

**UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY**

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	:	Hon. Garrett E. Brown, Jr.
IN RE: INSURANCE BROKERAGE	:	
ANTITRUST LITIGATION	:	MDL No. 1663
	:	
<b>APPLIES TO ALL ACTIONS</b>	:	Civil Action No: 04-5184 (GEB)
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	:	
IN RE: EMPLOYEE-BENEFIT INSURANCE	:	Civil Action No: 05-1079 (GEB)
BROKERAGE ANTITRUST LITIGATION	:	
	:	<b>ELECTRONICALLY FILED</b>
<b>APPLIES TO ALL ACTIONS</b>	:	
..... X	:	

**PLAN OF ALLOCATION**

On [month] [day], 2008, the Marsh Defendants,<sup>1</sup> and the Plaintiffs in the Action entered into a Settlement Agreement, subject to approval of the Court, that proposes to settle the claims of Plaintiffs and the Settlement Class Members against the Marsh Defendants and Releasees. Co-Lead Counsel and State Court Class Counsel have designed this Plan of Allocation pursuant to Section IV.C.3. of the Settlement Agreement.

Pursuant to the Settlement Agreement, the Class Fund Amount will be distributed to Settlement Class Members (“Claimants”) in accordance with the Settlement Agreement and Plan of Allocation set forth below.

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<sup>1</sup> Unless otherwise specifically defined herein, the capitalized terms in this Plan of Allocation have the same meaning as attributed to them in the Settlement Agreement.

I. Settlement Class Claimants

The Plan of Allocation provides for two separate claimant groups of Settlement Class Members as follows:

1. All Settlement Class Members who in connection with a Settlement Class Policy Purchase used the services of a Marsh Entity (the “Marsh Claimants”); and
2. All Settlement Class Members who in connection with a Settlement Class Policy Purchase used the services of a Broker other than a Marsh Entity (the “Non-Marsh Claimants”).

II. Allocation of the Class Fund Amount

For purposes of calculating and making initial distributions from the Class Fund Amount, the State Fund shall first be deducted from the Class Fund Amount and such amount, up to a maximum of one hundred percent (100%) of the total amount of premiums Settlement Class Members report on their Claim Forms (the “Allocable Settlement Fund”), will be available for initial distribution to Settlement Class Members and shall be allocated as follows:

<b>Claimant</b>	<b>Allocable Settlement Fund Percentage</b>
Marsh Claimants	90%
Non-Marsh Claimants	10%

To the extent that a Claimant has a Settlement Class Policy Purchase(s) made using the services of one of the Marsh Entities and another Settlement Class Policy Purchase(s) made using the services of a Broker other than a Marsh Entity, the Allocable Settlement Fund Percentage applied to the latter will be ten percent (10%). The above Allocable Settlement Fund Percentage shall also apply to any further distributions of the Settlement Fund Amount to Settlement Class Members, as provided for in the Settlement Agreement.

III. Calculations of Claimants' Distributable Amount

The Court has authorized the retention of an Administrator to, among other things, calculate the distribution for each Settlement Class Member within the two groups of Claimants described above. The information required to make the calculations will be provided by the Claimants to the Administrator in the Claim Form(s).

For each Marsh Claimant, the distributable amount from the Allocable Settlement Fund will be calculated by dividing the premium paid by each Marsh Claimant for the applicable policies by the total of premiums paid by all Marsh Claimants for the applicable policies.

For each Non-Marsh Claimant, the distributable amount from the Allocable Settlement Fund will be calculated by dividing the premium paid by each Non-Marsh Claimant for the applicable policies by the total of premiums paid by all Non-Marsh Claimants for the applicable policies.