

THE STATE OF NEW HAMPSHIRE

MERRIMACK, SS

SUPERIOR COURT

Docket No. 217-2003-EQ-00106

**In the Matter of the Liquidation of
The Home Insurance Company**

[PROPOSED]

**ORDER APPROVING SETTLEMENT AGREEMENT WITH FEDERAL
CLAIMANTS AND RELEASE AGREEMENT WITH UNITED STATES**

On consideration of (a) the motion of John R. Elias, Insurance Commissioner of the State of New Hampshire, as Liquidator ("Liquidator") of The Home Insurance Company, for an order approving (1) a Settlement Agreement ("Settlement Agreement") between the United States of America on behalf of the U.S. Environmental Protection Agency ("EPA"), the U.S. Department of the Navy ("Navy"), U.S. Department of the Interior ("DOI") and the National Oceanic and Atmospheric Administration of the United States Department of Commerce ("NOAA") (collectively, the "Federal Claimants") and the Liquidator, and (2) a Release Agreement ("Release Agreement") between the United States of America ("United States") and the Liquidator, and (b) the supporting Affidavit of Peter A. Bengelsdorf, it is hereby found and ORDERED as follows:

1. The Settlement Agreement and the Release Agreement are reasonable, prudent, and in the best interests of the liquidation of Home.

2. The Liquidator's Motion for Approval of Settlement Agreement with Federal Claimants and Release Agreement with United States is granted, and the Settlement Agreement and the Release Agreement are approved.

3. The Liquidator's recommendation concerning the allowance of proof of claim CLMN710659 and the Additional Proofs of Claim (as defined in the Settlement Agreement) is approved, and the Federal Claimants' claim is allowed as a Class II priority claim in accordance with RSA 402-C:45 and RSA 402-C:44 in the aggregate amount of \$27,044,146. This allowance is in addition to the Class II allowance concerning the EPA under GOVT709580 governed by the

Settlement Agreement and Mutual Release dated March 31, 2010 approved by the Court on June 3, 2010 and the Class III allowance to the United States Department of Labor under proof of claim GOVT700090.

So Ordered.

Dated: _____

Presiding Justice