

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

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In re	: Chapter 11
	:
Oldco M Corporation	: Case No. 09-13412 (MG)
(f/k/a Metaldyne Corporation), <i>et al.</i> ,	:
	: (Jointly Administered)
Debtors.	:
	:
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**ORDER GRANTING FINAL APPLICATIONS OF HURON CONSULTING SERVICES
LLC FOR ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES**

Upon consideration of the Third Interim and Final Application of Huron Consulting Services LLC, Financial Advisors to the Official Committee of Unsecured Creditors, for Allowance of Compensation for Professional Services Rendered and Necessary Expenses (the “Final Application”) for the period commencing June 9, 2009 through March 30, 2010 seeking final compensation for professional services rendered and reimbursement of actual and necessary expenses incurred in connection therewith in the above-captioned chapter 11 cases; and a hearing (the “Hearing”) having been held before this Court to consider the Final Application on October 27, 2010; and notice having been given pursuant to Federal Rules of Bankruptcy Procedure 2002(a)(7) and (c)(2); and

IT IS HEREBY FOUND AND DETERMINED THAT:

- A. The Court has jurisdiction to consider the Final Application and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334.
- B. Notice of the Final Application and the Hearing on the Final Fee Application was good and sufficient.
- C. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

D. Venue for proceedings on the Final Application is proper pursuant to 28 U.S.C. § 1409.

E. The compensation requested in the Final Application is reasonable.

F. The reimbursement for expenses detailed in the Final Application represent reimbursements for actual and necessary expenses incurred by the professional in connection with these cases.

G. The legal and factual bases set forth in the Final Application and at the Hearing establish just cause for the relief granted herein.

IT IS HEREBY ORDERED THAT:

1. The Final Application is GRANTED on a final basis as set forth herein.
2. Pursuant to an agreement between applicant and the Office of the United States Trustee, the applicant agreed to reduce the expenses sought in it Final Application by \$303.29.
3. To the extent that any of the amounts set forth herein have not been paid, the Oldco M Distribution Trust (the "Trust") is authorized and directed to pay the applicant the sums set forth in Schedule "1" under the column headings "Fees to be Paid to the Extent Currently Unpaid," and "Expenses Awarded" except as otherwise provided herein.
4. Schedule "2" of this Order shall reflect an accurate account of all fees paid and expenses paid as approved in the First Interim Order, Second Interim Order and this Order.

Dated: New York, New York
December 10, 2010

/s/Martin Glenn
MARTIN GLENN
United States Bankruptcy Judge

SCHEDULE 1

CURRENT FEE PERIOD: Third Interim Fee Period (January 1, 2010 through March 30, 2010)

CASE NUMBER: 09-13412 (MG)

CASE NAME: Oldco M Corporation (f/k/a Metaldyne Corporation), *et al.*

<u>APPLICANT</u>	<u>DATE/ DOCUMENT NO. OF APPLICATION</u>	<u>FEE REQUESTED</u>	<u>FEE REDUCTION</u>	<u>FEE AWARDED</u>	<u>FEE PREVIOUSLY HELD BACK TO BE RELEASED</u>	<u>FEE TO BE PAID TO THE EXTENT CURRENTLY UNPAID</u>	<u>EXPENSE REQUESTED</u>	<u>EXPENSE REDUCTION</u>	<u>EXPENSE AWARDED</u>
Huron Consulting Services, LLC	5/26/10 No. 1567	\$28,987.50 [Third]	\$250.00 [Third]	\$28,737.50 [Third]	\$14,990.61 ¹	\$28,737.50 [Third]	\$22.28 [Third]	\$0.00 [Third]	\$22.28 [Third]

Initials: MG USBC

Date: December 10, 2010

¹ Pursuant to an agreement between applicant and the Office of the United States Trustee, the applicant agreed to reduce the expenses sought in it Final Application by \$303.29.

SCHEDULE 2

ALL FEE PERIODS: Third Interim Fee Period (January 1, 2010 through March 30, 2010)

CASE NUMBER: 09-13412 (MG)

CASE NAME: Oldco M Corporation (f/k/a Metaldyne Corporation), *et al.*

<u>APPLICANT</u>	<u>DATE/ DOCUMENT NO. OF APPLICATION</u>	<u>FEES PAID¹</u>	<u>EXPENSES PAID²</u>
Huron Consulting Services, LLC	1st: 11/6/09, No. 961 2nd: 2/19/10, No. 1365 3 rd and Final: 5/26/10 No. 1567	\$374,025.49	\$7,149.81

¹ Fees Paid includes “Fees to be Paid to the Extent Currently Unpaid” from Schedule 1 of the First Interim Order, “Fees to be Paid to the Extent Currently Unpaid” from Schedule 1 of the Second Interim Order and “Fees to be Paid to the Extent Currently Unpaid” from Schedule 1 of this Order.

² Expenses Paid includes “Expenses Awarded” from Schedule 1 of the First Interim Order, “Expenses Awarded” from Schedule 1 of the Second Interim Order and “Expenses Awarded” from Schedule 1 of this Order.