Pgs. 1-10	370442BQ7 - 7.375% Senior Notes due May 23, 2048
			\$0.00 (A)			
			\$0.00 (P)			
			\$27,600.00 (U)			
			\$27,600.00 (T)			
HANNA KJAER-GREGER BUEDINGER STRASSE 7 60435 FRANKFURT/M GERMANY	23086	Motors Liquidation Company	\$0.00 (S)	Multiple Bondholder	Pgs. 1-10	370442BQ7 - 7.375% Senior Notes due May 23, 2048
			\$0.00 (A)			
			\$0.00 (P)			
			\$122,000.00 (U)			
			\$122,000.00 (T)			
HANNA KJAER-GREGER BUEDINGER STRASSE 7 60435 FRANKFURT/M GERMANY	25297	Motors Liquidation Company	\$0.00 (S)	Multiple Bondholder	Pgs. 1-10	370442BQ7 - 7.375% Senior Notes due May 23, 2048
			\$0.00 (A)			
			\$0.00 (P)			
			\$122,000.00 (U)			
			\$122,000.00 (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.

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CLAIMS TO BE DISALLOWED AND EXPUNGED						
Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference	CUSIP - Description of Security
HILDE LUKAT AM ALTEN HAFEN 115 27568 BREMERHAVEN GERMANY	23080	Motors Liquidation Company	\$0.00 (S)	Multiple Bondholder	Pgs. 1-10	370442BQ7 - 7.375% Senior Notes due May 23, 2048
			\$0.00 (A)			
			\$0.00 (P)			
			\$52,500.00 (U)			
			\$52,500.00 (T)			
HILDE LUKAT AM ALTEN HAFEN 115 27568 BREMERHAVEN GERMANY	23302	Motors Liquidation Company	\$0.00 (S)	Multiple Bondholder	Pgs. 1-10	370442BQ7 - 7.375% Senior Notes due May 23, 2048
			\$0.00 (A)			
			\$0.00 (P)			
			\$52,500.00 (U)			
			\$52,500.00 (T)			
PHILIP JOISTEN STEINKLEESTRA E 20 A 60435 FRANKFURT GERMANY	23530	Motors Liquidation Company	\$0.00 (S)	Multiple Bondholder	Pgs. 1-10	370442BQ7 - 7.375% Senior Notes due May 23, 2048
			\$0.00 (A)			
			\$0.00 (P)			
			\$29,500.00 (U)			
			\$29,500.00 (T)			
PHILIP JOISTEN STEINKLEESTRA E 20 A 60435 FRANKFURT GERMANY	28647	Motors Liquidation Company	\$0.00 (S)	Multiple Bondholder	Pgs. 1-10	370442BQ7 - 7.375% Senior Notes due May 23, 2048
			\$0.00 (A)			
			\$0.00 (P)			
			\$29,500.00 (U)			
			\$29,500.00 (T)			

(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.

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

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference	CUSIP - Description of Security
Claims to be Disallowed and Expunged Totals	10		\$0.00 (S)			
			\$0.00 (A)			
			\$0.00 (P)			
			\$551,200.00 (U)			
			\$551,200.00 (T)			

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