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Proposed Attorneys for Debtors
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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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

**SUPPLEMENTAL DISCLOSURE OF JONES DAY WITH
RESPECT TO APPLICATION OF DEBTORS AND DEBTORS IN
POSSESSION, PURSUANT TO SECTIONS 327(a), 328(a) AND 329(a)
OF THE BANKRUPTCY CODE, BANKRUPTCY RULES 2014(a)
AND 2016(b) AND LOCAL BANKRUPTCY RULES 2014-1 AND 2016-1,
FOR AN ORDER AUTHORIZING THEM TO RETAIN AND EMPLOY
JONES DAY AS COUNSEL, *NUNC PRO TUNC* AS OF THE PETITION DATE**

TO THE HONORABLE
UNITED STATES BANKRUPTCY JUDGE:

Jones Day, counsel to the above-captioned debtors and debtors in possession (collectively, the "Debtors"), hereby supplements its previous disclosure in connection with its representation of the Debtors in these chapter 11 cases. In support of this Supplemental Disclosure, Jones Day respectfully represents as follows:

Background

1. On May 27, 2009 (the "Petition Date"), the Debtors filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"). By an order entered on May 29, 2009, the Debtors' chapter 11 cases have been consolidated for procedural purposes only and are being jointly administered. The Debtors are authorized to continue to operate their businesses and manage their properties as debtors in possession, pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. On June 4, 2009, the United States Trustee appointed, pursuant to section 1102 of the Bankruptcy Code, an official committee of unsecured creditors (Docket No. 129).

3. Metaldyne Corporation ("Metaldyne") is a wholly-owned subsidiary of Metaldyne Holdings LLC ("Metaldyne Holdings"), which, in turn, is a wholly-owned subsidiary of Asahi Tec Corporation ("Asahi Tec"), a Japanese corporation. RHJ International S.A. ("RHJI"), a corporation formed under the laws of Belgium and listed on the Euronext exchange, presently holds approximately 60.1% of the outstanding capital stock of Asahi Tec. Debtor MD Products Corp. ("MD Products") is a New York corporation. Metaldyne is the direct or indirect parent of MD Products, each of the other Debtors and each of the Debtors' nondebtor subsidiaries (collectively, the "Metaldyne Companies").

4. The Metaldyne Companies are leading global manufacturers of highly engineered metal components for the global light vehicle market, are market leaders for many of the products they sell and are among the 50 largest auto parts suppliers in North America. The Metaldyne Companies operate through two business units, the Powertrain segment and the Chassis segment. The Metaldyne Companies' products are used in cars, vans, sport-utility vehicles, light trucks, heavy trucks and other vehicles. The Metaldyne companies provide content for the majority of the light vehicles manufactured in North America.

5. Prior to the Petition Date, after exploring a number of restructuring alternatives, the Debtors received interest from various parties in a purchase of certain of the assets of their Chassis segment and interest from other parties in a purchase of the majority of the assets of their Powertrain segment. Prior to the Petition Date, the Debtors entered into letters of intent to sell these two groups of assets and have executed an asset purchase agreement for the sale of one of these business segments. The Debtors are also exploring the sale of certain of their other facilities.

6. For the fiscal year ended March 29, 2009, the Metaldyne Companies recorded annual revenue of approximately \$1.32 billion, of which approximately \$782 million was from sales of the Debtors. As of March 29, 2009, utilizing book values, the Metaldyne Companies had assets of approximately \$977 million and liabilities of approximately \$927 million. As of the Petition Date, the Metaldyne Companies have approximately 4,450 employees, of which approximately 2,500 are employees of the Debtors.

Jones Day's Retention and the Prior Disclosures

7. On May 28, 2009, the Debtors filed the Application of Debtors and Debtors in Possession Pursuant to Sections 327(a), 328(a) and 329(a) of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016(b) and Local Bankruptcy Rule 2014-1 for an Order

Authorizing Them to Retain and Employ Jones Day as Counsel, Nunc Pro Tunc as of the Petition Date (Docket No. 44) (the "Application"). A hearing at which the Debtors will request that the Court grant the relief requested by the Application on a final basis is scheduled for June 22, 2009.

8. This Supplemental Disclosure supplements the disclosure (the "Prior Disclosure") made regarding Jones Day's representation of the Debtors in the Declaration of Heather Lennox dated May 28, 2009 (the "Declaration") submitted in support of the Application and attached thereto as Exhibit A.

Prior Conflict Searches

9. In connection with the Prior Disclosure, Jones Day researched its client database for the previous two years to determine whether it had any relationships with a variety of entities (collectively, the "Prior Conflict Searches"), as set forth in the Declaration.

10. The identities of the entities included in the Prior Conflict Searches were set forth in the Prior Disclosure. To the extent that the Prior Conflict Searches indicated that Jones Day had been within two years or currently was employed by any of the entities identified in the Prior Conflict Searches in matters unrelated to these chapter 11 cases, the identities of those entities were set forth in the Prior Disclosure.

Continuing and Supplemental Disclosure

11. As part of its ongoing disclosure responsibilities under Rule 2014 of the Federal Rules of Bankruptcy Procedure, and recognizing that the Prior Disclosure may require updating due to, among other things, the involvement of additional entities in the Debtors' chapter 11 cases that were not included in the Prior Conflict Searches, Jones Day supplemented its Prior Conflict Searches.

12. In connection therewith, Jones Day researched its client database for the past two years (the "Supplemental Conflicts Search") to determine whether any entities not identified in the Prior Disclosure — because they (a) were unknown to Jones Day as of the Petition Date or (b) may have taken a role in matters relating to these chapter 11 cases since the Petition Date — are current or former clients of Jones Day (collectively, the "Additional Parties"). The Additional Parties are identified on Schedule 1 attached hereto and incorporated herein by reference.

13. To the extent that the Supplemental Conflicts Search indicated that Jones Day has been or currently is employed by any of the Additional Parties in matters unrelated to these chapter 11 cases, the identities of those entities (to the extent not previously disclosed in the Prior Disclosure) are set forth on Schedule 2 attached hereto and incorporated herein by reference. Jones Day does not represent any of the Additional Parties or any of the entities identified in the Prior Conflict Searches in matters relating to the Debtors or their chapter 11 cases. The Additional Parties identified on the attached Schedule 1 and the disclosures contained in the attached Schedule 2 were prepared based on information available as of June 15, 2009. Further disclosures based on subsequent information will be made in future supplemental disclosures as appropriate.

14. In addition to these disclosures, Jones Day discloses that, in mid to late June 2009, Lisa Laukitis will join Jones Day as a partner in its New York office. Ms. Laukitis joined Jones Day from the New York office of Kirkland & Ellis LLP ("Kirkland"). While with Kirkland, Ms. Laukitis represented one of the potential purchasers of the Debtors' business units in negotiations with respect to a letter of intent for that business unit. Due to this prior

representation, Ms. Laukitis will be screened from participation in any work on behalf of the Debtors.

Disinterestedness

15. To the best of its knowledge, information and belief, and other than in connection with these chapter 11 cases, Jones Day has no connection with the Debtors, their creditors, the U.S. Trustee or any other party with an actual or potential interest in these chapter 11 cases, or their respective attorneys or accountants, except as set forth herein, in the Schedules hereto or in the Prior Disclosure.

16. To the best of its knowledge, information and belief, Jones Day represents no interest adverse to the Debtors or their respective estates in the matters for which it has been retained in these chapter 11 cases. Jones Day thus believes that it continues to be a "disinterested person," as defined in section 101(14) of the Bankruptcy Code. The Debtors, however, constitute a multinational enterprise with thousands of creditors and other relationships, as Jones Day is an international firm with more than 2,300 lawyers in 32 offices. Consequently, although every reasonable effort has been made to discover and eliminate the possibility of any conflicts, including the efforts outlined herein and in the Prior Disclosure, Jones Day is unable to state with certainty whether every client representation or other connection has been disclosed. In this regard, if Jones Day discovers additional information that requires disclosure, Jones Day will file an additional supplemental disclosure with the Court as promptly as possible.

Dated: June 17, 2009

/s/ Heather Lennox

Heather Lennox

JONES DAY

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ONE OF THE PROPOSED ATTORNEYS
FOR DEBTORS AND DEBTORS IN
POSSESSION

Filed by:

/s/ Ryan T. Routh

Ryan T. Routh

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SCHEDULE 1

SUPPLEMENTAL SCHEDULE 1

Metaldyne Corp., *et al.*

Interested Parties

Parties in Litigation with the Debtors

BFS Machine Shop
Dimplex Thermal Solution
Dinsmore Welding & Fabrication, Inc.
Don Brogan & Sons Concrete Co.
Ellwood Texas Forge Navasota, LLC
Higbee Welding, Inc.
Hurst, Inc.
Reliance Machine Company
Ruffner Enterprises, Inc.
Solution Recovery Services, LLC
Toledo Metal Spinning Company

Debtors' Customers

AM General LLC

Debtors' Suppliers

Duraflex
Ferguson Integrated Services
GKN plc
Linamar Corporation
MAHLE Industries, Inc.
P.J. Wallbank Springs, Inc.
Triple E Corporation
Valentine LLC

Parties to Collective Bargaining Agreements

United Steel, Paper and Forestry, Rubber, Manufacturing,
Energy, Allied Industrial and Service Union (USW)

Known Professionals for Certain Non-Debtor Parties in Interest

Reed Smith LLP

Utilities

Commonwealth Edison Company
Ohio Edison Company
Piedmont Natural Gas Company
The Cleveland Electric Illuminating Company
The Detroit Edison Company
The East Ohio Gas Company

SCHEDULE 2

SUPPLEMENTAL SCHEDULE 2

**SUPPLEMENT TO SCHEDULE 2 FOR
FIRST SUPPLEMENTAL DISCLOSURE AS OF JUNE 15, 2009**

METALDYNE CORPORATION, *ET AL.*

**SCHEDULE OF INTERESTED PARTIES THAT CURRENTLY EMPLOY
OR HAVE FORMERLY EMPLOYED JONES DAY IN MATTERS
UNRELATED TO THE DEBTORS OR THEIR CHAPTER 11 CASES**

INTERESTED PARTY	RELATIONSHIP TO THE DEBTORS	CLIENTS AND THEIR AFFILIATES
NEW PARTIES IN INTEREST (OR AFFILIATED ENTITIES) WHO ARE CURRENT CLIENTS OR WERE CLIENTS WITHIN THE LAST TWO YEARS¹		
AM General LLC	Debtors' Customer	<ul style="list-style-type: none">AM General LLC is the former employer of an individual who is a current Jones Day client (opened 2008).
Commonwealth Edison Company	Utility	<ul style="list-style-type: none">Parent company <i>Exelon Corporation</i> is a current client.
<i>Dominion East Ohio</i> (f/k/a The East Ohio Gas Company)	Utility	<ul style="list-style-type: none"><i>Dominion East Ohio</i> (f/k/a The East Ohio Gas Company) and affiliate companies <i>Dominion Nuclear Connecticut, Inc.</i> and <i>Dominion Energy Marketing, Inc.</i> are current clients.
MAHLE Industries, Inc.	Debtors' Supplier	<ul style="list-style-type: none">Affiliate company <i>MAHLE GmbH</i> is a current client.
Ohio Edison Company; and The Cleveland Electric Illuminating Company	Utilities	<ul style="list-style-type: none">Parent company <i>FirstEnergy Corporation</i> is a current client.

¹

The names of current clients of Jones Day appear in bold and italics. The disclosure of stockholder interests or other affiliate relationships among potentially related entities reflects only information known to Jones Day through its conflict reporting system. Jones Day has not performed independent research to identify all stockholder interests or other affiliate relationships with respect to interested parties. Moreover, Jones Day has not disclosed representations of trade associations and similar industry or special interest organizations in which interested parties are members.