

**THE STATE OF NEW HAMPSHIRE
JUDICIAL BRANCH
SUPERIOR COURT**

Merrimack Superior Court
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NOTICE OF DECISION

**Christopher M. Candon, ESQ
Sheehan Phinney Bass & Green PA
1000 Elm St
PO Box 3701
Manchester NH 03105-3701**

AUG 22 2013

Case Name: **In the Matter of the Liquidation of Noble Trust Company**
Case Number: **217-2008-EQ-00053**

Enclosed please find a copy of the court's order of August 20, 2013 relative to:

Order Approving Settlement Agreement with the Lincoln National Life Insurance Co. (Robinson Policy); Order on Joint Motion of Liquidator and Credit Suisse Assented by Wells Fargo for Approval of Their Settlement Agreement and Mutual Release of Claims Regarding American National Policies

August 21, 2013

William S. McGraw
Clerk of Court

(484)

C: Steven A Solomon, ESQ; Russell F Hilliard, ESQ; Thomas Hetherington, ESQ; Gordon J MacDonald, ESQ; John M Sullivan, ESQ; Noble Trust Company; Peter C.L. Roth, ESQ; Byrne J. Decker, ESQ; Michele E. Kenney, ESQ; Jonathan P. Pavlovcak, ESQ; William S. Gannon, ESQ; J. Christopher Marshall, ESQ; Bertrand A. Zalinsky, ESQ; Benjamin E. Marcus, ESQ; Keriann Roman, ESQ; David D. Cowan; Steven J. Lauwers, ESQ; Michael S. Lewis, ESQ; Nathan R. Lander, ESQ; James F. Laboe, ESQ; Stephen A. Serfass

THE STATE OF NEW HAMPSHIRE

MERRIMACK, SS

SUPERIOR COURT

Docket No. 08-E-0053

**In the Matter of the Liquidation of
Noble Trust Company**

**ORDER APPROVING SETTLEMENT AGREEMENT
WITH THE LINCOLN NATIONAL LIFE INSURANCE COMPANY
(ROBINSON POLICY)**

Upon consideration of the Liquidator's Motion for Approval of Settlement Agreement With Lincoln National Life Insurance Company (Robinson Policy) dated June 6, 2013 (the "Motion") and the Liquidator's Memorandum in Support of Settlement Motions dated June 6, 2013, pursuant to which Glenn A. Perlow, Bank Commissioner for the State of New Hampshire, in his capacity as Liquidator of Noble Trust Company (the "Liquidator" and "Noble Trust," respectively), seeks approval of a Settlement Agreement With The Lincoln National Life Insurance Company (Robinson Policy) dated as of March 26, 2013 (the "Settlement Agreement") by and between the Liquidator and The Lincoln National Life Insurance Company ("Lincoln National"); due written notice of the Motion, the hearing on the Motion and the deadline for filing objections thereto having been given and served upon all creditors and other interested persons entitled thereto, including by publication in the manner specified by this Court's Order Approving Notice and Objection Procedures for Hearings on Motions for Approval of Settlement and Release Agreements dated June 10, 2013 (the "Procedures Order"); the Court having reviewed the Motion and the Settlement Agreement and having reviewed the Confidential Affidavit in Support of the Motion filed under seal in accordance with this Court's Order Establishing Settlement Agreement Review Procedures dated December 5, 2012 and the

Procedures Order; there being no objections to the Motion; having heard the arguments and statements of counsel, and being otherwise fully advised in the premises; and having found that approval of the Settlement Agreement is an appropriate and prudent exercise of the Liquidator's judgment, is fair and reasonable and is in the best interests of this estate and its creditors; and, after due deliberation and sufficient cause appearing therefor; it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is granted, and the Settlement Agreement is approved. The Liquidator, Lincoln National and all other parties are authorized to take all steps and execute all documents necessary or convenient to consummate or otherwise enter into the Settlement Agreement. Neither the Liquidator, nor Lincoln National shall have or incur any liability to any person or entity with respect to any of the actions required or permitted to implement the Settlement Agreement or for having entered into the Settlement Agreement.

2. In compliance with the Procedures Order, the Liquidator has provided adequate notice to creditors and other interested persons, including anyone who did not otherwise receive notice by mail, of the hearing on the Motion, the issues to be decided at the hearing, and the deadline for filing objections.

3. The Settlement Agreement shall not become effective unless and until (i) the entry of this order becomes final and (ii) the entry of a final order by this Court approving the Liquidator-Credit Suisse Agreement ("Court Approval"), and the execution of a separate agreement between Credit Suisse and Lincoln National relating to the Robinson Policy.¹ The Court Approval shall be deemed to occur on the date that such orders shall have become non-

¹ Capitalized terms used in this Order and not otherwise defined herein are intended to have the same meaning as ascribed to them in the Settlement Agreement.

appealable or, in the event of an appeal(s), have been affirmed after all appeals therefrom have been exhausted.

4. Upon Court Approval, the Liquidator shall release and relinquish any claims that the Robinson Policy is part of the liquidation estate. The Robinson Policy, as well as all agreements related to or in connection with the Robinson Policy, including but not limited to loan agreements and collateral assignments, shall be released from the Liquidation Proceeding, and no longer subject to the Liquidation Order.

5. Upon Court Approval, the Liquidator shall cause Noble Trust to resign as the trust protector of the Robinson CS Trust, and as trustee of the beneficiary of the Robinson CS Trust, pursuant to the Liquidator-Credit Suisse Agreement, and cause a replacement protector and trustee, respectively, to be named. Lincoln National consents to such actions and agrees that they do not impact its obligations to the Robinson CS Trust under the Robinson Policy or under the Settlement Agreement.

So Ordered.

Dated: August 20, 2013


Hon. Larry M. Smukler