

Exhibit B

Chronological list of meetings, conference calls, e-mails, and documents missing from the PBGC's administrative record of the Salaried Plan's termination

1. 1/18/09 - Delphi establishes "data room" to house materials reviewed, matters discussed, and positions expressed by Delphi and GM in negotiations. PBGC (along with other stakeholders) is provided with access to the data room, as well as the "opportunity to request and receive diligence sessions." Sheehan Declaration at 11.¹
2. 2/5/09 - Telephone conference between PBGC and Delphi regarding Delphi's efforts to persuade GM to assume Delphi pensions. PBGC FOIA 622.²
3. 2/12/09 - In person meeting of Delphi Unsecured Creditors' Committee; PBGC, Delphi and UAW in attendance. Subjects discussed undisclosed. PBGC FOIA 622.
4. 2/25/09 - Telephone conference between PBGC, Delphi and GM. Subjects discussed undisclosed. PBGC FOIA 622.
5. 3/12/09 - In person meeting of Delphi Unsecured Creditors' Committee; PBGC, Delphi and UAW in attendance. Subjects discussed undisclosed. PBGC FOIA 622.
6. 3/12/09 - Telephone conference between PBGC and GM. PBGC acknowledges discussions concerned GM "benefit guarantee." PBGC FOIA 622.
7. 3/18/09 - In person meeting between PBGC and Auto Task Force discussing Delphi Salaried Plan. PBGC FOIA 622.
8. 3/20/09 - Telephone conference between PBGC and GM discussing Delphi Salaried Plan. PBGC also acknowledges discussing "GM restructuring initiatives." PBGC FOIA 622.
9. 3/24/09 - Status conference held to discuss status of Delphi bankruptcy, including additional liquidity support by Treasury. PBGC, Delphi, GM and UAW present. PBGC FOIA 622.
10. 3/25/09 - In person meeting between J. Sheehan, K. Stipp, and J. Arle (Delphi), R. Westenberg (GM), and H. Wilson and M. Feldman (Auto Task Force). Sheehan Declaration at 13.

¹ See Declaration of John D. Sheehan in Support of Platinum Expense Reimbursement Motion, attached as Ex. C to the Reply Brief.

² See excerpts of FOIA responses, attached as Ex. G to the Reply Brief.

11. 3/25/09 - In person meeting between PBGC and Auto Task Force discussing Delphi Salaried Plan. PBGC FOIA 622.
12. 4/2/09 - Hearing on Delphi/GM accommodation agreement (postponed at hearing). PBGC, Delphi, GM and US Treasury present. PBGC FOIA 622.
13. 4/3/09 - Delphi delivers “a substantial set of written materials to the Auto Task Force regarding Delphi’s business plan and liquidity.” Sheehan Declaration at 14.
14. 4/5/09 - Meeting between M. Feldman and H. Wilson (Auto Task Force) and J. Sheehan and K. Stipp (Delphi) regarding Treasury liquidity support to Delphi. Treasury informs Delphi that Treasury/GM will not provide additional support to Delphi absent “global solution.” Feldman Dep. at 39-40, 46; Sheehan Declaration at 14 (Wilson informs Delphi that “the Auto Task Force was only prepared to acquire, at a fair price, certain Delphi assets including but not limited to the four UAW Keep Sites and Delphi’s global steering division as supply protection for GM.”).
15. 4/5/09 - Email from GM stating that “Harry [Wilson, of the Auto Task Force] indicated that for negotiations with the DIP, we need to be able to have a credible threat of allowing Delphi to shut down and GM going down also.” Feldman Dep. at 84. “If the DIP lenders believe GM is not prepared to allow this to happen, the negotiation dynamics totally change.” Feldman Dep. at 89. “We all need to stay on message regarding being willing to go dark if the DIP lenders call the loans. Harry does not believe the DIP lenders in reality would do this.” Feldman Dep. at 93.
16. 4/8/09 - Telephone conference between PBGC and Delphi to discuss Salaried Plan minimum funding waiver request. PBGC FOIA 622.
17. 4/13/09 -4/14/09 - Representatives of the DIP lenders meet with the Auto Task Force to present a “detailed operations and financial analysis” of the cost to GM if Delphi were unwilling or unable to provide supply to GM. “The analysis asserted that it would take GM years and tens of billions of dollars to fully re-source Delphi’s products because Delphi is a sole source provider of many components for every vehicle GM produces.” Sheehan Declaration at 16.
18. 4/16/09 - Email between J. Sheehan (Delphi) and M. Feldman (Auto Task Force) in which Sheehan requests to attend meeting between Delphi DIP lenders and Auto Task Force. Feldman Dep. at 51.
19. 4/17/09 - Telephonic meeting between Auto Task Force, Delphi DIP lenders, and GM to discuss “whether there could be an agreement between the DIP lenders and GM around a financing for Delphi.” Feldman Dep. at 52, 55-56.
20. 4/17/09 - Emails between Auto Task Force and GM discussing potential draft term sheet between GM and Delphi DIP lenders “to try and create a deal around a path toward emergence for Delphi.” Feldman Dep. at 57.

21. 4/18/09 - 4/19/09 - Emails between Don Bernstein (Delphi DIP lenders) and M. Feldman (Auto Task Force) discussing Delphi financing. Feldman Dep. at 61-62.
22. 4/18/09 - GM, with the support of the Auto Task Force, submits a comprehensive proposal to resolve the Delphi Chapter 11 cases directly to Delphi's DIP Lenders. "The proposal made clear that GM was prepared to fund the company pre- and post-emergence." Sheehan Declaration at 16.
23. 4/19/09 -4/20/09 (approximate) - Email between Delphi and Auto Task Force and DIP lenders discussing Delphi reaction to term sheet. Feldman Dep. at 70.
24. 4/19/09 - DIP lenders counter with a separate proposal which "chilled discussions with GM and the Auto Task Force and effectively ended their dialogue with the DIP lenders. GM and the Auto Task Force withdrew the prior offer and began looking for a different solution in lieu of partnering with the DIP lenders." Sheehan Declaration at 17.
25. 4/19/09 (approximately) - email between J. Tanenbaum (GM) and M. Feldman (Auto Task Force) stating "we need to be very careful about future e-mail traffic going forward." Email then goes on to talk about the fact that there is no privilege between GM and contributory negligence. Feldman Dep. at 72.
26. 4/20/09 - Telephone conference between PBGC and Delphi. Among topics discussed are possible PBGC action seeking termination of Delphi plans and "standstill agreement with Delphi DIP lenders." PBGC FOIA 622.
27. 4/21/09 - In person and telephone conference between PBGC and Delphi. "Standstill agreement with Delphi DIP lenders" among topics discussed. PBGC FOIA 622.
28. 4/22/09 - In person meeting of Delphi Unsecured Creditors' Committee; PBGC, Delphi and UAW in attendance. Subjects discussed undisclosed. PBGC FOIA 622.
29. 4/22/09 - Email from PBGC to Clay Calhoon (Auto Task Force) presumably discussing Delphi Pension Plans. TREAS FOIA 9.
30. 4/23/09 - Meeting between Platinum Equity and Treasury (including M. Feldman and H. Wilson) discussing potential of Platinum Equity "taking a look at being an acquirer or plan sponsor for Delphi." Feldman Dep. at 98.
31. [Between April 20 and April 30, there were approximately four "conversations" between Treasury/Auto Task Force and Delphi on funding issues. See Feldman Dep. at 76.]
32. 5/1/09 - Meeting between Auto Task Force and GM discussing Delphi issues. Feldman Dep. at 78.

33. 5/1/09 - Meeting between Auto Task Force, GM and Federal-Mogul regarding possible acquisition of Delphi. Feldman Dep. at 80-83.
34. 5/2/09 and 5/3/09 - Conversations between R. O'Neal (Delphi) and M. Feldman (Auto Task Force) regarding liquidity issues, Feldman Dep. at 79-81, potential acquisition by Federal Mogul, Feldman Dep. at 127.
35. 5/3/09 - Email and term sheet from Platinum Equity to H. Wilson and M. Feldman (Auto Task Force) discussing Platinum's initial proposal to Treasury regarding Delphi. Feldman Dep. at 104-05.
36. 5/4/09 - Meeting held in Washington D.C. between Delphi, Auto Task Force/Treasury and GM. Feldman Dep. at 160.
37. 5/4/09 or 5/5/09 - Meeting between Treasury/Auto Task Force and GM to discuss Platinum proposal to purchase or sponsor Delphi. Feldman Dep. at 106.
38. 5/5/09 - Status conference to discuss extension of Delphi's accommodation agreement/status of negotiations re resolution of Delphi's bankruptcy. PBGC, Delphi, GM and US Treasury all present. PBGC FOIA 623.
39. 5/5/09 - "[C]ounsel for the Auto Task Force sent a letter to Delphi disclosing that negotiations were ongoing with two potential buyers and setting a May 18, 2009 target for completion of the negotiations." Sheehan Declaration at 18. The letter also states that "[d]espite our differences, we can all agree that time is of the essence...During the past two weeks, Treasury and GM have received and begun negotiating proposals we received from two interested parties...Treasury has informed both that May 18 is the target to finalize an asset purchase agreement with Delphi...We recognize this time frame is aggressive. However, because Treasury is not prepared to offer Delphi additional liquidity without a signed deal nor prepared to allow GM to fund Delphi without such a definitive deal, an expedited sale process is Delphi's only realistic hope of exiting Chapter 11...Treasury's involvement in Delphi's bankruptcy case is rooted in GM's exposure to Delphi...However, Treasury has been consistent in its position that it will not allow GM to fund Delphi until a resolution that is acceptable to Treasury and GM is reached." Feldman Dep. at 109-114.
40. 5/9/09 - Email from Delphi to Auto Task Force requesting meeting to resolve Delphi issues. Feldman Dep. at 115.
41. 5/12/09 - Meeting between Auto Task Force, Delphi, GM, Delphi Creditors' Committee. Feldman Dep. at 117; Sheehan Declaration at 18. In respect to its defined benefit plans, Delphi notes that a required element of any emergence transaction should include confirmation of "consistent treatment of General Motors' pensioners (whether retired from Delphi or General Motors)." Sheehan Declaration at 20. "Alternatively, resolve PBGC ROW liens if pensions are terminated by PBGC." Sheehan Declaration at 20.

42. 5/13/09-5/14/09 - Platinum Equity presents by email its proposal to purchase Delphi. Feldman Dep. at 122.
43. 5/13/09 - 5/14/09 - Telephone conversations between Delphi and Treasury officials. Feldman Dep. at 160.
44. 5/17/09 - GM circulates joint proposal by Federal-Mogul, GM and Icon Enterprises, with support from Treasury, to purchase Delphi. Feldman Dep. at 128.
45. 5/18/09 - Status conference to discuss status of negotiations among PBGC, Delphi, GM and US Treasury regarding resolution of Delphi bankruptcy, including future of pension plans. PBGC FOIA 623.
46. 5/20/09 - Delphi update to lenders steering committee discussing potential outcomes for Delphi pension plans, and indicating that “[t]hroughout May, Delphi had a series of meetings with its primary stakeholders and other third parties. On May 4, Delphi and GM met with U.S. Treasury in Washington D.C.” Feldman Dep. at 158-160.
47. 5/21/09 - Telephone conference between PBGC and Auto Task Force discussing, among other things, the Delphi Salaried Plan. PBGC FOIA 623.
48. 5/26/09 and 5/27/09- Bankruptcy mediation held seeking resolution of Delphi bankruptcy, including resolution of Delphi pension plans. PBGC, Delphi, GM, Auto Task Force, US Treasury all in attendance. PBGC FOIA 623.
49. 5/26/09 - Internal Platinum Equity email discussing a meeting with GM and Delphi lawyers, stating “[t]his morning, May 26, the lead counsel for Delphi told me the following: Harry Wilson is making the final decision.” Feldman Dep. at 136.
50. 5/26/09 - Email exchange between K. Stipp and J. Sheehan of Delphi stating that “Harry [Wilson (of the Auto Task Force)] is seeking to eliminate both PE [Platinum Equity] and FDML [Federal-Mogul] from the deal.” Feldman Dep. at 138.
51. 5/28/09 - Harry Wilson sends email to GM stating “I believe we’re finally near the end [of the Delphi negotiations.]...Weil, Matt [Feldman] and Harry [Wilson] to press Skadden [Counsel to Delphi] to communicate to a 363 in the event the lenders don’t agree to best and final offer.” Feldman Dep. at 145.
52. 5/28/09 - J. Butler (attorney for Delphi) sends email to M. Feldman (Auto Task Force) saying that Harry Wilson said to “reach out to you on the PBGC settlement issues.” Feldman Dep. at 163-64.
53. 5/28/09 - Telephone conference between Auto Task Force, Treasury and PBGC which PBGC describes as discussing settlement terms for resolving Delphi pension issues and PBGC claims. PBGC FOIA 623.

54. 5/29/09 - Telephone conference of the unsecured creditors committee, PBGC and UAW among participants. PBGC FOIA 623.
55. 6/2/09 - Telephone conference between PBGC and Delphi discussing status and terms of possible settlement. PBGC FOIA 623.
56. 6/2/09 - Email from R. Westenberg (GM) to M. Feldman (Auto Task Force) noting that GM wants to “understand the details of the settlement [that Treasury has negotiated on GM’s behalf] with the PBGC regarding Delphi’s hourly and salaried plans. Has it been finalized? Could you please provide an overview for how the hourly and salaried plans will be treated/addressed? Would it be appropriate/helpful to have GM involved in any discussions?” TREAS FOIA 116-17.
57. 6/2/09 - W. Borst (GM) sends email to Harry Wilson (Auto Task Force) stating that “I’d like to have a discussion with Matt and you in advance [of talking to the PBGC] though so that I can better understand where you’ve left it with them and what you think from the UST [United States Treasury] perspective is expected from GM...and what isn’t. We think we understand the Salaried side but want to understand the Hourly options better. Regards, Walter.” TREAS FOIA 115-16.
58. 6/4/09 - Telephone conference between PBGC and GM. PBGC states that discussion included possibility of GM assumption of Delphi Hourly Plan. PBGC FOIA 623.
59. 6/4/09 - Telephone conference between PBGC and Auto Task Force. PBGC states that discussion included possibility of GM assumption of Delphi Hourly Plan. PBGC FOIA 623.
60. 6/10/09 - H. Wilson sends email to R. Bloom, copying M. Feldman and S. Malik (all Auto Task Force) attaching a one page summary on Delphi issues. Harry notes that he wants to be sure that M. Feldman “is comfortable with how the pension treatment is described[.]” TREAS FOIA 4.
61. 6/11/09 - In person meeting between PBGC and Auto Task Force. PBGC states that discussion focused on issues relating to whether GM would assume Delphi Hourly Plan. PBGC FOIA 623. According to M. Feldman, at about this time, the PBGC takes the position that it wants the Task Force/Treasury to “force General Motors to take the plan on.” Feldman Dep. at 174. Also, about this time, the Auto Task Force begins reviewing GM’s assertions regarding what it can and cannot afford in terms of pension obligations. Feldman Dep. at 183-84.
62. 6/25 - Conversation between M. Feldman (Auto Task Force) and PBGC, where PBGC states that it “would be prepared under certain circumstances to be cooperative.” Feldman Dep. at 189.

63. 6/30/09 - In person meeting between PBGC, Auto Task Force and Treasury which PBGC describes as focusing on fact that GM would not assume Delphi's Hourly Plan. PBGC FOIA 623.
64. 6/30/09 - Email exchange between M. Feldman (Auto Task Force) and W. Borst (GM). M. Feldman asks whether GM has "begun a dialogue with the UAW over your desire to see the hourly plan terminated? One concern I have is that while the PBGC is likely to agree to terminate, its not clear what position they will take on the Benefit Guaranty. At a minimum, this could get messy and the UAW should probably be brought into the loop." Borst responds that GM has been waiting to hear back from the Auto Task Force and PBGC before beginning discussions with the UAW. Feldman notes that "we need the PBGC's help to terminate this plan so we will have to deal with the PBGC. If you think there is a way to cause its unilateral termination (outside of Delphi going down an 1113 process) let me know."³
65. 7/5/09 - Counsel for Treasury sends email stating that "we should assume the hourly plan is being terminated." Feldman Dep. at 201. Feldman states that this was only an assumption at this point, as it was still a possibility that "Delphi could have convinced Platinum or the DIP lenders, or you know, someone else to come in here and buy Delphi and, you know, take on the plan." Feldman Dep. at 202. "[T]here were certainly still scenarios in the beginning of July where it would have been possible that General Motors or someone else would have wound up having to take the hourly plan...I don't think on July 6 it was a completely foregone conclusion...If I understand, if there could not have been a consensual resolution with the PBGC, and it would have taken 3 months to terminate the pension plan, would have had -- you would have had to weigh that delay in Delphi emergence against whatever economic benefits you had against -- in not taking the liability." Feldman Dep. at 204-05. "But at that time, you know, we were still hoping and hearing that maybe there were people interested and coming forward. And if someone had been willing to come forward and take the plans on that had previously announced a willingness by the PBGC to terminate them, you know, no would take them on." Feldman Dep. at 210-11.
66. 7/6/09 - GM sends M. Feldman email saying that GM has now spoken to the UAW regarding the PBGC settlement. Feldman Dep. at 203.
67. 7/6/09 - PBGC and Auto Task Force participate in telephone conference, which the PBGC describes as discussing "expected termination of Delphi Hourly Plan." PBGC FOIA 623.

³ This email exchange is noted in a slide presented during the June 22, 2011 hearing by the Subcommittee on Regulatory Affairs, Stimulus Oversight, and Government Spending hearing entitled, "Lasting Implications of the General Motors Bailout."

68. 7/6/09 - M. Feldman emails other Task Force members noting that "PBGC wants Delphi to make the first announcement which is probably right." The rest of the email chain is redacted. TREAS FOIA 100.
69. 7/7/09 - Telephone conference between PBGC and Auto Task Force regarding termination of Hourly Plan. PBGC FOIA 623. At about this time, PBGC communicates to Auto Task Force that PBGC "wanted to very much control the way this call would take place and asked Treasury to play that controlling role... They did not want to have sort of a group negotiation over the -- what they would get out of the termination in terms of claims and lien releases and the like. They wanted to make sure people were onboard with how it was going to be staged, how the announcement would take place, and they were concerned about, you know, having a large call with a lot of people on it sort of degenerating into places they didn't really want it to go." Feldman Dep. at 208-209.
70. 7/7/09 - Telephone conference between Delphi, GM, PBGC, Auto Task Force and GM regarding pension plans. Feldman Dep. at 212-13; PBGC FOIA 623.
71. 7/7/09 - M. Feldman (Auto Task Force) emails J. House (PBGC) copy of 17 page "stipulation." All 17 pages are redacted. PBGC FOIA 236.
72. 7/8/09 - R. Westenberg (GM) files declaration in GM bankruptcy proceeding stating that "neither GM nor Parnassus (nor presumably any other potential purchaser) is willing to purchase the assets (or shares in the non-debtor affiliates that own the assets) while they are subject to the threat of the PBGC liens." Westenberg Declaration at 8-9.
73. 7/9/09 - Telephone conference between PBGC and Auto Task Force regarding "PBGC recoveries." PBGC FOIA 623.
74. 7/9/09 - J. Gotbaum (representing Delphi DIP Lenders [and presently head of PBGC]) emails R. Bloom asking whether Mr. Bloom or another "non-conflicted person will agree to hear proposals for Delphi from the lenders, who are potential acquirers as well as holders of the traditional DIP lender rights. Bernie Knight, Treasury's Ethics Counsel, told us that we could not communicate with Messrs. Feldman or Wilson, but that we could meet with others without a conflict." TREAS FOIA at 46-47. Five minutes after receiving the email, Bloom forward it to Messrs. Feldman and Wilson. Feldman and Knight then engage in a redacted email exchange about the proposal. TREAS FOIA at 46.
75. 7/7/09-7/16/09 - Numerous telephone conferences between PBGC, Delphi, the Auto Task Force, the US Treasury and GM regarding negotiations of financial terms of settlements with [Delphi] and GM. PBGC FOIA at 623.
76. 7/15/09 - Telephone conference between PBGC and Delphi regarding an extension of PBGC's deadline to vote on Delphi's modified plan of reorganization. PBGC FOIA 623.

77. 7/16/09 - Telephone conference between GM and PBGC regarding “GM benefit guaranty.” PBGC FOIA 624.
78. 7/16/09 - Telephone conference between PBGC, Delphi, GM, Auto Task Force and US Treasury to discuss terms of settlement among PBGC, Delphi and GM. PBGC FOIA 624.
79. 7/17/09- Telephone conference between PBGC and GM to discuss the mechanics of GM benefit guaranty. PBGC FOIA 624.
80. 7/17/09 - Telephone conference between PBGC, Delphi, GM, Auto Task Force and Treasury to discuss terms of settlement between PBGC, Delphi and GM. PBGC FOIA 624.
81. 7/18/09 - Telephone conference between PBGC, Delphi, GM, Auto Task Force and Treasury to discuss terms of settlement between PBGC, Delphi and GM. PBGC FOIA 624.
82. 7/20/09 - Telephone conference between PBGC and Delphi to discuss terms of settlement between PBGC and Delphi. PBGC FOIA 624.
83. 7/20/09 - Telephone conference between GM, Delphi and PBGC to discuss GM and Delphi press releases announcing pension termination. PBGC FOIA 624.
84. 7/20/09 - PBGC signs settlement agreement with Delphi “fully satisfy[ing] all obligations of the Delphi Group under Title IV of ERISA with respect to the [Delphi] Pension Plans,” and “constitut[ing] the recovery afforded to the PBGC on account of the claims related to the Pension Plan.” Delphi -PBGC Settlement Agreement, Docket No. 48-7.
85. 7/20/09 - M. Feldman (Auto Task Force) and F. Jaworski discuss GM top-up payments. Feldman Dep. at 199.⁴
86. 7/21/09 - Telephone meeting of Delphi unsecured creditors’ committee meeting to discuss global settlement of Delphi bankruptcy; PBGC and UAW attend. PBGC FOIA 624.
87. 7/21/09 - Telephone conference between PBGC and Delphi to discuss final language changes to PBGC/Delphi settlement agreement. PBGC FOIA 624.

⁴ This portion of the Feldman Deposition indicates that in the first three weeks of July there had been multiple conversations between GM and individuals at the Treasury, Auto Task Force and White House on who would receive GM top-up payments. Feldman Dep. at 198-199.

88. 7/21/09 - Telephone conference between PBGC, Delphi, GM, Auto Task Force and Treasury to discuss press releases regarding termination of the Delphi pension plans and PBGC's settlement agreement with Delphi. PBGC FOIA 624.
89. 7/22/09 - Telephone conference between PBGC, GM, Delphi and Treasury to negotiate PBGC - GM settlement agreement. PBGC FOIA 624.
90. 7/24/09 - Telephone conference between PBGC, GM, Delphi and Treasury to negotiate PBGC - GM settlement agreement. PBGC FOIA 624.
91. 7/27/09 - PBGC signs Waiver and Release Agreement with Old and New GM releasing and discharging liens and claims related to Delphi's Pension Plans in exchange for, among other things, New GM's agreement to provide the PBGC with an equity stake in the "new" Delphi. Waiver and Release Agreement, filed at Docket No. 48-8.
92. 8/10/09 - PBGC signs agreement with Delphi purporting to terminate Salaried Plan pursuant to 29 U.S.C. § 1342(c) and appointing the PBGC trustee of the Plan, again pursuant to 29 U.S.C. § 1342(c). *See* Exhibit 2 to Docket No. 45.