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- and -

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Heather Lennox Ryan T. Routh

Attorneys for Debtors and Debtors in Possession

## UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

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

## FOURTH NOTICE OF EXECUTORY CONTRACTS AND UNEXPIRED LEASES TO BE ASSUMED AND ASSIGNED IN CONNECTION WITH THE SALE OF THE MAJORITY OF THE DEBTORS' ASSETS

## PLEASE TAKE NOTICE OF THE FOLLOWING:

On June 25, 2009, the United States Bankruptcy Court for the Southern
 District of New York (the "Bankruptcy Court") entered an Order (A) Approving Bidding
 Procedures for the Sale of Certain Assets Related to the Debtors' Powertrain Group,

- (B) Approving Certain Bidder Protections, and (C) Scheduling a Final Sale Hearing and Approving the Form and Manner of Notice Thereof (Docket No. 314), as amended by Orders of the Court on June 25, 2009 (Docket No. 321), July 20, 2009 (Docket No. 464) and July 28, 2009 (Docket No. 537) (collectively, the "Powertrain Bidding Procedures Order"). On July 8, 2009, the Bankruptcy Court entered an Order (A) Approving Bidding Procedures for the Sale of Certain Assets of the Debtors' Chassis Group, (B) Authorizing the Debtors to Grant Certain Bidder Protections, If Applicable, and (C) Scheduling a Final Sale Hearing and Approving the Form and Manner of Notice Thereof (Docket No. 396) (the "Chassis Bidding Procedures Order," together with the Powertrain Bidding Procedures Order, the "Bidding Procedures Orders").
- 2. On July 5, 2009, pursuant to the Powertrain Bidding Procedures Order, the Debtors filed the Notice of Filing Contract and Cure Schedule of Certain Executory Contracts and Unexpired Leases to Potentially be Assumed and Assigned in Connection with the Proposed Sale of the Debtors' Powertrain Group (Docket No. 352) (the "Powertrain Cure Schedule"). On July 15, 2009, pursuant to the Chassis Bidding Procedures Order, the Debtors filed the Notice of Filing Contract and Cure Schedule of Certain Executory Contracts and Unexpired Leases to Potentially be Assumed and Assigned in Connection with the Proposed Sale of the Debtors' Chassis Group (Docket No. 429) (the "Chassis Cure Schedule," together with the Powertrain Cure Schedule, the "Initial Cure Schedules").
- On August 12, 2009, the Bankruptcy Court entered its Order
   (I) Authorizing the Sale of Substantially All of the Debtors' Assets Free and Clear of All Liens,
   Claims, Interests and Encumbrances, (II) Authorizing the Assumption and Assignment of

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Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Bidding Procedures Orders.

Certain Executory Contracts and Leases in Connection Therewith and (III) Granting Related Relief (Docket No. 674) (the "Sale Order"), pursuant to which the Debtors have sold the majority of their assets, in accordance with the terms of a Purchase Agreement, dated August 7, 2009 (the "Purchase Agreement"), with MD Investors Corporation ("MD Investors") to Newco (as defined in the Purchase Agreement).<sup>2</sup>

- 4. On September 18, 2009, the Debtors filed a Notice of Executory Contracts and Unexpired Leases to be Assumed and Assigned in Connection with the Sale of the Majority of the Debtors' Assets (the "First Additional Contract and Cure Schedule"). On September 25, 2009, the Debtors filed a Second Notice of Executory Contracts and Unexpired Leases to be Assumed and Assigned in Connection with the Sale of the Majority of the Debtors' Assets (the "Second Additional Contract and Cure Schedule"). On October 2, 2009, the Debtors filed a Third Notice of Executory Contracts and Unexpired Leases to be Assumed and Assigned in Connection with the Sale of the Majority of the Debtors' Assets (the "Third Additional Contract and Cure Schedule").
- 5. Pursuant to paragraphs 17 through 23 of the Sale Order, the Debtors hereby file notice of certain Additional Contracts (as such term is defined in the Sale Order) that the Debtors and MD Investors have determined may be assumed and assigned to Newco in conjunction with the Sale, and the Cure Costs associated therewith, as set forth on the contract and cure schedule attached hereto as <a href="Exhibit 1">Exhibit 1</a> (the "Fourth Additional Contract and Cure Schedule").

Copies of the Bidding Procedures Orders and the Sale Order may be obtained by (a) written request to counsel for the Debtors, Jones Day, North Point, 901 Lakeside Avenue, Cleveland, Ohio 44114 (Attn: Betty Yakovich) or (b) accessing the website of the Debtors' claims and noticing agent, The BMC Group, at www.bmcgroup.com/metaldyne.

6. Pursuant to the Bidding Procedures Orders, to be considered, objections to the assumption and assignment of a contract identified on Exhibit 1, including but not limited to any objections to the provision of adequate assurance by Newco, the proposed Cure Cost or the inability to cure non-monetary defaults associated with an Additional Contract (any such objection, an "Objection") must (a) be in writing, (b) state the basis of such objection with specificity, (c) conform to the Bankruptcy Rules and the Local Bankruptcy Rules and (d) be filed with the Bankruptcy Court and served in accordance with the rules of the Bankruptcy Court upon (1) Metaldyne Corporation, 47603 Halyard Drive, Plymouth, Michigan 48170-2429 (Attn: David McKee, Esq., General Counsel); (2) counsel for the Debtors, Jones Day, 222 East 41st Street, New York, New York 10017 (Attn: Richard H. Engman, Esq.) and Jones Day, 901 Lakeside Avenue, North Point, Cleveland, Ohio 44114 (Attn: Heather Lennox, Esq. and Ryan T. Routh, Esq.); (3) counsel to the Creditors' Committee, Reed Smith LLP, 1201 Market Street, Suite 1500, Wilmington, Delaware 19801 (Attn: Kurt F. Gwynne, Esq.); (4) counsel to the Prepetition ABL Agent and the DIP Agent, White & Case, 1155 Avenue of the Americas, New York, New York 10036 (Attn: Eric F. Leicht, Esq. and Scott Greissman, Esq.); (5) counsel to MD Investors, Kirkland & Ellis LLP, 600 Lexington Avenue, New York, New York 10022 (Attn: Christopher Marcus, Esq.); (6) counsel to General Motors Corporation, Honigman, Miller, Schwartz & Cohn LLP, 2290 First National Building, 660 Woodward Ave, Detroit, Michigan 48226 (Attn: Aaron M. Silver, Esq. and Donald F. Baty Jr., Esq.); (7) counsel to Ford Motor Company, Miller, Canfield, Paddock & Stone PLC, 150 West Jefferson Ave, Suite 2500, Detroit, Michigan 48226 (Attn: Jonathan S. Green, Esq. and Timothy A. Fusco, Esq.); (8) counsel to Chrysler LLC, Dickinson Wright PLLC, 500 Woodward Ave., Suite 4000, Detroit, Michigan 48226 (Attn: James A. Plemmons, Esq. and Kristi A. Katsma, Esq.); (9) counsel to

Nissan North America, Inc., Waller Lansden Dortch & Davis, LLP Nashville City Center, 511 Union Street, Suite 2700, Nashville, TN 37219 (Attn: Eric Schultenover, Esq.); (10) counsel to Honda of America Mfg., Inc., Vorys, Sater, Seymour And Pease LLP, 52 East Gay Street, P. O. Box 1008, Columbus, OH 43216-1008, (Attn: Robert A. Bell, Jr., Esq.); and (11) counsel to the UAW, Cohen, Weiss & Simon LLP, 330 W. 42<sup>nd</sup> Street, New York, New York, 10036 (Attn: Babette A Cecotti, Esq.) (collectively, the "Notice Parties"), so as to be received no later than 4:00 p.m. (Eastern Time) on November 2, 2009.

- 7. If no timely Objection is filed and served with respect to a Debtor Contract listed on the Fourth Additional Contract and Cure Schedule, the Cure Costs identified in the Fourth Additional Contract and Cure Schedule will be the only amounts necessary under section 365(b) of the Bankruptcy Code to cure all monetary defaults under the Debtor Contracts listed thereon. Likewise, if no Objection is filed, Newco will be deemed to have provided adequate assurance of future performance under the applicable Debtor Contract in accordance with section 365(f)(2)(B) of the Bankruptcy Code. Any party failing to timely file an Objection shall be forever barred from filing an Objection and from asserting any additional cure or other amounts against the Debtors, their estates or Newco.
- 8. In the event an Objection is received, either the Debtors or the counterparty may schedule a hearing at the next Omnibus Hearing before the Court (or such other date that the Court may provide) on the proposed assumption and assignment. An Additional Contract will not be deemed assumed and assigned by the Sale Order until any Objection thereto is resolved by the parties, withdrawn by the counterparty or overruled by the Court.

9. This process for determining which contracts and leases will be assumed and assigned to Newco is ongoing, and the Debtors anticipate that additional notices will be filed in this regard – either to add further Additional Contracts or delete Additional Contracts from the list of contracts to be assumed and assigned. Accordingly, the Debtors expressly reserve the right to file additional contract and cure schedules as provided under the Sale Order and the Bidding Procedures Orders.

10. This Notice is qualified in its entirety by the procedures set forth in the Bidding Procedures Orders and the Sale Order. Non-debtor counterparties to the Debtor Contracts identified on Exhibit 1 are encouraged to read the Bidding Procedures Orders and the Sale Order in their entirety.

Dated: October 23, 2009 New York, New York Respectfully submitted,

/s/ Ryan T. Routh

Richard H. Engman JONES DAY

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Ryan T. Routh

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Facsimile: (216) 579-0212

ATTORNEYS FOR DEBTORS AND

**DEBTORS IN POSSESSION** 

## **EXHIBIT 1**

<u>Contract</u>	Counterparty Address	Cure Amount
Master Consultant Agreement, dated as of June 23, 2000, by and between Metaldyne Machining and Assembly Company, Inc. (formerly known as Simpson Industries, Inc.) and Accelerated Solutions, Inc.	Accelerated Solutions, Inc 310 Maxwell Road, Ste 100 Alpharetta, Georgia 30004	\$0
Manufacturing Lease Agreement, commencing on 12/16/2008 by and between Metaldyne Ridgway and AccuCut Machine Contract No. M2-244X	AccuCut Machine Box 138, Steis Drive Ridgway, PA 15853	\$0
Bluffton PO between Metaldyne Machining and Assembly Company and AccuGear, Inc.	AccuGear, Inc. 6710 Innovation Boulevard Fort Wayne, Indiana 46818	\$0
Group Personal Umbrellas Liability Agreement between AIG Premier Insurance Company and the Company dated April 11, 2009 to April 10, 2010	AIG - Charters Insurance Company 100 Connell Drive Suite 2100 Berkley Heights, NJ 07922	\$0
Master Services Agreement between Aon Consulting and the Company for Actuarial Services for the period beginning January 1, 2008	AON 199 Water Street New York, NY 10038	\$0
Vehicles Lease Agreement, commencing on 1/1/2007 by and between Metaldyne Corporation and ARI / First Union National Bank Contract No. SCH-001	ARI Automotive Rentals Inc PO Box 5039 Mt. Laurel, NJ 08054	\$0
Vehicles Lease Agreement, commencing on 7/1/2006 by and between Metaldyne Corporation and ARI/First Union National Bank Contract No. SCH-001	ARI Automotive Rentals Inc. PO Box 5039 Mt Laurel, NJ 08054	\$0
Vehicles Lease Agreement, commencing on 9/7/2004 by and between ARI/First Union National Bank Contract No. 13188	ARI Automotive Rentals, Inc. P. O. Box 5039 Mt. Laurel, NJ 08054	\$0
ADT Building Security System Agreement commencing on 4/15/2007 by and between Metaldyne Corp. Plymouth and Peoples State Bank	Bankers Leasing Services Inc, dba BankLease Consultants PO Box 38 Southfield, MI 48037-0038	\$1389.50
Mail Stream Solution Lease Agreement, commencing on 9/17/2007 by and between Metaldyne and Pitney Bowes Contract No. 9291882-001	Bankruptcy Administration PBGFS 27 Waterview Shelton, CT 06484	\$884.04

<u>Contract</u>	Counterparty Address	Cure Amount
Office Equipment Lease Agreement, commencing on 1/10/2006 by and between Metaldyne and Pitney Bowes Contract No. 3684124/003	Bankruptcy Administration PBGFS 27 Waterview Shelton, CT 06484	\$0
Office Equipment Lease Agreement, commencing on 12/30/2006 by and between Metaldyne Farmington Hills and Pitney Bowes Contract No. 8782683/001	Bankruptcy Administration PBGFS 27 Waterview Shelton, CT 06484	\$0
Office Equipment Lease Agreement, commencing on 5/20/2006 by and between Metaldyne Inc Bluffton and Pitney Bowes Contract No. 9094384-005	Bankruptcy Administration PBGFS 27 Waterview Shelton, CT 06484	\$0
Office Equipment Lease Agreement, commencing on 6/30/2007 by and between Metaldyne Sintered Components and Pitney Bowes Contract No. 4824174/002	Bankruptcy Administration PBGFS 27 Waterview Shelton, CT 06484	\$0
Operating Lease Agreement, commencing on 12/20/2008 by and between Metaldyne Corporation and Pitney Bowes Contract No. 7115133/002	Bankruptcy Administration PBGFS 27 Waterview Shelton, CT 06484	\$0
Operating Lease Agreement, commencing on 4/1/2009 by and between Metaldyne Corporate and Pitney Bowes Contract No. 7094148/002	Bankruptcy Administration PBGFS 27 Waterview Shelton, CT 06484	\$0
Contract dated May 2, 2005 between BCD Travel and Metaldyne for travel services	BCD Travel Services 1505 LBJ Freeway Suite 325 Dallas, TX 75234	\$0
Letter Agreement dated June 24, 2009 with Berkshire Associates	Berkshire Associates 8924 McGaw Court Columbia, MD 21045	\$0
Litchfield PO between Metaldyne Machining and Assembly Company and Calhoun Foundry Co. Inc	Calhoun Foundry 506 S. Clay St. PO Box 218 Homer, MI 49245	\$18,000.00
Canon IR Copier Lease Agreement, commencing on 9/12/2008 by and between Metaldyne and Canon Financial Services Contract No. 1-338516-1	Canon Financial Services PO Box 4004 Carol Stream, IL 60197	\$12,220.94
IKON Copier Lease Agreement, commencing on 12/9/2008 by and between Metaldyne Company LLC and Canon Financial Services	Canon Financial Services PO BOX 4004 Carol Stream, IL 60197	\$0

<u>Contract</u>	Counterparty Address	Cure Amount
Office Equipment Lease Agreement, commencing on 1/25/2007 by and between Metaldyne Corporation and IKON Financial Service Contract No. 004-0321482-001	Canon Financial Services P. O. Box 4004 Carol Stream, IL 60197  IKON Financial Service PO Box 827577 Philadelphia, PA 19182-7577	\$0
Office Equipment Lease Agreement, commencing on 2/1/2008 by and between Metaldyne Corporation Middleville and Canon Financial Services Contract No. SCH-001	Canon Financial Services PO box 4004 Carol Stream, IL, 60197	\$0
Operating Lease Agreement, commencing on 1/1/2007 by and between Metaldyne Corporation and Canon Financial Services Contract No. 001-0321482-001	Canon Financial Services P.O. Box 4004 Carol Stream, IL 60197	\$0
Letter Agreement dated June 24, 2009 with CDP Diamond Products, Inc.	CDP Diamond Products, Inc 11919 Globe Livonia, MI 48150	\$0
XEROX 6204 Lease Agreement, commencing on 11/21/2007 by and between Metaldyne Sintered Components and CIT Contract No. CIT 90-0119097-000	CIT Technology Financing Services, Inc. PO Box 16380 Livingston, NJ 07039	\$638.00
Material Handling Lease Agreement, commencing on 3/17/2006 by and between Metaldyne Tubular Products and Citicapital Contract No. 005-0067965-021	CitiCorp Leasing Inc 450 Mamaroneck Ave Harrison, NY 10528	\$0
Material Handling Lease Agreement, commencing on 6/1/2006 by and between Metaldyne Tubular Products and Citicapital Contract No. 005-0067965-022	CitiCorp Leasing Inc 450 Mamaroneck Ave Harrison, NY 10528	\$0
Material Handling Lease Agreement, commencing on 6/6/2006 by and between Metaldyne Ridgway and Citicapital Contract No. 005-0587178-001	CitiCorp Leasing Inc 450 Mamaroneck Ave Harrison, NY 10528	\$0
Material Handling Lease Agreement, commencing on 8/1/2007 by and between Metaldyne Sintered Components and Citicapital Contract No. 005-0587178-002	CitiCorp Leasing Inc 450 Mamaroneck Ave Harrison, NY 10528	\$0
Material Handling Two Forklifts Lease Agreement, commencing on 10/1/2007 by and between Metaldyne Sintered Components and CitiCorp Leasing, Inc.	CitiCorp Leasing Inc 450 Mamaroneck Ave Harrison, NY 10528	\$0
Digital Copier Lease Agreement, commencing on 7/11/2008 by and between Metaldyne NV and De Lage Landen Contract No. 24918781	De Lage Landen Lease Processing Center 1111 Old Eagle School Rd Wayne, PA 19087	\$1,026.27

<b>Contract</b>	Counterparty Address	Cure Amount
North Vernon 24918803 Copiers Lease Agreement, commencing on 7/14/2008 by and between Metaldyne NV and De Lage Landen Contract No. 24918803	De Lage Landen Lease Processing Center 1111 Old Eagle School Rd Wayne, PA 19087	\$1,382.65
Office Equipment Lease Agreement, commencing on 3/21/2006 by and between Windfall Products Inc. and De Lage Landen Contract No. AFS#202268-001 / 24694556	De Lage Landen Lease Processing Center 1111 Old Eagle School Rd Wayne, PA 19087	\$0
Ottawa Commando 30 Agreement, commencing on 8/9/2004 by and between Metaldyne and De Lage Landen Contract No. 24575422	De Lage Landen 1111 Old Eagle School Rd. Wayne PA 19087	\$1,594.30
Fremont PO between Metaldyne and Assembly Company and Diversified Machine Inc	Diversified Machine Inc 2039 S. Lenox PO Box 07180 Milwaukee, WI 53207-0180	\$5,920.00
Letter Agreement dated June 10, 2009 with Dong Hwa Tech Co., Ltd.	Dong Hwa Tech Co, Ltd 3Ra 117 Sihwa Industrial Complex 1271-7 Jungwant-Dong Sihung-Si Gyeonggi-Do, Korea	\$0
Letter Agreement dated June 19, 2009 with DSSI, LLC	DSSI, Inc 26261 Evergreen Road Suite 250 Southfield, MI 48076	\$0
Energy USA – TPC contract for natural gas distribution and commodity future hedges for Metaldyne Bluffton and Metaldyne Twinsburg.	Energy USA 1500 165 <sup>th</sup> Street CISC Building Hammond, IN 46324	\$0
Ford Truck Lease Agreement, commencing on 6/15/2005 by and between Metaldyne LLC and Enterprise	Enterprise Fleet Services 1444 W. Auto Drive Administrative Office Tempe, AZ 85284	\$0
Contract dated October 2, 2008 between Enterprise Car Rental, National Car Rental and Metaldyne for the supply of rental vehicles	Enterprise Car Rental 600 Corporate Park Drive St Louis, MO 63105	\$21.00
Metaldyne POs with Federal Mogul: 1. Bluffton & Federal Mogul SA DE CV 2. Bluffton & Federal Mogul Blacksburg 3. Litchfield & Federal Mogul Van Wert OH 4. North Vernon & Federal Mogul Blacksburg 5. Ramos & Federal Mogul 6. Fremont & Federal Mogul Blacksburg	Federal Mogul 26555 Northwestern Highway Southfield, MI 48034	\$432,857.00

<u>Contract</u>	Counterparty Address	Cure Amount
Letter Agreement dated June 5, 2009 with	Finishing Touch	\$0
Finishing Touch	191 Simpson Drive	
	Litchfield, MI 49252	
Office Equipment (Bank of America) Lease	Fleet Capital Leasing	
Agreement, commencing on 10/19/2004 by	Administration Center	
and between Metaldyne Litchfield and Fleet	PO Box 7023	\$0
Capital Leasing	Troy, MI 48007	
Contract No. 2-2134991		
Letter Agreement dated June 26, 2009 with	Forst Technologies GmbH & Co KG	\$0
Forst Technologies GmbH and Co KG	Schuetzenstrasse 160	
	Solingen, Germany 42659	
Letter Agreement dated June 26, 2009 with	Forst USA	\$0
Forst USA	23640 Hoover Rd	
	Warren, MI 48089	
Fremont PO between Metaldyne Machining	Freudenberg NOK	\$5,113.00
and Assembly Company and Freudenberg -	47960 Anchor Court	
NOK	Plymouth, MI 48170	
Bluffton PO between Metaldyne Machining	Freudenberg NOK de Mexico	\$19,558.00
and Assembly Company and Freudenberg -	Parque Industrial el Marques	
NOK de Mexico S.	Cattetera, Mexico Quere	
	QRO 76240	
St. Mary's purchase order between Metaldyne	Freudenberg NOK Troy	\$4,642.00
Sintered Components and Freudenberg NOK	1275 Archer Dr	
Troy	Troy Facility	
	Troy, OH 45373	

<u>Contract</u>	Counterparty Address	Cure Amount
Material Handling Lease Agreement,	General Electric Capital Corporation	
commencing on 10/13/2004 with GE	401 Merritt Seven, Suite 23	
CAPITAL	Norwalk, Connecticut 06851	
Contract No. M2-309	C/o: Joseph Catarina,	
	Joseph.catarina@ge.com	
	Bob Goode; Robert.Goode2@ge.com	
	Bob Sember, Robert.Sember@ge.com	
	Carey D. Schreiber	
	Winston & Strawn LLP	
	200 Park Avenue	
	New York, NY 10166	\$236.23
	Brian I. Swett	,
	Winston & Strawn LLP	
	35 West Wacker Drive	
	Chicago, IL 60601 bswett@winston.com	
	oswett@winston.com	
	Justin E. Rawlins	
	Winston & Strawn LLP	
	333 South Grand Avenue	
	Los Angeles, CA 90071	
	jrawlins@winston.com	
Material Handling Lease Agreement,	General Electric Capital Corporation	
commencing on 6/1/2004 by and between	10 Riverview Drive	
Metaldyne Ridgway and GE Vendor Financial Services	Danbury, CT 06810	
Contract No. M2-247/4263028-001	General Electric Capital Corporation	
	401 Merritt Seven, Suite 23	
	Norwalk, Connecticut 06851	
	C/o: Joseph Catarina,	
	Joseph.catarina@ge.com	
	Bob Goode; Robert.Goode2@ge.com	
	Bob Sember, Robert.Sember@ge.com	
	Carey D. Schreiber	
	Winston & Strawn LLP	Φ0
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	Winston & Strawn LLP	
	333 South Grand Avenue	
	Los Angeles, CA 90071	
	jrawlins@winston.com	
	Jiawinis@ winston.com	

<u>Contract</u>	Counterparty Address	Cure Amount
Letter Agreement dated June 29, 2009 with Gerdau Mac Steel	Gerdau Mac Steel 5591 Morrill Road Jackson, MI 49201	\$0
Material Handling Lease Agreement, commencing on 9/14/2005 by and between Metaldyne Litchfield and Greater Bay Capital (and subsequently sold to Wells Fargo)	Greater Bay Capital 300 TriState International Suite 400 Lincolnshire, IL 60069	
Contract No. 200203286	Wells Fargo 733 Marquette Avenue Minneapolis, MN 66503	\$343.73
Material Handling Lease Agreement, commencing on 9/19/2006 by and between Metaldyne Litchfield and Greater Bay Capital (and subsequently sold to Wells Fargo)	Greater Bay Capital 300 TriState International Suite 400 Lincolnshire, IL 60069	
Contract No. 200643578	Wells Fargo 733 Marquette Avenue Minneapolis, MN 66503	\$254.91
Bluffton PO between Metaldyne Machining and Assembly Company and Hastech Mfg (A Linamar Company)	Hastech 301 Massey Rd Guelph, Ontario Canada N1K 1B2 IKON Financial	\$355,000.00
Office Equipment Lease Agreement, commencing on 6/28/2006 by and between Metaldyne Corporation and IKON Financial Service Contract No. IKON 173972	PO Box 9115 Macon, GA 31208	\$0
Operating Lease Agreement, commencing on 3/27/2008 by and between Metaldyne Corporation Litchfield and IKON Financial Service Contract No. 2271998	IKON Financial PO Box 9115 Macon, GA 31208	\$0
Office Equipment Lease Agreement, commencing on 2/21/2008 by and between Metaldyne and IKON Financial Service Contract No. IOS 17397Z	IKON Financial Service PO Box 827577 Philadelphia, PA 19182-7577	\$0
Office Equipment Lease Agreement, commencing on 2/21/2008 by and between Metaldyne and IKON Financial Service	IKON Financial Service PO Box 827577 Philadelphia, PA 19182-7577	\$0
Office Equipment Lease Agreement, commencing on 2/21/2008 by and between Metaldyne and IKON Financial Service	IKON Financial Service PO Box 827577 Philadelphia, PA 19182-7577	\$0
Office Equipment Lease Agreement, commencing on 6/22/2006 by and between Metaldyne IKON Financial Service Contract No. IOS 6498Z	IKON Financial Service PO Box 827577 Philadelphia, PA 19182-7577	\$0
Office Equipment Lease Agreement, commencing on 6/22/2006 by and between Metaldyne Corporation and IKON Financial Service Contract No. IOS 173972	IKON Financial Service PO Box 9115 Macon, GA 31208	\$0

<u>Contract</u>	Counterparty Address	Cure Amount
Office Equipment Lease Agreement, commencing on 9/10/2008 by and between Metaldyne and IKON Financial Service Contract No. 1-338516-2	IKON Financial Service PO Box 827577 Philadelphia, PA 19182-7577	\$0
Office Equipment Lease Agreement, commencing on 9/12/2008 by and between Metaldyne and IKON Financial Service Contract No. 1-388516-1	IKON Financial Service PO Box 827577 Philadelphia, PA 19182-7577	\$0
Office Equipment Lease Agreement, commencing on 9/14/2005 by and between Metaldyne and IKON Financial Service Contract No. IOS 33347	IKON Financial Service PO Box 827577 Philadelphia, PA 19182-7577	\$0
Office Equipment Lease for fax machine, commencing on 6/22/2006 by and between Metaldyne and IKON Financial Service Contract No. IOS 54599Z	IKON Financial Service PO Box 827577 Philadelphia, PA 19182-7577	\$0
Litchfield PO and Ramos POs between Metaldyne Machining and Assembly Company and Interdyne, Inc	Interdyne, Inc. PO Box 165 Jonesville, MI 49250	\$175,000.00
Operating Lease Agreement, commencing on 8/30/2007 by and between Metaldyne Corporation, Litchfield and Irwin Commercial Contract No. 40263023	Irwin Commercial Finance Corporation 320 120th Avenue NE, Suite 110 Bellevue, WA 98005	\$0
Letter Agreement dated June 25, 2009 with Jinyoung Industrial Co., Ltd.	Jinyoung Industrial Co., Ltd. 427-7 Moknal-Dong Ansan-City, Kyunggi-DO South Korea	\$0
Letter Agreement dated June 26, 2009 with JIT Packaging Inc.	JIT Packaging, Inc PO Box 1690 Brighton, MI 48116	\$0
Letter Agreement dated June 3, 2009 with JMS, Inc.	JMS, Inc 1010 Productions Court Holland, MI 49423	\$0
Bluffton PO between Metaldyne Machining and Assembly Company and Keystone Powdered Metal Co.	Keystone Powdered Metal Co. 251 State Street St. Marys, PA 15853	\$51,000.00
Fremont PO between Metaldyne Machining and Assembly Company and Kodaco Co, LTD	Kodaco c/o Eddie Foster 410 Price St Water Valley, MS 38965	\$0
Letter Agreement dated June 10, 2009 with Kodaco Co., Ltd.	Kodaco c/o Eddie Foster 410 Price St Water Valley, MS 38965	\$0
Letter Agreement dated June 23, 2009 with Korea Sintered Metal Co., Ltd.	Korea Sintered Metaldyne 29-10 Bonri-RI Nongong-Eup Dalsung-Sun Daegu, Korea 711 855	\$0

<b>Contract</b>	Counterparty Address	Cure Amount
Fremont PO between Metaldyne Machining and Assembly Company and Korea Sintered Metal Co. Ltd	Korea Sintered Metaldyne 29-10 Bonri-RI Nongong-Eup Dalsung-Sun Daegu, Korea 711 855	\$0
Litchfield PO between Metaldyne Machining and Assembly Company and L & L Machine, Inc	L&L Machine, Inc. 2919 CR 2L Edon, OH 43518	\$0
Manufacturing Lease Agreement, commencing on 1/1/2005 by and between Metaldyne Sintered Components and MAC Funding Corporation Contract No. M2-245	Mac Funding Corporation 1500 Michael Drive Suite H Wood Dale, IL 60191	\$0
Manufacturing Lease Agreement, commencing on 1/6/2005 by and between Metaldyne Sintered Components and MAC Funding Corporation Contract No. M2-243	Mac Funding Corporation 1500 Michael Drive, Suite H Wood Dale, IL 60191	\$0
Bluffton PO between Metaldyne Machining and Assembly Company and Machine Tool & Gear, Inc.	Machine Tool & Gear 1021 N. Shiawaassee Corunna, MI 48817	\$70,000.00
Letter of Nomination, dated January 26, 2009, between Magna Powertrain de Mexico SA de CV	Magna Powertrain 1775 Research Drive Troy, MI 48083	\$0
Nomination Letter – "Project TC-W61G", dated November 11, 2008, between MAGNA Powertrain AG & Co KG and Metaldyne Sinter Components	Magna Powertrain 1775 Research Drive Troy, MI 48083	\$0
Nomination Letter – "Project TC-W61G", dated November 12, 2008, between MAGNA Powertrain AG & Co KG and Metaldyne Sinter Components	Magna Powertrain 1775 Research Drive Troy, MI 48083	\$0
Nomination Letter – "Project TC-W61G", dated November 14, 2008, between MAGNA Powertrain AG & Co KG and Metaldyne Sinter Components	Magna Powertrain 1775 Research Drive Troy, MI 48083	\$0
Nomination Letter – "Project TC-W61G", dated November 14, 2008, between MAGNA Powertrain AG & Co KG and Metaldyne Sinter Components	Magna Powertrain 1775 Research Drive Troy, MI 48083	\$0
Project ATC 350 – Long Term Agreement; 1 <sup>st</sup> Revision, dated April 7, 2009, between MAGNA Powertrain AG & Co KG and Metaldyne Sinter Components	Magna Powertrain 1775 Research Drive Troy, MI 48083	\$0
Project TC-W61G – Long Term Agreement, dated November 14, 2008, between MAGNA Powertrain AG & Co KG and Metaldyne Sinter Components	Magna Powertrain 1775 Research Drive Troy, MI 48083	\$0

<u>Contract</u>	Counterparty Address	Cure Amount
Project TC-W61G – Long Term Agreement,	Magna Powertrain	\$0
dated November 14, 2008, between MAGNA	1775 Research Drive	·
Powertrain AG & Co KG and Metaldyne	Troy, MI 48083	
Sinter Components		
Project TC-W61G – Long Term Agreement,	Magna Powertrain	\$0
dated November 14, 2008, between MAGNA	1775 Research Drive	·
Powertrain AG & Co KG and Metaldyne	Troy, MI 48083	
Sinter Components		
Project TC-W61G – Long Term Agreement,	Magna Powertrain	\$0
dated November 14, 2008, between MAGNA	1775 Research Drive	
Powertrain AG & Co KG and Metaldyne	Troy, MI 48083	
Sinter Components		
Office Equipment Lease Agreement,	Marlin Leasing	
commencing on 8/10/2007 by and between	Northwestern Division	
Metaldyne Litchfield and Marlin Leasing	300 Fellowship Road	\$0
Contract No. 001-0184734-007	Mount Laurel, NJ 08054	·
	, , , , , , , , , , , , , , , , , , , ,	
Bluffton PO between Metaldyne Machining	Metal Technologies Inc	\$0
and Assembly Company and Metal	1537 W. Auburn Drive	, -
Technologies (RDI)	Auburn, IN 46706	
Bluffton PO between Metaldyne Machining	Metal Technologies Inc	\$0
and Assembly Company and Metal	1537 W. Auburn Drive	, -
Technologies (WDI)	Auburn, IN 46706	
Fremont PO between Metaldyne Machining	Metal Technologies Inc	\$0
and Assembly Company and Metal	1537 W. Auburn Drive	, -
Technologies (RDI)	Auburn, IN 46706	
Fremont PO between Metaldyne Machining	Metal Technologies Inc	\$0
and Assembly Company and Metal	1537 W. Auburn Drive	7.7
Technologies (WDI)	Auburn, IN 46706	
Litchfield PO between Metaldyne Machining	Metal Technologies Inc	\$0
and Assembly Company and Metal	1537 W. Auburn Drive	, -
Technologies (MTA)	Auburn, IN 46706	
Agreement dated June 8, 2009 between	Metal Technologies Inc	\$0
Metaldyne Corporation and its affiliates and	1537 W. Auburn Drive	, -
subsidiaries and Metal Technologies, Inc. and	Auburn, IN 46706	
its affiliates and subsidiaries		
Letter Agreement dated June 15, 2009 with	Molten Metal Equipment	\$0
Molten Metal Equipment	16286 Navuoo Road	·
	Middlefield, OH 44062	
Microsoft Enterprise Agreement between	MSLI, GP	\$0
MSLI, GP and Metaldyne Company LLC,	Dept. 551 Volume Licensing	·
dated August 9, 2001	6100 Neil Road, Suite 210	
	Reno, NV 89511-1137	
Bluffton PO between Metaldyne Machining	MSP Industries	\$0
and Assembly Company and MSP Industries	45 W. Oak Rd	
	Oxford, MI 48371	
Bluffton PO between Metaldyne Machining	Mubea	\$150,099.00
and Assembly Company and Mubea	6800 Industrial Drive	·
	Florence, KY 41042	
Fremont PO between Metaldyne Machining	Multitech Components Pvt. Ltd	\$0
and Assembly Company and Multitech	B10-9 (P), Seventhphase	
Components Pvt. Ltd	Aditypaur Industrial Area	
_	Jamshedpur, India 832 1099	

<u>Contract</u>	Counterparty Address	Cure Amount
Letter Agreement dated June 18, 2009 with	Multitech Components Pvt. Ltd	\$0
Multitech Components Pvt. Ltd.	B10-9 (P), Seventhphase	
	Aditypaur Industrial Area	
	Jamshedpur, India 832 1099	
Message Repeater Agreement, commencing	Muzak Headquarters	
on 6/10/2007 by and between Metaldyne	3318 Lakemont Blvd	\$0
Plymouth and Muzak	Fort Mill, SC 29708	φυ
Contract No. 33525		
Message Repeaters Agreement, commencing	Muzak Headquarters	
on 06/10/2007 by and between Metaldyne	3318 Lakemont Blvd	\$0
Plymouth and Muzak	Fort Mill, SC 29708	Φ0
Contract No. 03352B		
Truck Lease Agreement, commencing on	Navistar Leasing Company	
4/11/2007 by and between Windfall Products,	425 N Martingale Road	
Inc. and Navistar Leasing	18th Floor	
-	Schaumburg, IL 60173	
	Frank C. Dell'Amore	\$804.49
	Jaspan Schlesinger LLP	
	300 Garden City Plaza	
	Garden City, New York 11530	
	fdellamore@jaspanllp.com	
Office Equipment Lease Agreement,	Neopost Inc.	
commencing on 12/02/2006 by and between	30955 Huntwood Avenue	Ф220 (7
Metaldyne and Neopost	Hayward CA, 94544	\$230.67
Contract No. 06091518	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
Office Equipment Lease Agreement,	Neopost, Inc.	
commencing on 9/18/2006 by and between	30955 Huntwood Avenue	
Metaldyne and Neopost	Hayward, CA 94544	\$0
Contract No. SCH-001	114) (4414) 5119 15 11	
Bluffton PO between Metaldyne Machining	Nosta	\$0
and Assembly Company and Nosta	An der Bahn 5	7.
and resource y company and resour	D 89420 Hoechstadt	
	Hoechstadt, Germany 89420	
Letter Agreement dated June 19, 2009 with	Nosta	\$0
Nosta GmbH	An der Bahn 5	Ψ0
Trobus Gillott	D 89420 Hoechstadt	
	Hoechstadt, Germany 89420	
St. Mary's purchase order between Metaldyne	PA Industrial Heat Treaters, Inc	\$29,589.00
Sintered Components and PA Industrial Heat	Access Road	Ψ29,509.00
Treaters, Inc.	PO Box 348	
Treaters, Inc.	St. Marys, PA 15857	
Office Furniture Lease Agreement,	Peoples State Bank	
commencing on 4/15/2007 by and between	1800 E Twelve Mile Rd.	
Metaldyne Fremont and Peoples State Bank	Madison Heights, MI 48071	\$1389.50
Contract No. 003	iviadison ricigitis, ivii 40071	\$1369.30
Conduct 110. 003		
Sullair Lina Dryar Lages Agraement	Peoples State Bank	
Sullair Line Dryer Lease Agreement,	1800 E Twelve Mile Rd.	<b>#</b> < 0 < 0 0
commencing in 2006 by and between		\$686.00
Metaldyne Fremont and Peoples State Bank	Madison Heights, MI 48071	
Letter Agreement dated June 26, 2009 with	Poly Flex Products, Inc	\$0
Poly Flex Products, Inc.	34481 Industrial Drive	
	Livonia, MI 48150	

<u>Contract</u>	Counterparty Address	Cure Amount
Form of Supply Agreement between MascoTech, Inc and Praxair, Inc dated December 2, 1998	Praxair, Inc PO Box 1986 55 Old Ridgebury Rd Danbury, CT 06813-1986	\$0
Litchfield PO between Metaldyne Machining and Assembly Company and Precision Gage	Precision Gage 256 Industrial Drive PO Box 277 Hillsdale, MI 49242	\$75,000.00
Litchfield PO between Metaldyne Machining and Assembly Company and Production Saw & Machine Corp	Production Saw & Machine 9091 S Meridian Rd Clarklake, MI 49234	\$17,000.00
Letter Agreement dated July 16, 2009 with PVI Industrial Washing, Inc.	PVI Industrial Washing, Inc 2886 Clyden SW Wyoming, Mi 49509	\$0
Letter Agreement dated June 22, 2009 with Rofin-Sinar, Inc.	Rofin-Sinar, Inc. 40984 Concept Drive Plymouth, MI 48170	\$0
2 Straight Trucks Lease Agreement, commencing on 2/27/2007 by and between Metaldyne Corporation and Ryder	Ryder Truck Rental Inc 3600 NW 82nd Avenue Miami, FL 33166	\$0
Truck Lease Agreement, commencing on 7/21/2006 by and between Metaldyne Corporation and Ryder Contract No. 415048	Ryder Truck Rental Inc 3600 NW 82nd Avenue Miami, FL 33166	\$0
Truck Lease Agreement, commencing on 8/1/2006 by and between Metaldyne Corporation and Ryder Contract No. 201751	Ryder Truck Rental Inc 3600 NW 82nd Avenue Miami, FL 33166	\$0
Litchfield PO between Metaldyne Machining and Assembly Company and Samtech Co. Ltd	Samtech Co. Ltd 1217-1 Ji-Sa Dong Gang-se Gu, Busan 618230	\$0
Letter Agreement dated June 11, 2009 with Samtech Co. Ltd.	Samtech Co. Ltd 1217-1 Ji-Sa Dong Gang-se Gu, Busan 618230	\$0
Letter Agreement dated June 10, 2009 with Seoul Industry Co., Ltd	Seoul Industry Co. Ltd #1004 – 1, ShinWang-ri YangGam-myun HwaSung-city, KyungGi-do 445-931 South Korea	\$0
Bluffton PO between Metaldyne Machining and Assembly Company and Seoul Industry Co. Ltd	Seoul Industry Co. Ltd #1004 – 1, ShinWang-ri YangGam-myun HwaSung-city, KyungGi-do 445-931 KR	\$0
Fremont PO between Metaldyne Machining and Assembly Company and Shin Woo Co, Ltd	Shin Woo Co, Ltd 89-1 Seochon re, Janggi Myun Namgu, Pohang City Kyungbuk China 790930	\$0

<u>Contract</u>	Counterparty Address	Cure Amount
Letter Agreement dated June 24, 2009 with Shin Woo Co., Ltd.	Shin Woo Co, Ltd 89-1 Seochon re, Janggi Myun Namgu, Pohang City Kyungbuk 790930 South Korea	\$0
Bluffton PO between Metaldyne Machining and Assembly Company and Steel Parts Manufacturing	Steel Parts 801 Berryman Pike Tipton, IN 46072-2191	\$117,000.00
Contract dated February 5, 2009 between Stork CRS, Inc. and Metaldyne for the supply of laboratory testing services	Stork Climax Research Services 51229 Century Court Wixom, MI 48393-2074	\$0
Letter Agreement dated June 17, 2009 with Taeyang Metal Ind. Co., Ltd.	Taeyang Metal Ind. Col, Ltd #595 Sunggok-Dong Dan-Won Gu Ansan City, Kyunggi 425-833 South Korea	\$0
Material Handling Lease Agreement, commencing on 1/28/2008 by and between Metaldyne Corporation, Litchfield and Tennant Financial Services Contract No. 500-0137453-000	TENNANT 701 N. LILAC DRIVE Minneapolis, MN 55422	\$35.63
Material Handling Lease Agreement, commencing on 11/21/2004 by and between Metaldyne Corp. and Tennant Financial Services Contract No. 4073669-004	Tennant Financial Services 701 N. Lilac Drive Minneapolis, MN 55440	\$0
Lease Agreement, commencing on 9/28/2007 by and between Metaldyne and Toyota Financial Services Contract No. 029	Toyota Motor Credit Corporation PO Box 3457 Torrance, CA 90510	\$0
Material Handling Agreement commencing 7/16/2007 by and between Metaldyne Bluffton and Toyota Financial Services Contract No. 028 – 5462/88268	Toyota Motor Credit Corporation PO Box 3457 Torrance CA 90510	\$0
Material Handling Agreement, commencing on 1/3/2005 by and between Metaldyne Corporation Bluffton, IN and Toyota Financial Services Contract No. 026	Toyota Motor Credit Corporation PO Box 3457 Torrance, CA 90510	\$0
Material Handling Agreement, commencing on 1/3/2005 by and between Metaldyne Bluffton and Toyota Financial Services	Toyota Motor Credit Corporation PO Box 3457 Torrance CA 90510	\$0
Material Handling Agreement commencing 7/16/2007 by and between Metaldyne Bluffton and Toyota Financial Services Contract No. 028 – 5462/88268	Toyota Motor Credit Corporation PO Box 3457 Torrance CA 90510	\$0

<u>Contract</u>	Counterparty Address	Cure Amount
Material Handling Lease Agreement, commencing on 5/30/2007 by and between Metaldyne Fremont and Toyota Financial Services Contract No. LA53302	Toyota Motor Credit Corporation PO Box 3457 Torrence, CA 90510	\$0
Bluffton PO between Metaldyne Machining and Assembly Company and Waupaca Foundry, Marinette	Waupaca Foundry Marinette 805 Ogden St Marinette, WI 54143	\$416,605.00
Litchfield PO between Metaldyne Machining and Assembly Company and Waupaca Foundry, Gray Iron	Waupaca Foundry, Gray Iron 1955 Brunner Dr Waupaca, WI 54981	\$0
Office Equipment Lease Agreement, commencing on 02/02/2007 by and between Metaldyne and Wells Fargo Contract No. 001-0046190-002	Wells Fargo Leasing, Inc. 666 Walnut Street Des Moines, IA 50309	\$1,059.30
Office Equipment Lease Agreement, commencing on 1/22/2007 by and between Metaldyne Corporation and Wells Fargo Contract No. 524929	Wells Fargo Leasing, Inc. 666 Walnut Street Des Moines, IA 50309	\$0
Office Equipment Lease Agreement, commencing on 2/2/2007 by and between Metaldyne Corporation and Wells Fargo Contract No. 001-0046190-003	Wells Fargo Leasing, Inc. 666 Walnut Street Des Moines, IA 50309	\$0
Office Equipment Lease Agreement, commencing on 2/5/2007 by and between Metaldyne Corporation and Wells Fargo Contract No. 001-0046190-001	Wells Fargo Leasing, Inc. 666 Walnut Street Des Moines, IA 50309	\$0
Office Equipment Lease Agreement, commencing on 2/5/2007 by and between Metaldyne Corporation and Wells Fargo Contract No. 001-0046190-004	Wells Fargo Leasing, Inc. 666 Walnut Street Des Moines, IA 50309	\$0