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

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

**MOTION FOR AN ORDER SHORTENING THE NOTICE
PERIOD ON THE MOTION OF DEBTORS AND DEBTORS
IN POSSESSION FOR AN ORDER, PURSUANT TO SECTION 365(d)(4)
OF THE BANKRUPTCY CODE, EXTENDING THEIR TIME TO ASSUME
OR REJECT UNEXPIRED LEASES OF NONRESIDENTIAL REAL PROPERTY**

TO THE HONORABLE MARTIN GLENN
UNITED STATES BANKRUPTCY JUDGE:

Metaldyne Corporation and 30 of its domestic direct and indirect subsidiaries, as debtors and debtors in possession (collectively, the "Debtors").

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), the membership of which has been subsequently amended (Docket Nos. 248 and 297).

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 filed motions (Docket Nos. 214 and 323) to sell their powertrain and chassis assets and to establish an auction process or processes and bid procedures to consummate these sales (collectively, the "Sale Processes"). On August 7, 2009, after a two-day auction, the Debtors presented the Court for approval a sale of their powertrain, chassis, balance shaft module and tubular businesses to MD Investors Corporation ("MD Investors"), a purchaser backed by substantially all the Debtors' term lenders.

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.

Jurisdiction

7. This Court has subject matter jurisdiction to consider this matter pursuant to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

Relief Requested

8. The Debtors hereby seek the entry of an order, pursuant to Rule 9006(c)(1) of The Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), shortening the twenty-day notice period provided in paragraph 12(a) of the Administrative Order, Pursuant to Rule 1015(c) of the Federal Rules of Bankruptcy Procedure, Establishing Case Management and Scheduling Procedures (the "Case Management Order") (Docket No. 133) on the Motion of Debtors and Debtors in Possession for an Order, Pursuant to Section 365(d)(4) of the Bankruptcy Code, Extending Their Time to Assume or Reject Unexpired Leases of Nonresidential Real Property (the "Lease Deadline Motion"), which motion seeks to extend the deadline to assume or reject unexpired nonresidential real property leases (the "Unexpired Leases") by 90 days and which was filed contemporaneously herewith.

9. The Debtors hereby request a shortening of the notice period under Bankruptcy Rule 9006(c)(1) so as to allow the Lease Deadline Motion to be heard at the hearing scheduled for August 20, 2009 at 2:00 p.m. In that regard, the Debtors propose that objections to the Lease Deadline Motion be filed and served so that they are actually received no later than August 18, 2009 at 12:00 p.m. (Eastern Standard Time).

Jurisdiction and Venue

10. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue for this proceeding is proper before this Court pursuant to 28 U.S.C. § 1409.

Grounds Exist to Shorten and Limit Notice

11. Bankruptcy Rule 9006(c)(1) provides that "when an act is required or allowed to be done at or within a specified time by these rules or by a notice given thereunder or by order of court, the court for cause shown may in its discretion with or without motion or notice order the period reduced." The Debtors submit that cause justifies the shortened notice period for the Lease Deadline Motion.

12. As part of the Sale Processes, on August 7, 2009, the Debtors executed a purchase agreement with MD Investors (the "Purchase Agreement") that requires the Debtors to obtain an order of Court extending the Unexpired Lease rejection deadline by 90 days. The Purchase Agreement provides in pertinent part:

The obligations of [MD Investors] to consummate the transactions contemplated by this Agreement shall be subject to the satisfaction or, to the extent permitted by law, waiver by [MD Investors] on or prior to the Closing of the following conditions: . . . [the Debtors] shall have obtained an order of the Bankruptcy Court, pursuant to section 365(d)(4)(B) of the Bankruptcy Code, providing that the deadline for [the Debtors] to assume or reject the Greensboro Lease be extended for 90 days beyond the 120 day deadline prescribed by section 365(d)(4)(A) of the Bankruptcy Code.

Purchase Agreement, at § 6.02(1). In addition, the Debtors postpetition financing is scheduled to expire prior to the next omnibus hearing date (September 1, 2009) after the August 20, 2009 hearing. The Debtors seek to meet the closing requirements set forth in the Purchase Agreement prior to the expiration of the Debtors' postpetition financing. Since August 7, 2009 (4 days ago), the Debtors have been working diligently to complete a draft of the Lease Deadline Motion in order to accomplish this closing requirement on an expedited basis.

13. As it currently stands, if the Debtors were required to provide twenty days notice on the Lease Deadline Motion, the hearing on such motion would not occur until September 1, 2009, which will be after the expiration of the Debtors' postpetition financing.

Although the Debtors cannot be certain that the sale transaction would close before the expiration of the Debtors' postpetition financing, they wish to have conditions to closing be satisfied prior to the expiration of the financing to facilitate any potential closing by such time.

14. The Debtors respectfully request, pursuant to Bankruptcy Rule 9006(c)(1), that the Court waive the twenty-day notice requirement provided by paragraph 12(a) of the Case Management Order for the Lease Deadline Motion and allow the Lease Deadline Motion to be heard on the same date and time as has already been scheduled for a variety of other motions and objections. Because of the relatively routine procedural nature of the Lease Deadline Motion, the Debtors believe that the proposed notice period will provide interested parties with sufficient time to review and, if necessary, object to the Lease Deadline Motion. As set forth above, the Debtor believes that an expedited hearing is warranted under the circumstances.

Notice

15. Pursuant to the Case Management Order, notice of this Motion has been given to (a) the parties identified on the Special Service List and the General Service List (as such terms are defined in the Case Management Order) and (b) parties to the Unexpired Leases, which are listed on Exhibit 1 to the Lease Deadline Motion. The Debtors submit that no other or further notice need be provided.

No Prior Request

16. No prior request for the relief sought in this Motion has been made to this or any other Court.

WHEREFORE, the Debtors respectfully request that the Court (a) enter an order, substantially in the form attached hereto as Exhibit 1, granting the relief requested herein; and (b) grant such other and further relief to the Debtor as the Court may deem proper.

Dated: August 11, 2009
New York, New York

Respectfully submitted,

/s/ Ryan T. Routh

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ATTORNEYS FOR DEBTORS AND
DEBTORS IN POSSESSION

EXHIBIT 1

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

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In re : Chapter 11
Metaldyne Corporation, *et al.*, : Case No. 09-13412 (MG)
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**ORDER SHORTENING THE NOTICE
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OF THE BANKRUPTCY CODE, EXTENDING THEIR TIME TO ASSUME
OR REJECT UNEXPIRED LEASES OF NONRESIDENTIAL REAL PROPERTY**

This matter coming before the Court on the Motion for an Order Shortening the Notice Period on the Motion of Debtors and Debtors in Possession for an Order, Pursuant to Section 365(d)(4) of the Bankruptcy Code, Extending Their Time to Assume or Reject Unexpired Leases of Nonresidential Real Property (the "Expedited Motion"),¹ filed by the above-captioned debtors and debtors in possession (the "Debtor"); the Court having reviewed the Expedited Motion; and the Court having found that (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) cause exists to hear the Lease Deadline Motion on an expedited basis and (d) notice of the Expedited Motion was sufficient under the circumstances; and the Court having determined that the legal and factual bases set forth in the Expedited Motion establish just cause for the relief granted herein;

¹ Capitalized terms not otherwise defined herein shall have the meanings given to them in the Expedited Motion.

IT IS HEREBY ORDERED THAT:

1. The Expedited Motion is GRANTED in its entirety.
2. An expedited hearing on the Lease Deadline Motion is set for August 20, 2009 at 2:00 p.m.
3. Objections to the Lease Deadline Motion must be filed, served and received no later than August 18, 2009 at 12:00 p.m.
4. This Court shall retain jurisdiction to resolve all matters relating to the implementation of this Order.

Dated: New York, New York
_____, 2009

UNITED STATES BANKRUPTCY JUDGE