

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

-----X
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

**NOTICE OF MATTERS SCHEDULED
FOR HEARING ON MARCH 3, 2011 AT 9:45 A.M.**

Location of Hearing: United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton U.S. Custom House, before the Honorable Robert E. Gerber, United States Bankruptcy Judge, Courtroom 621, One Bowling Green, New York, NY 10004-1408

I. CONTESTED MATTER

A. Confirmation of Debtors' Amended Joint Chapter 11 Plan

Objections to Confirmation

1. M-Heat Investors, LLC's and Chapter 7 Trustee of Micro-Heat, Inc.'s Joint Objection to Confirmation of Debtors' Plan (**ECF No. 9022**)
2. JPMorgan Chase Bank, N.A., as Agent, Objection to Confirmation of Debtors' Plan (**ECF No. 9110**)
3. Town of Salina's Objection to Confirmation of Debtors' Plan (**ECF No. 9197**)
4. NCR Corporation's Objection to Confirmation of Debtors' Plan (**ECF No. 9198**)
5. California Department of Toxic Substances Control Objection to Confirmation of Debtors' Plan (**ECF No. 9199**)
6. Centerpoint Associates, LLC's Objection to Confirmation of Debtors' Plan (**ECF No. 9201**)

7. Objection to Confirmation of Debtors' Plan by Appaloosa Management L.P., Aurelius Capital Management, LP, Elliott Management Corporation, and Fortress Investment Group LLC (collectively, the "**Nova Scotia Noteholders**") (**ECF No. 9202**)
 - a. Supplement to Nova Scotia Noteholders' Objection to Confirmation of Debtors' Plan (**ECF No. 9460**)
8. Onondaga County's Objection to Confirmation of Debtors' Plan (**ECF No. 9203**)
9. Allstate Insurance Company's Objection to Confirmation of Debtors' Plan (**ECF No. 9206**)
 - a. Supplement to Allstate Insurance Company's Objection to Confirmation of Debtors' Plan (**ECF No. 9467**)
10. Joinder to Nova Scotia Noteholders' Objection to Confirmation of Debtors' Plan filed by Anchorage Capital Master Offshore Ltd, Canyon-GRF Master Fund, L.P., Canyon Value Realization Fund L.P., CSS, LLC, CQS Directional Master Fund Inc., KIVU Investment Fund Limited, Knighthead Master Fund, LP, LMA SPC for and on behalf of MAP 84, Lyxor/Canyon Realization Fund, Ltd., Onex Debt Opportunity Fund, Ltd., Redwood Master Fund Ltd, and The Canyon Value Realization Master Fund, L.P. (**ECF No. 9207**)
 - a. Amended Order for Failure to Comply with Bankruptcy Rule 2019 (**ECF No. 9205**)
11. State of New York's Objection to Confirmation of Debtors' Plan (**ECF No. 9208**)
12. New United Motor Manufacturing, Inc.'s Objection to Confirmation of Debtors' Plan (**ECF No. 9259**)
13. Objection to Confirmation of Debtors' Plan filed by Green Hunt Wedlake, Inc., Trustee of General Motors Nova Scotia Finance Company (**ECF No. 9272**)
 - a. Supplement to Objection to Confirmation of Debtors' Plan filed by Green Hunt Wedlake, Inc., Trustee of General Motors Nova Scotia Finance Company (**ECF No. 9461**)

Statements In Support of Confirmation of Debtors' Plan

1. Debtors' Memorandum of Law in Support of Confirmation of Amended Joint Chapter 11 Plan and Response to Objections to Plan (**ECF No. 9389**)
2. Declaration of Thomas A. Morrow in Support of Confirmation of Debtors' Amended Joint Chapter 11 Plan (**ECF No. 9419**)
3. Official Committee of Unsecured Creditors' Statement in Support of the Debtors' Plan and Declaration of Anna Phillips in Support (**ECF No. 9420**)
4. The United States of America's Statement in Support of Environmental Provisions of Debtors' Plan, Response to Public Comment and Joinder in Debtors' Request for Approval of the Environmental Response Trust Consent Decree and Settlement Agreement (**ECF No. 9311**)
5. The United States of America's Statement in Support of Environmental Provisions of Debtors' Plan, Response to Public Comment and Joinder in Debtors' Request for Approval of the Priority Order Site Settlement Agreements (**ECF No. 9312**)
6. Future Claimants' Representative's Memorandum of Law in Support of Confirmation Debtors' Plan (**ECF No. 9338**)
7. Limited Response of Wilmington Trust Company as Indenture Trustee to the Objections of (I) the California Department of Toxic Substances Control, (II) the State of New York, and (III) the Town of Salina to the Debtors' Plan (**ECF No. 9390**)
 - a. Supplement to Limited Response of Wilmington Trust Company as Indenture Trustee to the Objections of (I) the California Department of Toxic Substances Control, (II) the State of New York, and (III) the Town of Salina to the Debtors' Plan (**ECF No. 9503**)

Additional Documents:

8. Debtors' Amended Joint Chapter 11 Plan (**ECF No. 8015**)

9. Order (I) Approving Notice of Disclosure Statement Hearing; (II) Approving Disclosure Statement; (III) Establishing a Record Date; (IV) Establishing Notice and Objection Procedures for Confirmation of the Plan; (V) Approving Notice Packages and Procedures for Distribution thereof; (VI) Approving the Forms of Ballots and Establishing Procedures for Voting on the Plan; and (VII) Approving the Forms of Notices to Non-Voting Classes Under the Plan, dated December 8, 2010 (**ECF No. 8043**)

10. Affidavit of Service of Patrick M. Leathem, sworn to on January 14, 2011, of the (1) Disclosure Statement for Debtors' Amended Joint Chapter 11 Plan dated December 8, 2010, with all exhibits, including, among other documents, the Debtors' Amended Joint Chapter 11 Plan, with all exhibits thereto; (2) Order (I) Approving Notice of Disclosure Statement Hearing; (II) Approving Disclosure Statement; (III) Establishing a Record Date; (IV) Establishing Notice and Objection Procedures for Confirmation of the Plan; (V) Approving Notice Packages and Procedures for Distribution Thereof; (VI) Approving the Forms of Ballots and Establishing Procedures for Voting on the Plan; and (VII) Approving the Forms of Notices to Non-Voting Classes under the Plan; (3) Notice of (I) Approval of Disclosure Statement; (II) Establishment of Record Date; (III) Hearing on Confirmation of the Plan and Procedures for Objecting to Confirmation of the Plan; and (IV) Procedures and Deadline for Voting on the Plan; (4) Letter from Official Committee of Unsecured Creditors dated December 10, 2010; (5) Notice of Deadline for Filing Administrative Proofs of Claim; (6) a customized Ballot for Accepting or Rejecting Amended Joint Chapter 11 Plan of Motors Liquidation Company (f/k/a General Motors Corporation) and Its Affiliated Debtors for Class 3 (General Unsecured Claims), together with a postage prepaid return envelope; (7) a Master Ballot for Accepting or Rejecting Amended Joint Chapter 11 Plan of Motors Liquidation Company (f/k/a General Motors Corporation) and its Affiliated Debtors for Class 5 (Asbestos Personal Injury Claims), together with a return envelope; (8) a non-customized individual Ballot for Accepting or Rejecting Amended Joint Chapter 11 Plan of Motors Liquidation Company (f/k/a General Motors Corporation) and Its Affiliated Debtors for Class 5 (Asbestos Personal Injury Claims); (9) Notice of Non-Voting Status to Unimpaired Classes: Class 1 (Secured Claims), Class 2 (Priority Non-Tax Claims), and Class 4 (Property Environmental Claims); and (10) Notice of Non-Voting Status to Impaired Class: Class 6 (Equity Interests in MLC) (**ECF No. 8607**)

11. Affidavit of Publication of Debra Wolther, sworn to on January 18, 2011, of the Notice of (I) Approval of Disclosure Statement; (II) Establishment of Record Date; (III) Hearing on Confirmation of the Plan and Procedures for Objecting To Confirmation of the Plan; (IV) Procedures and Deadline for Voting on the Plan; and (V) Administrative Expense Claim Bar Date (**ECF No. 8673**)
 - a. Amended Affidavit of Publication of Debra Wolther, sworn to on January 21, 2011, of Notice of (I) Approval of Disclosure Statement; (II) Establishment of Record Date; (III) Hearing on Confirmation of the Plan and Procedures for Objecting To Confirmation of the Plan; (IV) Procedures and Deadline for Voting on the Plan; and (V) Administrative Expense Claim Bar Date (**ECF No. 8788**)
 - b. Amended Affidavit of Publication of Debra Wolther, sworn to on February 16, 2011, of Notice of (I) Approval of Disclosure Statement; (II) Establishment of Record Date; (III) Hearing on Confirmation of the Plan and Procedures for Objecting To Confirmation of the Plan; (IV) Procedures and Deadline for Voting on the Plan; and (V) Administrative Expense Claim Bar Date (**ECF No. 9277**)
12. Affidavit of Service of Jane Sullivan, sworn to on January 6, 2011, of Solicitation Documents to Holders of Debt Securities (**ECF No. 8449**)
 - a. Supplemental Affidavit of Service of Jane Sullivan, sworn to on February 21, 2011, of Solicitation Documents to Holders of Debt Securities (**ECF No. 9327**)
13. Declaration of Jeffrey S. Stein of the Garden City Group, Inc. Certifying the Methodology for the Tabulation of Votes on and Results of Voting with Respect to the Debtors' Amended Joint Chapter 11 Plan (**ECF No. 9439**)
 - a. Supplemental Declaration of Jeffrey S. Stein of the Garden City Group, Inc. Certifying the Methodology for the Tabulation of Votes on and Results of Voting with Respect to the Debtors' Amended Joint Chapter 11 Plan (**ECF No. 9508**)
14. Declaration of Jane Sullivan of Epiq Bankruptcy Solutions, LLC Regarding Voting On, and Tabulation of, Ballots Accepting and Rejecting the Debtors' Amended Joint Chapter 11 Plan, with Respect to Class 3 Debt Securities (**ECF No. 9449**)

15. Debtors' Plan Supplements (**ECF No. 9309**)
16. Notice of (I) Filing of Revised GUC Trust Agreement and (II) Official Committee of Unsecured Creditors' Filing Relating Thereto and In Further Support of the Debtors' Amended Joint Chapter 11 Plan (**ECF No. 9477**)
17. Administrative Order re: Conduct of Confirmation Hearing (**ECF No. 9428**)

Status: This matter is going forward.

II. UNCONTESTED MATTERS

- A. Motion of Debtors for Entry of an Order Pursuant to Bankruptcy Rules 9006(b) and 9027 Enlarging the Time Within Which to File Notices of Removal of Related Proceedings (**ECF No. 9296**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents: None to date.

Status: This matter is going forward.

- B. Motion of the Debtors for Entry of an Order Pursuant to 11 U.S.C. § 365 Authorizing the Debtors to Assume and Assign Certain Contracts to the Environmental Response Trust Conditioned On and As of the Effective Date (**ECF No. 9297**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents: None to date.

Status: This matter is going forward.

III. ADJOURNED MATTERS

- A. Debtors' Objection to Administrative Proof of Claim No. 70842 filed by New United Motor Manufacturing, Inc. ("NUMMI") (ECF No. 9423)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents: None to date.

Status: This matter will be adjourned to March 9, 2011 at 9: 45 a.m. NUMMI and the Debtors agree that the size of NUMMI's administrative expense request should not be a bar to the Debtors' ability to confirm their chapter 11 Plan.

Dated: New York, New York
March 1, 2011

/s/ Joseph H. Smolinsky

Harvey R. Miller
Stephen Karotkin
Joseph H. Smolinsky

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

Attorneys for Debtors
and Debtors in Possession