

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

In re: ) Chapter 11  
)  
Oldco M Corporation ) Case No. 09-13412 (MG)  
(f/k/a) Metaldyne Corporation, et al. )  
) (Jointly Administered)  
Debtors. )

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**EIGHTH MONTHLY PROFESSIONAL FEE STATEMENT OF FOLEY & LARDNER  
LLP, CONFLICTS AND SPECIAL COUNSEL FOR THE DEBTORS**

Fee Statement No. 8  
Reporting Period: January 1, 2010 – January 31, 2010  
Total Fees For Period \$16,259.00  
80% of Total Fees \$13,007.20  
100% of Expenses \$281.82

***Total Fees/Expenses Requested for Fee Statement: \$13,289.02***

**A. Background Information**

1. Name of Professional making request: **Foley & Lardner LLP**
2. Date of Filing of Chapter 11 Petition: **May 28, 2009**
3. Date of entry of Order approving employment of professional: **June 22, 2009** (*nunc pro tunc to Petition Date*)

**B. Summary of Fees and Expenses for Period**

Fees:

Asset Analysis and Recovery	1.4 hours	\$551.00
Asset Disposition	8.1 hours	\$3,851.00
Business Operations	9.8 hours	\$5,954.00
Case Administration	0.5 hours	\$94.50
Fee/Employment Applications	17.7 hours	\$3,950.50
Plan and Disclosure Statement	1.6 hours	\$1,080.00
Tax Issues	1.2 hours	\$778.00
<b>Total Fees</b>	<b>40.3 hours</b>	<b>\$16,259.00</b>

Expenses: \$281.82

**C. Professional Billing Summary**

<b>Timekeeper</b>	<b>Initials</b>	<b>Title</b>	<b>Hours</b>	<b>Rate</b>	<b>Dollars</b>
Judy A. O'Neill	JAO	Partner	13.4	\$675.00	\$9,045.00
John B. Palmer	JBPA	Partner	0.4	\$595.00	\$238.00
Joanne Lee	JLEE	Associate	9.3	\$410.00	\$3,813.00
Rebecca A. Navin	RAN	Associate	0.5	\$315.00	\$157.50
Robert Nederhood	RN	Associate	1.3	\$305.00	\$396.50
Joanna C. Kahan	JOKA	Paralegal	0.3	\$185.00	\$55.50
Katherine E. Hall	KEHA	Paralegal	0.8	\$195.00	\$156.00
Veronica L. Crabtree	VLC	Paralegal	14.3	\$167.66	\$2,397.50
<b>Totals</b>			<b>40.3</b>	<b>Blended Rate: \$403.45</b>	<b>\$16,259.00</b>

Prior Fee Statements Filed:

Date	Period Covered	Requested		Status
		Fees	Expenses	
07/09/2009	05/27- 06/30/09	\$115,948.50	\$2,687.17	Payment received for 90% fees and 100% expenses
08/11/2009	07/01- 07/31/09	\$34,836.50	\$972.49	Payment received for 90% fees and 100% expenses
09/11/2009	08/01 - 08/31/09	\$65,247.00	\$2,162.80	Payment received for 90% fees and 100% expenses
10/19/2009	09/1 - 09/30/09	\$72,521.50	\$232.52	Payment received for 80% fees and 100% expenses
11/24/2009	10/1 – 10/31/09	\$118,409.50	\$317.03	Payment received for 80% fees and 100% expenses
12/9/2009	11/1 – 11/30/09	\$29,395.00	\$476.48	Payment received for 80% fees and 100% expenses
01/15/2010	12/1 – 12/31/09	\$8,785.50	\$322.85	Payment received for 80% fees and 100% expenses

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LLP, CONFLICTS AND SPECIAL COUNSEL FOR THE DEBTORS**

In accordance with this Court's Order, Pursuant to Section 105(a) and 331 of the Bankruptcy Code, Bankruptcy Rule 2016(a) and Local Bankruptcy Rule 2016-1, Establishing Procedures for Interim Monthly Compensation for Professionals (Docket No. 287) (the "Interim Compensation Order"), Foley & Lardner LLP ("Foley" or the "Firm"), conflicts counsel to the above-captioned debtors and debtors in possession (collectively, the "Debtors"), hereby submits its Eighth Monthly Statement of Services Rendered and Expenses Incurred for the Period January 1, 2010 Through January 31, 2010 (the "Statement Period").

**Itemization of Services Rendered and Disbursements Incurred**

1. Attached hereto as Exhibit A are the time records of the Firm, which contains detailed daily time logs describing the work performed by each Foley professional during the Statement Period in tenths of an hour, organized chronologically by project category, as well as a summary of the types of expenses for which reimbursement is sought. Detailed itemization of such expenses is also included on Exhibit A.

### **Total Fees and Expenses Sought for the Statement Period**

2. The total amount sought for this Statement Period for fees for professional services rendered is \$16,259.00 and the total sought for reimbursement of expenses incurred is \$281.82.

3. Pursuant to the Interim Compensation Order, the Firm seeks payment of \$13,289.02 from the Debtors for the Statement Period (the "Interim Amount"), representing 80% of Foley's total fees for services rendered and 100% of the total disbursements incurred.

4. To the best of Foley's knowledge, this Application complies with sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedures, the Guidelines adopted by the Office of the United States Trustee, and Local Bankruptcy Rule 2016-1.

### **Notice and Objection Procedures**

5. In accordance with the Interim Compensation Order, this Statement has been served upon the following parties (collectively, as further defined in the Interim Compensation Order, the "Notice Parties"): (a) the Debtors, c/o Metaldyne Legal Department 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 (Attn: Heather Lennox, Esq.); (iv) Reed Smith LLP, 499 Lexington Avenue, New York, New York 10022 (Attn: Kurt F. Gwynne, Esq.); (v) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Paul Schwartzberg, Esq. and Richard Morrissey, Esq.); (vi) Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 10004 (Attn: Benjamin Lewis, Esq.); and (vii) White & Case, 1155

Avenue of the Americas, New York, New York 10036 (Attn: Scott Greissman, Esq.). Foley submits that no further notice is required.

6. Pursuant to the Interim Compensation Order, objections to this Statement, if any, must be served upon the Notice Parties, including Foley, within fifteen days after service of this Statement (the "Objection Deadline"), setting forth the nature of the objection and the specific amount of fees or expenses at issue.

7. If no objections to the Statement are received on or before the Objection Deadline, the Debtors will pay to Foley 80% of the fees and 100% of the expenses identified in the Statement.

8. To the extent an objection to the Statement is received on or before the Objection Deadline, the Debtors will withhold payment of that portion of the Statement to which the objection is directed and will promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing.

### **Certification**

I have reviewed the foregoing Application and to the best of my knowledge, information and belief, (a) the facts set forth therein are true and correct; (b) the fees and disbursements sought fall within the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases and the UST Guidelines, except as may be specifically noted in this certification and described in the fee application; (c) the fees and disbursements sought are billed at rates and in accordance with practices

customarily employed by the Firm; and (d) the Firm does not make any profit on the service rendered by this Firm or any contracted third parties.

Dated: February 19, 2010

FOLEY & LARDNER LLP

/s/ Judy A. O'Neill  
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*Conflicts and Special Counsel to the Debtors*