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**Hearing Date: October 11, 2011**  
**Time: 3:00 p.m. ET**

**Objection Deadline: October 4, 2011**  
**at 4 p.m. ET**

Counsel for the individual trustees Gary Conley,  
Richard Davis, Douglas Guerdat, and Nora Quinn  
and the Proposed Auto Retiree VEBA Trust (Ohio,  
Michigan, Wisconsin)

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re

Oldco M Corporation  
(f/k/a Metaldyne Corporation, *et al.*,  
Debtors.

Chapter 11

Case No. 09-13412 (MG)

(Jointly Administered)

**NOTICE OF HEARING ON MOTION BY INDIVIDUAL TRUSTEES AND THE  
PROPOSED AUTO RETIREE VEBA TRUST FOR ORDER ESTABLISHING A  
VOLUNTARY EMPLOYEE BENEFIT ASSOCIATION TO OFFER RETIREE GROUP  
BENEFITS ELIGIBLE FOR THE HEALTH COVERAGE TAX CREDIT**

**PLEASE TAKE NOTICE THAT** on October 11, 2011, at 3:00 p.m. prevailing Eastern Time., or as soon thereafter as the matter may be heard, the above-captioned Court will hold a hearing on the concurrently filed motion (the “**Motion**”) by the individual trustees Gary Conley, Richard Davis, Douglas Guerdat, and Nora Quinn and the proposed Auto Retiree VEBA Trust (Ohio, Michigan, Wisconsin) (“**Auto VEBA Trust**”) for an order from this Court under Bankruptcy Code Section 105 and Internal Revenue Code Section 35(e)(1)(K), to authorize the Auto VEBA Trust to form as a voluntary employee benefit association (a “**VEBA**”) to offer

group health, prescription drug, dental, and vision care benefits eligible for the 65% federal subsidy in the form of the Health Coverage Tax Credit (“**HCTC**”) to retirees from the Debtors and other auto part companies where retired workers’ pension plans have been terminated and trusted by the Pension Benefit Guaranty Corporation.

As discussed therein, the Motion requests that this Court enter the proposed order in the form attached thereto authorizing formation of the Auto VEBA Trust as a VEBA to roll out an HCTC-eligible group benefit for retirees of the Debtors and their spouses, dependants and survivors, and similarly situated retirees from other auto parts companies headquartered in Michigan, Ohio, or Wisconsin whose pension plans have been terminated and trusted by the PBGC. The requested order will allow retirees and their dependants who have already lost much of their pensions to save, collectively, millions of dollars through federal tax subsidies for their critical health care benefits, and may reduce costs and administrative burdens on the successor by asset purchase from the Debtors for years into the future, in the form of fewer retirees requesting COBRA continuation coverage.

**PLEASE TAKE FURTHER NOTICE THAT** any objection to the Motion must be filed and served by October 4, 2011 at 4:00 p.m. prevailing Eastern Time. and should conform to the Federal Rules of Bankruptcy Procedure, Bankruptcy Local Rules of the Court, and the Administrative Order, Pursuant To Rule 1015(c) Of The Federal Rules Of Bankruptcy Procedure, Establishing Case Management And Scheduling Procedures issued by the Court in this proceeding on June 5, 2009.

Dated: September 12, 2011

FARELLA BRAUN + MARTEL LLP

By: /s/ \_\_\_\_\_  
Dean M. Gloster

Counsel for the individual trustees Gary  
Conley, Richard Davis, Douglas Guerdat, and  
Nora Quinn and the Proposed Auto Retiree  
VEBA Trust (Ohio, Michigan, Wisconsin)