

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

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In re : Chapter 11  
Oldco M Corporation :  
(f/k/a Metaldyne Corporation, *et al.*) : Case No. 09-13412 (MG)  
Debtors. : (Jointly Administered)  
: :  
: X  
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**ORDER APPROVING AGREEMENT BETWEEN DEBTORS  
AND DEBTORS IN POSSESSION AND ERWIN AND BETTY BILLIG**

This Order is presented to the Court in connection with the settlement agreement (the "Settlement Agreement"), dated January 29, 2010, between the above-captioned debtors and debtors in possession (collectively, the "Debtors") and Erwin and Betty Billig (together, the "Claimants").

**RECITALS**

- A. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334.
- B. This is a core proceeding pursuant to 28 U.S.C. § 157(b).
- C. Notice of the Notice of Presentment of Order for Approval of Agreement Between Debtors and Debtors in Possession and Erwin and Betty Billig (the "Notice of Presentment") was sufficient under the circumstances.

**ORDER**

**NOW, THEREFORE**, it is hereby ordered that:

1. The Debtors are authorized to enter into and perform under the Settlement Agreement attached to the Notice of Presentment as Exhibit 1.
2. Claim number 1553 is allowed as an unsecured nonpriority claim in favor of Erwin Billig in the amount of \$2,969,000.
3. Claim number 1554 is hereby deemed withdrawn.
4. This Court shall retain jurisdiction to resolve all matters relating to the implementation of this Order.
5. The Debtors and their claims and noticing agent, The BMC Group, Inc., and the Clerk of this Court are authorized to take any and all actions that are necessary or appropriate to give effect to this Order.

Dated: New York, New York  
February 17, 2010

/s/ Martin Glenn  
UNITED STATES BANKRUPTCY JUDGE