

JONES DAY  
222 East 41st Street  
New York, New York 10017  
Telephone: (212) 326-3939  
Facsimile: (212) 755-7306  
Richard H. Engman

- and -

JONES DAY  
North Point  
901 Lakeside Avenue  
Cleveland, Ohio 44114  
Telephone: (216) 586-3939  
Facsimile: (216) 579-0212  
Heather Lennox  
Ryan T. Routh

Proposed Attorneys for Debtors  
and Debtors in Possession

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

-----X	:	
In re	:	Chapter 11
	:	
Metaldyne Corporation, <i>et al.</i> ,	:	Case No. 09-13412 (MG)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----X		

**NOTICE OF FINAL HEARING ON CERTAIN MOTIONS OF DEBTORS  
AND DEBTORS IN POSSESSION FOR WHICH INTERIM RELIEF WAS GRANTED**

**PLEASE TAKE NOTICE THAT:**

1. A hearing has been scheduled (the "Hearing") to consider the following motions (collectively, the "Motions"), filed by the above-captioned debtors and debtors in possession (collectively, the "Debtors") upon which the Court granted interim relief after the first day hearing on May 29, 2009:

- (a) Motion of Debtors and Debtors in Possession For Interim and Final Orders Pursuant to Sections 361, 362, 363, 364 and 510 of the Bankruptcy Code and Rule 4001 of the Federal Rules of Bankruptcy Procedure  
(A) Authorizing the Debtors to (I) Use Cash Collateral of the Prepetition Secured Lenders, (II) Obtain Postpetition Financing and (III) Provide Adequate Protection to the Prepetition Secured Lenders, (B) Authorizing Debtors to Enter Into, and Approving, An Accommodation Agreement with Certain Customers and (C) Providing Notice and Scheduling Final Hearing (Docket No. 29);
- (b) Motion of Debtors and Debtors in Possession, Pursuant to Sections 105(a), 363, 507(a)(4), 507(a)(5), 541(b)(7) and 541(d) of the Bankruptcy Code, for an Order Authorizing Them To Pay: (A) Prepetition Regular Employee and Independent Contractor Wages, Salaries and Related Items, (B) Prepetition Regular Employee and Independent Contractor Business Expenses; (C) Prepetition Contributions to, and Benefits Under, Employee Benefit Plans, (D) Prepetition Regular Employee Payroll Deductions and Withholdings; (E) Prepetition Additional Workforce Costs; and (F) All Costs and Expenses Incident to the Foregoing Payments and Contributions (Docket No. 9);
- (c) Motion of Debtors and Debtors in Possession, Pursuant to Sections 105(a) and 363(b) of the Bankruptcy Code, for an Order: (A) Authorizing the Debtors to (I) Continue Their Existing Workers' Compensation Programs and (II) Pay Certain Prepetition Workers' Compensation Premiums, Claims and Related Expenses; and (B) Granting Certain Related Relief (Docket No. 10);
- (d) Motion of Debtors and Debtors in Possession, Pursuant to Sections 105(a), 363(b) and 503(b)(9) of the Bankruptcy Code, for Interim and Final Orders Authorizing Them to Pay the Prepetition Claims of Certain Essential Suppliers and Administrative Claimholders and Granting Certain Related Relief (Docket No. 12);
- (e) Motion of Debtors and Debtors in Possession, Pursuant to Sections 105 and 363 of the Bankruptcy Code, for Interim and Final Orders Authorizing Them to Pay the Prepetition Claims of (I) Certain Potential Lienholders and (II) Certain Tooling Suppliers (Docket No. 13);
- (f) Motion of Debtors and Debtors in Possession, Pursuant to Sections 105 and 363 of the Bankruptcy Code, for Interim and Final Orders Authorizing Them to Pay the Prepetition Claims of Certain Foreign Vendors (Docket No. 14);

- (g) Motion of Debtors and Debtors in Possession, Pursuant to Sections 105(a) and 363 of the Bankruptcy Code, for an Order Authorizing Them to Honor or Pay Prepetition Obligations to Their Customers and for Related Relief (Docket No. 17);
- (h) Motion of Debtors and Debtors in Possession, Pursuant to Sections 105(a), 363(b), 507(a) and 541 of the Bankruptcy Code, Authorizing Them to Pay Certain Prepetition Taxes (Docket No. 18);
- (i) Motion of Debtors and Debtors in Possession for Interim and Final Orders Authorizing Them to (A) Pay Installments Under the Insurance Premium Finance Agreements and (B) Enter into New Premium Finance Agreements in the Ordinary Course of Business (Docket No. 19); and
- (j) Motion of Debtors and Debtors in Possession, Pursuant to Sections 345, 363(c)(1) and 503(b)(1) of the Bankruptcy Code, for Interim and Final Orders: (A) Approving the Continued Use of Their Cash Management System, Bank Accounts and Business Forms; (B) Granting Approval of Investment and Deposit Guidelines; (C) Authorizing Banks Participating in the Debtors' Cash Management System to Honor Certain Transfers and Charge Certain Fees and Other Amounts; (D) Permitting Continued Intercompany Transactions and Granting Administrative Expense Status to Postpetition Intercompany Claims; and (E) Preserving and Permitting the Exercise of Intercompany Setoff Rights (Docket No. 24).

The Hearing shall be held before the Honorable Martin Glenn, United States Bankruptcy Judge, in Room 501 of the United States Bankruptcy Court, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004, on **June 22, 2009 at 10:00 a.m. (ET)**.

2. Objections, if any, to the relief sought in the Motions must be made in writing, with two hard copies to Chambers, conform to the Federal Rules of Bankruptcy Procedure and the Local Rules for the United States Bankruptcy Court for the Southern District of New York and be filed with the Bankruptcy Court and must be served on: (a) the Office of the United States Trustee for the Southern District of New York, Manhattan Office, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Paul Schwartzberg, Esq. and Richard Morrissey, Esq.) and (b) (i) Metaldyne Corporation, 47603 Halyard Drive, Plymouth, Michigan 48170 (Attn: David McKee, Gen. Counsel); (ii) Jones Day, 222 East 41st Street, New York, New York 10017 (Attn: Richard Engman, Esq.); and (iii) Jones Day, North Point, 901 Lakeside Avenue, Cleveland, Ohio 44114-1190 (Attn: Heather Lennox, Esq.), not later than **4:00 p.m.**

**(ET) on June 15, 2009** (the "Objection Deadline").

3. If no objections are timely filed and served with respect to a particular Motion, the Debtors shall, on or after the Objection Deadline, submit to the Court a final order substantially in the form attached to such Motion, which order shall be submitted and may be entered with no further notice or opportunity to be heard offered to any party.

4. Copies of the Motions may be obtained from the Court's website at <http://ecf.nysb.uscourts.gov> or, free of charge, at [www.bmcgroup.com/metaldyne](http://www.bmcgroup.com/metaldyne).

Dated: June 1, 2009  
New York, New York

Respectfully submitted,

/s/ Ryan T. Routh

Richard H. Engman

JONES DAY

222 East 41st Street

New York, New York 10017

Telephone: (212) 326-3939

Facsimile: (212) 755-7306

- and -

Heather Lennox

Ryan T. Routh

JONES DAY

North Point

901 Lakeside Avenue

Cleveland, Ohio 44114

Telephone: (216) 586-3939

Facsimile: (216) 579-0212

**PROPOSED ATTORNEYS FOR DEBTORS  
AND DEBTORS IN POSSESSION**