

IMPORTANT NOTICE

To the Holders of the

**Motors Liquidation Company
(formerly known as General Motors Corporation)**

**Swiss Security Number 876926
6.5% FIPS ISIN No. CH0008769264**

Reference is made to (i) the Bond Purchase and Paying Agency Agreement (the “Agency Agreement”) between General Motors Corporation, now known as Motors Liquidation Company (the “Company” or the “Issuer”) and Credit Suisse AG (the “Fiscal and Paying Agent”) dated May 28, 1986, pursuant to which the 6.5% FIPS (the “Notes”) were issued, and (ii) the Second Amended Joint Chapter 11 Plan, dated as of March 18, 2011, of the Company and certain of its affiliates, which was confirmed by an order of the United States Bankruptcy Court for the Southern District of New York entered on March 29, 2011 (the “Plan”) and became effective on March 31, 2011. Capitalized terms not defined herein shall have the meanings given to them in the Plan, as defined below.

On July 6, 2011, the United States Bankruptcy Court for the Southern District of New York entered an order which, in part, amended the agreement governing the Motors Liquidation Company GUC Trust to establish appropriate mechanics for the issuance of non-transferable “units” representing contingent beneficial interests in the Motors Liquidation Company GUC Trust (the “GUC Trust Units”). As a result, on behalf of the Notes, SIX SIS AG has been credited on the books and records of the Motors Liquidation Company GUC Trust only, with a number of such GUC Trust Units. As required under the Plan, the GUC Trust Units were so credited at the ratio of one GUC Trust Unit for each \$1,000 in amount of Allowed General Unsecured Claims (within the meaning of the Plan). In connection with the October 2011 Distribution, no holder will receive any GUC Trust Units by way of credit to their accounts through SIX SIS AG or otherwise as the GUC Trust Units are non-transferable and are not certificated. A copy of this amendment to the GUC Trust Agreement is available at the Motors Liquidation Company GUC Trust website at <https://www.mlcguctrust.com/>.

The Company hereby informs you that, pursuant and subject to the terms of the Plan and the GUC Trust Agreement referred to therein, a distribution (the “October 2011 Distribution”) of New GM Stock and New GM Warrants (collectively, the “New GM Securities”) in respect of the GUC Trust Units is anticipated to be made on or about the date hereof to those persons (“Holders”) who were holders of beneficial interests in the Notes who received the initial distribution (the “Initial Distribution”) of New GM Securities on April 21, 2011. The amounts of New GM Securities to be allocated in the October 2011 Distribution in respect of the GUC Trust Units, per \$1,000 of principal amount of Notes held at the time of the Initial Distribution, are set forth below:

**Amount of New Securities Allocable per
1,000 Swiss francs of Principal Amount of Notes**

Description of Notes	Shares of New GM Stock ISIN U537045V1008	New GM Warrants (Exercise Price of U.S. \$10.00 per Share) ISIN U537045V1180	New GM Warrants (Exercise Price of U.S. \$18.33 per Share) ISIN U537045V1263
Swiss Security No. 876926 6.5% FIPS ISIN No. CH0008769264	0.074153	0.067440	0.067440

The actual number of New GM Securities distributed on account of an entire series of Notes will be subject to rounding as provided in Section 5.6 of the Plan, and no fractional New GM Securities shall be distributed. Each holder's allocated amount may vary slightly due to rounding.

The terms of the Initial Distribution were previously described in the notice issued by the Company on April 21, 2011 (the "Prior Notice"). As described in the Prior Notice, the October 2011 Distribution will be made in accordance with the clearing system procedures established by SIX SIS AG.

Except as set forth in the Plan, the Agency Agreement ceased to be of further force and effect on the Effective Date, and the Fiscal and Paying Agent has no further obligations under the Agency Agreement except as set forth in the Plan.

Holders are not required by the clearing system maintained by SIX SIS AG or the Fiscal and Paying Agent to take any action to receive distributions pursuant to the Plan. Plan distributions to holders will be made via the clearing system maintained by SIX SIS AG in accordance with customary procedures.

Information on the bankruptcy proceedings can be found at: <http://www.motorsliquidationdocket.com/>. The Issuer's website URL is: <https://www.motorsliquidation.com/>. Information can also be found on the Motors Liquidation Company GUC Trust website at: <https://www.mlcgustrust.com/>.

Wilmington Trust Company is providing this communication in its capacity as trustee and trust administrator of the Motors Liquidation Company GUC Trust, based upon information supplied to it without independent investigation. You should not rely on Wilmington Trust Company as your sole source of information. Wilmington Trust Company makes no recommendations and gives no investment or legal advice herein, and Holders are urged to consult with their own advisors concerning the Notes and the Plan, including tax advisors concerning the tax treatment of any distributions thereunder.

This Notice is given by:

**Wilmington Trust Company, in its capacity as
trustee and trust administrator of the Motors
Liquidation Company GUC Trust**

October 25, 2011