

SUPREME COURT OF THE STATE OF NEW YORK  
COUNTY OF NEW YORK: PART 54

**FILED**  
IN CLERK'S OFFICE  
U.S. DISTRICT COURT E.D.N.Y.  
★ NOV 13 2009 ★  
BROOKLYN OFFICE

-----X  
EUGENIA J. FIALA, PAULETTE BELIUNAS,  
THERESA HAZEN, VIJAY J. SHAH, JOHN T.  
BROPHY, IRA J. GELB, JUNE A. GELB &  
MARK D. SMILOW, on behalf of themselves  
and other similarly situated policyholders of  
Metropolitan Life Insur. Co., & PAUL HAZEN  
& RICHARD SCWEINBERG, individually,

Plaintiffs,

CV00-2258 (gaw)

-against-

Index No.: 601181/00

ORDER REGARDING NOTICE  
& HEARING ON APPROVAL  
OF PROPOSED SETTLEMENT

METROPOLITAN LIFE INSUR. CO., METLIFE,  
INC., ROBERT H. BENMOSCHE, CURTIS H.  
BARNETTE, GERALD CLARK, JOAN GANZ  
COONEY, BURTON A. DOLE, JR., JAMES R.  
HOUGHTON, HARRY P. KAMEN, HELENE L.  
KAPLAN, CHARLES M. LEIGHTON, STEWART  
G. NAGLER, JOHN J. PHELAN, JR., HUGH B.  
PRICE, ROBERT G. SCHWARTZ, RUTH J.  
SIMMONS & WILLIAM C. STEERE, JR.,

Defendants.

-----X  
The parties in the instant class action and a related class action titled *In re MetLife DeMutualization Litigation*, Docket No. 00CV 2258, pending in the United States District Court of New York (Eastern District), have agreed on a settlement of both actions, subject to the approval of this court and the federal court.<sup>1</sup> The terms of the settlement are set forth below.

Defendants have agreed to pay \$50,000,000 in damages in a joint settlement of the state and federal actions. The fees and expenses of class counsel, as allocated by the courts, will be

<sup>1</sup> Trial had commenced in the federal action on November 2, 2009, before Judge Jack B. Weinstein. A special master, Richard J. Davis, was appointed by Judge Weinstein to facilitate settlement. The facts underlying the agreed to settlement in this heavily litigated matter, are set forth in Judge Weinstein's Memorandum and Order Regarding Notice And Hearing. This court wishes to acknowledge and thank Judge Weinstein and Mr. Davis for their hard work in facilitating the agreement.

Case 9:00-cv-02258-JBW -AKT Document 548 Filed 11/13/09 Page 2 of 3

paid from the settlement amount. Damages will be distributed to the class by payment of \$2,500,000 to a non-profit health-based organization or "charity/charities" to be agreed upon by the parties under the *cy pres* doctrine. The remainder of the settlement monies (after deduction of counsel fees and expenses of the class) shall be assigned to the "closed block" established in the demutualization of defendant Metropolitan Life Insurance Company for the benefit of the insured persons. Both this action and the federal action will be dismissed with prejudice, with appropriate releases. The parties have not agreed upon a minimum or a maximum amount for attorneys' fees and expenses for the class. These sums will be apportioned by the courts.

Notice is to be given to the class members by newspaper publication only. Defendants will bear the cost of publication. A single notice will be published for the federal and state actions, and a joint approval hearing will be held before the federal and state courts. Further details of settlement will be agreed by the parties in a Stipulation of Settlement.

The notice will be published, as submitted in a proposed Stipulation of Settlement and Order, twice in the week of November 9, 2009 and twice in the week of November 16, 2009, in each of the following newspapers: *USA Today*, *The Wall Street Journal*, *The New York Times* and *the New York Law Journal*. Defendants shall give notice of the settlement, no later than November 19, 2009, to the Superintendent of Insurance of the State of New York. Defendants are responsible for arranging for notice by publication to class members and notice to the Superintendent of Insurance. However, plaintiffs' counsel shall cooperate with defendants to facilitate the giving of notice. Counsel for defendants shall notify the courts promptly after notice has been completed.

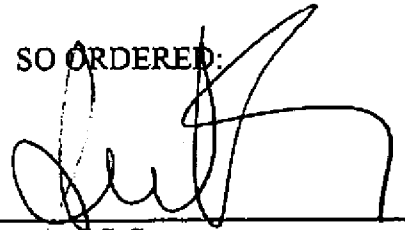
In accordance with Article 9 of the CPLR and specifically CPLR 907 and 908, the court determines that notice by publication in the manner specified, is reasonable and appropriate.

Class members' objection to the settlement shall be in writing and received by the Clerk of this court (60 Centre St., rm. 418, New York, N.Y. 10007), not later than December 24, 2009, or orally at the fairness hearing, to be held jointly with the federal court.

With the consent of the parties, the undersigned and The Honorable Jack B. Weinstein, Senior United States District Judge, have consulted in private. The judges and the parties agree that all of those concerned have waived any venue and jurisdiction objections to a joint hearing on the settlement of the state and federal actions. The joint hearing will comply with Article 9 of the CPLR and federal law and will be held in federal court in the Eastern District of New York at the United States Courthouse in Brooklyn, New York, on December 30, 2009 at 10:00 a.m. The parties shall submit a proposed order of approval of the settlement prior to December 31, 2009.

Date: November 5, 2009  
New York, N.Y.

SO ORDERED:



J.S.C.