

PBGC Asset Evaluation
for the
Delphi Retirement Program for Salaried Employees
and the
Delphi Hourly Rate Employees' Pension Plan

Pension Benefit Guaranty Corporation

Asset Evaluation Division

Delphi Retirement Program for Salaried Employees

Case No. 20637000

Delphi Hourly-Rate Employees' Pension Plan

Case No. 20637100

Additional Supplemental Plan Asset Evaluation

Report

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1. EXECUTIVE SUMMARY

The Contractor applied procedures in accordance with the Benefits Administration and Payments Department (“BAPD”) Manual for Plan Asset Evaluations (“PAE”) dated April 17, 2013 (“BAPD PAE Manual”) to assess the estimated Fair Market Value (“FMV”) of assets and liabilities of the Delphi Retirement Program for Salaried Employees (“Salaried Plan”) and the Delphi Hourly-Rate Employees’ Pension Plan (“Hourly Plan”), collectively the “Plans”, “Delphi Salaried and Hourly Plans” or the “Delphi Plans”. This Additional Supplemental Plan Asset Evaluation Report the (“Additional Supplemental Report”) was prepared at the request of PBGC to summarize information in previously issued reports and other work performed by PBGC and should be read in conjunction with the Contractor’s *Plan Asset Evaluation Report for the Delphi Retirement Program for Salaried Employees and the Delphi Hourly-Rate Employees’ Pension Plan* dated January 30, 2015 (the “Track 1 report”), and the *Supplemental Plan Asset Evaluation Report for the Delphi Retirement Program for Salaried Employees and the Delphi Hourly-Rate Employees’ Pension Plan* dated May 15, 2015 (the “Track 2 report”). This report also references the PBGC’s internal documentation regarding the Fiduciary Breach and Fraud Review, the Salaried Plan’s excess assets in Guaranteed Annuity Contracts (“GAC”), the Trust to Trust Transfer between General Motors Retirement Program for Salaried Employees and the General Motors Hourly-Rate Employees’ Pension Plan (“GM Salaried and Hourly Retirement Plans”) and the Delphi Plans, Due and Unpaid Employer Contributions, PBGC Insurance Premium Refund Receivables, and Pre-Termination Plan Liabilities. This report summarizes the previous Track 1 and Track 2 reports issued by the Contractor, and the conclusions reached by the Pension Benefit Guaranty Corporation (“PBGC”) for certain assets and liabilities of the Plans as noted above. Additionally, this report clarifies how AICPA valuation standards were considered and provides additional background regarding certain test procedures performed by the Contractor in accordance with the BAPD PAE Manual.

No additional test work was performed by the Contractor other than the review of the additional information sent to PBGC by General Motors Asset Management (“GMAM”) on April 2, 2015 relating to the initial allocation of assets and liabilities to the Delphi Plans. This was reviewed only to determine if such information would appear to be sufficient to resolve the observations contained in the Track 1 report. In addition, the reported Net Asset Value of the Plans has not changed from the Track 1 and Track 2 reports, except for adjustments provided by PBGC which were completed subsequent to the issuance of those reports.

The Delphi Salaried Plan’s Net Asset Value (“NAV”) was approximately \$2.5 billion and the Delphi Hourly Plan’s NAV was approximately \$3.6 billion as of DOPT. After testing 93.92% of the Salaried Plan’s FMV and 92.19% of the Hourly Plan’s FMV the Contractor identified decreases in FMV of approximately -0.16% and -0.15% for each Plan, respectively. Details on the value of invested assets, other assets and liabilities, can be found at Section 4 of this report.

2. OBJECTIVE

- The PBGC instructed the Contractor to compile and summarize:
 - Previous work performed by the Contractor regarding the Plans;
 - The conclusions and the results of test procedures performed by the PBGC related to certain Plan assets and other liabilities; and
 - A table summarizing the estimated Net Asset Value (“NAV”) of the Plans as of DOPT.

- Provide clarification and additional background regarding certain test procedures and findings documented and described by the Contractor in the Track 1 Report as follows:
 - Reference to the American Institute of Certified Public Accountants (“AICPA”) Valuation Standards as it relates to the Contractor performing the BAPD PAE Manual procedures;
 - Sampling approach used to test the FMV of the Plans’ invested assets and the findings;
 - Test procedures over the completeness and allocation of the Plan’s assets within the Delphi Trust Structure.
- Document that the Contractor reviewed the additional information sent to PBGC by General Motors Asset Management (“GMAM”) on April 2, 2015 relating to the initial allocation of assets and liabilities to the Delphi Plans. This was reviewed only to determine if such information would appear to be sufficient to resolve the observations contained in the Track 1 report. The information provided was not sufficient to resolve these matters.

3. BACKGROUND

Delphi Corporation (“Delphi”) was a global supplier of mobile electronics and transportation systems that began as part of the General Motors Corporation (“GM”). Effective January 1, 1999, Delphi was divested from GM as an independent company and assumed the assets and liabilities of GM’s automotive components businesses. In connection with the divestment from GM, Delphi established the Delphi Retirement Program for Salaried Employees on January 1, 1999 and the Delphi Hourly-Rate Employees’ Pension Plan on May 28, 1999.

The Plans were terminated on July 31, 2009 and were received for statutory trusteeship by the PBGC on August 10, 2009. On DOPT, the Salaried Plan held invested assets of approximately \$2.3 billion (excluding the GAC) and the Delphi Hourly Plan held invested assets of approximately \$3.6 billion, as reported by the Trustee.

General Motors Investment Management Corporation (“GMIMCO”), a wholly owned subsidiary of GM, was designated as the named fiduciary and asset manager for purposes of making investment-related decisions for the Plans. General Motors Asset Management (“GMAM”), a subsidiary of GMIMCO, manages the daily operations of the Plans’ transactions. The Trustee’s for the Plans was State Street Bank and Trust Company (“State Street”) and JP Morgan (“JPM”).

At DOPT, the Delphi Plans investments were held in various investment pools (“GMAM Investment Pools”) which were established based on certain investment objectives. Certain investments were trustee/custodied at JP Morgan (generally, the alternative or privately held assets) and certain investments were trustee/custodied at State Street (generally the exchange traded assets). These GMAM Investment Pools consolidated into various investment trusts managed by GMAM, hereafter referred to as the “Combined Trusts”. The Delphi Plans’ investment values are presented as a pro-rata share of the GMAM Investment Pools held as investments through the Combined Trusts. The Net Asset Value of the GMAM Investment Pools was generated by the related trustee/custodian, and sent to State Street to record the Plans’ allocation. State Street, in its role as Master Record keeper for the Plans and the custodian for the GMAM Investment Pools, allocated the Net Asset Value of the GMAM Investment Pools to the Plans based on internally calculated ownership percentages they maintained. Generally speaking, the GMAM Investment Pools were not exclusive to the Delphi Plans, and also held assets of other employee benefit plans of GM, Delphi and other third party investors. The Contractor performed testing over the FMV of invested assets

at the Combined Trusts level, and allocated to the individual plans based on the allocation percentages maintained by State Street.

This report references fair market value (“FMV”) that represents the value of invested assets and other assets and liabilities of the Plans. The report also references Net Asset Value (“NAV”) that represents the combined value of the FMV of all invested assets and other assets and liabilities of the Plans.

4. SUMMARY OF DELPHI SALARIED AND HOURLY PLANS’ NET ASSET VALUE

The Contractor attempted to test 94.95% (**AA.1**) of the total invested assets of the Salaried Plan and 93.33% of the total invested assets of the Hourly Plan and was able to perform test work in accordance with the BAPD PAE Manual or approved alternative procedures for 93.92% of the total invested assets of the Salaried Plan and 92.19% of the total invested assets of the Hourly Plan. For 1.03% of the Salaried Plan and 1.14% of the Hourly Plans invested assets (referred to as “Conclusion Code 3” in the Track 1 and Track 2 reports), the Contractor was not able to test the fair market value (“FMV”), mostly due to missing information from the Trustee or third party vendors due to the passage of time. These investments were reported using fair values as provided by the Trustee. For 5.05% of the Salaried Plan’s invested assets and for 6.67% of the Hourly Plan’s invested assets which were not selected for testing, the PBGC determined that further testing would not have a significant impact on the overall NAV of the Plans and it was reasonable to use the Trustee-reported fair values.

The following two tables summarize the results of the testwork over the FMV of invested assets reflected in the Track 1 and Track 2 reports as well as PBGC adjustments.

Table 1: Estimated Fair Market Value as of DOPT - Delphi Salaried Plan

	Trustee Estimated FMV (USD) (A.01)	PAE Report 1/30/2015 – Track 1 Report (USD) (A.01)	PAE Supp. Report 5/15/2015- Track 2 Report (USD)	Summarized Estimated FMV including PBGC Adjustments* (USD)
Estimated Fair Market Value of Invested Assets	2,472,403,474	2,287,459,525	2,290,515,693	2,290,515,693
Accrued Expenses (From Track 1 report)	-	(3,378,626)	(3,378,626)	(3,378,626)
Excess Assets in GACs**	-	-	-	31,110,801
Due and Unpaid Employer Contributions**	-	195,875,657	195,875,657	195,875,657
PBGC Insurance Premium Refund Receivables**	-	-	-	1,206,700
Pre-Termination Plan Liabilities**	-	(2,198,829)	(2,198,829)	(2,220,507)
Rounding Adjustment to Reconcile to PBGC Case Management System	-	-	-	(1)
Total	2,472,403,474	2,477,757,727	2,480,813,895	2,513,109,717

*This amount reflects the estimated FMV including the Track 1 & Track 2 reports, and additional adjustments to other assets and liabilities as provided by PBGC after the Contractor completed the Track 1 & Track 2 reports. The adjustments from each report to summarize the estimated Plan Net Asset Value ("NAV") is documented in Table 8.

**These balances were provided to the Contractor by PBGC. The Contractor performed no procedures or test work over these reported amounts. The Salaried Plan had a gross DUEC claim of \$144,238,916, and an additional secured plan claim of \$51,636,741 due to the tax lien that PBGC filed. Thus, the Salaried Plan had a total secured plan claim of \$195,875,657. Based on communication from PBGC, the Plan received the total balance of the secured claim, refer to Section 6 for additional information.

Table 2: Estimated Fair Market Value as of DOPT - Delphi Hourly Plan

	Trustee Estimated FMV (USD) (A.01)	PAE Report 1/30/2015 – Track 1 Report (USD) (A.01)	PAE Supp. Report 5/15/2015- Track 2 Report (USD)	Summarized Estimated FMV after PBGC Adjustments* (USD)
Fair Market Value of Invested Assets	3,638,466,243	3,621,744,117	3,633,003,840	3,633,003,840
Accrued Expenses (From Track 1 report)	-	(4,629,068)	(4,629,068)	(4,629,068)
Due and Unpaid Employer Contributions**	-	21,317,493	21,317,493	21,317,493
PBGC Insurance Premium Refund Receivables**	-	-	-	2,286,506
Pre-Termination Plan Liabilities**	-	(2,857,772)	(2,857,772)	(2,857,772)
Rounding Adjustment to Reconcile to PBGC Case Management System	-	-	-	1
Total	3,638,466,243	3,635,574,770	3,646,834,493	3,649,121,000

Certain totals due not foot due to rounding.

**This amount reflects the estimated FMV including the Track 1 & Track 2 reports, and additional adjustments to other assets and liabilities as provided by PBGC after the Contractor completed the Track 1 & Track 2 reports. The adjustments from each report to summarize the estimated Plan Net Asset Value (“NAV”) is documented in Table 8.*

***These balances were provided to the Contractor by PBGC. The Contractor performed no procedures or test work over these reported amounts. Based on communication from PBGC, the Hourly Plan had a gross DUEC claim of \$194,188,867, to which PBGC allocated \$21,317,493 in the recovery valuation-and-allocation process. Thus, the Hourly Plan had a net DUEC amount of \$21,317,493.*

The table below documents the Trustee FMV of invested assets attempted to be tested by the Contractor, as well as the Trustee FMV of invested assets the Contractor was able to test in accordance with the BAPD PAE Manual or approved alternative procedures.

Table 3: Trustee FMV of Invested Assets Tested:

	Salaried Plan (USD)	Hourly Plan (USD)
Total Trustee FMV	2,472,403,474	3,638,466,243
Less: Trustee FMV of GAC**	(178,274,298)	-
Subtotal: Trustee Estimated FMV Excluding GAC	2,294,129,176	3,638,466,243
Trustee FMV attempted to be tested (excluding GAC)*	2,178,322,188	3,395,954,616
% of Trustee FMV attempted to be tested	94.95%	93.33%
Trustee FMV Tested Successfully*	2,154,657,400	3,354,123,807
% of Trustee FMV Tested	93.92%	92.19%

*This represents the FMV reported by the Trustee of invested assets tested by the Contractor in accordance with the BAPD PAE Manual or approved alternative procedures and not the FMV estimated as a result of that testing.

**The Trustee had recorded the value of the GACs as a part of the Net Asset Value of the Salaried Plan. As discussed in Section 6 below, PBGC excluded the assets and corresponding liabilities guaranteed by the insurers under the GACs from the testing and the Net Asset Value of the Salaried Plan.

After testing 93.92% of the Salaried Plan's FMV of invested assets and 92.19% of the Hourly Plan's FMV of invested assets as reported in the Track 1 and Track 2 reports, the Contractor identified the following changes in invested asset values.

Table 4: Fair Market Value of Invested Assets Changes

	Salaried Plan* (USD)	Hourly Plan (USD)
Total Trustee FMV	2,472,403,474	3,638,466,243
Less: Trustee FMV of GAC	(178,274,298)	-
Subtotal: Trustee Estimated FMV Excluding GAC	2,294,129,176	3,638,466,243
Fair Market Value of Invested Assets tested by the Contractor or Trustee FMV if not tested	2,290,515,693	3,633,003,840
Decrease in FMV of Invested Assets	(3,613,483)	(5,462,403)
Percentage Decrease in FMV of Invested Assets	(0.16%)	(0.15%)

* The Trustee had recorded the value of the GACs as a part of the Net Asset Value of the Salaried Plan. As discussed in Section 6 below, PBGC excluded the assets and corresponding liabilities guaranteed by the insurers under the GACs from the testing and the Net Asset Value of the Salaried Plan.

5. SUMMARY OF PLAN ASSET EVALUATION WORK PERFORMED BY CONTRACTOR

Report for the Plan Asset Evaluation for the Delphi Retirement Program for Salaried Employees and the Delphi Hourly-Rate Employees' Pension Plan Report dated January 30, 2015 ("Track 1")

The Track 1 report summarizes the work performed by the Contractor in accordance with the BAPD PAE Manual over plan assets and other liabilities of the Plans. This report included an assessment of the estimated FMV of the Plans, as well as certain procedures over other plan assets and liabilities including Due and Unpaid Employee Contributions ("DUEC"), pre-termination plan liabilities, accrued investment receivables and payables (including unsettled transactions) and accrued operating expenses.

The Contractor performed the test procedures over the securities held at the Combined Trusts level and also attempted to perform test procedures over the allocation of the assets to the Salaried and Hourly Plans as of DOPT.

In accordance with the BAPD PAE Manual, and with approval from PBGC, not all invested assets were tested as further described in Section 6: “Sampling Methodology and Results.” Invested assets subject to test procedures were assigned a conclusion code detailing the findings of the procedures performed.

The Contractor was not able to complete certain test procedures as required by the BAPD PAE Manual. The following were the key findings that prevented certain testing objectives from being met.

- There were scope limitations related to completing the test procedures around the completeness and allocation of plan assets. The Contractor was unable to obtain certain source documents to complete the test work. Please refer to Sections 5 and 6 of the Track 1 report and also Section 7 of this report.
- The PBGC Sampling Methodology objective was not met due to certain differences identified between the Trustee estimated FMV and the Contractor’s estimated FMV as of DOPT. These variances were above the PBGC tolerable misstatement error. The variances were mostly attributable to alternative investments held by the Plans as of DOPT. Please refer to Section 11 of the Track 1 report and also Section 7 of this report. As a result, additional testing was performed as part of the Track 2 report (described below) in order to gain additional evidence over the FMV of Invested Assets of the Delphi Plans.
- The Contractor did not obtain sufficient evidence to test all invested assets selected for testwork mostly due to missing information from the Trustee or third party vendors due to the passage of time.

The Contractor was instructed by PBGC to not test certain assets of the Plans. This work was not performed as certain information was still being assessed by the PBGC at the time of issuance of the Track 1 report, and further work over these matters was later performed by PBGC. See Section 6 below for a detailed discussion of the work performed by PBGC.

Supplemental Plan Asset Evaluation Report for the Delphi Retirement Program for Salaried Employees and the Delphi Hourly-Rate Employees’ Pension Plan Report dated May 15, 2015 (“Track 2”)

The purpose of the Track 2 Report was to perform additional test procedures over the remaining untested population of the invested assets held by the Plans as of DOPT to increase the amount of investments tested from Track 1 since the sampling methodology had not met its objective. As described in the sampling approach section below, the PBGC sampling methodology did not meet its objective due to certain differences identified during the test procedures related to alternative investments held by the Plans. All untested investments in selected asset classes greater than \$1 million and \$2.183 million in the Salaried and Hourly Plan, respectively, were selected for testing in Track 2. The selection of additional investments for testing was based on direction from the PBGC. The findings of the test procedures applied to the incremental invested assets subject to testing in Track 2 increased the amount of investments from Track 1 of the Salaried and Hourly Plans from 89.98% to 94.95%, and 84.60% to 93.33% respectively.

6. SUMMARY OF PLAN ASSET EVALUATION WORK PERFORMED BY PBGC

The following work was performed by PBGC. The Contractor performed no test work over these elements of the PAE.

Fiduciary Breach Limited Scope Review & Fraud Review

PBGC conducted a limited scope review of the Delphi Plans to assess whether any potential fiduciary violations occurred during the three-year period prior to the Plans' termination on July 31, 2009. There were no reportable matters or adjustments to the Plans' NAV as a result of this review by PBGC.

Salaried Plan's Investment in Guaranteed Annuity Contracts

Table 5: Calculation of Excess Assets in GAC at DOPT (PBGC calculation)

GAC Contract Issuer	GAC Estimated FMV as reported by the Trustee (USD)*	Adjustment per Insurance Companies (USD)	Adjusted FMV per Insurance Companies (USD)	Contract Benefit Liabilities (USD)	Excess Assets at DOPT (USD)
Prudential	52,784,873	5	52,784,878	(41,595,726)	11,189,152
Aetna	63,256,083	(356,026)	62,900,057	(55,545,950)	7,354,107
MetLife	62,233,342	-	62,233,342	(49,665,800)	12,567,542
Total	178,274,298*	(356,021)	177,918,277	(146,807,476)	31,110,801

**As discussed below, because PBGC determined that the benefit liabilities guaranteed under the GACs and the assets attributable to those liabilities were irrevocable commitments of the insurers, for purposes of the evaluation, PBGC instructed the Contractor to assign a value of zero as reported in the Track 1 report.*

At DOPT, the Salaried Plan held three separate group annuity contracts with Prudential, Aetna, and MetLife. These contracts required each insurer to separately guarantee payment of one-third of certain participants' Part B Primary benefit. PBGC determined that the benefit liabilities guaranteed by the Insurers and the assets attributable to those liabilities constituted irrevocable commitments of the insurers, and therefore should not be included in the Salaried Plan's assets and liabilities. PBGC also determined, however, that any contract assets in excess of the insurers' guaranteed benefit liabilities should be added to the Salaried Plan's assets. The table above summarizes the values of the GAC assets, associated liabilities, and the calculation of excess assets at DOPT, as determined by the PBGC. As noted in the table, PBGC determined that the total excess asset amount was \$31,110,801.

Trust to Trust Transfer between the GM Salaried and Hourly Retirement Plans and the Plans

During the Track 1 test procedures the Contractor identified a non-company receivable balance of \$28,074,071 for the Delphi Hourly Plan. The Contractor notified PBGC about this account and was informed that this asset was part of a larger negotiation between PBGC and GM relating to several potential trust-to-trust transfers between the Delphi Plans and the GM pension plans.

The PBGC has concluded that no amount should be recorded related to the trust to trust transfers or other transfers within this Plan Asset Evaluation.

Due and Unpaid Employer Contributions (DUEC)

Table 6: Due and Unpaid Employer Contributions

	Salaried Plan (USD)	Hourly Plan (USD)
DUEC Claim	144,238,916	\$194,188,867
Additional Secured Claims	51,636,741	-
Recovered DUEC and Secured Claims	195,875,657	21,317,493

The table above documents the DUEC and secured claims of the Salaried and Hourly Plans as of DOPT.

Due and Unpaid Employer Contributions (“DUEC”) are amounts required to be contributed to a terminated plan which have not been contributed by the Date of Plan Termination. The PBGC makes claims for DUEC against a contributing sponsor and, if applicable, its controlled group members with respect to terminated plans. A DUEC claim is considered a plan asset and any recovery on this claim can affect the value of plan assets. The Recovered DUEC amount above (that for the Salaried Plan includes an additional secured claim) was originally reported as part of the Track 1 report.

PBGC has noted that for the Delphi Plans, as in virtually all cases, PBGC settled all of its claims in a global agreement that did not break out the treatment of each specific claim. PBGC allocates its recoveries among the various claims based on the methodology in PBGC Operating Policy 8.2-1, which provides for a uniform treatment. The policy takes into account that in bankruptcy cases, certain kinds of claims are paid ahead of other claims. Thus, PBGC allocates its recoveries first to any secured claims, then to any claims with priority in bankruptcy, and then pro rata among PBGC’s and the plans’ general unsecured claims. The Salaried Plan had a secured claim of \$144,238,916 for due and unpaid employer contributions (“DUEC”) and an additional secured claim of \$51,636,741, all due to tax liens that PBGC had filed on the Plan’s behalf. Thus, the Salaried Plan had total secured claims of \$195,875,657. Because PBGC’s recoveries exceeded that amount, these secured claims received a full allocation. The Hourly Plan had no secured claims. Using the pro rata method described above, PBGC allocated \$21,317,493.41 to the DUEC.

PBGC Insurance Premium Refund Receivable

PBGC recognized a value of \$1,206,700 for the Delphi Salaried Plan and \$2,286,506 for the Delphi Hourly Plan at DOPT for insurance premium refunds PBGC made to the Plans on September 11, 2009, stemming from amended filings for Plan Year Commencing (“PYC”) 2007 which reduced the Plans’ variable rate premium and from the short year proration of both flat rate and variable rate premiums for PYC 2008 due to Plans’ termination. These amounts are reflected as additional Plan assets at DOPT.

*Pre-Termination Plan Liabilities***Table 7: Pre-Termination Plan Liabilities**

	Track 1 PTPL Value (USD)	Additions to PTPL (USD)	Total PTPL (USD)
Delphi Salaried Plan	2,198,829	21,678	2,220,507
Delphi Hourly Plan	2,857,772	-	2,857,772

The BAPD PAE Manual states that pre-termination plan liabilities (“PTPL”) for retiree benefits occur when a benefit amount payable prior to DOPT was not paid or was underpaid as of DOPT. The PBGC provided the Contractor the initial PTPL of each Plan for inclusion in the Track 1 PAE report. However, the PBGC identified an additional PTPL in the Salaried Plan after the submission of the Track 1 and Track 2 reports. The above table documents the PTPL for each Plan as of DOPT.

7. DISCUSSION OF PLAN ASSET EVALUATION WORK PERFORMED BY CONTRACTOR

The PBGC had directed the Contractor to clarify certain matters referenced in the Track 1 Report which are summarized below.

AICPA Valuation Standards Reference

Within the Track 1 and Track 2 report the Contractor had referenced that the PAE “was performed in accordance with the Consulting and Valuation Standards established by the AICPA, the BAPD PAE Manual, and applicable government guidelines.”

The BAPD PAE Manual was created to document procedures that are to be performed in part to test and/or determine the FMV that the PBGC uses for the specific objectives of the PBGC and accordingly, we were engaged to perform procedures as noted in the BAPD PAE Manual in accordance with AICPA Consulting Standards and applicable government guidelines. In instances when the BAPD PAE Manual did not sufficiently address facts or circumstances that were encountered during the engagement, the Contractor considered the valuation standards established by the AICPA; to the extent those standards did not contradict the BAPD PAE Manual.

The “Statements on Standards for Valuation Services” were created for AICPA members who are engaged to, or, as part of another engagement, estimate the value of a business, business ownership interest, security, or intangible assets. These standards apply to engagements in which an estimate of value culminates in the expression of either a conclusion of value or a calculated value. Specifically these standards detail valuation approaches, valuation methods, and the essential component of applying professional judgment in estimating value. The Delphi Plans’ PAE does not represent a valuation report in accordance with the AICPA Statements on Standards for Valuation Services as the BAPD PAE Manual prescribed the approach that would be used and it was conducted with the oversight of the PBGC.

Sampling Methodology and Results

The BAPD PAE Manual documents certain test approaches for performing a PAE. These tests include, but are not limited to, controls testing, substantive testing, sampling, and analytical procedures. The purpose of a PAE is to assess the reported trustee estimated FMV of securities held as of DOPT as well as other assets or liabilities making up a plan's NAV. The Delphi Plans had over 2,000 investments held in various GMAM Investment Pools and the Plans held an ownership percentage in the GMAM Investment Pools. The Plans (through the GMAM Investment Pools) were invested in various asset types such as exchange traded equities and fixed income products, insurance contracts, derivatives, and alternative assets such as direct holdings in real property, privately held companies and limited partnerships. Due to the structure of the Plans' interest in the GMAM Investment Pools, the Contractor applied the BAPD PAE Manual procedures at the Combined Trusts level and then recalculated the pro-rata share of the Plans' ownership to assess the Plans' estimated FMV as of DOPT (see additional background in section 3 of this report).

The PBGC provided the Contractor a statistical sampling tool that was used to select a sample of securities for testing. According to the BAPD PAE Manual, *"sampling is the application of detailed evaluation procedures to less than 100% of the items within an account to provide a basis for concluding on the correctness of the entire account balance. The sample selection needs to be statistically significant (>100 items) as well as representative of the underlying population, which means that the characteristics of the sample should not differ from those of the population for any reason other than sampling risk."* (per section 15.10A of the BAPD Technical Manual dated April 17, 2013). The objective of using the PBGC sampling tool was to select a statistically valid subset of securities for test work that would provide evidence over the value of the entire population of investments. The sampling tool was primarily used to test the alternative investments due to the quantity and nature of the invested assets held by the Plans. The Contractor and the PBGC discussed and determined the tolerable error which is one of the assumptions used to assess the maximum error that would be acceptable when using the sampling tool.

The investments subject to sampling, based on the classification provided by GMAM, were alternative investments (non-exchange traded investments). These securities consisted mainly of illiquid, closed end securities such as hedge funds, private equity and real estate funds, and direct investment in private companies and real estate holdings. These holdings were often held and/or valued by third party investment managers. The Trustee recorded the Net Asset Value ("NAV", a proxy for FMV) of the individual alternative investment when the fund manager provided a partner's capital statement ("PCAP"). We were informed that the PCAP was generally provided at least quarterly but depending on the investment may have been provided more or less frequently. The PCAP for each alternative investment was also generally provided three months subsequent to the measurement date (but may have been provided closer to or further from the measurement date). For example, the quarterly PCAP calculated as of December 31 would be provided by March 31 of the subsequent year. In many cases the most recent PCAP was received and the value adjusted for cash activity through the measurement date as it was not practical or efficient to keep the trustee statements from being finalized/closed. When the Trustee DOPT reports were finalized, the most recent PCAP was used, however that PCAP may have been as of March 31, 2009. The Contractor, in accordance with the BAPD PAE Manual, performed test procedures based on the NAV from the PCAP closest to DOPT (June 30, 2009) and adjusted for cash activity through DOPT. As a result of the Contractor performing the test using a PCAP closer to the DOPT differences in tested FMV were identified between the Contractor's tested FMV compared with the Trustee's reported value as of DOPT. The total of these differences was higher than the tolerable error, resulting in the sampling tool being unable to project a likely

error within the untested portion of the investment population. As a result, the sampling approach was not successful and could not provide a basis to conclude on the untested investment population.

In response to the sampling approach being unsuccessful, the PBGC directed the Contractor to select additional alternative investments for test work as reflected in the Track 2 report. The purpose of the additional test procedures was to increase the number and amount of securities tested for the Delphi Plans. As described in the Track 2 report, the Contractor performed test procedures over an additional \$113,999,310 and \$317,911,746 of Trustee FMV of the invested assets for the Salaried and Hourly Plans, respectively. See Table 3 that summarizes the test work performed as part of Track 1 and Track 2.

Completeness and Allocation Test Procedures

As required by the BAPD PAE Manual, the Contractor performed test work to evaluate the completeness of the Plans' assets as of DOPT and the allocation of the estimated FMV of the GMAM investment pools to the Salaried and Hourly Plans, based on the Plans' ownership percentage as of DOPT. Test procedures were performed over asset values at the Combined Trusts level. Values were then allocated based on the pro-rata ownership of the investment pools by the Delphi Salaried and Hourly Plans. This pro-rata ownership is based on ownership percentages tracked internally by GMAM and the Trustee. Due to the Plans' FMV being allocated from the Combined Trusts level, the completeness of the asset values at the Plan level are dependent on the accuracy of the Combined Trusts level allocation during the period of time from the spin-off of the Plans from the GM Salaried and Hourly Retirement Plans through DOPT.

Completeness

The BAPD PAE Manual requires a review and comparison of the latest available Form 5500's, trustee statements and audited financial statements for the prior three years as close to DOPT as possible. The Contractor performed this procedure observing no unreconciled differences over approximately \$500 between these three documents as of September 30, 2006, September 30, 2007, and September 30, 2008.

The Contractor also performed additional alternative procedures related to the completeness test work to obtain additional evidence over the completeness of the Plan's assets. The Contractor performed a 10-month trend analysis over each Plans' monthly NAV provided by the Trustee. We examined month-to-month variances greater than an identified threshold of 5%. These month-to-month variances were examined over the period from the most recent audited financial statements (September 30, 2008) through DOPT. This procedure was designed to identify any unusual transfers or fluctuations in the Plans' NAV during the unaudited period for the Plans. This period between the last audit and DOPT (September 30, 2008 to July 31, 2009) represents the period the Plans were not subject to a third party independent audit. Identified variances greater than the defined threshold appeared to be primarily due to investment performance or the liquidation of Plan assets to pay participant benefits. However, the limitations surrounding the allocation test work further described below prevented the Contractor from completing the completeness test work described in the BAPD PAE Manual.

Allocation

The accurate allocation of Combined Trusts level values to each Plan are a significant component of the completeness of plan assets, as it affects the final determination of NAV of each Plan. The monthly allocation of investment income and unrealized gain (loss) is a component of the accumulation of the NAV calculated for the Plans by the Trustee. While the BAPD Manual does not provide specific procedures to perform allocation test work, Section 15.10B, – *Master Trusts, Commingled Trusts, and Other Similar Trust Arrangements*, of the BAPD PAE Technical Manual references that the Contractor should “*Apply appropriate procedures to the master trust and then examine how ownership is attributed to individual plans.*” Further in Section 15.10B of the BAPD PAE Technical Manual also provides that the Contractor should perform tests of the allocation methodology consistent with the “instrument documents”. Instrument documents are not defined in the BAPD PAE Manual but generally refer to agreements that describe how the invested assets and income and expenses would be allocated to the Plans. In this instance, there were no “instrument documents” available describing the Delphi Salaried and Hourly Plans’ ownership allocation within the GMAM Investment Pools or the Combined Trusts as the Plans were originally part of the GM Salaried and Hourly Retirement Plans. The Contractor, through discussions with GMAM, observed that the Plans were not part of a traditional master trust but were treated in a similar manner at the Combined Trusts level. Gains, losses and other investment income was allocated on a pro-rata basis based on the ownership of each Plan held within an individual investment pool. Since specific procedures were not defined in the BAPD PAE Manual, the Contractor applied the procedures that most closely met the structure of the GMAM Investment Pools.

Because GMAM informed us that certain source documents were not available, the Contractor did not have sufficient supporting documentation to test the allocation of investment gains, losses and other investment activity through DOPT. These limitations were discussed with the PBGC, and with their oversight, the Contractor performed alternative procedures to further test the investment related allocations.

The nature and results of the alternative procedures were as follows:

The Contractor recalculated each Plans’ implicit ownership percentage for each investment pool at DOPT and compared these figures to the DOPT allocation percentages the Contractor confirmed with the Trustee. The Contractor did not observe any unreconciled differences as a result of this test procedure.

The Contractor chose a sample of investment pools and confirmed with the Trustee, the Salaried and Hourly Plan’s respective allocation percentages in those pools, by quarter, over the 3 years prior to DOPT; the Contractor performed a trend analysis to assess if the allocations appeared consistent over the 3 years prior to DOPT, and evaluated month-to-month fluctuations which fell outside the Contractor’s expected range.

There were several quarter-to-quarter instances in which an investment pool allocation percentage to the Salaried and Hourly Plans fell outside of the expected range. After inquiry with the Trustee and GMAM, it was determined that purchase and sale activity within each GMAM Investment Pool (either by the Plans or other plans investing in the pools) would cause fluctuations in allocation percentages. To corroborate this information we obtained monthly purchase and sale reports for selected investment pools and attempted to reconcile the allocation fluctuations by adjusting for the purchase and sale activity. In some instances the Contractor observed that the purchases and sales activity provided appeared to substantiate the fluctuations but in other instances we were not provided sufficient documentation regarding purchases and sales by non-Delphi plans to complete the test work. As previously noted in the background section of this report, non-

Delphi related plans participated in many of the GMAM Investment Pools. The information that was not provided to us by GMAM was related to the third party investor activity within the Combined Trusts. Activity from these non-Delphi plans can affect the ownership percentage the Delphi Plans have in each investment pool of the Combined Trusts. Although no known errors were identified as part of this test work, the lack of visibility into purchase and sale activity from non-Delphi plans did not allow the Contractor to complete this alternative procedure.

8. PLAN INITIATION SPIN-OFF LETTER PROVIDED BY GMAM, APRIL 2, 2015

The PBGC provided to the Contractor a letter dated April 2, 2015 from General Motors Asset Management (“GMAM”) and certain attached documentation relating to the Plan Asset Evaluation (“PAE”) Report dated January 30, 2015, provided in response to the Track 1 Report. This information included certain documentation related to the initial spin off of the Plan assets for the Delphi Salaried and Hourly Plans as of January 1, 1999 and May 28, 1999, respectively. In that letter, GMAM stated in the response that “...information reflects all of the relevant and available documents that we [GMAM] have been able to obtain and compile in our [GMAM] recent research.” Although this information was not reviewed in detail, the information provided by GMAM in this letter does not include the information necessary to complete all of the work regarding the Completeness and Allocation testing. Therefore, the Contractor neither performed, nor was directed to perform, any additional test work for the Delphi Plans’ PAE, either over this letter or the attached documentation.

9. CONCLUSION

The table below compares the Trustee reported values to changes identified by the Contractor in the Track 1 and Track 2 reports and PBGC adjustments. After testing 93.92% of the Salaried Plan's FMV of invested assets and 92.19% of the Hourly Plan's FMV of invested assets the Contractor identified decreases in FMV of -0.16% and -0.15% for each Plan, respectively (also see Table 4).

Table 8: Delphi Salaried and Hourly Plans Reconciling Items

	Salaried Plan (USD)	Hourly Plan (USD)
Trustee Estimated NAV	2,472,403,474	3,638,466,243
Less Trustee FMV of GAC excluded from NAV	(178,274,298)	-
Subtotal: Trustee Estimated NAV, Excluding GAC	2,294,129,176	3,638,466,243
Track 1 Report Decrease in FMV of Invested Assets	(6,669,651)	(16,722,126)
Track 1 Report Changes Due to Other Assets & Liabilities*	190,298,202	13,830,653
Track 1 Report Estimated NAV	2,477,757,727	3,635,574,770
Track 2 Report Increase in FMV of Invested Assets	3,056,168	11,259,723
Track 2 Report Estimated NAV	2,480,813,895	3,646,834,493
<i>PBGC Adjustments: **</i>		
<i>Excess Assets in GAC</i>	<i>31,110,801</i>	-
<i>PBGC Insurance Premium Refund Receivables</i>	<i>1,206,700</i>	<i>2,286,506</i>
<i>Additional Pre-Termination Liabilities</i>	<i>(21,678)</i>	-
Total of PBGC Adjustments	32,295,823	2,286,506
Rounding Adjustment to Reconcile to PBGC Case Management System	(1)	1
Estimated Additional Supplemental Report NAV	2,513,109,717	3,649,121,000

*This includes the summarized net change in Other Assets and Liabilities (Other than changes in FMV and GAC), including Accrued Expenses, Due and Unpaid Employer Contributions, and Pre-Termination Plan Liabilities, as described in the Track 1 report.

**The PBGC Adjustments were provided by PBGC after the issuance of the Track 1 & Track 2 reports. Additional information describing the findings identified is included in this report. The Contractor performed no procedures over these reported amounts.

The work product and deliverables provided as part of this engagement were developed for Pension Benefit Guaranty Corporation (“PBGC”) management, and are not intended for use by any other party or for any other purpose, and may only be relied upon by PBGC management. The Supplemental Plan Asset Evaluation was performed in accordance with the Consulting Standards established by the AICPA, the BAPD PAE Manual, and applicable government guidelines. The Contractor disclaims any intention or obligation to update or revise the observations whether as a result of new information, future events, or otherwise. Should additional documentation or other information become available that impacts the observations reached in the Contractor’s deliverables, the Contractor reserves the right to amend its observations and summary documents, including deliverables, accordingly.

ANY TAX ADVICE IN THIS COMMUNICATION IS NOT INTENDED TO BE USED, AND CANNOT BE USED, BY A CLIENT OR ANY OTHER PERSON OR ENTITY FOR THE PURPOSE OF (i) AVOIDING PENALTIES THAT MAY BE IMPOSED ON ANY TAXPAYER OR (ii) PROMOTING, MARKETING, OR RECOMMENDING TO ANOTHER PARTY ANY MATTERS ADDRESSED HEREIN.

This report was prepared for the Pension Benefit Guaranty Corporation based on procedures developed, approved and overseen by PBGC, and may only be relied upon by PBGC.

APPENDIX A- INDEX OF TERMS

Term	Definition
AED	PBGC's Asset Evaluation Division
AICPA	American Institute of Certified Public Accountants
BAPD	PBGC's Benefits Administration and Payment Department
BAPD PAE Manual	Benefits Administration and Payments Department ("BAPD") Manual for Plan Asset Evaluations dated April 17, 2013
DOPT	Date of Plan Termination
FMV	Fair Market Value
GAC	Guaranteed Annuity Contract
GMAM	General Motors Asset Management
GM	General Motors Company
GP	General Partners
I&R	Issue and Resolution (Memo). The method used to formalize certain discussions between the Contractor team and PBGC
IM	Investment Managers
LP	Limited Partnership or Limited Partners
NAV	Net Asset Value
PBGC	Pension Benefit Guaranty Corporation
PCAP	Partner's Capital Statement
Reasonable or Reasonableness	Nothing came to the attention of the Contractor which was unusual or extraordinary
Security Pricing Matrix (SPM)	A tool defined in the BAPD PAE Manual- April 17, 2013, which helps assist the BAPD Staff in classifying investments as Liquid-Observable or Illiquid-Observable/Hard to Value
Trusteeship	The Position of a Trustee by the PBGC

Track 1 Report

Pension Benefit Guaranty Corporation

Asset Evaluation Division

Delphi Retirement Program for Salaried Employees

Case No. 20637000

Delphi Hourly Rate Employees Pension Plan

Case No. 20637100

Plan Asset Evaluation Report

January 30, 2015

DOPT: July 31, 2009

DOTR: August 10, 2009

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1. EXECUTIVE SUMMARY

We have applied procedures in accordance with the Benefits Administration and Payment Department (“BAPD”) Manual for Plan Asset Evaluations – April 17, 2013 (“BAPD PAE Manual”) to assess the estimated fair market value (“FMV”) of the Delphi Retirement Program for Salaried Employees (“Delphi Salaried Plan”, or “Salaried”) and the Delphi Hourly Rate Employees Pension Plan (“Delphi Hourly Plan”, or “Hourly”), cumulatively “Delphi Plans” or “the Plans” as of July 31, 2009, the Plans’ date of Plans’ termination (“DOPT”).

Additionally, the Contractor performed certain procedures over other Plan assets and liabilities including Due and Unpaid Employee Contributions (“DUEC”), pre-termination liabilities, accrued investment receivables and payables (including unsettled transactions) and accrued operating expenses.

The Plans’ Trustee and Custodian at DOPT was State Street Bank and Trust Company (“State Street”, or the “Custodian” or the “Trustee”), and the primary investment manager was General Motors Investment Management Corporation (“GMIMCO”), a wholly owned subsidiary of General Motors Company. The Trustee was able to provide the Plans’ asset statements as of DOPT; and based on communications with the Trustee, this represents the estimated invested net assets held by the Plans as of DOPT¹.

The following table summarizes the Contractor’s summary of the estimated FMV of the Plans’ net assets as of DOPT using methodologies and procedures outlined in the BAPD PAE Manual and as described in certain sections of this report. Additional detailed information is included throughout this report and in the conclusion section.

Table 1: Contractor Estimated Net Asset FMV as of DOPT

Plan Name	Contractor Estimated FMV at DOPT (USD)	Estimated Value of Other Assets (USD)	Estimated Value of Liabilities (USD)	Total Estimated Net Asset Value (USD)
Salaried	2,287,459,525	195,875,657	5,577,455	2,477,757,726
Hourly	3,621,744,117	21,317,493	7,486,840	3,635,574,770

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation. See section 20 for a description of plan transfers excluded from the totals.

The gross DUEC value amounting to \$195,875,657 and \$21,317,493 for the Salaried and Hourly Plans, respectively, is included in this report in the Pension Plan Other Assets and Liabilities table. These balances were reconciled to documents provided by the Pension Benefit Guaranty Corporation (“PBGC”), however, we did not perform procedures on this balance per instruction from the PBGC and included it in this report for informational purposes only. Of the \$195,875,657 allocated to the DUEC category for the Delphi Salaried Plan, \$144,238,916 relates to gross DUEC and \$51,636,741 relates to the additional secured plan claim due to a tax lien (which the PBGC included in DUEC for allocation purposes per section E.4 of Policy 8.2-1 of PBGC’s operating policy for Valuation and Allocation of Recoveries). The pre-termination liability amounting to \$2,198,829 and \$2,857,772 for the Salaried and Hourly Plans, respectively, is included in this report in the Pension Plan Other Assets and Liabilities table. These balances were reconciled to documents provided by the PBGC, however, we did not perform procedures on these balances per instruction from the PBGC and included it in this report for informational purposes only.

¹ Refer to section 5 for completeness testing conclusions.

The Contractor was instructed by the Pension Benefit Guaranty Corporation to select certain investments for test procedures based on a number of factors and to also use the PBGC's sampling methodology. The PBGC sampling methodology objective was not achieved due to variances identified during the work performed over the portion of the investments selected. As a result, the Contractor was unable to assess the untested population that was not selected by the PBGC sampling methodology. Table 32 provides a summary by conclusion code of those invested assets that were tested by Plan.

2. OBJECTIVE

The objective of this plan asset evaluation ("PAE") is to conduct an evaluation of the assets and liabilities held by the Plans as of DOPT that were trusted by the PBGC.

3. BACKGROUND

Delphi Corporation ("Delphi" or "the Company") was a global supplier of mobile electronics and transportations systems that began as part of the General Motors Corporation ("GM"). Effective January 1, 1999, Delphi was divested from GM as an independent company and assumed the assets and liabilities of GM's automotive components businesses. In connection with the divestment from GM, Delphi established the Delphi Retirement Program for Salaried Employees on January 1, 1999 and the Delphi Hourly Rate Employees Pension Plan on May 28, 1999.

General Motors Investment Management Corporation ("GMIMCO"), a wholly owned subsidiary of GM, was designated as the named fiduciary and asset manager for purposes of making investment-related decisions for the Plans. General Motors Asset Management ("GMAM"), a subsidiary of GMIMCO, manages the daily operations of the Plans' transactions. GMIMCO was formed in 1990 and changed its brand identity to Promark Investment Advisors, Inc. ("Promark") in March 2009. However, this brand identity change was subsequently reversed in September 2010. Consequently, when PBGC was appointed statutory trustee on August 10, 2009, the asset manager was called Promark (it is now called GMIMCO). Certain documentation was provided by the trustees and 3rd parties named either GMIMCO or GMAM as the investor.

On July 31, 2009, the Plans were terminated. The Plans were received for statutory trusteeship by the PBGC on August 10, 2009. At DOPT, the Delphi Plans held investment securities of approximately \$6.1 billion combined, as reported by the Trustee.

At DOPT, the Delphi Plans investments were held in various investment pools which were established based on certain investment objectives. Certain investments were trusted/custodied at JP Morgan ("JPM") (generally, the alternative or privately held assets) and certain investments were trusted/custodied at State Street (generally the exchange traded assets). These investment pools consolidated into various investment trusts managed by GMAM. The net asset value ("NAV") of the pools was generated by the related trustee/custodian, and sent to State Street to record the Plans' allocation. State Street, in its role as Master Record keeper for the Plans and the custodian for the investment pools, received NAV information from the trustees and allocated the net asset value of the GMAM investment pools to the Plans based on internally calculated ownership percentages they maintained. Generally speaking, the GMAM investment pools were not exclusive to the Delphi Plans, and had multiple plans from GM, Delphi and other 3rd party plans as co-investors. The Delphi Plans' investment values are presented as a pro-rata share of the GMAM investment pools held as investments through various investment trusts.

4. SCOPE OF WORK

The scope of this Plan Asset Evaluation is to:

- Provide evidence of the existence of the Plans' assets and liabilities;
- Estimate the fair market value ("FMV") of the investments in the Plans as of DOPT; and
- Estimate the value of the Plan's other assets and liabilities as of DOPT

We were instructed by the PBGC not to perform procedures around potential fiduciary breaches, conflicts of interest, and/or fraud since this will be performed by the PBGC.

The procedures performed to achieve the objective are referenced from the PBGC BAPD PAE Manual. In certain instances, with approval from the PBGC, we performed alternative procedures for certain test procedures as outlined in the BAPD PAE Manual.

5. COMPLETENESS TEST

In accordance with the BAPD PAE Manual Section 15, the Contractor performed procedures to reconcile the Plans' financial reporting information to asset statements received from the Trustee. The Contractor obtained the Form 5500 Schedules filed with the U.S. Department of Labor and compared them with third-party documentation such as the Trustee statements and audited financial statements for the Plans.

When performing procedures over completeness of the Plans' assets, we obtained the Form 5500s and the Plans' audited financial statements for the three years prior to DOPT (Fiscal Years 2006-2008). We performed a reconciliation at the Plan level of the Form 5500 Schedules, the Trustee statements and the Plans' audited financial statements for fiscal years but did not test the underlying securities. We did not observe unreconciled differences that were above \$500 between the aforementioned documents.

We were not able to perform the required testwork over completeness or the allocation of the assets for the the Delphi Hourly and Salary Plans. At the time of Delphi's spin-off from GM, the assets and liabilities were allocated to the newly created Delphi Salaried and Hourly Plans. The Contractor was not able to obtain documentation that could be used to support the allocation of investment pool assets to the respective Plans at the Trustee. As a result, we were unable to obtain evidence over the initial allocation of the assets shared by the Plans. Although we performed certain alternative procedures as described in Section 6, the Contractor was unable to complete the testwork as required by the BAPD PAE Manual to conclude that the net assets recorded in the Delphi Plans are complete and accurate.

6. ALLOCATION TESTING

As explained in Section 3 of this report, the net assets of the Plans were held in trust vehicles, which were invested in various investment pools. The investment pools were generally not exclusive to the Delphi Plans; other GM affiliated plans or 3rd party pension plans may participate or own a pro-rata share of the investment pools.

Allocation testing is required per the BAPD PAE Manual. Due to matters described in section 5 of this report, those procedures couldn't be performed. Alternative procedures as discussed with the PBGC were applied.

Since the Contractor was unable to conclude on the accuracy of the allocation of assets between the Plans (see Completeness section above); the Contractor performed an alternative procedure of a 12-month trend analysis prior to DOPT of certain investment pools for reasonableness. Sufficient information was not available to complete these test procedures.

7. FAIR MARKET VALUE ESTIMATE

As further described in Appendix B of this report, the Contractor applied a valuation approach based on an acceptable range of FMVs for the Asset Sub-Classes (as defined in the BAPD PAE Manual). The acceptable range of FMV is based on the allowable variance as defined in the PBGC's Security Pricing Matrix ("SPM") in the BAPD PAE Manual.

8. MATERIALITY

In accordance with the BAPD PAE Manual section 15.8, the Contractor calculated a threshold of materiality to determine the scope of the Contractor's work. The calculation was discussed and approved by PBGC management. Materiality was used to assess the significance of certain test procedures.

9. DATA AND INFORMATION SOURCES

In performing the test procedures, the Contractor obtained assistance from several related parties to the Plans.

PBGC

- Several Issue and Resolution ("I&R") Memos were prepared by the Contractor during the work assignment performance that PBGC management reviewed and approved. Additionally, we obtained information from the PBGC related to the calculation of DUEC and pre-termination liabilities which the Contractor has reported without performing additional procedures. The PBGC was informed of the status of the Contractor's test procedures on at least a weekly basis throughout the period of performance.

State Street Bank and Trust Company (Trustee)

- We obtained asset statements, trial balances for the investment pools for the Delphi Salaried and Delphi Hourly Plans at the Plan level. In addition, we received additional supporting documentation related to investment and operating accruals, expenditures, and the Delphi Trust Structure.
- The Contractor maintained contact with the Trustee by phone and email to address the status of any open items regarding the test procedures performed.

General Motors Investment Management Corporation ("GMIMCO") (Primary Investment Advisor) and General Motors Asset Management ("GMAM"), performing the daily operations of the Plans' transactions

- We obtained copies of the Plans' asset holding statements, audited financial statements and trial balances.
- GMAM acted as the primary contact to the Contractor related to performance of the BAPD PAE Manual procedures. Generally, all requests related to the Trustee and sub-advisors² of the plans' assets were made with assistance from GMAM. Most information used for the test procedures was provided to the Contractor by GMAM.

² Sub- investment advisors included Performance Equity Management, LLC ("PEM") a minority joint venture company of GMAM, for alternative investments, Aetna Insurance etc. for certain insurance products.

- The Contractor maintained on going contact with GMAM by phone, on-site and via email to address the status of outstanding information regarding the testwork performed.

JP Morgan Chase (trustee and custodian of certain alternative investments)

- Obtained certain alternative investment information related to the Plans.

10. PLANNING AND RISK ASSESSMENT

The Contractor performed procedures as defined by the BAPD PAE Manual, dated April 17, 2013, related to planning and risk assessment. We documented our understanding of the Plans. These areas were: the nature of the Plans, regulatory and other external factors, objectives, strategies and related risks, and measurement and review of financial performance.

The primary method of obtaining our understanding was inquiry of various external parties in interest to the Plans, discussion with PBGC personnel, and the review of the Plans' net asset values for June and July 2009. The Contractor assessed the inherent risk associated with each asset class in accordance with the BAPD PAE Manual. The Contractor performed procedures over the Plans' assets and liabilities to assess unusual fluctuations in the net asset balances. Certain PBGC departments, as well as certain external parties, did not complete certain questionnaires related to the Plans. However, the lack of responses did not limit our ability to gain an understanding of the Plans or limit our test procedures. After an understanding of the Plans' investments was gained, the Contractor assessed materiality in accordance with the BAPD PAE Manual.

11. TESTING APPROACH

Due to the nature of the trust structure for the Plans, the Contractor, with the PBGC's approval, performed the test procedures over the securities at the GMAM Investment Pools level and then performed test procedures over the allocation of the assets (section 6 of this report) to the Delphi Salaried and Delphi Hourly Plans as of DOPT. As a result, the tables and test procedures reference to the securities at the GMAM Investment Pool level and at the Plans' reporting level as of DOPT.

Test procedures related to DUEC, unsettled transactions, pre-termination liabilities and trust to trust transfers were performed at the individual Plan level (see sections 15 to 20 of this report).

Overall Procedures

Per Section 15.10A- "Valuation of Plan Assets – Methods of Testing Asset Values" of the BAPD Technical Manual, "tests of details are substantive evaluation procedures designed to evaluate the correctness of the related account balances." In accordance with the BAPD PAE Manual, the Contractor performed tests of totals based on the assessment of significant risks as defined by the BAPD PAE Manual.

Due to the nature of the Plans', the Contractor tested the Plans' investments by (1) performing procedures, in accordance with the BAPD PAE Manual, over the valuation of investments in the GMAM Investment Pools to assess the accuracy of value of the underlying investments and, (2) performing certain procedures to assess accuracy over the Delphi Hourly and Delphi Salaried Plans' ownership percentages of the GMAM Investment Pools and (3) recalculation of the Delphi Plans' ownership of investments by multiplying results of steps (1) and (2).

Sampling

The Contractor selected investments for test procedures through: 100% examination, sampling based on the PBGC's methodology, or key item selection (individually significant based on quantitative and qualitative factors as outlined in the BAPD PAE Manual). For items not selected through the abovementioned procedures, we performed no testing and included them in this report for calculation³ purposes only. For those investments subject to sampling, selections and results were reviewed by a 3rd party who designed the sampling tool to help ensure it was operating accurately. As a result of the procedures performed (described in section 14), the sampling tool calculated a potential extrapolated difference in the untested investments that was greater than the PBGC tolerance threshold. As a result, the use of the sampling tool did not indicate that the use of the sampling methodology had met the objective to provide evidence over the untested portion of the investments (classified as conclusion code # 4). The sampling objective was not met due to the calculated variances for certain alternative investments estimated FMV tested by the Contractor compared with the Trustee's values. As discussed further in the report, the variance in certain instances was the result of certain alternative investments being recorded by the Trustee on a 3-month or 1-month lag (i.e. the Trustee's DOPT values reflect March 31, 2009 estimated FMV plus cash activity from April 1, 2009 through July 31, 2009). The Contractor was able to obtain June 30, 2009 or July 31, 2009 estimated FMV supporting evidence (that was not available to GMAM as of DOPT) and as applicable, adjusted for cash activity from July 1, 2009 through July 31, 2009, to better assess an estimated FMV as of DOPT and as agreed with PBGC. The Trustee recording certain alternative investments on a lag was common practice. The PBGC is currently assessing what, if any, alternative procedures should or will be taken.

The "general procedures" section below provides an overview of the test procedures performed for the asset classes subject to testing. As noted previously, test procedures were performed at the GMAM Investment Pools level and the Plans' pro-rata allocation was applied to estimate the Plan level FMV of invested net assets.

General Procedures

We performed the following general procedures to test each of the asset sub-classes following BAPD PAE Manual Section 15.10B:

- Obtained Trustee statements detailing investments held by the Trustee in the investment pools as of DOPT, including subtotals by asset sub-class. The Trustee statements included a listing of individual securities, shares/par value, market value, notional, CUSIP, estimated accrued investment and other income, and current yields.
- We discussed the nature of the various accounts with the Trustee and certain investment managers to understand the nature and components of the securities.
- The Contractor gathered evidence over the estimated FMV of the respective investment selected for testing and assessed or reviewed additional evidence required for compliance with the estimated FMV in accordance with the BAPD PAE Manual.

We performed the following specific test procedures to estimate the FMV of the following asset sub classes:

Cash and Cash Equivalents

SPM Categories: Cash & Cash Equivalents

- Confirmed cash balances directly with the Trustee.

³ Refer to conclusion section for a discussion on the conclusion codes assigned (Conclusion Code #4).

- For cash equivalents, the Contractor obtained audited financial statement of the fund or the short-term investment fund, if available. If audited financial statements were not available, the Contractor reviewed subsequent investment activity for reasonableness.

Exchange Traded Securities (Equities, Mutual Funds & Fixed Income)

SPM Categories: Equities and US Fixed Income

- The Contractor selected Bloomberg and S&P Capital IQ with approval from the PBGC as the primary pricing sources, using the CUSIP/SEDOL number, as provided by the Trustee statements or GMAM, through the Microsoft Excel® plug-in. The Contractor also performed manual searches when the CUSIP/SEDOL number did not yield a result. Per discussion with GMAM, the Trustee utilized IDC as its primary pricing source for exchange traded securities.
- For securities that the Contractor could not identify a price indicator using the Bloomberg API MS Excel® plug-in, the Contractor used a Bloomberg Terminal, or the S&P Capital IQ MS Excel® plug-in to assess the estimated FMV of the security using the CUSIP/SEDOL number provided in the Trustee statements or by GMAM.

Common and Collective Trust (CCT's)

SPM Categories: Alternative Investments-Commingled Funds and Other Investment Funds-Unlisted

The majority of the CCTs included in the Plans' assets are Promark CCTs which were closely held CCTs managed by GMAM during 2009. The Trustee recorded these assets using the Net Asset Value (NAV) reported at DOPT as a proxy for FMV as described in the BAPD PAE Manual. The Contractor performed the following procedures for selected CCTs:

- Obtained the audited financial statements of the fund closest to DOPT, and observed the audited NAV and that the audit was performed by a CPA Firm.
- Performed an analysis over the change in the CCTs NAV as of DOPT and the date of financial statements (September 30, 2009 for certain Promark CCTs selected).
- Reviewed the underlying asset allocation of the Promark CCTs using the September 30, 2009 audited financial statements.
- Reviewed the change in the investment markets based on selected benchmarks/indices at DOPT to assess the recorded DOPT FMV by the Trustee.

Direct Investment in Private Equity and Real Estate

SPM Categories: Alternative Investments-Real Estate-Direct Ownership and US Domestic Equities-Unlisted/Private

- Gathered and reviewed data provided by GMAM and PEM⁴ regarding the Direct Investments in Real Estate and Private Equity.
- Reviewed the reasonableness of key assumptions and inputs such as:

For real estate:

- Internal or external appraisals, discounted cash flows, and comparable property information
- Market capitalization rates, discount rates, etc.

⁴ PEM was responsible for valuing certain alternative investments.

- Underlying financial data such as rent rolls and lease agreements

For privately held companies:

- Discounted cash flows and comparable company information
- Discount Rates
- Underlying financial data such as audited and unaudited financial operations and/or projections of the privately held companies
- Reviewed and re-calculated the equity waterfall calculations, when sufficient data was available and fair market value estimates presented by PEM.

Limited Partnership (LP's)

SPM Categories: Alternative Investments-Private Equity Limited Partnerships, Real Estate Funds and Hedge Funds investments.

Per discussion with GMAM, and based on the GMAM investment valuation policy, limited partnerships and other similar funds, were recorded in the investment pools on a lag basis (in most cases 3 month lag or 1-month). This is standard industry practice for these types of securities. GMAM applied the concepts described in, Accounting Standards Update (ASU) 2009-12, *Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent)*, which indicates that a reporting entity is permitted, as a practical expedient, to estimate the fair value of an investment using the Net Asset Value (NAV) per share (or its equivalent, such as member units or an ownership interest in partners' capital to which a proportionate share of net assets is attributed) of the investment. For example, with a limited partnership interest, if there is no additional information that would require an adjustment to the NAV, then using the NAV determined as the estimated FMV at quarter-end would be a reasonable proxy for fair value. Typically, partnership statements were provided to GMAM on a one-quarter lag (i.e., GMAM confirmed it received partnership statements for March 31, 2009 on or about June 30, 2009 and which, in many cases, was the basis for the FMV reported as of DOPT) and could be based on FMV, cost, or tax basis depending on partnership accounting policies.

- The Contractor obtained, as available, the June 30, 2009 and September 30, 2009 partner capital statements (PCAPS), 2008 and 2009 audited financial statements, July 31, 2009 GMAM investment pools trustee statements, and information on capital calls/distributions between July 1, 2009 through July 31, 2009 for each selected investment directly from GMAM.
- Roll forward the cash flows from the June 30, 2009 PCAPS to DOPT.
- Assess the roll forward of the June 30, 2009 PCAP statement to the September 30, 2009 PCAP statement for reasonableness and subsequent events data.
- Perform procedures to reconcile the September 30, 2009 PCAP statement to the December 31, 2009 audited financial statements for reasonableness, when available.
- Assess that the basis of accounting was a reasonable approximation of FMV.
- Reviewed audited financial statements to assess the audit of the LP was performed by a CPA Firm and that the audit opinion was unqualified.

Fixed Income (U.S and International Fixed Income and Mortgaged – Asset Backed Securities)*SPM Categories: International Fixed Income, Mortgage/Asset Backed Securities*

- For fixed income securities that were exchanged traded, the Contractor identified fixed income securities that the Contractor could obtain a price from Bloomberg, Capital IQ, or IDC via the Excel plug-in (noted above). As fixed income securities are predominantly traded over-the-counter, the Contractor did not test these exchanged traded or non-exchanged traded securities for trading volume since that information was not readily available as discussed with the PBGC.
- For fixed income securities that were not exchanged traded, the Contractor obtained, as available, prospectuses, term sheets, trade confirmations, regulatory filings or other publicly available data from GMAM or from other data sources using identifying information provided by GMAM.
 - Researched publicly available market data as of the DOPT to estimate inputs such as yield to maturity.
 - Utilized a discounted cash flow model to estimate the FMV as of the DOPT.
 - For instances where the Contractor was unable to obtain independent market data regarding the FMV of the assets, the Contractor used alternative procedures. The Contractor manually researched the security based on the security type, stock exchange daily official lists (SEDOLs), international security identification numbers (ISINs), and other corresponding available information to obtain evidence over the price indicated by the Trustee. The Contractor, in some cases, manually researched the securities using other pricing vendors.

Derivatives*SPM Categories: Derivatives*Interest Rate Derivatives – (OTC)

- Identified interest rate derivatives (swaps) that the Contractor could price using Bloomberg, Capital IQ, or IDC via the Excel plug-in (noted above).
- Obtained the swap agreement for the selected swaps.
- Extracted the salient terms from the swap agreements.
- Utilized Bloomberg's swap manager (a proprietary software program) to estimate FMV of the swaps as of the DOPT.

Rights/Warrants*SPM Categories: Rights/Warrants*

- Used alternative procedures as approved by the PBGC to obtain security information including, but not limited to, regulatory filings and news filings.
- For the remaining securities, the Contractor contacted investment managers regarding the term sheets. The Contractor developed a list of the remaining unpriced securities including relevant information and estimated the FMV for the security using the Black Scholes Model formula.

Credit Default Swaps*SPM Categories: Interest Rate Derivatives*

- Identified and priced credit default derivatives (swaps) that could be priced using Bloomberg, Capital IQ, or IDC via the Excel plug-in (noted above).
- Obtained the swap agreement for the selected swaps.
- Extracted the salient terms from the swap agreements.

- Utilized Bloomberg’s swap manager (a proprietary software program) to estimate the FMV of the swaps as of the DOPT.

Futures

SPM Categories: Index Futures/Futures Contracts

- Identified and priced futures contracts that could be priced using Bloomberg, Capital IQ, or IDC via the Excel plug-in (noted above).
- Performed manual search for unpriced securities in Bloomberg utilizing security identifiers provided by GMAM to estimate the FMV of the futures contracts as of the DOPT.

Foreign Exchange Contracts

SPM Categories: Foreign Currency

- Obtained the Trustee’s Excel-based analysis to estimate the unrealized gains and losses on currency forward contracts as of DOPT.
- Held discussions with GMAM to understand the Trustee’s calculation of unrealized gains and losses.
- Re-calculated the unrealized gains and losses using forward exchange rates provided by Bloomberg as of DOPT.

Insurance Products – Guaranteed Annuity Contract (“GAC”)

SPM Categories-Guaranteed Investment Contracts-GIC

- Obtained and reviewed the insurance contract between the contract holder and insurance company and reviewed whether it is a guaranteed investment or guaranteed annuity contract.
- The Contractor reviewed whether the insurance contract should be included or not included in Plan assets.
- Performed test procedures for the estimated FMV on the underlying assets included in the separate account associated with the GAC.

12. VALUATION METHODOLOGY

The Contractor reviewed the most recent PBGC guidelines that define FMV over trusted Plan assets, as defined in the BAPD PAE Manual Section 15.10A. See Appendix C for a description of valuation methodology applied.

13. PRICING SOURCES

The Trustee communicated to us that their primary pricing source was Interactive Data Corporation (“IDC”); therefore the Contractor primarily used Bloomberg L.P. and S&P Capital IQ data for our test procedures. Refer to Appendix A for a description of these pricing sources.

14. SUMMARY OF FINDINGS**ESTIMATED FAIR MARKET VALUE OF PLAN ASSETS AS OF DOPT****Table 2: Estimated FMV of Security Values as of DOPT**

Asset Class (per the Security Pricing Matrix)	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Percentage of Salaried Total Investments	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly	Percentage of Hourly Total Investments
Cash	20,028,539	0.88%	34,124,199	0.94%
Foreign Currency	6,508,293	0.28%	10,379,575	0.29%
Short Term Discount Notes	122,344	0.01%	110,900	0.00%
Cash & Cash Equivalents	26,659,176	1.17%	44,614,674	1.23%
Mutual Funds – Public	10,944,585	0.48%	20,030,522	0.55%
Non-US – Foreign Equities – Listed	1,052,743	0.05%	2,105,486	0.06%
Non-US – Foreign Equities – unlisted	1,140,479	0.05%	2,538,307	0.07%
Preferred/Convertible Preferred Stock – Listed	16,370,077	0.72%	12,700,536	0.35%
Preferred/Convertible Preferred Stock – Unlisted	7,500,106	0.33%	14,092,955	0.39%
US Domestic Equities – Listed	2,112,354	0.09%	3,579,014	0.10%
Equities	28,175,758	1.23%	35,016,298	0.97%
Credit Derivatives	13,973	0.00%	12,666	0.00%
Futures Contracts	-	0.00%	-	0.00%
Index Futures	-	0.00%	-	0.00%
Interest Rate Derivatives (OTC)	50,573	0.00%	45,842	0.00%
Rights/Warrants	-	0.00%	-	0.00%
Derivatives	64,546	0.00%	58,509	0.00%
Medium Term Notes	356,047	0.02%	322,745	0.01%
Private Placement Debt	1	0.00%	12	0.00%
US High Yield Corporate Bonds	221,302	0.01%	294,208	0.01%

Asset Class (per the Security Pricing Matrix)	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Percentage of Salaried Total Investments	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly	Percentage of Hourly Total Investments
US Investment Grade Corporate Bonds	1,674,337	0.07%	1,561,050	0.04%
US Treasury Bonds, Notes, Bills & Strips	2,075,643	0.09%	3,972,713	0.11%
US Fixed Income	4,327,330	0.19%	6,150,729	0.17%
International Convertible Securities	327,413	0.01%	252,943	0.01%
International Sovereign & Corporate Debt	31,068,384	1.36%	27,933,011	0.77%
International Fixed Income	31,395,798	1.37%	28,185,955	0.78%
ABS – Corporate/Commercial	1	0.00%	2	0.00%
CMBS	462	0.00%	6,728	0.00%
Collateralized Debt Obligations (CDOs)	54	0.00%	117	0.00%
RMBS – Private Label Sub-Prime/HEL	150,887	0.01%	1,148,910	0.03%
Mortgage/Asset Backed Securities	151,403	0.01%	1,155,756	0.03%
Commingled Funds	5	0.00%	76	0.00%
Hedge Fund Investments	7,204,625	0.31%	13,737,973	0.38%
Other Invest Funds – Unlisted	1,795,789,147	78.51%	2,599,173,035	71.77%
Private Equity Limited Partnerships	250,927,842	10.97%	610,994,384	16.87%
Real Estate – Direct Ownership	46,076,731	2.01%	105,112,416	2.90%
Real Estate Funds	63,985,532	2.80%	115,004,643	3.18%
US Domestic Equities – Unlisted/Private	10,648,686	0.47%	31,037,072	0.86%
Alternative Investments	2,174,632,568	95.07%	3,475,059,598	95.95%
Guaranteed Investment Contracts-GIC	-	0.00%	-	0.00%
Accrued dividends	20,983	0.00%	23,536	0.00%

Asset Class (per the Security Pricing Matrix)	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Percentage of Salaried Total Investments	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly	Percentage of Hourly Total Investments
Accrued interest	819,654	0.04%	832,115	0.02%
Investment Receivables – Derivatives	395,568,667	17.29%	536,030,696	14.80%
Unsettled Transactions – Sales	21,519,092	0.94%	25,104,776	0.69%
Investment Payables – Derivatives	(406,014,191)	-17.75%	(549,822,455)	-15.18%
Unsettled Transactions – Purchases	(805,845)	-0.04%	(696,593)	-0.02%
Total	2,287,459,525	100.00%	3,621,744,117	100.00%

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

Other Investment Funds Unlisted include significant holdings of CCTs as further discussed later in the report.

Guaranteed Investment Contracts-GIC: Included in this security are Guaranteed Annuity Contracts-GAC.

Table 3: Pension Plan Other Assets and Liabilities Contractor Estimated Value

Asset Class (per the Security Pricing Matrix)	Contractor Estimated FMV Assets (Liabilities) at DOPT (USD) – Delphi Salaried	Contractor Estimated FMV Assets (Liabilities) at DOPT (USD) – Delphi Hourly
Due and unpaid employee contributions (DUEC), net of allowance	195,875,657	21,317,493
Plan Transfer Receivable*	-	-
Subtotal Other Assets	195,875,657	21,317,493
Accrued Expenses	3,378,626	4,629,068
Pre-Termination Liabilities	2,198,829	2,857,772
Subtotal Liabilities	5,577,455	7,486,840
Net Other Assets/Liabilities	190,298,202	13,830,653

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

*Previously recorded within the Delphi Hourly Plan trial balance as of DOPT

The following table legend applies to the conclusion code tables below:

Table Legend:

Conclusion Code #1 – Trustee value tested within the allowable PBGC Variance Thresholds. Trustee’s value was assigned as of July 31, 2009.

Conclusion Code #2 – Trustee value tested but outside of the allowable PBGC Variance Thresholds or a known difference exists in the Trustee value. Contractor tested value was assigned as of July 31, 2009.

Conclusion Code #3 – Trustee value was selected for testwork but could not be tested due to inconclusive or no supporting documentation. The Trustee value as of July 31, 2009 was assigned for calculation purposes only.

Conclusion Code #4 – Investment was not selected for testwork as a result of applying PBGC is Sampling Methodology. The Trustee value as of July 31, 2009 was assigned for calculation purposes only.

Conclusion Code #5 – Trustee value was tested based on available supporting documentation and/or in accordance with PBGC instruction. Although selected for testing, certain underlying documentation may not have been available due to the passage of time. The supporting documentation obtained does not render the Trustee value inconsistent with the definition of value in the BAPD PAE Manual within the PBGC Variance Thresholds; therefore, based exclusively on the documentation obtained, either the Trustee or supporting documentation value was assigned as of July 31, 2009 for calculation purposes only.

Conclusion Code #6- Trustee value was assigned as of July 31, 2009 for calculation purposes only. Although the investment pools GFI-100 and GFI-133 were selected for testing, the individual underlying securities were not subject to pricing procedures. Alternative procedures, approved by the PBGC, were performed which included testing the redemption value of the Plan’s estimated FMV subsequent to the DOPT. The alternative procedures performed did not render the Trustee value inconsistent with the definition of value in the BAPD PAE Manual within the PBGC Variance Thresholds.

A. CASH AND CASH EQUIVALENTS

Table 4: Estimated FMV of Cash and Cash Equivalents

Asset Class (per the Security Pricing Matrix)	Contractor Estimated GMAM Investment Pools FMV at DOPT (USD)	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly
Cash	219,070,816	20,028,539	34,124,199
Foreign Currency	21,188,665	6,508,293	10,379,575
Short Term Discount Notes	7,600,000	122,344	110,900
Cash & Cash Equivalents – Totals	247,859,481	26,659,176	44,614,674

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

Finding(s)

Table 5: Contractor Estimated GMAM Investment Pools FMV at DOPT Conclusion Codes (as defined above) for Cash and Cash Equivalents

Asset Class (per the Security Pricing Matrix)	Conclusion Codes						Asset Class Total (USD)
	1	2	3	4	5	6	
Cash	200,000,087	-	-	-	-	19,070,729	219,070,816
Foreign Currency	4,472,140	-	16,716,524	-	-	-	21,188,665
Short Term Discount Notes	7,600,000	-	-	-	-	-	7,600,000
Asset Class Total	212,072,228	-	16,716,524	-	-	19,070,729	247,859,481

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

B. MUTUAL FUNDS

Table 6: Estimated FMV of Mutual Funds

Asset Class (per the Security Pricing Matrix)	Contractor Estimated GMAM Investment Pools at DOPT (USD)	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly
Mutual Funds – Public – Total	663,925,410	10,944,585	20,030,522

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

Findings

Table 7: Contractor Estimated GMAM Investment Pools FMV at DOPT Conclusion Codes (as defined above) for Mutual Funds

Asset Class (per the Security Pricing Matrix)	Conclusion Codes						Asset Class Total (USD)
	1	2	3	4	5	6	
Mutual Funds- Public	643,997,113	19,928,297	-	-	-	-	663,925,410

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

C. EQUITIES

Table 8: Estimated FMV Equities

Asset Class (per the Security Pricing Matrix)	Contractor Estimated GMAM Investment Pools FMV at DOPT (USD)	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly
Non-US – Foreign Equities- Listed	3,158,228	1,052,743	2,105,486
Non-US – Foreign Equities- unlisted	20,199,615	1,140,479	2,538,307
Preferred/Convertible Preferred Stock- Listed	698,067,246	16,370,077	12,700,536
Preferred/Convertible Preferred Stock- Unlisted	270,914,861	7,500,106	14,092,955
US Domestic Equities- Listed	35,306,570	2,112,354	3,579,014
Equities – Totals	1,027,646,521	28,175,758	35,016,298

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

Finding(s)

Table 9: Contractor Estimated GMAM Investment Pools FMV at DOPT Conclusion Codes (as defined above) for Equities

Asset Class (per the Security Pricing Matrix)	Conclusion Codes						Asset Class Total (USD)
	1	2	3	4	5	6	
Non-US – Foreign Equities- Listed	3,158,228	-	-	-	-	-	3,158,228
Non-US – Foreign Equities- unlisted	-	-	-	20,199,615	-	-	20,199,615
Preferred/Convertible Preferred Stock- Listed	645,215,820	52,851,426	-	-	-	-	698,067,246
Preferred/Convertible Preferred Stock- Unlisted	1,373,225	-	-	269,541,636	-	-	270,914,861
US Domestic Equities- Listed	35,306,570	-	-	-	-	-	35,306,570
Asset Class Total	685,053,844	52,851,426	-	289,741,251	-	-	1,027,646,521

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

D. DERIVATIVES**Table 10: Estimated FMV of Derivatives**

Asset Class (per the Security Pricing Matrix)	Contractor Estimated GMAM Investment Pools FMV at DOPT (USD)	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly
Credit Derivatives	868,024	13,973	12,666
Futures Contracts	-	-	-
Index Futures	-	-	-
Interest Rate Derivatives (OTC)	3,141,590	50,573	45,842
Rights/Warrants	1	0	0
Derivatives – Totals	4,009,616	64,546	58,509

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

Finding(s)**Table 11: Contractor Estimated GMAM Investment Pools FMV at DOPT Conclusion Codes (as defined above) for Derivatives**

Asset Class (per the Security Pricing Matrix)	Conclusion Codes						Asset Class Total (USD)
	1	2	3	4	5	6	
Credit Derivatives	1,038,096	(170,072)	-	-	-	-	868,024
Futures Contracts	-	-	-	-	-	-	-
Index Futures	-	-	-	-	-	-	-
Interest Rate Derivatives (OTC)	3,141,590	-	-	-	-	-	3,141,590
Rights/Warrants	-	-	-	1	-	-	1
Asset Class Total	4,179,686	(170,072)	-	1	-	-	4,009,616

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

E. US FIXED INCOME**Table 12: Estimated FMV US Fixed Income Securities**

Asset Class (per the Security Pricing Matrix)	Contractor Estimated GMAM Investment Pools FMV at DOPT (USD)	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly
Medium Term Notes	22,745,133	356,047	322,745
Private Placement Debt	83,882,248	1	12
US High Yield Corporate Bonds	617,980,590	221,302	294,208
US Investment Grade Corporate Bonds	105,946,131	1,674,337	1,561,050
US Treasury Bonds, Notes, Bills & Strips	72,725,173	2,075,643	3,972,713
US Fixed Income – Totals	903,279,276	4,327,330	6,150,729

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

Finding(s)**Table 13: Contractor Estimated GMAM Investment Pools FMV at DOPT Conclusion Codes (as defined above) for US Fixed Income Securities**

Asset Class (per the Security Pricing Matrix)	Conclusion Codes						Asset Class Total (USD)
	1	2	3	4	5	6	
Medium Term Notes	22,745,133	-	-	-	-	-	22,745,133
Private Placement Debt	-	-	-	-	-	83,882,248	83,882,248
US High Yield Corporate Bonds	12,110,726	3,015,460	-	-	-	602,854,405	617,980,590
US Investment Grade Corporate Bonds	95,988,252	9,951,120	-	6,759	-	-	105,946,131
US Treasury Bonds, Notes, Bills & Strips	72,725,173	-	-	-	-	-	72,725,173
Asset Class Total	203,569,284	12,966,580	-	6,759	-	686,736,653	903,279,276

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

F. INTERNATIONAL FIXED INCOME

Table 14: Estimated FMV of International Fixed Income

Asset Class (per the Security Pricing Matrix)	Contractor Estimated GMAM Investment Pools FMV at DOPT (USD)	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly
International Convertible Securities	13,949,460	327,413	252,943
International Sovereign & Corporate Debt	1,896,656,323	31,068,384	27,933,011
International Fixed Income – Totals	1,910,605,784	31,395,798	28,185,955

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

Finding(s)

Table 15: Contractor Estimated GMAM Investment Pools FMV at DOPT Conclusion Codes (as defined above) for International Fixed Income

Asset Class (per the Security Pricing Matrix)	Conclusion Codes						Asset Class Total (USD)
	1	2	3	4	5	6	
International Convertible Securities	13,949,460	-	-	-	-	-	13,949,460
International Sovereign & Corporate Debt	1,823,074,455	73,581,868	-	-	-	-	1,896,656,323
Asset Class Total	1,837,023,916	73,581,868	-	-	-	-	1,910,605,784

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

G. MORTGAGE/ASSET BACKED SECURITIES**Table 16: Estimated FMV of Mortgage/Asset Backed Securities**

Asset Class (per the Security Pricing Matrix)	Contractor Estimated GMAM Investment Pools FMV at DOPT (USD)	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly
ABS- Corporate/Commercial	20	1	2
CMBS	212,159	462	6,728
Collateralized Debt Obligations (CDOs)	1,528	54	117
RMBS- Private Label Sub-Prime/HEL	38,942,294	150,887	1,148,910
Mortgage/Asset Backed Securities – Totals	39,156,002	151,403	1,155,756

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

Finding(s)**Table 17: Contractor Estimated GMAM Investment Pools FMV at DOPT Conclusion Codes (as defined above) for Mortgage/Asset Backed Securities**

Asset Class (per the Security Pricing Matrix)	Conclusion Codes						Asset Class Total (USD)
	1	2	3	4	5	6	
ABS- Corporate/Commercial	-	-	-	20	-	-	20
CMBS	-	212,159	-	-	-	-	212,159
Collateralized Debt Obligations (CDOs)	-	-	-	1,528	-	-	1,528
RMBS- Private Label Sub – Prime/HEL	37,524,800	1,417,495	-	-	-	-	38,942,294
Asset Class Total	37,524,800	1,629,654	-	1,548	-	-	39,156,002

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

H. ALTERNATIVE INVESTMENTS

Table 18: Estimated FMV of Alternative Investments

Asset Class (per the Security Pricing Matrix)	Contractor Estimated GMAM Investment Pools FMV at DOPT (USD)	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly
Commingled Funds	544,503,576	5	76
Hedge Fund Investments	287,351,848	7,204,625	13,737,973
Other Invest Funds- Unlisted	6,711,647,859	1,795,789,147	2,599,173,035
Private Equity Limited Partnerships	5,025,943,286	250,927,842	610,994,384
Real Estate – Direct Ownership	1,876,759,185	46,076,731	105,112,416
Real Estate Funds	1,759,336,406	63,985,532	115,004,643
US Domestic Equities- Unlisted/Private	134,057,250	10,648,686	31,037,072
Alternative Investments – Totals	16,339,599,410	2,174,632,568	3,475,059,598

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation. Other Investment Funds – Unlisted includes Commingled Funds of \$1,777,818,760 and \$2,529,568,000 for the Delphi Salaried Plan and Delphi Hourly Plan, respectively

Finding(s)**Table 19: Contractor Estimated GMAM Investment Pools FMV at DOPT Conclusion Codes (as defined above) for Alternative Investments**

Asset Class (per the Security Pricing Matrix)	Conclusion Codes						Asset Class Total (USD)
	1	2	3	4	5	6	
Commingled Funds	-	-	-	-	-	544,503,576	544,503,576
Hedge Fund Investments	-	238,348,429	-	-	-	49,003,419	287,351,848
Other Invest Funds- Unlisted	5,542,623,769	178,046,637	116,853,310	58,888,549	-	815,235,594	6,711,647,859
Private Equity Limited Partnerships	16,067,916	1,551,726,694	8,449,770	3,080,430,039	35,564,270	333,704,597	5,025,943,286
Real Estate – Direct Ownership	682,538,953	249,870,789	-	263,351,305	680,028,371	969,766	1,876,759,185
Real Estate Funds	80,836,189	1,010,926,151	15,407,491	528,969,199	123,197,376	-	1,759,336,406
US Domestic Equities- Unlisted/Private	20,771,682	18,216,176	-	93,121,685	1,947,707	-	134,057,250
Asset Class Total	6,342,838,509	3,247,134,875	140,710,572	4,024,760,777	840,737,724	1,743,416,953	16,339,599,410

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

I. GUARANTEED INVESTMENT CONTRACTS-GIC**Table 20: Estimated FMV of Guaranteed Investment Contracts-GIC**

Asset Class (per the Security Pricing Matrix)	Contractor Estimated GMAM Investment Pools FMV at DOPT (USD)	Contractor Estimated FMV at DOPT	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly
Guaranteed Investment Contracts-GIC	178,274,306	-	-

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation. Guaranteed Investment Contracts-represents the Guaranteed Annuity Contracts-GAC that is part of the GMAM Investment Pools.

Scope Limitation(s)

- During our inquiry of the nature of the Aetna Guaranteed Annuity Contracts (GACs) and our review of supporting documentation, the Contractor was unable to obtain sufficient evidence whether the Aetna GAC of \$63,256,084 should be included as a plan asset since its terms and nature were subject to legal interpretation. Therefore, the Contractor reached no conclusion whether the Aetna GAC should be

included in or excluded from the Salaried Plan's assets. The Salaried Plan also has GACs held by Prudential and MetLife at DOPT that were not tested by the Contractor.

- The Contractor did perform certain test procedures over the separate account associated with the Aetna GAC only to reconcile to the reported values by the Trustee as of DOPT. After the test procedures were performed, the PBGC determined that the GACs, including those not tested by the Contractor, should be excluded from the Salaried Plan's assets.
- Based on instruction from PBGC, this report reflects a value of zero for the GAC's related to the Salaried Plan's assets at DOPT. PBGC has communicated to the Contractor that an excess or deficiency may exist for the GACs held by Aetna, Prudential and MetLife at DOPT and may represent an asset or liability of the Salaried Plan. This excess or deficiency (if any), is being evaluated by PBGC, has not been tested by the Contractor and any corresponding asset or liability has been excluded from this report.

Findings

Table 21: Contractor Estimated GMAM Investment Pools FMV at DOPT Conclusion Codes (as defined above) for Guaranteed Investment Contracts

Asset Class (per the Security Pricing Matrix)	Conclusion Codes						Asset Class Total (USD)
	1	2	3	4	5	6	
Guaranteed Investment Contracts-GIC	-	-	-	-	-	-	-

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

15. INVESTMENT RECEIVABLES AND PAYABLES

Investment receivables and payables are included in the investment portion of the report to be comparable to the Trustee presentation.

Table 22: Derivatives Estimated Investment Accruals

Asset Class (per the Security Pricing Matrix)	Contractor Estimated GMAM Investment Pools FMV at DOPT (USD)	Contractor Estimated FMV at DOPT (USD) – Salaried	Contractor Estimated FMV at DOPT (USD) – Hourly
Investment Receivables – Derivatives	1,941,268,477	395,568,667	536,030,696
Investment Payables – Derivatives	(1,965,720,594)	(406,014,191)	(549,822,455)
Asset Class Total	(24,452,117)	(10,445,524)	(13,791,759)

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

The balances reflected in the table primarily represent the collateral accounts, accounts recording the unrealized gain/loss for certain derivative contracts and offset accounts needed to conduct trading in certain derivative investment products. The offset accounts primarily represent the Trustee recording certain

derivatives within its system and recording an “offset” to the fair market value of the derivative. This is considered an “accounting entry” in order for the Trustee to monitor and track the derivative.

The Contractor performed testing on the derivative securities (noted above in section 14) and relied on the Trustee’s confirmation of Plans’ assets as of DOPT which included the balances reflected in table 22. The Trustee’s value was assigned as of DOPT for the balance reflected in table 22.

Table 23: Estimated Dividends and Interest

Asset Class (per the Security Pricing Matrix)	Contractor Estimated GMAM Investment Pools FMV at DOPT (USD)	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly
Receivable – Dividends	955,020	20,983	23,536
Receivable – Interest	47,045,506	819,654	832,115
Asset Class Total	48,000,527	840,637	855,651

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

The balances reflected in the table above represent dividend and interest investment income receivables or accruals as of DOPT. These balances represent investment income earned but not received as calculated by the Trustee based on securities held as of DOPT. The Contractor reviewed the Service Organization report of the Trustee. The Trustee provides the Plans’ transaction processing and custodial services as well as trade processing, interest, dividends, accruals and asset statements. In reviewing the related controls, the Contractor did not observe exceptions that would indicate that controls were not operating effectively at State Street over receivables and payables as of DOPT. For a sample of receivable balances, the Contractor obtained evidence of the settlement of the receivable subsequent to DOPT and no issues came to our attention. As approved by the PBGC, the Contractor observed the Plans had a month-end DOPT net asset statements, and because there was a SOC 1 report available for the period covering DOPT, the Contractor assigned the investment receivable values provided by the Trustee.

16. DUE AND UNPAID EMPLOYER CONTRIBUTIONS

Table 24: DUEC Estimated Value

Transaction Type	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly
DUEC Estimated Value*	195,875,657	21,317,493

**Of the \$195,875,657 in the DUEC category for the Delphi Salaried Plan, \$144,238,916 relates to gross DUEC and \$51,636,741 relates to additional secured plan claims due to the tax lien (which PBGC included in DUEC for allocation purposes per section E.4 of Policy 8.2-1). The net DUEC value is included in this report for informational purposes only. Although the Contractor agreed these amounts to documents provided by PBGC, the Contractor performed no testing of existence, accuracy or value.*

Due and unpaid employer contributions (“DUEC”) give rise to a receivable as of DOPT. Generally, internal PBGC departments will calculate this gross amount when a plan is terminated. Additionally, a collectability adjustment is applied, as defined by the PBGC, to the gross DUEC to calculate the net DUEC as of DOPT. To calculate this adjustment, a plan is classified according to the BAPD PAE Manual section 15.11.5, as either a SPDRR Plan or a Non-SPDRR Plan. For SPDRR Plans, a recovery ratio calculated by internal

PBGC departments is applied to the gross DUEC value. For Non-SPDRR plans, internal PBGC parties will independently calculate a net DUEC based on the performance of a recovery valuation process.

The Plans are classified as Non-SPDRR Plans, as defined by the PBGC, and the Contractor obtained from internal PBGC departments a calculation of gross DUEC as of DOPT. This information was provided directly from the PBGC and as such, the Contractor did not perform test procedures and used the information provided by the PBGC.

17. PRE-TERMINATION LIABILITIES

Table 25: Pre-termination Liabilities

Transaction Type	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly
Pre-Termination Liabilities	2,198,829	2,857,772

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

Pre-termination plan liabilities (PTPL) for retiree benefits occur when a benefit amount due prior to DOPT was not paid or was underpaid as of DOPT. Examples include (1) a participant achieves the Internal Revenue Service (IRS) retirement age on or prior to DOPT and is not in pay status; (2) a participant is placed into pay after DOPT with an effective date prior to DOPT; or (3) Post-DOPT notification of pre-DOPT disability.

The Contractor performed inquiries of BAPD analysts and actuaries within the PBGC to assess if a calculation for pre-termination liabilities calculation was available for the Plans. This information was provided directly from the PBGC and as such, the Contractor did not perform test procedures and used the information provided by the PBGC to present the value of the pre-termination liabilities as of DOPT.

18. UNSETTLED TRANSACTIONS

Unsettled transactions are included in the investment portion of the report to be comparable to the Trustee presentation and are not included in other assets and liabilities.

Table 26: Unsettled Transactions

Transaction Type	Contractor Estimated GMAM Investment Pools FMV at DOPT (USD)	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly
Unsettled Transactions – Sales	116,854,646	21,519,092	25,104,776
Unsettled Transactions – Purchases	(79,766,228)	(805,845)	(696,593)
Transaction Total	37,088,418	20,713,247	24,408,183

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

Unsettled transactions refer to trades that the Trustee initiated prior to the DOPT, but settled subsequent to DOPT. These balances include initiation of investment purchases and sales as of DOPT. The Trustee labeled these balances in the asset statements as “Receivable- Investment Sold” and “Payable- Investment Purchased” within certain investment pools. These balances were provided by the Trustee as part of the Plans’ net asset value as of DOPT. The term “unsettled transactions” is derived from the BAPD PAE Manual and is used for certain internal PBGC reporting.

The Contractor reviewed the SOC 1 report for the Trustee covering the period of DOPT and noted that there was an unqualified opinion as reported by a CPA Firm. These balances are calculated by the Trustee’s systems based on the timing of certain investment transactions.

The Trustee was unable to provide the Contractor statements reflecting the “trade” date of securities included in the balances noted in the balances above only settlement dates were provided. As such, we performed a search for open trades by reviewing the open trades provided by GMAM through the Trustee system. There were no issues that came to our attention.

19. PLAN EXPENSES

Table 27: Estimated Accrued Expenses

Transaction Type	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly
Accrued Expenses	3,378,626	4,629,068

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

Section 15.11.3 of the BAPD PAE Manual states that the Contractor should review expenses for the 12 months prior to DOPT, and to test disbursements for the 3 months after DOPT to help ensure expenditures are properly accrued, and that expenditures are allowed based on the provisions of the plan documents. The Delphi Hourly and Salaried Plans have two types of expenditures: direct and allocated. Direct expenditures relate to expenditures billed directly to each plan. Allocated expenditures relate to expenditures allocated to each plan based on the total of each Plans’ asset percentage of the GMAM Investment Pools.

The Contractor reviewed expenses paid 12 months before and 3 months after DOPT in accordance with the BAPD Manual. The PBGC approved the Contractor placing reliance on a PBGC limited scope review report to assess the completeness, accuracy and appropriateness of expenses paid in the 12 months prior to DOPT. There were no exceptions noted in the PBGC limited scope review report. In addition, the Contractor performed an assessment of disbursements 3 months subsequent to DOPT, and observed that direct expense disbursements were inconsequential to the Plans’ net assets. As such, no work was performed over these accrued expenses, as any un-accrued disbursements would not be material to the Plans’ net assets. Additionally, no additional test procedures over allocated expenses was performed, outside of our assessment of the SOC 1.

20. PLAN TRANSFERS

During our test procedures of the Plans’ expenses, the Contractor identified a “non-company” receivable balance of \$28,074,071 for the Delphi Hourly Plan which was recorded by the Trustee as of DOPT. The Contractor obtained and reviewed documentation from GMAM that supported the balance included in the Hourly Plan’s net assets as of DOPT. The Contractor notified the PBGC about this account and was instructed not to perform any test procedures over the Plan transfers receivable and to exclude it from the assets of the Plan. As such, the Contractor did not perform test procedures over this receivable and recorded a plan transfer receivable of \$0 on table 3 of this report. The Contractor has been notified that certain

negotiations between the PBGC and 3rd parties regarding the plan asset accounts are on-going and the result of these negotiations may, or may not, have an impact on the estimated FMV of the Plans' assets. Once the matter is settled, the Plans' net asset value may, or may not, need to be adjusted by the PBGC.

21. CONCLUSION

As of DOPT, State Street Bank and Trust Company ("the Trustee") had recorded an estimated fair market value of securities held of \$2,472,403,474 and \$3,638,466,243 for the Delphi Salaried and Delphi Hourly Plans, respectively. The Contractor, as of DOPT, assessed an estimated FMV of \$2,287,459,525 and \$3,621,744,117 for the Delphi Salaried and Delphi Hourly Plans, respectively, using the BAPD PAE Manual and instructions from the PBGC. The results of the testing procedures resulted in a variance of \$(184,943,949) and \$(16,722,126) or (7.48%) and (.46%), respectively, compared with the estimated values reported by the Trustee. The primary drivers to the variance is a result of the PBGC instructing the Contractor to exclude Guaranteed Annuity Contracts ("GACs") of \$178,274,306 from the Salaried Plan's investments and fluctuations in the markets related to certain alternative investments. Specifically the decline in the real estate markets during 2009 and the one to three month lag in reporting values of those investments that were reflected in the Trustee statements as of DOPT. The delay in reporting value changes in the alternate investments was due to timing of when information was received from the sponsors of those investments, which was consistent with industry practice.

Table 28: Contractor Estimated Net Asset FMV as of DOPT

Plan Name	Contractor Estimated FMV at DOPT (USD)	Estimated Value of Other Assets (USD)	Estimated Value of Liabilities (USD)	Total Estimated Net Asset Value (USD)
Salaried	2,287,459,525	195,875,657	5,577,455	2,477,757,726
Hourly	3,621,744,117	21,317,493	7,486,840	3,635,574,770

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation. See section 20 for a description of plan transfers excluded from totals.

Table 29: Pension Plan Invested Assets Contractor Estimated FMV

Asset Class (per the Security Pricing Matrix)	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Percentage of Salaried Total Investments	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly	Percentage of Hourly Total Investments
Cash	20,028,539	0.88%	34,124,199	0.94%
Foreign Currency	6,508,293	0.28%	10,379,575	0.29%
Short Term Discount Notes	122,344	0.01%	110,900	0.00%
Cash & Cash Equivalents	26,659,176	1.17%	44,614,674	1.23%
Mutual Funds- Public	10,944,585	0.48%	20,030,522	0.55%
Non-US – Foreign Equities- Listed	1,052,743	0.05%	2,105,486	0.06%
Non-US – Foreign Equities- unlisted	1,140,479	0.05%	2,538,307	0.07%

Asset Class (per the Security Pricing Matrix)	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Percentage of Salaried Total Investments	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly	Percentage of Hourly Total Investments
Preferred/Convertible Preferred Stock- Listed	16,370,077	0.72%	12,700,536	0.35%
Preferred/Convertible Preferred Stock- Unlisted	7,500,106	0.33%	14,092,955	0.39%
US Domestic Equities- Listed	2,112,354	0.09%	3,579,014	0.10%
Equities	28,175,758	1.23%	35,016,298	0.97%
Credit Derivatives	13,973	0.00%	12,666	0.00%
Futures Contracts	-	0.00%	-	0.00%
Index Futures	-	0.00%	-	0.00%
Interest Rate Derivatives (OTC)	50,573	0.00%	45,842	0.00%
Rights/Warrants	-	0.00%	-	0.00%
Derivatives	64,546	0.00%	58,509	0.00%
Medium Term Notes	356,047	0.02%	322,745	0.01%
Private Placement Debt	1	0.00%	12	0.00%
US High Yield Corporate Bonds	221,302	0.01%	294,208	0.01%
US Investment Grade Corporate Bonds	1,674,337	0.07%	1,561,050	0.04%
US Treasury Bonds, Notes, Bills & Strips	2,075,643	0.09%	3,972,713	0.11%
US Fixed Income	4,327,330	0.19%	6,150,729	0.17%
International Convertible Securities	327,413	0.01%	252,943	0.01%
International Sovereign & Corporate Debt	31,068,384	1.36%	27,933,011	0.77%
International Fixed Income	31,395,798	1.37%	28,185,955	0.78%
ABS- Corporate/Commercial	1	0.00%	2	0.00%
CMBS	462	0.00%	6,728	0.00%

Asset Class (per the Security Pricing Matrix)	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Percentage of Salaried Total Investments	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly	Percentage of Hourly Total Investments
Collateralized Debt Obligations (CDOs)	54	0.00%	117	0.00%
RMBS- Private Label Sub-Prime/HEL	150,887	0.01%	1,148,910	0.03%
Mortgage/Asset Backed Securities	151,403	0.01%	1,155,756	0.03%
Commingled Funds	5	0.00%	76	0.00%
Hedge Fund Investments	7,204,625	0.31%	13,737,973	0.38%
Other Invest Funds- Unlisted	1,795,789,147	78.51%	2,599,173,035	71.77%
Private Equity Limited Partnerships	250,927,842	10.97%	610,994,384	16.87%
Real Estate – Direct Ownership	46,076,731	2.01%	105,112,416	2.90%
Real Estate Funds	63,985,532	2.80%	115,004,643	3.18%
US Domestic Equities- Unlisted/Private	10,648,686	0.47%	31,037,072	0.86%
Alternative Investments	2,174,632,568	95.07%	3,475,059,598	95.95%
Guaranteed Investment Contracts-GIC	-	0.00%	-	0.00%
Accrued dividends	20,983	0.00%	23,536	0.00%
Accrued interest	819,654	0.04%	832,115	0.02%
Investment Receivables – Derivatives	395,568,667	17.29%	536,030,696	14.80%
Unsettled Transactions – Sales	21,519,092	0.94%	25,104,776	0.69%
Investment Payables – Derivatives	(406,014,191)	-17.75%	(549,822,455)	-15.18%
Unsettled Transactions – Purchases	(805,845)	-0.04%	(696,593)	-0.02%
Total	2,287,459,525	100.00%	3,621,744,117	100.00%

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

Other Investment Funds – Unlisted include CCTs of \$1,777,818,760 and \$2,529,568,000 for the Delphi Salaried Plan and Delphi Hourly Plan, respectively.

Table 30: GMAM and Contractor Estimated Invested Pools Values at DOPT

Asset Class	GMAM FMV at DOPT- Delphi Salaried(USD)	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Variance Delphi Salaried(USD)	GMAM FMV at DOPT- Delphi-Hourly (USD)	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly	Variance Delphi Hourly (USD)
Cash & Cash Equivalents	26,659,176	26,659,176	-	44,614,675	44,614,674	-
Mutual Funds	10,942,566	10,944,585	2,019	20,026,754	20,030,522	3,769
Equities	28,228,542	28,175,758	(52,783)	35,057,248	35,016,298	(40,951)
Derivatives	64,201	65,546	346	58,196	58,509	313
US Fixed Income	4,302,014	4,327,330	25,316	6,130,303	6,150,729	20,426
International Fixed Income	31,355,084	31,395,798	40,713	28,149,050	28,185,955	36,905
Mortgage/Asset Based Securities	151,039	151,403	363	1,153,336	1,155,756	2,420
Alternative Investments	2,181,318,193	2,174,632,568	(6,685,625)	3,491,804,607	3,475,059,598	(16,745,009)
Guaranteed Investment Contracts-GIC	178,274,299	-	(178,274,299)	-	-	-
Accrued dividends	20,983	20,983	-	23,536	23,536	-
Accrued interest	819,654	819,654	-	832,115	832,115	-
Investment Receivables - Derivatives	395,568,667	395,568,667	-	536,030,696	536,030,696	-
Unsettled Transactions – Sales	21,519,092	21,519,092	-	25,104,776	25,104,776	-
Investment Payables - Derivatives	(406,014,191)	(406,014,191)	-	(549,822,455)	(549,822,455)	-
Unsettled Transactions – Purchases	(805,845)	(805,845)	-	(696,593)	(696,593)	-
Total	2,472,403,474	2,287,459,525	(184,943,949)	3,638,466,243	3,621,744,117	(16,722,126)

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

Table 31: Alternative Investments (GMAM and Contractor Investment Pools Estimated FMV at DOPT)

Asset Class (per the Security Pricing Matrix)	GMAM Investment Pools FMV at DOPT-Delphi Salaried(USD)	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Variance Delphi Salaried(USD)	GMAM Investment Pools FMV at DOPT- Delphi Hourly (USD)	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly	Variance Delphi Hourly (USD)
Commingled Funds	5	5	-	76	76	-
Hedge Fund Investments	7,300,260	7,204,625	(95,635)	13,902,133	13,737,973	(164,160)
Other Invest Funds- Unlisted	1,795,429,192	1,795,789,147	359,955	2,597,112,946	2,599,173,035	2,060,089
Private Equity Limited Partnerships	249,184,466	250,927,842	1,743,376	608,275,652	610,994,384	2,718,732
Real Estate – Direct Ownership	48,460,094	46,076,731	(2,383,363)	118,859,085	105,112,416	(13,746,670)
Real Estate Funds	70,089,186	63,985,532	(6,103,654)	122,233,244	115,004,643	(7,228,601)
US Domestic Equities- Unlisted/ Private	10,854,990	10,648,686	(206,304)	31,421,470	31,037,072	(384,398)
Total	2,181,318,193	2,174,632,568	(6,685,625)	3,491,804,607	3,475,059,598	(16,745,009)

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

Table 32: Contractor FMV by Conclusion Code

Conclusion Codes	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	% of Contractor Estimated FMV at DOPT (USD) – Delphi Salaried	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly	% of Contractor Estimated FMV at DOPT (USD) – Delphi Hourly
1	1,901,159,287	83.11%	2,678,671,122	73.96%
2	124,626,792	5.45%	268,145,943	7.40%
3	12,148,159	0.53%	25,275,634	0.70%
4	229,806,297	10.05%	560,423,373	15.47%
5	17,110,686	0.75%	51,208,262	1.41%
6	2,608,303	0.11%	38,019,782	1.05%
Grand Total	2,287,459,525	100.00%	3,621,744,117	100.00%

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

Refer to Section 14 for definitions of the conclusion codes.

The work product and deliverables provided as part of this engagement were developed for Pension Benefit Guaranty Corporation (“PBGC”) management, and are not intended for use by any other party or for any other purpose, and may only be relied upon by PBGC management. The Plan Asset Evaluation was performed in accordance with the Consulting and Valuation Standards established by the AICPA, the BAPD PAE Manual and applicable government guidelines. We disclaim any intention or obligation to update or revise the observations whether as a result of new information, future events, or otherwise. Should additional documentation or other information become available that impacts the observations reached in our deliverables, we reserve the right to amend our observations and summary documents, including deliverables, accordingly.

ANY TAX ADVICE IN THIS COMMUNICATION IS NOT INTENDED TO BE USED, AND CANNOT BE USED, BY A CLIENT OR ANY OTHER PERSON OR ENTITY FOR THE PURPOSE OF (i) AVOIDING PENALTIES THAT MAY BE IMPOSED ON ANY TAXPAYER OR (ii) PROMOTING, MARKETING, OR RECOMMENDING TO ANOTHER PARTY ANY MATTERS ADDRESSED HEREIN.

This report was prepared for the Pension Benefit Guaranty Corporation based on procedures developed, approved and overseen by PBGC and may only be relied upon by PBGC.

APPENDIX A – INDEX OF TERMS

Term	Definition
Asset-backed security (ABS)	A security whose value and income payments are derived from and collateralized (or “backed”) by a specified pool of underlying assets.
AED	PBGC’s Asset Evaluation Division
BAPD	PBGC’s Benefits Administration and Payment Department
Black-Scholes-Merton Formula (also known as a closed – form mode)	A model for mathematically pricing share options and similar investments.
Bloomberg L.P.	A pricing vendor or conduit that compiles data from a variety of primary and secondary data sources. Bloomberg L.P. provides business and financial information, news, and analytics for financial professionals, businesses, and governments in the United States and internationally. The Contractor typically uses Bloomberg L.P. for securities pricing, market research and data, and input assumptions, amongst other uses.
CDO	Collateralized Debt Obligations (CDO) are a structured financial product that pools together cash flow-generating assets and repackages this asset pool into discrete tranches that can be sold to investors.
CMBS	Commercial Mortgage Backed Securities (CMBS) are securities that are secured by the loan on a commercial property.
CME	Chicago Mercantile Exchange
CMO	Collateralized Mortgage Obligations
COMEX	COMEX, (Commodity Exchange, Inc.) a division of the New York Mercantile Exchange (NYMEX)
CUSIP/SEDOL number	These are numerical identifiers related to the clearing or settlement of investment trades
DCF	Discounted Cash Flow
Dividend Receivable	A dividend income accrued but not yet received. Includes dividends on equity securities with ex-date prior to July 31, 2009 and the pay date post July 31, 2009.
DOPT	Date of Plan Termination
EBP	Employee Benefit Plans or Employee Benefit Practice
EVS	The Contractor’s Economic and Valuation Services Practice
FMV	Fair Market Value
GP	General Partners
I&R	Issue and Resolution (Form). The method used to formalize certain discussions between the Contractor team and PBGC.
IDC	Interactive Data Corporation provides financial market data (financial data vendor), analytics, and related solutions to financial institutions, active traders, and individual investors.
IM	Investment Managers

Term	Definition
Implied	Implied Yield
Interest Receivable	An interest accrued on fixed income securities, which has not yet been paid.
LIBOR	London Interbank Offered Rate
LP	Limited Partnership or Limited Partners
MBS	Mortgage-Backed Securities – A security whose value and income payments are derived from and collateralized by a specific pool of underlying mortgage obligations.
NAV	Net Asset Value
Non-SPDRR	A plan for which the total amount of Unfunded Non-Guaranteed Benefit as of DOPT exceed \$20 million.
NYMEX	New York Mercantile Exchange
NYSE	New York Stock Exchange
OTC	Over the Counter
PBGC	Pension Benefit Guaranty Corporation
Plug-In (i.e. Excel Plug-In)	In computing, a plug-in is a set of software components that adds specific abilities to a larger software application. If supported, plug-ins enable customizing the functionality of an application.
Receivables on Sold Investments	Pertains to sale transactions of investments with the trade date prior to 7/31/2009, which settle either in cash or other securities post 7/31/2009.
Receivables on Sold Investments – Short Term	Is similar to receivables on sold investments but apply to short term securities.
RMBS	Residential Mortgage Backed Securities (RMBS) are securities that are secured by the loan on a residential property.
SOC 1 Report	Report on service organizations controls.
Security Pricing Matrix (SPM)	A tool defined in the BAPD PAE Manual- April 17, 2013, which helps assist the BAPD Staff in classifying investments as Liquid-Observable or Illiquid-Observable/Hard to Value.
SME	Subject Matter Expert
SPDRR	A plan for which the total amount of Unfunded Non-Guaranteed Benefit as of DOPT does not exceed \$20 million.
Standard & Poor's (S&P) Capital IQ	Standard & Poor's (S&P) Capital IQ provides multi-asset class data, research solutions, and analytics to institutional investors, investment advisors, and wealth managers around the world. The company provides financial intelligence covering public and private capital markets along with applications for desktop research, screening, real-time market data, backtesting, portfolio management, financial modeling, and quantitative analysis. The Contractor typically uses S&P Capital IQ for securities pricing, market research and data, and input assumptions, amongst other uses.
Term	The time of period through during which an investment matures.

Term	Definition
Trusteeship	PBGC becomes the trustee of the Plan's assets on, or soon after, DOPT.
Variation Margin Payment Accounts	A variable margin payment that is made by clearing members to their respective clearing houses based upon adverse price movements of the futures contracts that these members held and also used to collect gains.
WAL	The weighted Average Life. The amount of time for the principal on a loan or a mortgage to be paid off. The length of the weighted average life depends on the amount of principal pay downs and how often they are made.

APPENDIX B – FAIR MARKET VALUE ESTIMATE DESCRIPTION

With reference to page 1 of the BAPD Plan Asset Evaluation Manual (version as of 4-17-13), PBGC's regulation 29 C.F.R. 4001.2, which is taken from IRS Revenue Ruling 59-60, defines FMV as:

“The price at which the property would change hands between a willing buyer and a willing seller when the former is not under any compulsion to buy and the latter is not under any compulsion to sell, both parties having reasonable knowledge of relevant facts.”

FMV is estimated as of a particular date based on what is known or knowable as of that date. FMV is not based on what a buyer might pay at some later time, such as when the holder of a security might ultimately realize the security's contractual value⁵.

As part of our test procedures The Contractor applied an approach based on an acceptable range of FMVs for the Asset Sub-Classes (as defined in the BAPD PAE Manual) as follows:

- When variances between the Contractor and Trustee Price fall within the Security Pricing Matrix (“SPM”) threshold the Contractor will use the trustee's value as the representation of FMV, unless professional judgment leads the Contractor to a different conclusion (evidenced on workpapers as Conclusion 1 and referenced in the Conclusion section of this report).
- When the variance between the Trustee value and the independent value is outside the applicable SPM variance percentage, the Contractor must exercise professional judgment in making reasonable efforts to evaluate, conclude, and document the cause of the variance. If it was established that the Contractor has obtained relevant and reliable supporting documentation, the final FMV will be the Contractor's tested value (evidenced on workpapers as Conclusion 2 and referenced in the Conclusion section of this report).
- Variances between the Contractor and Trustee prices are evaluated by individual asset and by total for asset type to identify suspect variances, such as a systematically flawed valuation methodology.
- If sufficient supporting documentation cannot be obtained, the Contractor is unable to test FMV and as a result, the value will default to the Trustee's value (evidenced on workpapers as Conclusion 3 and referenced in the Conclusion section of this report).

The acceptable range of estimated FMV is based on the allowable variance as defined in the PBGC's Security Pricing Matrix in the BAPD PAE Manual.

Thresholds/variances are set to estimate whether a FMV reported by a Trustee is reasonable. A range of acceptable price estimates (or range of acceptable values) is based on a number of factors; including, liquidity of the security, frequency of purchase and sale activity, and estimates or assumptions that might cause a willing buyer or seller to derive a different conclusion on what is considered acceptable. Other factors to consider may also include the nature of the security, other risks related to the performance of the underlying assets (if applicable), and current trading statistics of similar investment securities. Generally, acceptable ranges are more narrow for those investment securities presenting lower estimation uncertainty (e.g., ones whose values reflect observable information or are exchange-traded i.e., exchange traded common stock) and wider for those securities with greater estimation uncertainty (e.g., ones whose values reflect unobservable inputs such as judgments around future cash flows and discount rates or are non-exchange-traded, i.e., real property).

⁵ BAPD Plan Asset Evaluation Manual-April 17, 2013 -Section 15.10A.1

The establishment of a range/variance is typically done to estimate if the evidence obtained supports the investment values reported by the Trustee. Because investments can be valued using a variety of acceptable source information, independent valuation testing can assist in determining whether the Trustee's source information is relevant and reliable, and whether the Trustee's values represents a fair approximation of FMV.

APPENDIX C – VALUATION METHODOLOGY

The Contractor used PBGC guidelines that define FMV over trustee Plan assets to perform the Plan Asset Evaluation. According to the BAPD PAE Manual Section 15.10A, FMV is defined, in part, as “the price at which property would change hands between a willing buyer and a willing seller, neither being under any compulsion to buy or sell and both having reasonable knowledge of relevant facts.” The Contractor tested investments using an exit price approach (as of a DOPT) for orderly transactions between willing market participants at the measurement date (or exit value). Assumptions regarding considerations made by a market participant buyer or seller as of the DOPT will reflect environment considerations as of date of termination.

Key aspects of the valuation approaches are summarized below.

Market approach – The market approach uses prices and other relevant information generated by market transactions involving identical or comparable assets or liabilities. For example, valuation techniques consistent with the market approach often use market multiples derived from a set of comparables or exchange-traded prices from public markets. Valuation techniques consistent with the market approach include matrix pricing. Matrix pricing is a mathematical technique used principally to value debt securities without relying exclusively on quoted prices for the specific securities, but rather by relying on the securities’ relationship to other benchmark or similar quoted securities.

Income approach – The income approach uses valuation techniques to convert future amounts (e.g., cash flows or earnings) to a single present amount (discounted). The measurement is based on the value indicated by current market expectations about those future amounts. Those valuation techniques include present value techniques, and option pricing models, such as the Black-Scholes-Merton formula (a closed-form option model).

Below is a brief explanation of some of the valuation techniques applied to certain security classes held by the Plans:

Valuation Approach

The following table provides a summary of the primary valuation approaches used for certain of the asset classes that may be held by the Plans:

Approach	Asset Classes When Approach Is Applicable:
Use of regulatory filings and audited financial statements to evaluate certain cash equivalents and net asset value.	<ul style="list-style-type: none"> Cash or certain cash equivalents
Use of PBGC approved pricing vendors to obtain information on price and volume when security identifier is available (CUSIP, ISIN, SEDOL, RIC)	<ul style="list-style-type: none"> Equities
Use of PBGC approved pricing vendors to obtain information on yield curves and comparable transactions. The selected yield curves will be used to discount the assets to arrive at fair value or a creation of a discounted cash flow (DCF) or another form of modeling using contractual terms, pre-payment terms and market assumptions.	<ul style="list-style-type: none"> Fixed Income International Fixed Income Mortgage/Asset Backed Securities Derivatives
Use of net asset value as a practical expedient* Model valuations Assessment of appraisals	<ul style="list-style-type: none"> Alternative Investments (which includes limited partnerships (LP), commingled funds, non-listed funds, real property, privately held companies)

*-The concepts described in Accounting Standards Update (ASU) 2009-12, *Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent)*, which indicates that a reporting entity is permitted, as a practical expedient, to estimate the fair value of an investment using the NAV per share (or its equivalent, such as member units or an ownership interest in partners' capital to which a proportionate share of net assets is attributed) of the investment.

APPENDIX D- DELPHI SALARIED PLAN ASSET GROUPING PER FORM 1108

Non-Insured Assets	
Cash and Cash Equivalents:	
Cash	20,028,539.02
CASH - FOREIGN CURRENCY	6,508,292.84
STIF/MMF	0.00
Total Cash and Cash Equivalents	\$26,536,831.85
Investment Accounts and Securities:	
Fixed Income Securities	
U.S.Government Securities-Cost	\$2,075,643.33
U.S.Government Securities - Zero Coupon Bonds-Cost	\$122,343.95
Certificates of Deposit	\$0.00
Commercial Paper	\$0.00
Asset Backed Securities/CMO's (GNMA/FHA) and Other	\$151,402.79
Asset Backed Securities TBA	\$0.00
Corporate Bonds	\$2,251,686.99
Corporate Bonds - Forwards	\$0.00
Pooled Funds - Fixed	\$0.00
Foreign Investment Fixed	\$31,395,797.69
Options - Fixed	\$0.00
Swaps	\$64,546.33
FX Forwards	-\$10,536,332.95
Total Fixed Income Securities	\$25,525,088.12
Equity Securities	
Corporate Stock	\$36,631,222.23
Pooled Funds - Equity	\$10,944,589.88
Foreign Investments - Equity	\$2,193,222.21
Private Equity	\$250,927,842.08
Options - Equity	\$0.01
Total Equity Securities	\$300,696,876.41
Non-traditional Investments	
Real Estate	\$46,076,731.05
Pooled Funds - Real Estate	\$63,985,531.86
Other Investments	\$1,802,993,772.49
Total Non-traditional Investments	\$1,913,056,035.39
Total Investment Accounts and Securities	\$2,239,277,999.92

Accounts Receivables	
Securities Lending Collateral	\$0.00
Due From Disposal of Assets (pending sales)	\$21,518,773.80
Accounts Receivable-Futures	\$1,067,925.51
Accounts Receivable-Other Swaps	-\$2,981.48
Accounts Receivable-Collateral Deposits	\$0.00
Total Accounts Receivables	\$22,583,717.82
Accrued Income:	
Accrued Investment Income - US Govt' Security	\$0.00
Accrued Investment Income - Other Fixed Interest (<i>Cash; STIF; Corp Bonds; Asset Backed Securities; Fixed Income Pooled Funds</i>)	\$0.00
Accrued Investment Income - Dividends	\$20,983.26
Accrued Investment Income -Other	\$819,653.69
Accrued Investment Income - Swaps	\$0.00
Accrued Investment Income - Forwards	\$0.00
Total Accrued Income	\$840,636.95
Other Receivables	
Other Receivables	\$463,826.28
Accounts Receivables - Tax Reclaim	\$8,301.46
Total Other Receivables	\$472,127.74
Accounts Payable	
Accounts Payable - Security Lending	\$0.00
Acquisition Indebtedness (Pending Purchases)	-\$806,214.60
Accounts Payable - Futures	-\$1,445,831.67
Accounts Payable - Collateral Deposits	\$0.00
Accounts Payable - Other Swaps	\$256.49
Bond Forwards - Short	\$0.00
Asset-Backed - TBAs Short	\$0.00
Options Fixed - Short	\$0.00
Options Equity - Short	\$0.00
Total Accounts Payable:	-\$2,251,789.78
Total Non-Insured Assets	\$2,287,459,524.50

Insured Assets		
Insurance Contracts - Whole Life - CSV		\$0.00
Insurance Contracts - DA, IPG		\$0.00
Insurance Contracts - GIC		\$0.00
Total Insured Assets		\$0.00
Participant Loans		\$0.00
Accrued Expenses		
Accrued Expenses		-\$3,378,626.00
Accounts Payable - Non-Benefit Payments		\$0.00
Accounts Payable - Benefit Payments (Pre-Term Participant Liability)		-\$2,198,829.00
Total Accrued Expenses		-\$5,577,455.00
Total Value of Plan Assets without DUEC	FIGURE FOR FOD RECONCILIATION	\$2,281,882,069.50
DUEC		
Due and Unpaid Employer Contributions - Gross	\$195,875,657.00	
(1) SPDRR Plans:		
SPDRR Percentage	0.00%	
Valuation DUEC - Due and Unpaid Employer Contributions (SPDRR Plan)		\$0.00
(2) Non SPDRR Plans		\$195,875,657.00
NET DUEC		\$195,875,657.00
TOTAL VALUE OF PLAN ASSETS	BAPD FIGURE	\$2,477,757,726.50

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

APPENDIX E – DELPHI HOURLY PLAN ASSET GROUPING PER FORM 1108

SUMMARY OF ASSETS	Amount at DOPT
<i>Non-Insured Assets</i>	
Cash and Cash Equivalents:	
Cash	34,124,199.08
CASH - FOREIGN CURRENCY	10,379,575.22
STIF/MMF	0.00
Total Cash and Cash Equivalents	\$44,503,774.30
Investment Accounts and Securities:	
Fixed Income Securities	
U.S.Government Securities-Cost	\$3,972,713.44
U.S.Government Securities - Zero Coupon Bonds-Cost	\$110,900.03
Certificates of Deposit	\$0.00
Commercial Paper	\$0.00
Asset Backed Securities/CMO's (GNMA/FHA) and Other	\$1,155,756.34
Asset Backed Securities TBA	\$0.00
Corporate Bonds	\$2,178,015.11
Corporate Bonds - Forwards	\$0.00
Pooled Funds - Fixed	\$0.00
Foreign Investment Fixed	\$28,185,954.98
Options - Fixed	\$0.00
Swaps	\$58,508.73
FX Forwards	-\$14,248,603.95
Total Fixed Income Securities	\$21,413,244.67
Equity Securities	
Corporate Stock	\$61,409,577.29
Pooled Funds - Equity	\$20,030,598.64
Foreign Investments - Equity	\$4,643,792.56
Private Equity	\$610,994,384.15
Options - Equity	\$0.04
Total Equity Securities	\$697,078,352.67
Non-traditional Investments	
Real Estate	\$105,112,415.71
Pooled Funds - Real Estate	\$115,004,642.82
Other Investments	\$2,612,911,007.24
Total Non-traditional Investments	\$2,833,028,065.78

Total Investment Accounts and Securities	\$3,551,519,663.13
Accounts Receivables	
Securities Lending Collateral	\$0.00
Due From Disposal of Assets (pending sales)	\$25,104,499.39
Accounts Receivable-Futures	\$1,971,329.55
Accounts Receivable-Other Swaps	-\$2,702.60
Accounts Receivable-Collateral Deposits	\$0.00
Total Accounts Receivables	\$27,073,126.34
Accrued Income:	
Accrued Investment Income - US Govt' Security	\$0.00
Accrued Investment Income - Other Fixed Interest (<i>Cash; STIF; Corp Bonds; Asset Backed Securities; Fixed Income Pooled Funds</i>)	\$0.00
Accrued Investment Income - Dividends	\$23,536.35
Accrued Investment Income -Other	\$832,115.01
Accrued Investment Income - Swaps	\$0.00
Accrued Investment Income - Forwards	\$0.00
Total Accrued Income	\$855,651.36
Other Receivables	
Other Receivables	\$983,866.23
Accounts Receivables - Tax Reclaim	\$8,852.96
Total Other Receivables	\$992,719.19
Accounts Payable	
Accounts Payable - Security Lending	\$0.00
Acquisition Indebtedness (Pending Purchases)	-\$696,910.10
Accounts Payable - Futures	-\$2,504,139.96
Accounts Payable - Collateral Deposits	\$0.00
Accounts Payable - Other Swaps	\$232.50
Bond Forwards - Short	\$0.00
Asset-Backed - TBAs Short	\$0.00
Options Fixed - Short	\$0.00
Options Equity - Short	\$0.00
Total Accounts Payable:	-\$3,200,817.57
Total Non-Insured Assets	\$3,621,744,116.76

Insured Assets		
Insurance Contracts - Whole Life - CSV		\$0.00
Insurance Contracts - DA, IPG		\$0.00
Insurance Contracts - GIC		\$0.00
Total Insured Assets		\$0.00
Participant Loans		\$0.00
Accrued Expenses		
Accrued Expenses		-\$4,629,068.00
Accounts Payable - Non-Benefit Payments		\$0.00
Accounts Payable - Benefit Payments (Pre-Term Participant Liability)		-\$2,857,772.00
Total Accrued Expenses		-\$7,486,840.00
Total Value of Plan Assets without DUEC	FIGURE FOR FOD RECONCILIATION	\$3,614,257,276.76
DUEC		
Due and Unpaid Employer Contributions - Gross	\$21,317,493.00	
(1) SPDRR Plans:		
SPDRR Percentage	0.00%	
Valuation DUEC - Due and Unpaid Employer Contributions (SPDRR Plan)		\$0.00
(2) Non SPDRR Plans		\$21,317,493.00
NET DUEC		\$21,317,493.00
TOTAL VALUE OF PLAN ASSETS	BAPD FIGURE	\$3,635,574,769.76

Certain totals may not sum due to rounding. The impact is inconsequential to the presentation.

Track 2 Report

Pension Benefit Guaranty Corporation

Asset Evaluation Division

**Delphi Retirement Program for Salaried Employees
Case No. 20637000**

**Delphi Hourly-Rate Employees Pension Plan
Case No. 20637100**

Supplemental Plan Asset Evaluation Report

May 19, 2015

**DOPT: July 31, 2009
DOTR: August 10, 2009**

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1. EXECUTIVE SUMMARY

The Contractor has applied procedures in accordance with the Benefits Administration and Payments Department (“BAPD”) Manual for Plan Asset Evaluations dated April 17, 2013 (“BAPD PAE Manual”) to assess the Estimated FMV of certain investments of the Delphi Retirement Program for Salaried Employees (“Salaried Plan”) and the Delphi Hourly-Rate Employees’ Pension Plan (“Hourly Plan”), cumulatively the “Plans”, as of July 31, 2009, the Plans’ date of plan termination (“DOPT”). This Supplemental Plan Asset Evaluation (“PAE”) is meant to supplement the Contractor’s initial PAE Report dated January 30, 2015 for the Delphi Plans (“Delphi Track 1 PAE Report”), and that report should be read in conjunction with this report. The Supplemental Plan Asset Evaluation will be referred to as “Track 2” and the Contractor’s initial Plan Asset Evaluation will be referred to as “Track 1” throughout the report. Further details of the background of the Plans, the Contractor’s testing approach and findings of the Contractor’s initial testing can be found in the Delphi Track 1 PAE Report.

2. OBJECTIVE

As instructed by PBGC, the Contractor performed this supplemental PAE to increase coverage over the amount of investments selected for testing from Track 1 and the Contractor selected certain limited partnership investments (including limited partnerships with investments in real estate) for testing in Track 2. These investments were from the population of investments which were not tested in Track 1 (i.e. classified as Conclusion Code 4).

The table below has further details on the percentage of investments selected for testing in both Track 1 and Track 2.

Table 1: Total Trustee FMV of Tested Investments at DOPT (USD)

Plan	Total Trustee FMV Excluding GACs (USD)	Trustee Values Selected for Testing in Track 1 (USD)	Trustee Values Selected for Testing in Track 2 (USD)	Combined % of Investments Selected for Testing
Hourly	3,638,466,243	3,078,042,870	317,911,746	93.33%
Salaried	2,294,129,175	2,064,322,878	113,999,310	94.95%

Table 2: Reconciliation of Delphi Track 1 PAE Report to Table 1

	Hourly Trustee FMV (USD)	Hourly Trustee Values Selected for Testing in Track 1 (USD)	Salaried Trustee FMV (USD)	Salaried Trustee Values Selected for Testing in Track 1 (USD)
Total Trustee FMV	3,638,466,243	3,638,466,243	2,472,403,474	2,472,403,474
LESS GAC Trustee Value	0	0	(178,274,299)	(178,274,299)
LESS Items Not Selected for testing in Track 1 (Conclusion Code 4 Investments)	n/a	(560,423,373)	n/a	(229,806,297)
Totals that reconcile to Table 1	3,638,466,243	3,078,042,870	2,294,129,175	2,064,322,878

3. SCOPE OF WORK

The scope of this supplemental Plan Asset Evaluation is to estimate the fair market value (“FMV”) of certain investments in the Plan as of DOPT which were not tested in Track 1.

The procedures performed to achieve the objective are referenced from the PBGC BAPD PAE Manual. In certain instances, with approval from the PBGC, the Contractor performed alternative procedures for certain test procedures as outlined in the BAPD PAE Manual.

4. FAIR MARKET VALUE ESTIMATE (“FMV”)

As further described in Appendix B of this report, the Contractor applied a valuation approach based on an acceptable range of FMVs for the Asset Sub-Classes (as defined in the BAPD PAE Manual). The acceptable range of FMV is based on the allowable variance as defined in the PBGC’s Security Pricing Matrix (“SPM”) in the BAPD PAE Manual.

5. MATERIALITY

In accordance with the BAPD PAE Manual section 15.8, the Contractor calculated a threshold of materiality which guided the scope of the Contractor’s work. The calculation was discussed and approved by PBGC management.

6. DATA AND INFORMATION SOURCES

In performing the test procedures, the Contractor obtained assistance from several related parties to the Plans as documented in the Delphi Track 1 PAE Report. General Motors Asset Management (“GMAM”), that performs the daily operations of the Plans’ transactions, was the Contractor’s primary source of underlying information about the Plans’ investments.

7. TESTING APPROACH

Due to the nature of the trust structure for the Plans, the Contractor, with the PBGC’s approval, performed the test procedures over the securities at the GMAM Investment Pools level and then over the allocation of the assets to the Plans as of DOPT. Further details on the allocation of assets and overall procedures can be found in the Delphi Track 1 PAE Report. As a result, the tables and test procedures reference to the securities at the GMAM investment pool level and at the Plans’ reporting level as of DOPT.

Limited Partnership (“LP’s”) Testing Procedures

SPM Categories: Alternative Investments-Private Equity Limited Partnerships, Real Estate Funds

The Contractor performed the following procedures to test limited partnerships following BAPD PAE Manual Section 15.10B:

- The Contractor gathered evidence over the estimated FMV of the respective investment selected for testing and assessed or reviewed additional evidence required for compliance with the estimated FMV in accordance with the BAPD PAE Manual.
- The Contractor discussed the nature of the various investments with the Trustee and certain investment managers to understand the nature and components of the securities.

Per discussion with GMAM, and based on the GMAM investment valuation policy, limited partnerships and other similar funds, were recorded in the investment pools on a lag basis (in most cases a 3 month lag). This was standard industry practice for these types of securities. GMAM applied the concepts described in, Accounting Standards Update (ASU) 2009-12, *Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent)*, which indicates that a reporting entity is permitted, as a practical expedient, to report the fair value of an investment using the Net Asset Value (NAV) per share (or its equivalent, such as member units or an ownership interest in partners' capital to which a proportionate share of net assets is attributed) of the investment. For example, with a limited partnership interest, if there is no additional information that would require an adjustment to the NAV, then using the NAV determined as the estimated FMV at quarter-end would be a reasonable proxy for fair value. Typically, partnership statements were provided to GMAM on a one-quarter lag (i.e., GMAM confirmed it received partnership statements for March 31, 2009 on or about June 30, 2009, which was the basis for the FMV reported as of DOPT plus cash activity from April 1, 2009 through July 31, 2009) and could be based on FMV, cost, or tax basis depending on partnership accounting policies.

- The Contractor obtained the June 30, 2009 and September 30, 2009 partner capital statements (PCAPS), 2008 and 2009 audited financial statements of the limited partnerships, July 31, 2009 GMAM investment pools trustee statements, and information on capital calls/distributions between July 1, 2009 through July 31, 2009 for each limited partnership directly from GMAM.
- Roll forward the cash flows from the June 30, 2009 PCAPS to DOPT.
- Assess the roll forward of the June 30, 2009 PCAPS to the September 30, 2009 PCAPS for reasonableness and subsequent events data.
- Perform procedures to reconcile the September 30, 2009 PCAPS to the December 31, 2009 audited financial statements of the LP for reasonableness, when available.
- Assess that the basis of accounting was a reasonable approximation of FMV.
- Reviewed audited financial statements of the LP to assess that the audit of the LP was performed by a CPA Firm and that the audit opinion was unqualified.

8. VALUATION METHODOLOGY

The Contractor reviewed the most recent PBGC guidelines that define FMV over trustee plan assets, as defined in the BAPD PAE Manual Section 15.10A. All investments selected for testing were presented at NAV, therefore, the Contractor used NAV as a practical expedient to estimate the FMV of the Plans' investments at DOPT. See Appendix C for a description of valuation methodology applied.

9. SUMMARY OF FINDINGS

ESTIMATED FAIR MARKET VALUE OF PLAN ASSETS SELECTED FOR TESTWORK AS OF DOPT

Table 3: Contractor Estimated Net Asset FMV of Tested Investments as of DOPT

Asset Class (per the Security Pricing Matrix)	Trustee FMV at DOPT (USD) – GMAM Investment Pool Level	Contractor Estimated FMV at DOPT (USD) – GMAM Investment Pool Level	Contractor Estimated FMV at DOPT (USD) – Delphi Hourly	Contractor Estimated FMV at DOPT (USD) – Delphi Salaried
Private Equity Limited Partnerships	1,256,410,922	1,314,414,524	249,102,395	88,806,755
Real Estate Funds	391,246,363	383,197,796	80,069,074	28,248,723
Grand Total	1,647,657,285	1,697,612,320	329,171,469	117,055,478

The Contractor had classified the investments in Track 1 based on the investment description and classification provided by the Trustee. The Contractor reclassified the asset classes in this report to reflect the actual asset class based on the assessment of the underlying investments held.

As described Section 7, the test procedures were performed over the investments at the GMAM Investment Pool level and this amount was then allocated based on the Plans’ ownership in the investment pool as of DOPT.

Table 4: Contractor Estimated Net Asset FMV of Tested Investments by Conclusion Code as of DOPT

Conclusion Codes	Contractor Estimated FMV at DOPT (USD) - Hourly Plan	Contractor Estimated FMV at DOPT (USD) - Salaried Plan
1	-	-
2	284,705,228	98,130,708
3	16,555,174	11,516,629
4	-	-
5	27,911,067	7,408,141
6	-	-
Grand Total	329,171,469	117,055,478

The following table legend applies to the conclusion code table above:

Table Legend:

Conclusion Code #1 – Trustee value was tested within the allowable PBGC Variance Thresholds. Trustee's value was assigned as of July 31, 2009.

Conclusion Code #2 – Trustee value tested but outside of the allowable PBGC Variance Thresholds or a known difference exists in the Trustee value. Contractor tested value was assigned as of July 31, 2009.

Conclusion Code #3 – Trustee value was selected for testwork but could not be tested due to inconclusive or no supporting documentation. The Trustee value as of July 31, 2009 was assigned for calculation purposes only.

Conclusion Code #4 – Investment was not selected for testwork as a result of applying the PBGC's Sampling Methodology. The Trustee value as of July 31, 2009 was assigned for calculation purposes only.

Conclusion Code #5 – Trustee value was tested based on available supporting documentation and/or in accordance with PBGC instruction. Although selected for testing, certain underlying documentation was not available due to the passage of time. The supporting documentation obtained does not render the Trustee value inconsistent with the definition of value in the BAPD PAE Manual within the PBGC Variance Thresholds; therefore, based exclusively on the documentation obtained, either the Trustee or supporting documentation value was assigned as of July 31, 2009 for calculation purposes only.

Conclusion Code #6 – Trustee value was assigned as of July 31, 2009 for calculation purposes only. Although the investment pools GFI-100 and GFI-133 were selected for testing, the individual underlying securities were not subject to testing. Alternative procedures, approved by the PBGC, were performed which included testing the redemption value of the Plans' estimated FMV subsequent to the DOPT. The alternative procedures performed did not render the Trustee value inconsistent with the definition of fair market value in the BAPD Manual within the PBGC Variance Thresholds.

There were four investments that were classified as Conclusion Code # 3 whose underlying investments represented commercial buildings and related investments, commercial aircraft related investments, public and non-public investments or management buyout / recapitalization and growth equity transactions. One of these investments is classified as a Real Estate Fund, and the remaining three are classified as Private Equity Limited Partnerships.

10. CONCLUSIONS

Table 5: Contractor Estimated Net Asset FMV of Tested Investments as of DOPT

Plan	Trustee FMV at DOPT (USD)	Contractor Estimated FMV at DOPT (USD)	Variance in FMV at DOPT (USD)	Variance as a % of Trustee FMV
Hourly	317,911,746	329,171,469	11,259,723	3.54%
Salaried	113,999,310	117,055,478	3,056,168	2.68%

Table 6: Contractor Estimated Net Asset FMV of Tested Investments of the Hourly Plan as of DOPT by SPM Asset Class

Asset Class (per the Security Pricing Matrix)	Trustee Hourly Plan Value (USD)	Contractor Hourly Plan Value (USD)	Variance from Trustee Value (USD)
Private Equity Limited Partnerships	231,994,964	249,102,395	17,107,431
Real Estate Funds	85,916,782	80,069,074	(5,847,708)
Totals	317,911,746	329,171,469	11,259,723

Table 7: Contractor Estimated Net Asset FMV of Tested Investments of the Salaried Plan as of DOPT by SPM Asset Class

Asset Class (per the Security Pricing Matrix)	Trustee Salaried Plan Value (USD)	Contractor Salaried Plan Value (USD)	Variance from Trustee Value (USD)
Private Equity Limited Partnerships	83,189,854	88,806,755	5,616,901
Real Estate Funds	30,809,456	28,248,723	(2,560,733)
Totals	113,999,310	117,055,478	3,056,168

Based on the Asset Classes per the Security Pricing Matrix, in Track 2, the Private Equity Limited Partnership investments tested had a positive variance of approximately \$17.1 million for the Hourly Plan and \$5.6 million for the Salaried Plan, and the Real Estate investments tested had a negative variance of approximately \$5.8 million for the Hourly Plan and \$2.6 million for the Salaried Plan.

As noted in Section 6 entitled “Allocation Testing” of the Track 1 report, we were unable to conclude on the allocation of investments pools to the separate pension plans that invested in those pools and as a result, the allocations of those pools was taken from information provided by GMAM.

The fluctuations in the market caused the variances that are described above due to the three month lag in the reporting values of those investments that were reflected in the Trustee statements as of DOPT. The delay in reporting value changes in the alternative investments was due to timing of when information was received from the sponsors of those investments, which was consistent with industry practice.

The work product and deliverables provided as part of this engagement were developed for Pension Benefit Guaranty Corporation (“PBGC”) management, and are not intended for use by any other party or for any other purpose, and may only be relied upon by PBGC management. The Supplemental Plan Asset Evaluation was performed in accordance with the Consulting and Valuation Standards established by the AICPA, the BAPD PAE Manual, and applicable government guidelines. The Contractor disclaims any intention or obligation to update or revise the observations whether as a result of new information, future events, or otherwise. Should additional documentation or other information become available that impacts the observations reached in the Contractor’s deliverables, the Contractor reserves the right to amend its observations and summary documents, including deliverables, accordingly.

ANY TAX ADVICE IN THIS COMMUNICATION IS NOT INTENDED TO BE USED, AND CANNOT BE USED, BY A CLIENT OR ANY OTHER PERSON OR ENTITY FOR THE PURPOSE

OF (i) AVOIDING PENALTIES THAT MAY BE IMPOSED ON ANY TAXPAYER OR (ii) PROMOTING, MARKETING, OR RECOMMENDING TO ANOTHER PARTY ANY MATTERS ADDRESSED HEREIN.

This report was prepared for the Pension Benefit Guaranty Corporation based on procedures developed, approved and overseen by PBGC, and may only be relied upon by PBGC.

APPENDIX A- INDEX OF TERMS

Term	Definition
AED	PBGC's Asset Evaluation Division
BAPD	PBGC's Benefits Administration and Payment Department
BAPD PAE Manual	Benefits Administration and Payments Department ("BAPD") Manual for Plan Asset Evaluations dated April 17, 2013
COR	Contracting Officer's Representative
DOPT	Date of Plan Termination
FMV	Fair Market Value
GP	General Partners
I&R	Issue and Resolution (Memo). The method used to formalize certain discussions between the Contractor team and PBGC
IM	Investment Managers
LP	Limited Partnership or Limited Partners
NAV	Net Asset Value
PBGC	Pension Benefit Guaranty Corporation
Security Pricing Matrix (SPM)	A tool defined in the BAPD PAE Manual- April 17, 2013, which helps assist the BAPD Staff in classifying investments as Liquid-Observable or Illiquid-Observable/Hard to Value
Trusteeship	PBGC becomes the trustee of the Plans' assets on, or soon after, DOPT

APPENDIX B – FAIR MARKET VALUE ESTIMATE DESCRIPTION

With reference to page 1 of the BAPD Plan Asset Evaluation Manual (version as of 4-17-13), PBGC's regulation 29 C.F.R. 4001.2, which is taken from IRS Revenue Ruling 59-60, defines FMV as:

“The price at which the property would change hands between a willing buyer and a willing seller when the former is not under any compulsion to buy and the latter is not under any compulsion to sell, both parties having reasonable knowledge of relevant facts.”

FMV is estimated as of a particular date based on what is known or knowable as of that date. FMV is not based on what a buyer might pay at some later time, such as when the holder of a security might ultimately realize the security's contractual value¹.

As part of the Contractor's test procedures, the Contractor applied an approach based on an acceptable range of FMVs for the Asset Sub-Classes (as defined in the BAPD PAE Manual) as follows:

- When variances between the Contractor and Trustee Price fall within the Security Pricing Matrix (“SPM”) threshold the Contractor will use the trustee's value as the representation of FMV, unless professional judgment leads the Contractor to a different conclusion (evidenced on workpapers as Conclusion 1 and referenced in the Conclusion section of this report).
- When the variance between the Trustee value and the independent value is outside the applicable SPM variance percentage, the Contractor must exercise professional judgment in making reasonable efforts to evaluate, conclude, and document the cause of the variance. If it was established that the Contractor has obtained relevant and reliable supporting documentation, the final FMV will be the Contractor's tested value (evidenced on workpapers as Conclusion 2 and referenced in the Conclusion section of this report).
- Variances between the Contractor and Trustee prices are evaluated by individual asset and by total for asset type to identify suspect variances, such as a systematically flawed valuation methodology.
- If sufficient supporting documentation cannot be obtained, the Contractor is unable to test FMV and as a result, the value will default to the Trustee's value (evidenced on workpapers as Conclusion 3 and referenced in the Conclusion section of this report).

The acceptable range of estimated FMV is based on the allowable variance as defined in the PBGC's Security Pricing Matrix in the BAPD PAE Manual.

Thresholds/variances are set to estimate whether a FMV reported by a Trustee is reasonable. A range of acceptable price estimates (or range of acceptable values) is based on a number of factors; including liquidity of the security, frequency of purchase and sale activity, and estimates or assumptions that might cause a willing buyer or seller to derive a different conclusion on what is considered acceptable. Other factors to consider may also include the nature of the security, other risks related to the performance of the underlying assets (if applicable), and current trading statistics of similar investment securities. Generally, acceptable ranges are more narrow for those investment securities presenting lower estimation

¹ BAPD Plan Asset Evaluation Manual – April 17, 2013 – Section 15.10A.1

uncertainty (e.g., ones whose values reflect observable information or are exchange traded i.e., exchange traded common stock) and wider for those securities with greater estimation uncertainty (e.g., ones whose values reflect unobservable inputs such as judgments around future cash flows and discount rates or are non-exchange traded, i.e., real property).

The establishment of a range/variance is typically done to estimate if the evidence obtained supports the investment values reported by the Trustee. Because investments can be valued using a variety of acceptable source information, independent valuation testing can assist in determining whether the Trustee's source information is relevant and reliable, and whether the Trustee's values represents a fair approximation of FMV.

APPENDIX C – VALUATION METHODOLOGY

The Contractor used PBGC guidelines that define FMV over trusted Plan assets to perform the Plan Asset Evaluation. According to the BAPD PAE Manual Section 15.10A, FMV is defined, in part, as “the price at which property would change hands between a willing buyer and a willing seller, neither being under any compulsion to buy or sell and both having reasonable knowledge of relevant facts.” The Contractor tested investments using an exit price approach (as of a DOPT) for orderly transactions between willing market participants at the measurement date (or exit value). Assumptions regarding considerations made by a market participant buyer or seller as of the DOPT will reflect environment considerations as of date of termination.

Below is a brief explanation of the valuation technique applied to security classes held by the Plans:

Valuation Approach

The following table provides a summary of the primary valuation approaches used for certain of the asset classes that may be held by the Plans:

Approach	Asset Class When Approach Is Applicable
Use of Net Asset Value as a practical expedient *	Alternative Investments (which includes limited partnerships (LPs))
Use of audited financial statements and market indices.	

* The concepts described in Accounting Standards Update (ASU) 2009-12, *Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent)*, which indicates that a reporting entity is permitted, as a practical expedient, to estimate the fair value of an investment using the NAV per share (or its equivalent, such as member units or an ownership interest in partners’ capital to which a proportionate share of net assets is attributed) of the investment.