

Hearing Date: March 9, 2006  
Hearing Time: 10:00 a.m. (Prevailing Eastern Time)

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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re : Chapter 11  
: :  
DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)  
: :  
Debtors. : (Jointly Administered)  
: :  
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PROPOSED FIFTH OMNIBUS HEARING AGENDA

Location Of Hearing: United States Bankruptcy Court for the Southern District of New  
York, Alexander Hamilton Custom House, Room 601, 6<sup>th</sup> Floor,  
One Bowling Green, New York, New York 10004-1408



The matters set for hearing are divided into the following categories for the purposes of this Proposed Agenda:

- A. Introduction
- B. Continued Or Adjourned Matters (8 Matters)
- C. Uncontested, Agreed, Or Settled Matters (9 Matters)
- D. Contested Matters (1 Matter)
- E. Adversary Proceedings (1 Matter)

**B. Continued Or Adjourned Matters\***

1. **"Interim Compensation"** – Motion For Administrative Order Under 11 U.S.C. § 331 (I) Establishing Procedures For Interim Compensation And Reimbursement Of Expenses Of Professionals And (II) Setting A Final Hearing Thereon (Docket No. 11)

*Response Filed: United States Trustee's Objection To Debtors' Request For The Appointment Of A Fee Committee Contained In The Motion For Administrative Order Under 11 U.S.C. § 331 (I) Establishing Procedures For Interim Compensation And Reimbursement Of Expenses Of Professionals And (II) Setting A Final Hearing Thereon (Docket No. 1656)*

*Reply Filed: The Debtors will file a reply to the U.S. Trustee's objection on or before April 3, 2006 if this matter has not been settled by that time.*

*Related Filing: Order Under 11 U.S.C. § 331 Establishing Procedures For Interim Compensation And Reimbursement Of Expenses Of Professionals (Docket No. 869)*

*Status: An agreed supplemental order adjourning this matter with respect to the Fee Committee to the April 7, 2006 omnibus hearing at the request of the U.S. Trustee has been submitted to the Court.*

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\* Motions at the following docket numbers that appeared on the Proposed Second Omnibus Hearing Agenda have been voluntarily withdrawn from the agenda and would need to be re-noticed under the Case Management Order to be reinstated on an agenda: Docket Nos. 284, 1042, and 1988.

2. **"Behr Industries"** – Order To Show Cause (Docket No. 774)
- Response Filed:* *Response Of Behr Industries, Inc. To Order To Show Cause (Docket No. 1119)*
- Reply Filed:* *None.*
- Related Filing:* *Order To Show Cause (Docket No. 853)*
- Status:* *This matter is being adjourned to a date to be determined.*
3. **"JST Mfg. Co. Ltd."** – Order To Show Cause (Docket No. 1369)
- Response Filed:* *None.*
- Reply Filed:* *None.*
- Related Filing:* *Order To Show Cause (Docket No. 1545)*
- Status:* *This matter is being adjourned to a date to be determined.*
4. **"Appaloosa Management L.P."** – Motion of Appaloosa Management L.P. Pursuant To 11 U.S.C. § 1102(a)(2) For An Order Directing The United States Trustee To Appoint An Equity Committee In These Chapter 11 Cases (Docket No. 1604)
- Responses Filed:* *Response Of The United States Trustee To Motion Of Appaloosa Management L.P. Pursuant To 11 U.S.C. § 1102(a)(2) For An Order Directing The United States Trustee To Appoint An Official Committee Of Equity Security Holders (Docket No. 1682); Objection Of The Prepetition Agent To The Motion Of Appaloosa Management L.P. Pursuant To 11 U.S.C. § 1102(a)(2) For An Order Directing The United States Trustee To Appoint An Equity Committee In These Chapter 11 Cases (Docket No. 1693); Response Of General Motors Corporation To Motion Of Appaloosa Management L.P. Pursuant To 11 U.S.C. § 1102(a)(2) For An Order Directing The United States Trustee To Appoint An Equity Committee In These Chapter 11 Cases (Docket No. 1712); Debtors' Objection To The Motion Of Appaloosa Management L.P. Pursuant To 11 U.S.C. § 1102(a)(2) For Order Directing United States Trustee To Appoint Equity Committee (Docket No. 2629); Declaration Of John D. Sheehan In Support Of Debtors' Objection To Motion Of Appaloosa*

*Management L.P. Pursuant To 11 U.S.C. § 1102(a)(2) For Order Directing United States Trustee To Appoint Equity Committee (Docket No. 2630); Objection Of The Official Committee Of Unsecured Creditors To Motion Of Appaloosa Management L.P. Pursuant To 11 U.S.C. § 1102(a)(2) For An Order Directing The United States Trustee To Appoint An Equity Committee In These Chapter 11 Cases (Docket No. 2634); Amended Response And Objection Of The United States Trustee To Motion Of Appaloosa Management L.P. Pursuant To 11 U.S.C. § 1102(a)(2) For An Order Directing The United States Trustee To Appoint An Official Committee Of Equity Security Holders (Docket No. 2636)*

*Reply Filed: None.*

*Related Filing: Stipulation And Agreed Protective Order Governing Production And Use Of Confidential And Highly Confidential Information In Connection With The Motion Of Appaloosa Management L.P. For An Order Directing The United States Trustee To Appoint An Equity Committee And Objections Filed Thereto (Docket No. 1998)*

*Status: This matter is being adjourned to a special sitting of the Court on March 21, 2006 pursuant to the agreed Pretrial And Scheduling Order Relating To The Motion Of Appaloosa Management L.P. For An Order Directing The United States Trustee To Appoint An Equity Committee In These Chapter 11 Cases submitted to the Court.*

5. **"Deutsche Dagan Order To Show Cause" – Order to Show Cause**  
(Docket No. 1815)

*Response Filed: None.*

*Reply Filed: None.*

*Related Filing: Proposed Order To Show Cause (Docket No. 1823); Order To Show Cause (Docket No. 1856)*

*Status: This matter is being adjourned to the April 7, 2006 omnibus hearing.*

6. **"Cherokee Motion Directing Assumption/Rejection" – Motion For Order Under 11 U.S.C. § 365(d)(2) Directing Debtor Delphi Automotive**

Systems, LLC To Determine Within 150 Days Whether To Assume Or Reject Its Nonresidential Real Property Lease With Cherokee North Kansas City, LLC (Docket No. 1834)

*Response Filed:*        *Debtors' Objection To Motion For Order Under 11 U.S.C. § 365(d)(2) Directing Debtor Delphi Automotive Systems, LLC To Determine Within 150 Days Whether To Assume Or Reject Its Nonresidential Real Property Lease With Cherokee North Kansas City, LLC (Docket No. 2035)*

*Reply Filed:*            *None.*

*Related Filing:*        *None.*

*Status:*                 *This matter is being adjourned to the April 7, 2006 omnibus hearing pursuant to a "meet and confer" conference between the Debtors and Cherokee North Kansas City, LLC establishing a discovery and contested hearing calendar.*

7.    **"Jefferies & Company, Inc."** – The Official Committee of Unsecured Creditors' Application for Order Under Section 328 and 1103 of the Bankruptcy Code and Bankruptcy Rule 2014 Approving Retention of Jefferies & Company, Inc. as Investment Bankers and Financial Advisor to the Committee (Docket No. 1948)

*Response Filed:*        *None.*

*Reply Filed:*            *None.*

*Related Filing:*        *The Official Committee of Unsecured Creditors' Amended Application for Order Under Sections 328 and 1103 of the Bankruptcy Code and Bankruptcy Rule 2014 Approving Retention of Jefferies & Company, Inc. as Investment Bankers and Financial Advisor to the Committee (Docket No. 2434)*

*Status:*                 *This matter is being adjourned to the April 7, 2006 omnibus hearing.*

8.    **"Eva Orlik Lift Stay Motion"** – Motion For Relief From Stay To Allow Case To Continue In The State Of Indiana Howard County Superior Court II (Docket No. 2397)

*Response Filed:*        *None.*

*Reply Filed:*            *None.*

*Related Filing:*        *None.*

*Status:*                    *This matter is being adjourned to the April 7, 2006 omnibus hearing.*

**C.        Uncontested, Agreed, Or Settled Matters**

9.        **"Schmidt Technology GmbH" – Order To Show Cause (Docket No. 477)**

*Response Filed:*        *Special And Limited Appearance Of Schmidt Technology GmbH Regarding Improper And Insufficient Service Of Process (Docket No. 1661)*

*Reply Filed:*            *None.*

*Related Filing:*        *Order To Show Cause (Docket No. 816)*

*Status:*                    *This matter has been resolved and will be withdrawn.*

10.      **"Entergy Mississippi, Inc." – Motion Of Entergy For (I) Relief From Stay To Exercise Recoupment And/Or Setoff Rights Pursuant To Section 553 Of The Bankruptcy Code And (II) Other Related Relief (Docket No. 1024)**

*Response Filed:*        *Debtor's Objection To Motion Of Entergy Mississippi, Inc. For Relief From The Automatic Stay To Permit Recoupment Or, In The Alternative, Setoff (Docket No. 1662)*

*Reply Filed:*            *Entergy's Reply To The Debtors' Objection To The Motion Of For (I) Relief From the Stay To Exercise Recoupment And/Or Setoff Rights Pursuant To Section 553 Of The Bankruptcy Code And (II) Other Related Relief (Docket No. 1828)*

*Related Filing:*        *None.*

*Status:*                    *This matter has been resolved. An agreed order has been submitted to the Court.*

11.      **"Case Management Amendment Motion" – Motion to Amend the Order Under 11 U.S.C. Section 102(1) and 105 Fed. R. Bankr. P. 2002(m), 9006, 9007, and 9014 Establishing (I) Omnibus Hearing Dates, (II) Certain Notice, Case Management, and Administrative Procedures, and (III) Scheduling an Initial Case Conference in Accordance with Local Bankr. R. 1007-2(e) (Docket No. 1556)**

*Response Filed:*        *None.*

*Reply Filed:* None.

*Related Filings:* Notice of Hearing and Amended Exhibit for Motion to Amend the Order Under 11 U.S.C. Section 102(1) and 105 Fed. R. Bankr. P. 2002(m), 9006, 9007, and 9014 Establishing (I) Omnibus Hearing Dates, (II) Certain Notice, Case Management, and Administrative Procedures, and (III) Scheduling an Initial Case Conference in Accordance with Local Bankr. R. 1007-2(e) (Docket No. 1579); Statement In Support of Motion to Amend the Order under 11 U.S.C. Sections 102(1) and 105 and Fed. R. Bankr. P. 2002(m), 9006, 9007, and 9014 Establishing (I) Omnibus Hearing Dates, (II) Certain Notice, Case Management, and Administrative Procedures, and (III) Scheduling an Initial Case Conference in Accordance with Local Bankruptcy R. 1007-2(e) (the "Case Management Amendment Motion") (Docket No. 1620)

*Status:* This matter has been resolved. An agreed order has been submitted to the Court.

12. **"ERISA Lead Plaintiffs' Class Certification Motion"** – Motion For Certification Under Fed. R. Bankr. P. 7023 And To Appoint Counsel (Docket No. 2148)

*Response Filed:* None.

*Reply Filed:* None.

*Related Filing:* Stipulation And Order Regarding Motion For Certification Under Fed. R. Bankr. P. 7023 And To Appoint Counsel (Docket No. 2659)

*Status:* This matter has been adjourned indefinitely pursuant to the terms of the stipulation that was approved by the Court on March 3, 2006 (Docket No. 2659), pending further progress in In re Delphi ERISA Litigation, a proposed class action against Delphi and others, pending in the United States District Court for the Eastern District of Michigan, 05-CV-70882, and consolidated cases.

13. **"Second Removal Deadline Extension Motion"** – Motion To Further Extend The Time Period Within Which Debtors May Remove Actions Under 28 U.S.C. § 1452 And Fed. R. Bankr. P. 9006 And 9027 (Docket No. 2430)

*Response Filed:* None.  
*Reply Filed:* None.  
*Related Filing:* None.  
*Status:* The hearing with respect to this matter will be proceeding.

14. **"Motion To Sell Chinese Joint Venture Interest"** – Motion For Order Under 11 U.S.C. § 363 And Fed. R. Bankr. P. 6004 Authorizing And Approving Sale Of Debtors' Equity Interest In Chinese Joint Venture (Docket No. 2436)

*Response Filed:* None.  
*Reply Filed:* None.  
*Related Filing:* None.  
*Status:* The hearing with respect to this matter will be proceeding.

15. **"Joint Venture Funding Motion"** – Motion Under 11 U.S.C. §§ 363, 1107, And 1108 Authorizing Delphi Automotive Systems LLC To Make Equity Investments In Delphi Furukawa Wiring Systems LLC And Approving Procedures To Make Additional Contributions Without Further Court Approval (Docket No. 2442)

*Response Filed:* None.  
*Reply Filed:* None.  
*Related Filing:* None.  
*Status:* The hearing with respect to this matter will be proceeding.

16. **"Lockport Energy Agreements"** – Motion For Order Under 11 U.S.C. §§ 362, 363, And 365 Authorizing Debtors To (I) Obtain Significant Improvement In Energy Costs By Modifying Agreements With Lockport Energy Associates L.P. And New York State Electric And Gas Corporation, (II) Assume Modified Agreement With Lockport Energy Associates L.P., And (III) Consent To Relief From Automatic Stay For Limited Purpose Of Allowing Lockport Energy Associates L.P. To Record Modified Easements (Docket No. 2444)

*Response Filed:* None.

*Reply Filed:* None.  
*Related Filing:* None.  
*Status:* The hearing with respect to this matter will be proceeding.

17. **"Appaloosa's Motion to File Under Seal"** – Appaloosa Management L.P.'s Motion To File Under Seal (1) Its Motion To Compel Depositions And Exhibits Thereto And (2) Its Motion To Compel Production Of Documents And Exhibits Thereto (Docket No. 2566)

*Response Filed:* None.  
*Reply Filed:* None.  
*Related Filing:* None.  
*Status:* This matter has been resolved. The agreed Pretrial And Scheduling Order Relating To The Motion Of Appaloosa Management L.P. For An Order Directing The United States Trustee To Appoint An Equity Committee In These Chapter 11 Cases has been submitted to the Court.

#### **D. Contested Matters**

18. **"GM Appointment To Creditors' Committee"** – Motion For Order Directing Appointment Of General Motors Corporation To Statutory Creditors' Committee (Docket No. 2443)

*Response Filed:* Debtors' Statement In Response To Motion Directing Appointment Of General Motors Corporation To Statutory Creditors' Committee (Docket No. 2642); United States Trustee's Objection To Motion Of General Motors Requesting An Order To Change The Membership Of The Official Committee Of Unsecured Creditors (Docket No. 2674); Objection Of Mercedes-Benz U.S. International, Inc. To The Motion Directing Appointment Of General Motors Corporation To Statutory Creditors' Committee (Docket No. 2699); Objection Of The Official Committee Of Unsecured Creditors To Motion For Order Directing Appointment Of General Motors Corporation To Statutory Creditors' Committee (Docket No. 2700)

*Reply Filed:* None.

*Related Filing:*        *None.*

*Status:*                    *The hearing with respect to this matter will be proceeding.*

**E.     Adversary Proceedings (Adv. Case No. 06-01121)**

19.    **"Bank of America Summons"** – Summons And Notice Of Pretrial Conference In An Adversary Proceeding (Docket No. 4)

*Response Filed:*        *None.*

*Reply Filed:*            *None.*

*Related Filings:*        *None.*

*Status:*                    *This matter is being adjourned to the April 7, 2006 omnibus hearing.*

Dated: New York, New York  
March 8, 2006

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