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 J&J, IMERYS AND CYPRUS**

On consideration of (a) the motion of David J. Bettencourt, Insurance Commissioner of the State of New Hampshire, as Liquidator ("Liquidator") of The Home Insurance Company ("Home"), for an order approving a Settlement Agreement and Mutual Release ("Settlement Agreement") between (i) Johnson & Johnson, Red River Talc LLC, and Pecos River Talc LLC (collectively, "J&J"), (ii) Imerys Talc Vermont, Inc. (f/k/a Windsor Minerals, Inc.) ("ITV"), Imerys Talc America, Inc. (f/k/a Luzenac America, Inc.) ("ITA"), and Imerys Talc Canada Inc. (collectively, "Imerys"), and (iii) Cyprus Mines Corporation ("Cyprus"), on the one hand, and (iv) the Liquidator, and (b) the supporting Affidavit of Peter A. Bengelsdorf, it is hereby found and ORDERED as follows:

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

2. The Liquidator's Motion for Approval of Settlement Agreement with J&J, Imerys and Cyprus is granted, and the Settlement Agreement is approved; and

3. The Liquidator's recommendation concerning the allowance of the proofs of claim filed by J&J and ITV is approved and J&J's and ITV's claims are allowed as a Class II claim in accordance with RSA 402-C:45 and RSA 402-C:44 in the total amount of $111,381,494 with distributions on that allowed amount to be made as provided in the Settlement Agreement.

So Ordered.

Dated: _____ _____
Presiding Justice