

PROOF OF CLAIM



In re
Oxford Automotive, Inc

Case Number
04-74377

Schedule/Claim ID s2108
Amount/Classification
UNKNOWN Unsecured Contingent Disputed
Unliquidated

NOTE This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.

Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

Name of Creditor and Address
 08111832003930
CUMMINGS RICHARDS H
22010 VILLAGE PINES DR
BEVERLY HILLS MI 48025-3563

Check box if you have never received any notices from the bankruptcy court in this case.

Check box if this address differs from the address on the envelope sent to you by the court.

The amounts reflected above constitute your claim as scheduled by the Debtor or pursuant to a filed claim. If you agree with the amounts set forth herein and have no other claim against the Debtor, you do not need to file this proof of claim EXCEPT as stated below.

If the amounts shown above are listed as Contingent, Unliquidated or Disputed, you must file a proof of claim.

If you have already filed a proof of claim with the Bankruptcy Court or BMC, you do not need to file again.
THIS SPACE IS FOR COURT USE ONLY

Creditor Telephone Number **(248) 540-2178**
Creditor Federal Tax ID
373-30-0581

Account Or Other Number By Which Creditor Identifies Debtor

Check here replaces or amends a previously filed claim dated _____

1 BASIS FOR CLAIM
 Goods sold Personal injury/wrongful death Retiree benefits as defined in 11 U.S.C. § 1114(a)
 Services performed Taxes Wages, salaries and compensation (Fill out below)
 Money loaned Other (describe briefly) _____
Last four digits of SS # _____
Unpaid compensation for services performed from _____ to _____ (date) (date)

2 DATE DEBT WAS INCURRED December 1, 1994 **3 IF COURT JUDGMENT, DATE OBTAINED**

4 TOTAL AMOUNT OF CLAIM AT TIME CASE FILED \$ _____ (unsecured) \$ _____ (secured) \$ See attached summary (unsecured priority) \$ See attached summary (Total)

If all or part of your claim is secured or entitled to priority, also complete item 5 or 7 below.
 Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.

5 SECURED CLAIM
 Check this box if your claim is secured by collateral (including a right of setoff).
Brief description of collateral:
 Real Estate Motor Vehicle
 Other _____
Value of Collateral \$ _____
Amount of arrearage and other charges at time case filed included in secured claim if any \$ _____

7 UNSECURED PRIORITY CLAIM
 Check this box if you have an unsecured priority claim.
Amount entitled to priority \$ _____
Specify the priority of the claim:
 Wages, salaries or commissions (up to \$4,925)* earned within 90 days before filing of the bankruptcy petition or cessation of the Debtor's business, whichever is earlier. 11 U.S.C. § 507(a)(3)
 Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4)
 Up to \$2,225* of deposits toward purchase, lease, or rental of property or services for personal family or household use. 11 U.S.C. § 507(a)(6)
 Alimony, maintenance, or support owed to a spouse, former spouse, or child. 11 U.S.C. § 507(a)(7)
 Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8)
 Other - Specify applicable paragraph of 11 U.S.C. § 507(a) (1)
*Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

6 UNSECURED NONPRIORITY CLAIM \$ _____
 Check this box if a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or c) none or only part of your claim is entitled to priority.

8 CREDITS The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.
9 SUPPORTING DOCUMENTS Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.

10 DATE-STAMPED COPY To receive an acknowledgment of your claim, please enclose a self-addressed, stamped envelope and an additional copy of this proof of claim.

The original of this completed proof of claim form must be sent by mail or hand delivered (FAXES NOT ACCEPTED) so that it is actually received on or before 5:00 pm, on January 18, 2005 for Non-Government Claimants OR on or before April 7, 2005 for Governmental Units.
BY MAIL TO:
Oxford Automotive, Inc
c/o BMC Group
PO Box 977
El Segundo, CA 90245-0977
BY HAND OR OVERNIGHT DELIVERY TO:
Oxford Automotive, Inc
c/o BMC Group
1330 East Franklin Ave
El Segundo, CA 90245

THIS SPACE FOR COURT USE ONLY
FILED
JAN 18 2005
BMC

DATE SIGNED: 1/11/05
SIGN and print the name and title if any of the creditor or other person authorized to file this claim (attach copy of power of attorney if any):
[Signature] Richard H. Cummings

ATTACHMENT TO PROOF OF CLAIM

Case Number 04-74377

**Creditor Richard H Cummings
22010 Village Pines Drive
Beverly Hills, MI 48025**

**Schedule/Claim ID s2108
Creditor ID 3930
Vendor Code 1990**

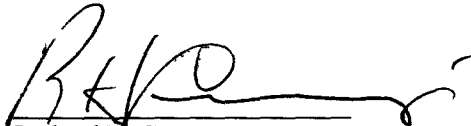
**CLAIM FOR ALL MONIES DUE UNDER HOWELL INDUSTRIES, INC RETIREMENT PLAN
FOR NON-EMPLOYEE DIRECTORS DATED DECEMBER 1, 1994**

I was elected Director of Howell Industries (formerly Macoid Industries, Inc) in 1966 and retired from that board in August 1997, in conjunction with Oxford Automotive's acquisition of Howell Under the terms of the subject retirement plan (Approved 8/13/97 by Oxford's President), I became entitled to quarterly payments of \$2,250 " For a period equal to the number of months served on the board, or until the participant's death, whichever occurs first " Accordingly, I am entitled to such payments for 30 years from August 1997, at which time I was 75 years of age, or until my death

When Oxford filed Chapter 11 bankruptcy in the Fall of '01, such payments were interrupted, but subsequently resumed However, in mid-'02 Oxford questioned continuation of plan payments, so I provided appropriate "back-up" documentation for their files Regular quarterly payments continued until Oxford's current filing at which time a quarterly payment of \$2,250 was delinquent

Enclosed are the following documents in support of this claim

- (1) Howell Industries, Inc Retirement Plan For Non-Employee Directors, effective date December 1, 1994
- (2) Howell Industries 8/13/97 letter confirmation of plan payments due me \$2,250 quarterly commencing September 1, 1997 under the above plan Confirmation of acceptance by Oxford Automotive, Inc is shown thereon
- (3) Portion of 1996 Howell Industries Proxy Statement confirming that (a) I joined the board in 1996 and, (b) my age of 74 at that date
- (4) Copy of Proof of Claim this same case # 04-74377 covering Schedule/Claim ID s1088, the delinquent \$2,250 quarterly payment noted above


Richard H. Cummings

HOWELL INDUSTRIES INC
RETIREMENT PLAN
FOR NON-EMPLOYEE DIRECTORS

PURPOSE

This Plan is to provide a retirement allowance for non-employee directors

ADMINISTRATION

This Plan shall be administered by the President of the Company, who shall have full power to make each determination provided for in the Plan, to interpret the Plan, and to establish rules and procedures for carrying out its purpose

This Plan is a non-contributory, non-qualified and unfunded plan and represents only an unsecured general obligation of the Company

ELIGIBILITY

The Plan provides a monthly retirement allowance to each director (participant) who (a) has never served as an officer of the Company, (b) has served on the board as a non-employee director five or more years, and (c) is a director at any time on or after December 1, 1994

AMOUNT OF DISTRIBUTION

The quarterly retirement allowance will be equal to 75% of the annual retainer (not including meeting fees) in effect on the date of the participant's termination of service on the board

Payments shall be made quarterly commencing with the month following such participant's termination of service on the board

DURATION

The retirement allowance payments will continue for a period equal to the number of months served on the board, or until the participant's death, whichever occurs first. In the event of death prior to the conclusion of scheduled payments under this Plan, all liability of the Company under the Plan is terminated. The participant's estate, surviving spouse or other beneficiary shall have no rights under the Plan.

See attached. Joined B/D in 1966 (then Macoid Industries) - so payments to continue for 30 years from 8/17 or until death

SUSPENSION OF PAYMENTS

Payment of the retirement allowance to a participant who is again elected to the board will be suspended. Any future allowance will be recalculated based on the annual retainer in effect at the time of the participant's subsequent termination of service on the board. The duration of

payments will be determined by the cumulative number of whole months served on the board minus the number of months covered by retirement allowance payments received prior to re-election to the board

NONALIENATION OF BENEFITS

The right of a participant to payment of a retirement allowance hereunder shall not be transferred or encumbered and shall not be subject to attachment or similar process. Any attempted transfer, encumbrance, attachment or similar process shall be ineffective.

CONSULTING

Retired participants shall provide consulting services (not exceeding 8 hours per quarter) to the executive officers and directors of the Company upon written request at times and places convenient to the retired participant.

AMENDMENT AND TERMINATION

The Company reserves the right to amend or terminate the Plan at any time, provided, however, that no such amendment or termination shall reduce the retirement allowance payable to any participant who is receiving an allowance or is eligible to receive an allowance upon his immediate retirement.

EFFECTIVE DATE

This Plan shall be effective December 1, 1994

August 13, 1997

Richard H Cummings
22010 Village Pines Drive
Birmingham, Michigan 48025

Re Howell Industries, Inc. Retirement Plan for Non-Employee Directors

Dear Mr Cummings

This letter confirms the obligations of Howell Industries, Inc , a Michigan corporation (the "Company"), pursuant to the Howell Industries, Inc Retirement Plan for Non-Employee Directors, a copy of which is attached to this letter as Exhibit A (the "Plan") The Company acknowledges that you have satisfied the requirements for eligibility under the Plan and confirms its obligation to make the payments of \$9,000 per year called for by the Plan Payments will be made in quarterly installments of \$2,250 each commencing September 1, 1997

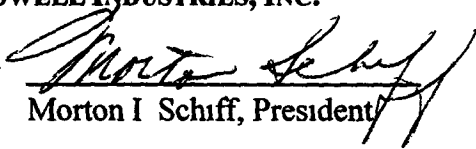
You acknowledge and agree that, other than (a) claims for payments under the Plan, or (b) claims for insurance, advancement of expenses, and indemnification which may arise after the date of this letter, you have no knowledge of other claims by you against the Company

If the terms of this letter are acceptable to you, please sign and return the enclosed copy

Very truly yours,

HOWELL INDUSTRIES, INC.

By


Morton I Schiff, President


Accepted and agreed to as of August 13, 1997

RICHARD H. CUMMINGS



Approved **OXFORD AUTOMOTIVE, INC**

By



Steven M Abelman
President

~~CONFIDENTIAL - SECURITY INFORMATION - OCT 7, 1988~~

HOWELL INDUSTRIES, INC.

Suite 650

17515 West Nine Mile Road

Southfield, Michigan 48075

<u>Name</u>	<u>Age</u>	<u>Positions and Offices With Company and Other Principal Occupations</u>	<u>Year First Became a Director</u>
Morton I Schiff	62	Chief Executive Officer, President and Treasurer of the Company	1981
Alan E Schwartz (2)	70	Partner, Honigman Miller Schwartz and Cohn, Attorneys	1962
Richard H Cummings (3)	74	Retired Senior Vice Chairman, NBD Bancorp, Inc	1966