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*Attorneys for Wilmington Savings Fund Society, FSB,
as successor indenture trustee*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	: Chapter 11
	: :
MPM SILICONES, LLC, <i>et al.</i> ,	: Case No. 14-22503 (RDD)
	: :
Debtors.	: Jointly Administered
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**JOINDER OF WILMINGTON SAVINGS FUND SOCIETY, FSB, AS SUCCESSOR
INDENTURE TRUSTEE, IN THE REPLY OF AD HOC COMMITTEE OF SECOND
LIEN NOTEHOLDERS TO (I) OBJECTION OF THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS TO DEBTORS’ MOTION TO OBTAIN POSTPETITION
FINANCING, USE CASH COLLATERAL, AND GRANT ADEQUATE PROTECTION
TO THE PREPETITION SECURED LENDERS AND (II) JOINDER OF U.S. BANK
NATIONAL ASSOCIATION AS INDENTURE TRUSTEE**

Wilmington Savings Fund Society, FSB (“WSFS”), as successor indenture trustee to the 9.0% Second-Priority Springing Lien Notes due 2021 and the 9.5% Second-Priority Springing Lien Notes due 2021, by and through its undersigned counsel, hereby joins (the “Joinder”) in The Ad Hoc Committee of Second Lien Noteholders’ reply [Docket No. 243] (the “Ad Hoc Reply”) to the (i) Objection of the Official Committee of Unsecured Creditors to the Debtors’ Motion to Obtain Postpetition Financing, Use Cash Collateral, and Grant Adequate Protection to the Prepetition Secured Lenders [Docket No. 204] (the “Objection”); and (ii) Joinder of U.S. Bank National Association as Indenture Trustee to the Objection [Docket No. 205].



Through this Joinder, WSFS joins in the Ad Hoc Reply to the Objection, without waiving any additional defenses WSFS may have, and reserves all rights to be heard before the Bankruptcy Court.

Dated: New York, New York
May 22, 2014

PRYOR CASHMAN LLP

/s/ Seth H. Lieberman
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