

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

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In re : Chapter 11  
Oldco M Corporation :  
(f/k/a Metaldyne Corporation), *et al.*, : Case No. 09-13412 (MG)  
Debtors. : (Jointly Administered)  
: X  
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**SECOND OMNIBUS ORDER APPROVING  
ASSUMPTION AND ASSIGNMENT TO MD INVESTORS**

This matter coming before the Court on the motion, dated June 15, 2009 (Docket No. 214), of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for, among other things, the entry of an order authorizing and approving the sale of substantially all of the assets related to the Debtors’ powertrain business group and authorizing the assumption and assignment of certain executory contracts and unexpired leases of the Debtors in connection therewith (the “Powertrain Sale Motion”); and the motion, dated June 25, 2009 (Docket No. 323), for, among other things, entry of an order authorizing and approving the sale of substantially all of the assets related to the Debtors’ chassis business group and authorizing the assumption and assignment of certain executory contracts and unexpired leases of the Debtors in connection therewith (the “Chassis Sale Motion”, and together with the Powertrain Sale Motion, the “Sale Motions”); and the Court having approved the Sale Motions and the Asset Purchase Agreement, dated as of August 7, 2009 (the “Agreement”)<sup>1</sup>, by and between MD Investors Corporation (“MD Investors”) and Metaldyne Corporation (“Metaldyne”), as set forth in that

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<sup>1</sup> Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Sale Motions or in the Agreement, as indicated by the context.

certain 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 Certain Executory Contracts and Leases in Connection Therewith and (III) Granting Related Relief (Docket No. 674) (the "Sale Order"); the closing of the transaction contemplated by the Agreement having occurred on October 16, 2009 (the "Closing"); due notice of the assumptions and assignments set forth herein having been provided in the contract and cure schedules filed with this Court (Docket Nos. 352, 429, 799, 812, 833 and 893) and no other or further notice needing to be provided; the assumptions and assignments set forth herein being in the best interests of the Debtors, their estates and creditors and all parties in interest in these cases; and upon the record of these cases; and after due deliberation thereon; and good cause appearing therefor, it is hereby **ORDERED**

1. Pursuant to sections 363 and 365 of the Bankruptcy Code and paragraphs 17 through 24 of the Sale Order, and upon the payment of the cure amounts set forth on Exhibit A hereto, the assumption by the Debtors and assignment to MD Investors of the executory contracts and unexpired leases set forth on Exhibit A hereto (collectively, the "Assumed Contracts") is approved effective as of the Closing.

2. Payment of the cure amounts set forth on Exhibit A hereto shall be in full satisfaction of any and all defaults under the Assumed Contracts, whether monetary or non-monetary. Each nondebtor counterparty to an Assumed Contract is forever barred, estopped and permanently enjoined from asserting against the Debtors or MD Investors, its successors or assigns or the property of any of them, any default existing as of the date of hereof if such default was not raised or asserted prior to the date hereof.

3. MD Investors has demonstrated adequate assurance of future performance with respect to the Assumed Contracts and has satisfied the requirements of the Bankruptcy Code including, without limitation, sections 365(b)(1) and (3) and 365(f)(2)(B).

4. MD Investors is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.

5. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

6. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: New York, New York  
November 16, 2009

/s/ Martin Glenn  
UNITED STATES BANKRUPTCY JUDGE

**Exhibit A**

**Assumed Contracts**

<b><u>Contract</u></b>	<b><u>Counterparty Address</u></b>	<b><u>Cure Amount</u></b>
Bluffton PO between Metaldyne Machining and Assembly Company and Mubea	Mubea 6800 Industrial Drive Florence, KY 41042	\$150,099.00
Software License Agreements between PTC and Metaldyne Corporation Clickwrap agreement May 2008	PTC 140 Kendrick Street Needham, MA 02494	\$0.00
Indirect Commodities Supply Agreement, together with Supplemental Term Sheet, each dated October 15, 2001, between Metaldyne LLC and DSSI, LLC, as amended by letters dated June 14, 2005, December 16, 2008, February 27, 2009 and April 29, 2009.	DSSI, LLC 26261 Evergreen Road Suite 250 Southfield, Michigan 48076	\$166,821.00 (reflects Powertrain and Fremont agreements only)
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

<u>Contract</u>	<u>Counterparty Address</u>	<u>Cure Amount</u>
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
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>	<u>Counterparty Address</u>	<u>Cure Amount</u>
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
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

<u>Contract</u>	<u>Counterparty Address</u>	<u>Cure Amount</u>
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 Jungwanta-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
Letter Agreement dated June 5, 2009 with Finishing Touch	Finishing Touch 191 Simpson Drive Litchfield, MI 49252	\$0
Office Equipment (Bank of America) Lease Agreement, commencing on 10/19/2004 by and between Metaldyne Litchfield and Fleet Capital Leasing Contract No. 2-2134991	Fleet Capital Leasing Administration Center PO Box 7023 Troy, MI 48007	\$0

<u>Contract</u>	<u>Counterparty Address</u>	<u>Cure Amount</u>
Letter Agreement dated June 26, 2009 with Forst Technologies GmbH and Co KG	Forst Technologies GmbH & Co KG Schuetzenstrasse 160 Solingen, Germany 42659	\$0
Letter Agreement dated June 26, 2009 with Forst USA	Forst USA 23640 Hoover Rd Warren, MI 48089	\$0



<u>Contract</u>	<u>Counterparty Address</u>	<u>Cure Amount</u>
<p>Material Handling Lease Agreement, commencing on 10/13/2004 with GE CAPITAL Contract No. M2-309</p>	<p>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</p> <p>Carey D. Schreiber Winston &amp; Strawn LLP 200 Park Avenue New York, NY 10166</p> <p>Brian I. Swett Winston &amp; Strawn LLP 35 West Wacker Drive Chicago, IL 60601 bswett@winston.com</p> <p>Justin E. Rawlins Winston &amp; Strawn LLP 333 South Grand Avenue Los Angeles, CA 90071 jrawlins@winston.com</p>	<p>\$236.23</p>
<p>Material Handling Lease Agreement, commencing on 6/1/2004 by and between Metaldyne Ridgway and GE Vendor Financial Services Contract No. M2-247/4263028-001</p>	<p>General Electric Capital Corporation 10 Riverview Drive Danbury, CT 06810</p> <p>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</p> <p>Carey D. Schreiber Winston &amp; Strawn LLP 200 Park Avenue New York, NY 10166</p> <p>Brian I. Swett Winston &amp; Strawn LLP 35 West Wacker Drive Chicago, IL 60601 bswett@winston.com</p> <p>Justin E. Rawlins Winston &amp; Strawn LLP 333 South Grand Avenue Los Angeles, CA 90071 jrawlins@winston.com</p>	<p>\$0</p>

<u>Contract</u>	<u>Counterparty Address</u>	<u>Cure Amount</u>
Letter Agreement dated June 29, 2009 with Gerdau Mac Steel	Gerdau Mac Steel 5591 Morrill Road Jackson, MI 49201	\$0
Bluffton PO between Metaldyne Machining and Assembly Company and Hastech Mfg (A Linamar Company)	Hastech 301 Massey Rd Guelph, Ontario Canada N1K 1B2	\$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	IKON Financial 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
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

<u>Contract</u>	<u>Counterparty Address</u>	<u>Cure Amount</u>
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
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
Bluffton PO between Metaldyne Machining and Assembly Company and Machine Tool & Gear, Inc.	Machine Tool & Gear 1021 N. Shiwaassee 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

<u>Contract</u>	<u>Counterparty Address</u>	<u>Cure Amount</u>
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
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
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
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
Office Equipment Lease Agreement, commencing on 8/10/2007 by and between Metaldyne Litchfield and Marlin Leasing Contract No. 001-0184734-007	Marlin Leasing Northwestern Division 300 Fellowship Road Mount Laurel, NJ 08054	\$0
Bluffton PO between Metaldyne Machining and Assembly Company and Metal Technologies (RDI)	Metal Technologies Inc 1537 W. Auburn Drive Auburn, IN 46706	\$0
Bluffton PO between Metaldyne Machining and Assembly Company and Metal Technologies (WDI)	Metal Technologies Inc 1537 W. Auburn Drive Auburn, IN 46706	\$0
Fremont PO between Metaldyne Machining and Assembly Company and Metal Technologies (RDI)	Metal Technologies Inc 1537 W. Auburn Drive Auburn, IN 46706	\$0
Fremont PO between Metaldyne Machining and Assembly Company and Metal Technologies (WDI)	Metal Technologies Inc 1537 W. Auburn Drive Auburn, IN 46706	\$0
Litchfield PO between Metaldyne Machining and Assembly Company and Metal Technologies (MTA)	Metal Technologies Inc 1537 W. Auburn Drive Auburn, IN 46706	\$0
Agreement dated June 8, 2009 between Metaldyne Corporation and its affiliates and subsidiaries and Metal Technologies, Inc. and its affiliates and subsidiaries	Metal Technologies Inc 1537 W. Auburn Drive Auburn, IN 46706	\$0

<u>Contract</u>	<u>Counterparty Address</u>	<u>Cure Amount</u>
Letter Agreement dated June 15, 2009 with Molten Metal Equipment	Molten Metal Equipment 16286 Navuoo Road Middlefield, OH 44062	\$0
Microsoft Enterprise Agreement between MSLI, GP and Metaldyne Company LLC, dated August 9, 2001	MSLI, GP Dept. 551 Volume Licensing 6100 Neil Road, Suite 210 Reno, NV 89511-1137	\$0
Bluffton PO between Metaldyne Machining and Assembly Company and MSP Industries	MSP Industries 45 W. Oak Rd Oxford, MI 48371	\$0
Fremont PO between Metaldyne Machining and Assembly Company and Multitech Components Pvt. Ltd	Multitech Components Pvt. Ltd B10-9 (P), Seventhphase Adityapur Industrial Area Jamshedpur, India 832 1099	\$0
Letter Agreement dated June 18, 2009 with Multitech Components Pvt. Ltd.	Multitech Components Pvt. Ltd B10-9 (P), Seventhphase Adityapur Industrial Area Jamshedpur, India 832 1099	\$0
Message Repeater Agreement, commencing on 6/10/2007 by and between Metaldyne Plymouth and Muzak Contract No. 33525	Muzak Headquarters 3318 Lakemont Blvd Fort Mill, SC 29708	\$0
Message Repeaters Agreement, commencing on 06/10/2007 by and between Metaldyne Plymouth and Muzak Contract No. 03352B	Muzak Headquarters 3318 Lakemont Blvd Fort Mill, SC 29708	\$0
Office Equipment Lease Agreement, commencing on 12/02/2006 by and between Metaldyne and Neopost Contract No. 06091518	Neopost Inc. 30955 Huntwood Avenue Hayward CA, 94544	\$230.67
Office Equipment Lease Agreement, commencing on 9/18/2006 by and between Metaldyne and Neopost Contract No. SCH-001	Neopost, Inc. 30955 Huntwood Avenue Hayward, CA 94544	\$0
Bluffton PO between Metaldyne Machining and Assembly Company and Nosta	Nosta An der Bahn 5 D 89420 Hoechststadt Hoechststadt, Germany 89420	\$0
Letter Agreement dated June 19, 2009 with Nosta GmbH	Nosta An der Bahn 5 D 89420 Hoechststadt Hoechststadt, Germany 89420	\$0
St. Mary's purchase order between Metaldyne Sintered Components and PA Industrial Heat Treaters, Inc.	PA Industrial Heat Treaters, Inc Access Road PO Box 348 St. Marys, PA 15857	\$29,589.00
Office Furniture Lease Agreement, commencing on 4/15/2007 by and between Metaldyne Fremont and Peoples State Bank Contract No. 003	Peoples State Bank 1800 E Twelve Mile Rd. Madison Heights, MI 48071	\$1389.50
Sullair Line Dryer Lease Agreement, commencing in 2006 by and between Metaldyne Fremont and Peoples State Bank	Peoples State Bank 1800 E Twelve Mile Rd. Madison Heights, MI 48071	\$686.00

<u>Contract</u>	<u>Counterparty Address</u>	<u>Cure Amount</u>
Letter Agreement dated June 26, 2009 with Poly Flex Products, Inc.	Poly Flex Products, Inc 34481 Industrial Drive Livonia, MI 48150	\$0
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 South Korea	\$0

<u>Contract</u>	<u>Counterparty Address</u>	<u>Cure Amount</u>
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 790930 South Korea	\$0
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>	<u>Counterparty Address</u>	<u>Cure Amount</u>
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
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