VERDICT

We, the jury, unanimously find by a preponderance of the evidence the following:

I.	GM Settl	ement Transaction
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Concerning the \$237	' million payment Delphi m	ade to General Motors (GM)
pursuant to a September 22	, 2000 settlement agreement	t, we find:

1.	That one or more of the defendants listed below violated Section	10(b) of the
Sec	urities Exchange Act of 1934 and Rule 10b-5 (Fraud Violations).	(See Instruction Nos.
2, 3	and 6-9)	

J.T. Battenberg	YES	NO
Paul Free	YES	✓ NO

2. That one or more of the defendants listed below violated Section 17(a)(2) of the Securities Act of 1933 (Fraud Violations). (See Instruction Nos. 2, 3 and 9-14)

J.T. Battenberg	YES	V NO
Paul Free	YES	✓ NO

3. That one or more of the defendants listed below violated Section 20(e) of the Securities Exchange Act of 1934 by aiding and abetting a violation by Delphi Corporation of Section 13(a) of the Securities Exchange Act of 1934 and Rules 13a-1, 13a-13 and 12b-20 (Reporting Provisions). (See Instruction Nos. 2, 3, 9, 15-18 and 21-22)

J.T. Battenberg	YES	<u></u> ✓ NO
Paul Free	YES	✓ NO

4. That one or more of the defendants listed below violated Section 20(e) of the Securities Exchange Act of 1934 by aiding and abetting a violation by Delphi Corporation of Section 13(b)(2)(A) of the Securities Exchange Act of 1934 (Books and Records). (See Instruction Nos. 2, 3, 9, 15-17, 19 and 21-22)

	7.0	/ /
J.T. Battenberg	YES	NO
Paul Free	YES	NO

	Paul Free	YES	NO		
That one or curities Excha	more of the defendar inge Act of 1934 (Bo	nts listed below vi oks and Records)	olated Section . (See Instruct	13(b)(5) of th ion Nos. 2, 3,	e 9 and
	J.T. Battenberg	YES YES	NO		
	Paul Free		NO		
Securities Ex	nore of the defendant change Act of 1934 (s listed below vio Books and Recon	plated Rule 13t ds). (See Instr	o2-1 promulga uction Nos. 2,	ited un 3, 9 ai
Securities Ex	nore of the defendant change Act of 1934 (Books and Recor	plated Rule 13tds). (See Instr	o2-1 promulga uction Nos. 2,	ited un 3, 9 a
Securities Ex	nore of the defendant change Act of 1934 (J.T. Battenberg	Books and Recor	olated Rule 13tds). (See Instru	o2-1 promulga uction Nos. 2,	ited un 3, 9 a
Securities Ex	change Act of 1934 (s listed below vid Books and Record YES YES	ds). (See Instr	o2-1 promulga uction Nos. 2,	ited un
Securities Exc That one or n Securities Exc	change Act of 1934 (i	YES YES s listed below vio	ds). (See Instruction NONO lated Rule 13b	uction Nos. 2, 2-2 promulga	3, 9 a
e Securities Exc) That one or n	change Act of 1934 (J.T. Battenberg Paul Free nore of the defendant	YES YES s listed below vio	ds). (See Instruction NONO lated Rule 13b	uction Nos. 2, 2-2 promulga	3, 9 a

II.	Bank One	- Precious Meta	ls (PGM) Trans	action	
Conc	cerning the pr	ecious metals tra	nsaction between	Delphi and Bank Or	ne, we find:
9. and I	That the defer Rule 10b-5 (F	ndant listed below raud Violations).	violated Section (See Instruction	10(b) of the Securit Nos. 2, 3 and 6-9)	ies Exchange Act,
		Paul Free	YES	NO	
10. T (Frau	hat the defend Violations).	dant listed below (See Instruction	violated Section Nos. 2, 3 and 9-	17(a)(2) of the Secur 14)	rities Act of 1933
		Paul Free	YES	NO	
Securi	by aiding and ties Exchang	abetting a violati	on by Delphi Co l Rules 13a-1, 13	20(e) of the Securities rporation of Section a-13 and 12b-20 (Re	13(a) of the
		Paul Free	✓ YES	NO	* *
of 1934 the Sec	4 by aiding ar	nd abetting a violating Act of 1934	ation by Delphi C	20(e) of the Securities Corporation of Section rds). (See Instruction	n 13(b)(2)(A) of
		Paul Free	YES	NO	
f 1934	by aiding an urities Excha	d abetting a viola	tion by Delphi C	0(e) of the Securities orporation of Section N	13(b)(2)(B) of
		Paul Free		NO	
4. Tha	t the defenda 934 (Books a	nt listed below vi nd Records). (Se	olated Section 13 se Instruction No	3(b)(5) of the Securit s. 2, 3, 9 and 23)	ies Exchange
		Paul Free	_V _{YES}	NO	
	F 145 A	27000 BORD BORD BORD BORD	100	A CAMPAGE COLOR OF THE CAMPAGE	

	v violated Rule 1352-1 Records). (See Instru		
Paul Free	YES _	NO	
	violated Rule 13b2-2 ntations to Accountant		
Paul Free	YES	NO	a .

	Cores una Datter	103 11 alisacuvii	
Concer	ning the cores and b	atteries transaction between Delphi and BI	3K, we find:
17. That the d of 1934, and R	efendant listed below ule 10b-5 (Fraud Vic	w violated Section 10(b) of the Securities la plations). (See Instruction Nos. 2, 3 and 6-	Exchange Act 9)
= 1363	Paul Free	NO	
18. That the de (Fraud Violation	efendant listed below ons). (See Instruction	v violated Section 17(a)(2) of the Securitie n Nos. 2, 3 and 9-14)	s Act of 1933
	Paul Free	YESNO	
1934 by aiding Securities Exch	and abetting a violat	violated Section 20(e) of the Securities E tion by Delphi Corporation of Section 13(a d Rules 13a-1, 13a-13 and 12b-20 (Report and 21-22)	a) of the
85	Paul Free	YESNO	
1934 by aiding a	and abetting a violat	violated Section 20(e) of the Securities Exion by Delphi Corporation of Section 13(books and Records). (See Instruction Nos.)(2)(A) of the
	Paul Free	NO	
934 by aiding a	nd abetting a violati	violated Section 20(e) of the Securities Ex on by Delphi Corporation of Section 13(b I (Internal Controls). (See Instruction Nos)(2)(B) of the
	Paul Free	YESNO	
2. That the defe f 1934 (Books a	ndant listed below the nd Records), (See I	violated Section 13(b)(5) of the Securities nstruction Nos. 2, 3, 9 and 23)	Exchange Ast
	Paul Free	YESNO	
8 6 1 7 6 1 1 7 6 1 1 1 1 1 1 1 1 1 1 1 1	TO 200 10 10 10 10 10 10 10 10 10 10 10 10 1	######################################	

23. That the defendant listed belo Exchange Act of 1934 (Books and	-		
Paul Free	YES	NO	
24. That the defendant listed belo Exchange Act of 1934 (Misreprese	entations to Accountants)). (See Instruct	
Paul Free	_V_YES	NO	

IV. EDS-	220 Million I Lausac	uon		
Concerning the we find:	ne accounting for the l	December 2001 \$20 r	nillion payment ED	S made to Delphi,
	lefendant listed below raud Violations). (Se	e Instruction Nos. 2,	3 and 6-9)	Exchange Act, and
	Paul Free	YES _	NO	
	efendant listed below ons). (See Instruction			es Act of 1933
	Paul Free	YES _	NO	
1934 by aiding Securities Excl	efendant listed below gand abetting a violati hange Act of 1934 and n Nos. 2, 3, 9, 15-18 a	ion by Delphi Corpor d Rules 13a-1, 13a-13	ation of Section 13	(a) of the
	Paul Free	YES	NO	
1934 by aiding	efendant listed below and abetting a violati ange Act of 1934 (Bo	on by Delphi Corpor	ation of Section 13(b)(2)(A) of the
38 E	Paul Free	YES _	NO	
1934 by aiding	fendant listed below vand abetting a violation ange Act of 1934 (Int	on by Delphi Corpora	tion of Section 13(b)(2)(B) of the
, A.	Paul Free	yes	NO	
	fendant listed below v and Records); (See I			s Exchange Act
	Paul Free	VYES _	NO	
	4 C C C C C C C C C C C C C C C C C C C	D22870 7.2 X		The Second State of the Second

Exchange Act of	etendant listed below of 1934 (Books and R	violated Rule 13b2-1 ecords). (See Instru	promulgated under to tion Nos. 2, 3, 9 and	he Securities 24)
	Paul Free	$\underline{\hspace{0.1cm}}_{\mathtt{YES}}$	NO	4
32. That the det Exchange Act o	fendant listed below v f 1934 (Misrepresent	violated Rule 13b2-2 ations to Accountant	promulgated under t s). (See Instruction 1	he Securities No. 2, 3 and 25
	Paul Free	YES _	NO	
£)				
The jury reached	i the above answers u	ned: Forepers	on from	'
Dated:	13-11			