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from August 26, 1994 through September 1, 2005, inclusive, engaged or retained any of the Brokers to provide Insurance brokerage and any Insurance-related administrative, advisory or claims services with respect to any Settlement Class Policy Purchase, where the Insurance (a) involved a Policyholder or an affiliate thereof, any of which was either domiciled in or resident in, or had any other significant contact with, the United States, its territories or possessions; (b) involved a contract, policy, agreement, arrangement or understanding entered into in the United States, its territories or possessions; (c) involved a contract, policy, agreement, arrangement or understanding subject to federal law or the law of any of the states of the United States, its territories or possessions; or (d) provided coverage for an insurable exposure in the United States, its territories or possessions. The Settlement Class preliminarily certified for settlement purposes in this Action shall *not* include:

- (a) such persons or entities who submitted valid and timely requests for exclusion from the Settlement Class;
- (b) such persons or entities who settled an actual or threatened lawsuit or other proceeding with the Marsh Entities, and released the Marsh Entities from any further claims concerning their purchase of Insurance, including but not limited to any Participating Policyholders in the NYAG Settlement Agreement;
- (c) the Marsh Entities;
- (d) any entity in which any of the Marsh Entities has or had a controlling interest during the Settlement Class Period and the legal representatives, heirs, executors, successors or assigns of any such excluded entity; and
- (e) any Insurer Defendant or Broker, including any officer, director or employee of such Insurer Defendant or Broker during the Settlement Class Period.

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A list of the persons or entities who requested exclusion from the Settlement Class is on file with the Court as Exhibit [D] to the Declaration of [SARTORY] and is incorporated herein and made a part hereof. The persons and entities set out on this list shall be deemed to be excluded from the Settlement Class.

3. The Notice, Summary Notice, Claim Form and notice methodology, all implemented in accordance with the terms of the Settlement Agreement and this Court's Preliminary Approval Order, (i) constituted the best practicable notice, (ii) constituted notice that was reasonably calculated, under the circumstances, to apprise Settlement Class Members of the pendency of the Action and the claims in the Action, their rights to object to the proposed settlement and to appear at the Fairness Hearing, and their right to exclude themselves from the Settlement Class, (iii) were reasonable and constituted due, adequate and sufficient notice to all persons entitled to notice, and (iv) met all applicable requirements of the Federal Rules of Civil Procedure, the United States Constitution (including the Due Process Clause), the Rules of the Court and any other applicable law.

4. The claims in this Action are dismissed with prejudice according to the terms (including the Release) set forth in the Settlement Agreement and in the Order Approving Settlement, without costs to any Settling Party except as provided therein.

5. All Settlement Class Members (and their heirs, executors and administrators, beneficiaries, predecessors, successors, affiliates and assigns), any person or entity claiming by or through any of the Settlement Class Members and any person or entity representing any or all Settlement Class Members, are permanently enjoined from filing, commencing, pursuing, intervening in, participating in (as class members or otherwise), or receiving any benefits or other relief from, any other lawsuit, arbitration or other proceeding

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against any or all Releasees or order in any jurisdiction entered against any or all Releasees that is based upon, arises out of or relates to any Released Claims. All persons or entities are permanently enjoined from organizing any Settlement Class Members for purposes of pursuing as a purported class action (including by seeking to amend a pending complaint to include claims that are based upon, arise out of or relate to any Released Claims, or by seeking class certification in a pending action) any other lawsuit against any or all Releasees that is based upon, arises out of or relates to any Released Claims.

6. The Court retains continuing and exclusive jurisdiction over this Action for the reasons and purposes, and subject to the conditions, set forth in the Court's Order Approving Settlement.

JUDGMENT is hereby entered in accordance with Fed. R. Civ. P. 54(b) this *17th*
day of February 2009


HONORABLE GARRETT E. BROWN, JR.
UNITED STATES DISTRICT COURT JUDGE