

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

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In re : Chapter 9
: :
CITY OF DETROIT, MICHIGAN, : Case No. 13-53846
: :
Debtor. : Hon. Steven W. Rhodes
: :
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**ORDER FURTHER MODIFYING CERTAIN DEADLINES APPROVED BY
CORRECTED ORDER MODIFYING CERTAIN DEADLINES RELATING
TO THE DEBTOR'S PLAN OF ADJUSTMENT [Docket No. 4617]**

The Stipulation Regarding Proposed Order Further Modifying Certain Deadlines Approved By Corrected Order Modifying Certain Deadlines Established in the Fourth Amended Order Establishing Procedures, Deadlines and Hearing Dates Relating to the Debtor's Plan of Adjustment [Docket No. 4617] (the "Stipulation"),¹ having been entered into by the (i) City of Detroit and (ii) International Union, United Automobile, Aerospace and Agricultural Implement Workers of America ("UAW"); the Court having reviewed the Stipulation; and the Court being fully advised in the premises;

¹ Capitalized terms not otherwise defined herein have the meanings given to them in the Stipulation. If not defined herein or in the Stipulation, capitalized terms have the meanings given to them in the Plan.

IT IS HEREBY ORDERED THAT:

1. Plan Objections. If the Funding Commitments are not made by June 20, 2014, the UAW shall file and serve its (a) initial objections to confirmation of the Plan and (b) list of fact witnesses and the subject that each witness will address by June 30, 2014.

2. If the Funding Commitments are made by June 20, 2014, the UAW shall submit (a) any conditional objection to the Plan and (b) its list of fact witnesses and the subject that each witness will address to counsel for the City on or before June 30, 2014 (each, a "Conditional Objection"), but shall not file such Conditional Objection on the docket of the Chapter 9 Case, except as provided in paragraph 3 below.

3. In the event that on or prior to July 21, 2014, it is determined by the Parties that any of Classes 10, 11 or 12 has voted to reject the Plan, or, UAW and DLC issues have not been mutually resolved by them, the UAW may file and serve its Conditional Objection to the Plan no later than July 22, 2014. Such Conditional Objection also may be supplemented to include objections arising from (a) the results of discovery, (b) the results of Plan voting and (c) events that occur on or after June 30, 2014.

4. The provisions of paragraphs 1-3 of this Order shall apply to the Parties in lieu of the deadlines established by paragraphs 1- 3 of the Corrected

Order Modifying Certain Deadlines Established in the Fourth Amended Order Establishing Procedures, Deadlines and Hearing Dates Related to the Debtor's Plan of Adjustment (the "Corrected Order Modifying Certain Deadlines") (Docket No. 4617).

5. Expert Reports. The deadline for the UAW to file copies of its experts' reports shall be July 22, 2014. August 9, 2014 shall be the deadline for the City to complete all expert depositions. The provisions of this paragraph 5 shall apply to the Parties in lieu of the deadlines established paragraph 5 of the Corrected Order Modifying Certain Deadlines.

6. Discovery. The UAW may observe, but not participate in, any depositions of City witnesses; provided that the UAW, as appropriate, may actively defend against any challenges by an objecting party at such depositions regarding Pension Claims and OPEB Claims and the Plan's treatment of the Classes 10, 11 or 12.

7. If the UAW files an objection to the Plan pursuant to paragraphs 1 or 3 of this Order, then, from and after June 30, 2014, or July 22, as applicable, it may recall City witnesses that have already been deposed for additional depositions, which recalled depositions shall be limited to two hours per witness.

8. If the UAW files an objection to the Plan pursuant to paragraphs 1 or 3 of this Order, then, from and after the date of such filing, through August 9, 2014, the City shall be permitted to depose the witnesses of the UAW.

9. The provisions of paragraphs 6-8 of this Order shall apply to the Parties in lieu of the deadlines established by paragraphs 6-8 of the Corrected Order Modifying Certain Deadlines.

10. Modification of Stipulation and Order. The terms of the Stipulation as approved by this Order may be amended, modified or supplemented only as agreed in writing by the Parties and by further order of this Court.

11. No Other Modifications. Except as modified herein with respect to the Parties, the provisions of the Corrected Order Modifying Certain Deadlines remain in full force and effect, except to the extent that the Fourth Amended Order Establishing Procedures, Deadlines and Hearing Dates Relating to the Debtor's Plan of Adjustment (Docket No. 4202) has been superseded by the Fifth Amended Order Establishing Procedures, Deadlines and Hearings Dates Relating to Debtor's Plan of Adjustment (Docket No. 5259) (the "Fifth Amended Scheduling Order"). The reference to "Docket No. 4617" in paragraph 15 of the Fifth Amended Scheduling Order is hereby amended to adopt and approve the

terms of this Order and the deadlines contained or incorporated herein.

Signed on June 20, 2014

/s/ Steven Rhodes
Steven Rhodes
United States Bankruptcy Judge