

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

-----X
In the Matter of

Index No.: 402670/03

the Ancillary Receivership of

LEGION INSURANCE COMPANY.
-----X

AFFIRMATION

Melissa A. Pisapia, an attorney at law, duly admitted to practice before the Court of the State of New York, hereby affirms the following to be true under the penalties of perjury:

1. I am an attorney with the New York Liquidation Bureau ("Bureau"), the organization that carries out the duties of the Superintendent of Financial Services of the State of New York as ancillary receiver ("Ancillary Receiver") of Legion Insurance Company ("Legion"), and make this affirmation upon information and belief, based on my review of the files of Legion maintained by the Bureau, and, in support of the Ancillary Receiver's application for an order approving the proposed notice of the establishment of a bar date ("Order"). A copy of a proposed Order is annexed hereto as Exhibit "A."

2. On July 28, 2003, Legion, a Pennsylvania property and casualty insurance company licensed to transact insurance business in the State of New York, was placed into liquidation in the Commonwealth of Pennsylvania ("Domiciliary Liquidation Proceeding") and the Insurance Commissioner of the Commonwealth of Pennsylvania and her successors in office were appointed the statutory liquidator of Legion ("Statutory Liquidator"). A copy of the Pennsylvania order of liquidation is attached hereto as Exhibit "B."

3. On August 22, 2003, this Court issued an order appointing the then-Superintendent of Insurance of the State of New York and his successors in office as Ancillary Receiver of Legion thereby commencing this ancillary receivership proceeding ("Ancillary

Receivership Proceeding”). The Superintendent of Financial Services of the State of New York has now succeeded the Superintendent of Insurance as Ancillary Receiver of Legion.

4. All claims by Legion’s policyholders and claimants, whether initially filed with the Statutory Liquidator or the Ancillary Receiver, are processed by the Statutory Liquidator through the Domiciliary Liquidation Proceeding.

5. On April 29, 2015, the Commonwealth Court of Pennsylvania (the “Pennsylvania Court”) entered an order establishing July 28, 2015 at 5:00 p.m. E.S.T. (“Claims Bar Date”), as the date by which any claim against Legion, the Statutory Liquidator, her agents and representatives, or any claim that could affect any assets of Legion, must be filed with the Statutory Liquidator (“Claims Bar Date Order”). A Copy of the Claims Bar Date Order is attached hereto as Exhibit “C.”

6. Under the Claims Bar Date Order, any claim filed after the Claims Bar Date is untimely and shall be disallowed without consideration of its merits.

7. New York Insurance Law Section 7412(a) permits claims to be filed with either the Statutory Liquidator or the Ancillary Receiver and requires that “all such claims must be filed on or before the last date fixed for the filing of claims in the domiciliary proceeding.” As such, New York Law requires that the Claims Bar Date established in the Domiciliary Liquidation Proceeding also be effective in the Ancillary Receivership Proceeding.

8. The Claims Bar Date Order required the Statutory Liquidator to provide notice of such order by publication and mailing. The Pennsylvania Court ordered the Statutory Liquidator to publish notice of the Claims Bar Date Order in *USA Today*, the *Philadelphia Inquirer*, as well as *Business Insurance* and, to mail notice by first class mail to, among others,: (a) all Legion insureds and third-party claimants who filed Proofs of Claim (including their identified counsel);

(b) Legion insureds who had filed contingent Proofs of Claim who received notices of determination because there were no active claims under their policies; and (c) insureds who were issued policies that were in excess of self-insured retentions.

9. Though Legion's New York policyholders, claimants, and creditors would have received notice of the Claims Bar Date from the Statutory Liquidator, the Ancillary Receiver seeks to provide an additional measure of notice to Legion's policyholders, claimants, creditors and other interested persons located in the State of New York by: (a) publishing a copy the proposed notice ("Notice"), which is attached hereto as Exhibit "D", in *The New York Times*, or a publication of similar circulation, within two weeks of entry of the Order; and (b) posting a copy of the Notice, Order and this Affirmation with all its attachments on the Internet web page maintained by the Bureau at <http://www.nylb.org> within five (5) days of entry of the Order.

10. No previous application has been made for the relief requested herein to this or any other Court or Judge.

Dated: New York, New York
June 11, 2015

JOHN PEARSON KELLY
Attorney for Benjamin M. Lawskey,
Superintendent of Financial Services of the
State of New York as Ancillary Receiver of
Legion Insurance Company

By: Melissa A. Pisapia
Melissa A. Pisapia
New York Liquidation Bureau
110 William Street, 15th Floor
New York, NY 10038

EXHIBIT A

At IAS Part 16, of the Supreme Court of the State of New York, County of New York, at the courthouse, 60 Centre Street, in the County, City and State of New York, on the ____ day of _____, 2015.

P R E S E N T :

HON. ALICE SCHLESINGER, J.S.C.

-----X
In the Matter of

Index No.: 402670/03

the Ancillary Receivership of

ORDER

LEGION INSURANCE COMPANY.
-----X

Based upon the attached affirmation (“Affirmation”) of Melissa A. Pisapia, an attorney with the New York Liquidation Bureau, the entity that carries out the duties of Benjamin M. Lawskey, Superintendent of Financial Services of the State of New York as ancillary receiver (“Ancillary Receiver”) of Legion Insurance Company (“Legion”), dated June 11, 2015, and upon all other papers previously submitted and all proceedings heretofore had herein;

AND, it appearing from the Affirmation that the interests of Legion in ancillary receivership, its policyholders, claimants, creditors, and all other interested persons located in the State of New York will best be served by the approval of the Ancillary Receiver’s proposed notice of the establishment of July 28, 2015 at 5:00 p.m. E.S.T. as the claim filing deadline (“Claims Bar Date”) for the filing of proof of claims, along with supporting documents, with the Insurance Commissioner of the Commonwealth of Pennsylvania as the court-appointed statutory liquidator of Legion or the Ancillary Receiver;

NOW, based upon the application of John Pearson Kelly, attorney for the Ancillary Receiver, it is

ORDERED, that the relief requested in the Affirmation is granted; and it is further

ORDERED, that the form and method of notice proposed in the Affirmation is the best notice practicable; and it is further

ORDERED, that the Ancillary Receiver shall give notice of the Claims Bar Date to all of Legion's policyholders, claimants, creditors and other interested persons located in the State of New York by: (a) publishing the Notice in *The New York Times*, or a publication of similar circulation, commencing within two weeks of entry of this Order; and (b) posting a copy of this Order, the Notice, and the Affirmation with all of its exhibits on the Internet web page maintained by the NYLB at <http://www.nylb.org> within ten (10) days of entry of this Order.

E N T E R

J.S.C.

EXHIBIT B

IN THE COMMONWEALTH COURT OF PENNSYLVANIA

M. Diane Koken, Insurance
Commissioner of the Commonwealth
of Pennsylvania,
Plaintiff

v.

No. 183 M.D. 2002

Legion Insurance Company,
Defendant

ORDER OF LIQUIDATION

AND NOW, this 25th day of July, 2003, upon consideration of the Petition for Liquidation of Legion Insurance Company (In Rehabilitation) (Legion) filed by M. Diane Koken, Insurance Commissioner of the Commonwealth of Pennsylvania, on August 9, 2002, and amended on October 18, 2002, which Petition was contested and resolved in this Court's Opinion and Order of June 26, 2003, it is hereby **ORDERED** that:

1. Legion is declared insolvent and ordered to be **LIQUIDATED** pursuant to Article V of The Insurance Department Act of 1921, Act of May 17, 1921, P.L. 789, *as amended*, 40 P.S. §§221.1 - 221.63 (Article V).
2. The Rehabilitation Order of March 28, 2002, is hereby **TERMINATED**, effective 12:00 a.m., July 28, 2003.
3. This Liquidation Order is **EFFECTIVE** 12:01 a.m., July 28, 2003.

4. Insurance Commissioner M. Diane Koken, her successor in office, if any, is hereby **APPOINTED** Statutory Liquidator of Legion and directed to take possession of Legion's property, business and affairs in accordance with Article V.

5. The Liquidator is hereby **VESTED** with all the powers, rights, and duties authorized under Article V and other applicable statute and regulation.

6. The Opinion and Order of June 26, 2003 entered in this proceeding is hereby **INCORPORATED** into and made a part of this Order of Liquidation.

ASSETS OF THE ESTATE

7. The Liquidator is vested with title to all property, assets, contracts and rights of actions ("assets") of Legion of whatever nature and wherever located, held as of the date of filing of the Petition for Liquidation. All assets of Legion are hereby found to be *in custodia legis* of this Court and this Court asserts jurisdiction as follows: (a) *in rem* jurisdiction over all assets of Legion wherever they may be located and regardless of whether they are held in the name of Legion or in any other name; (b) exclusive jurisdiction over all determinations as to whether assets belong to Legion or to another party; (c) exclusive jurisdiction over all determination of the validity and amount of claims against Legion; and (d) exclusive jurisdiction over the determination of the priority of all claims against Legion.

8. The filing of this Order with the Clerk of the Commonwealth Court or with the Recorder of Deeds of the county in which Legion's principal

office or place of business is located (Philadelphia County), shall impart the same notice as is imparted by any deed, bill of sale or other evidence of title duly filed or recorded with that Recorder of Deeds.

9. The Liquidator is directed to take possession of all assets that are the property of Legion.

10. The Liquidator is directed to continue telephone, data-processing, water, electric, sewage, garbage, delivery, trash removal and utility services needed by the estate of Legion by establishing a new account for the Liquidator as of the date of this Order.

11. Legion's directors, officers and employees, to the extent the following obligations have not been satisfied in the course of Legion's rehabilitation, shall: (a) surrender peaceably to the Liquidator the premises where Legion conducts its business; (b) deliver all keys or access codes thereto and to any safe deposit boxes; (c) advise the Liquidator of the combinations or access codes of any safe or safekeeping devices of Legion or any password or authorization code or access code required for access to data processing equipment; and (d) deliver and surrender peaceably to the Liquidator all the assets, books, records, files, credit cards, and other property of Legion in their possession or control, wherever located, and otherwise advise and cooperate with the Liquidator in identifying and locating any of the foregoing.

12. Legion's directors, officers and employees are enjoined from taking any action, without approval of the Liquidator, to transact further business on behalf of Legion. They are further enjoined from taking any action that would

waste the assets of Legion or would interfere with the Liquidator's efforts to wind up the affairs of Legion.

13. Except as otherwise provided in this Order, executory contracts to which Legion is a party to as of the date of this Order may be affirmed or disavowed by the Liquidator within one year of the date of this Order.

CANCELLATION OF INSURANCE COVERAGE

14. All policies or contracts of insurance issued by Legion, whether issued in this Commonwealth or elsewhere, in effect on the effective date of this Order, are hereby cancelled and terminated for all purposes thirty (30) days from the effective date of this Order. All Legion policies and contracts of insurance, shall continue in force until one of the following events takes place, whichever occurs first: (a) the cancellation of the policy thirty (30) days from the effective date of this Order by reason of this Order; (b) the normal expiration or termination of the policy or contract; (c) the replacement of insurance coverage provided by Legion with equivalent insurance with another insurer; or (d) the transfer of the policy obligation by the Liquidator pursuant to Section 523(8) of Article V, 40 P.S. §221.23(8).

WORKERS COMPENSATION AND ACCIDENT HEALTH CLAIMS

15. The Liquidator shall make arrangements for the continued payment of the claims arising under policies of workers compensation and under policies providing accident and health benefits by making Legion's facilities, computer systems, books records and third party administrators (to the extent possible) available to any guaranty association and to states and state officials

holding statutory deposits for the benefit of such workers compensation and accident and health claimants. For a period not to exceed ninety (90) days from the effective date of this Order, the Liquidator is authorized to advance funds for the payment of these claims from the estate of Legion, and such advances will be deemed to be made in accordance with Section 536(a) of Article V, 40 P.S. §221.36(a). Thereafter, no disbursements shall be made to guaranty associations except in accordance with Section 536 of Article V, 40 P.S. §221.36.

PROOF OF CLAIM FILING

16. All claims against the estate of Legion, together with proper proof thereof, shall be filed on or before June 30, 2005. No person shall participate in any distribution of the assets of Legion unless his, her or its claim has been filed with the Liquidator in accordance with the time limit established by the Liquidator, subject to the provisions for the late filing of claims pursuant to Section 537 of Article V, 40 P.S. §221.37.

17. No judgment or order against Legion or its insureds entered after the date of filing of the Petition for Liquidation, and no judgment or order against Legion entered at any time by default or by collusion, will be considered as evidence of liability or quantum of damages by the Liquidator in evaluating a claim against the estate of Legion.

18. In addition to the notice requirements of Section 524 of Article V, 40 P.S. §221.34, the Liquidator shall publish notice in newspapers of general circulation, where Legion has its principal places of business, and in the national edition of the *Wall Street Journal*, that: (a) specifies the last day for the filing of claims; (b) explains the procedure by which claims may be submitted to the

Liquidator; (c) provides the address of the Liquidator's office for the submission of claims; and (d) notifies the public of the right to present a claim, or claims, to the Liquidator.

19. Within thirty (30) days of giving notice of the event of liquidation, as set forth in Section 524 of Article V, 40 P.S. §221.34, and of the procedures for filing claims against the estate of Legion, the Liquidator shall file a compliance report with the Court noting, in reasonable detail, the date that and manner by which these notices were given.

DIRECT ACCESS TO REINSURANCE

20. Policyholders asserting a right to proceeds of a reinsurance agreement, to which Legion was a party, shall pursue that right by filing a petition to intervene with this Court for a determination of whether the reinsurance amounts owed are general assets of the estate of Legion or assets of the policyholder intervenor. Where policyholder intervenors establish a right to direct access to reinsurance proceeds, Legion's responsibility for the handling of the policyholder intervenor's claims, if any, terminates, and the policyholder intervenor is vested with exclusive control of claims handling, all claim files and claim-related records. Further, policyholder intervenors may not recover from the estate of Legion for a claim to the extent it is covered by a reinsurance agreement to which the right of direct access has been established. The petition to intervene shall not, without further order of this Court, serve as the procedure for resolving disputes as to the amounts owed by a reinsurer or other terms and conditions of the reinsurance agreement. Upon good cause shown, such other relief as the Court deems appropriate may be granted the policyholder intervenor.

ADMINISTRATIVE EXPENSES

21. The Liquidator shall pay as costs and expenses of administration pursuant to Section 544 of Article V, 40 P.S. §221.44, the actual, reasonable and necessary costs of preserving or recovering the assets of Legion and the costs of goods or services provided to and approved by the Rehabilitator or by this Court during the period of Legion's rehabilitation and that are unpaid as of the date of this Order.

22. Distribution of the assets of Legion in payment of the costs and expenses of estate administration including, but not limited to, compensation for services of employees and professional consultants, such as attorneys, actuaries and accountants, and expenses of a guaranty association in handling claims, shall be made under the direction and approval of the Court. This includes reimbursement to the Pennsylvania Insurance Department for expenses it has incurred in compensating professional consultants, attorneys and other persons it has engaged on behalf of Legion for the preservation of its assets. Within thirty (30) days of the effective date of this Order, the Liquidator shall submit to the Court a procedure and form of report to be used to obtain the Court's approval of the costs and expenses of administration as reasonable and necessary.

STAY OF LITIGATION

23. Unless the Liquidator consents thereto in writing, no action at law or in equity, including, but not limited to, an arbitration or mediation, the filing of any judgment, attachment, garnishment, lien or levy of execution process against Legion or its assets, shall be brought against Legion or the Liquidator, whether in this Commonwealth or elsewhere, nor shall any such existing action be

maintained or further prosecuted after the effective date of this Order. All above-enumerated actions currently pending against Legion in the courts of the Commonwealth of Pennsylvania or elsewhere are hereby stayed; relief sought in these actions shall be pursued by filing a proof of claim against the estate of Legion pursuant to Section 538 of Article V, 40 P.S. §221.38.

24. Unless otherwise agreed to by the Liquidator or by the relevant guaranty association, all actions in which Legion is or may be obligated to defend a party in any court of law are stayed to the extent provided by applicable law, subject to further order of the Court. The Liquidator may cooperate, upon request of a guaranty association, in seeking a stay of any action. Failure to honor the stay may result in sanctions, including the subordination of a claim to all other claims in the same class.

CORRESPONDENCE

25. Correspondence to the Liquidator (as opposed to counsel to the Liquidator) shall be directed as follows: Statutory Liquidator, Legion Insurance Company (In Liquidation), One Logan Square, Suite 1400, Philadelphia, PA 19103.



MARY HANNAH LEAVITT, Judge

EXHIBIT C

IN THE COMMONWEALTH COURT OF PENNSYLVANIA

In Re: Legion Insurance Company :
(In Liquidation) : 1 LEG 2002

Re: Application to Establish a Claims Bar Date

ORDER

AND NOW, this 29th day of April, 2015, upon consideration of the Application to Establish a Claims Bar Date filed by Teresa D. Miller, Acting Insurance Commissioner of the Commonwealth of Pennsylvania, in her capacity as Statutory Liquidator of Legion Insurance Company (Legion), the Application is GRANTED and it is hereby ORDERED as follows:

1. July 28, 2015, is hereby established as the Claims Bar Date.
2. Any claim against Legion, the Liquidator, her agents and representatives, or any claim that could affect any assets of Legion, wherever or however such assets may be owned or held, directly or indirectly, must be filed with the Liquidator no later than the Claims Bar Date.
3. A claim must be filed by means of a completed Proof of Claim form, together with proper proofs supporting the claim. The form of Proof of Claim attached as Exhibit A is approved for use by any claimant who files a claim after the date of this Order. Notwithstanding the foregoing, a Proof of Claim received on the original Proof of Claim form for the Legion estate shall be reviewed by the Liquidator and will be subject to the terms of this Order.
4. A Proof of Claim shall be deemed filed on the day it is received by the Liquidator, unless first class mail is used, in which case it will be deemed filed on the date of the postmark.

5. Any Proof of Claim filed after the Claims Bar Date is untimely and shall be disallowed by the Liquidator without consideration of its merits. This Order bars the filing of any such Proof of Claim after the Claims Bar Date for any reason, including, without limitation, a reason constituting "good cause" under the late claims provisions of Article V of the Insurance Department Act of 1921, 40 P.S. §221.37(b) and (c); the discovery of information not previously known; or the fact that a claim was previously contingent or had not yet matured. Any claim is barred which does not ripen into a legal cause of action prior to the Claims Bar Date, even though the claimant filed a Proof of Claim before the Claims Bar Date. Notwithstanding the foregoing, if a claim ripens into a legal cause of action within 30 days prior to the Claims Bar Date, a timely Proof of Claim may be filed within 30 days after the legal cause of action commenced.

6. The establishment of the Claims Bar Date does not constitute the waiver of any defenses to individual Proofs of Claim. Any and all defenses to such claims remain available to Legion and the Liquidator, including defenses otherwise based on the untimeliness of the claims.

7. The Claims Bar Date does not apply to, or affect in any way, claims, actions or rights of Legion or the Liquidator.

8. The establishment of the Claims Bar Date is not an opportunity to refile or reargue a claim previously filed with Legion, and duplicative Proofs of Claim shall not be submitted. If duplicative Proofs of Claim are filed contrary to this Order, the Liquidator shall disallow them without further consideration of their merits.

9. The Claims Bar Date shall not apply to routine administrative expense claims.

10. The Publication Notice attached as Exhibit B is hereby approved. The Liquidator shall cause a copy of the Publication Notice to be published in USA Today and the Philadelphia Inquirer twice in each publication over a two-week period, and in Business Insurance in two consecutive bi-weekly editions within 30 days of the date of this Order.

11. The Mailing Notice attached as Exhibit C is hereby approved. The Liquidator shall mail by first class mail, as soon as practicable after receipt of this Order, a copy of the Mailing Notice to:

a. all insureds and third party claimants who filed Proofs of Claim (including their identified counsel), but excluding those claimants who have already received Notices of Determination for all of their filed claims;

b. insureds who were issued policies that were excess over self-insured retentions, insureds who are identified to be subject to net worth exclusions from guaranty fund coverage, and other insureds and third-party claimants whose open claims are subject to limited or no coverage by the guaranty funds;

c. insureds who had filed contingent Proofs of Claim who received Notices of Determination because there were no active claims under their policies; the United States Department of Labor, Department of Justice, the Center for Medicare and Medicaid Services, the Internal Revenue Service and the Pennsylvania Department of Revenue;

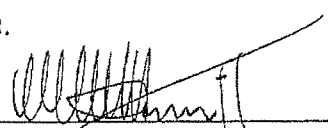
e. all State Insurance Departments; and

f. all Guaranty Associations.

Certified from the Record

APR 29 2015

And Order Exit



MARY HANNAH LEAVITT, Judge

EXHIBIT A



FOR OFFICE USE ONLY

PROOF OF CLAIM
IN THE MATTER OF

PROOF OF CLAIM NO. _____
DATE RECEIVED: _____

**LEGION INSURANCE COMPANY (IN LIQUIDATION) (LEGION) AND
VILLANOVA INSURANCE COMPANY (IN LIQUIDATION) (VILLANOVA)**

Deadline for filing: July 28, 2015 at 5:00 p.m. EST

READ ALL MATERIALS CAREFULLY BEFORE COMPLETING THIS FORM – COMPLETE ALL SECTIONS
FILL IN ALL BLANKS – PLEASE PRINT CLEARLY OR TYPE

DO NOT FILE A PROOF OF CLAIM IF:

- You have already filed a Proof of Claim for your claim;
- OR**
- Your claim has not ripened into a legal cause of action prior to **July 28, 2015**.

| | | |
|--|---------------|-----------------|
| Claimant Name: _____ | | |
| Address 1: _____ | | |
| Address 2: _____ | | |
| City: _____ | State: _____ | Zip Code: _____ |
| Country: _____ | | |
| S. S. /E.I.N. #: _____ | e-mail: _____ | |
| Daytime Phone #: (include area code) _____ | | |

| | |
|------------------------|---|
| Name of Insured: _____ | |
| Policy Number: _____ | Claim Number: (if previously filed) _____ |
| Date of Loss: _____ | Agent Number: _____ |

To Legion Indemnity Company policyholders: All information enclosed is directed to claimants against the estates of Legion Insurance Company (In Liquidation) or Villanova Insurance Company (In Liquidation). Legion Indemnity Company is a separate entity in liquidation by the Illinois Director of Insurance. Claims against Legion Indemnity Company may not be filed using the enclosed Proof of Claim form.

Claim is for (check X or specify below)

| | | |
|---|---|--|
| 1 | POLICYHOLDER or THIRD PARTY CLAIM | Claim by insured of Legion or Villanova under a Legion or Villanova policy for POLICY BENEFITS or Liability claim against an insured of Legion or Villanova for POLICY BENEFITS. |
| 2 | RETURN of UNEARNED PREMIUM or OTHER PREMIUM REFUNDS | Portion of paid premium not earned due to early cancellation of policy or retro or audit adjustment. |
| 3 | GENERAL CREDITOR | Such as Attorney fees, Adjuster fees, Vendors, Lessors, Consultants, Cedants and Reinsurers. |
| 4 | AGENTS' BALANCES | Agents' Earned Commissions. |
| 5 | ALL OTHER | Describe _____ |

In the space below give a Concise Statement of the Facts giving rise to your claim. Attach additional sheets if required. _____

AMOUNT OF CLAIM: \$ _____

Is there OTHER INSURANCE that may cover this claim? Yes () No ()

If YES provide name of insurer(s) and policy number(s): _____

Does an ATTORNEY REPRESENT you? Yes () No () If YES provide attorney's name, address & telephone number: _____

Has a Lawsuit or other LEGAL ACTION been instituted by anyone regarding this claim? Yes () No () If YES provide the following:

Court Where Filed: _____

DATE FILED & DOCKET NUMBER: _____

PLAINTIFF (S): _____

DEFENDANT (S): _____

I verify that the statements made in this proof of claim are true and correct to the best of my knowledge, information and belief. I understand that false statements made herein are subject to the penalties of 19 Pa. C.S. §4904 (relating to unsworn falsification to authorities).

If the foregoing Proof of Claim alleges a claim against a Legion or Villanova insured (third party claim), the undersigned hereby releases any and all claims which have been or could be made against such Legion or Villanova insured based on or arising out of the facts supporting the above Proof of Claim up to the amount of the applicable policy limits and subject to coverage being accepted by the Liquidator, regardless of whether any compensation is actually paid to the undersigned.

Claimant Signature

Date

DO NOT FILE A PROOF OF CLAIM FOR YOUR CLAIM IF:

- * You have already filed a Proof of Claim for your claim;
- * Your claim is contingent or protective; or
- * Your claim has not ripened into a legal cause of action prior to July 28, 2015.

Note: If your claim ripens into a legal cause of action within 30 days prior to July 28, 2015, you may file a timely Proof of Claim within 30 days after the legal cause of action commenced.

INSTRUCTIONS FOR COMPLETING PROOF OF CLAIM FORM

Please fill in all of the applicable blanks. Attach additional sheets as required. In the event you do not know certain information, please write "unknown". Please print legibly in ink or type. The form may be duplicated. You are advised to keep a completed copy for your records. The following is some specific additional instruction for certain types of claims.

1. If your claim is for **POLICY BENEFITS** please complete the front of this form and attach the appropriate documentation to support your claim. If additional documentation is required, you will be contacted. If a policy was renewed, a Proof of Claim should be filed for each policy number for which you want to file.
2. If your claim is for the **RETURN OF UNEARNED PREMIUM** or other **premium refunds**, please complete the front of this form. Please attach the appropriate documentation to support your claim.
3. If your claim is that of a **GENERAL CREDITOR**, please attach copies of all outstanding invoices to this form.
4. If your claim is for **AGENT BALANCES**, please attach a complete accounting by policy/contract in support of your claim.
5. If you have **ANY OTHER** type of claim, describe your claim, i.e., stockholder, employee, taxes, license fees, assessments. Please attach copies of information to support your claim.

The right (but not the obligation) to request additional supporting information is retained by the Liquidator. The failure to promptly provide such additional information may result in denial of the claim.

The proof of claim form must be signed by the claimant, and must contain the claimant's current address and zip code. No claim can be considered for payment without a social security number or tax identification number. Where applicable, the name and address as well as the telephone number of the claimant's attorney, if any, must be shown. **YOU MUST FILE A SEPARATE PROOF OF CLAIM FORM FOR EACH CLAIM YOU MAKE. IF YOU HAVE MORE THAN ONE CLAIM, YOU MAY MAKE COPIES OF THE FORM,** or go to Legion Insurance Company (In Liquidation)'s website, www.legioninsurance.com, OR CALL (215) 979-7879 FOR ADDITIONAL PROOF OF CLAIM FORMS. The following address should be used to submit proof of claim forms and supporting documentation.

You must sign the proof of claim form and mail it to:

**Statutory Liquidator of Legion/Villanova Insurance Companies
P.O. Box 58160
Philadelphia, PA 19102-8160**

NOTE: This form must be received no later than July 28, 2015 at 5:00 p.m. EST, pursuant to Court Order approving the Liquidator's Application to Establish a Claims Bar Date. You may obtain a copy of the Court Order at www.legioninsurance.com or by writing to Legion at the above noted address.

CHANGE OF ADDRESS

You are required by Article V of the Insurance Department Act to notify the Statutory Liquidator of your change of address. If you fail to do so you may jeopardize your chance of recovery from this estate.

INFORMATION REGARDING CLAIMS AGAINST THE ESTATES OF LEGION INSURANCE COMPANY AND VILLANOVA INSURANCE COMPANY

After all claims against this company are evaluated by the Statutory Liquidator and approved by the Court, approved claims will be paid by priority level based on available funds in accordance with 40 P.S. Section 221.1 et seq. The amount of the payment will depend on the assets available. The amount to be paid on an individual claim, if any, will not be known until all claims are evaluated. In any event, payment will not be made for several years.

The Statutory Liquidator's receipt of this proof of claim form does not constitute any waiver or relinquishment by the Statutory Liquidator of any defense, setoff, or counterclaim that may exist against any person, entity or governmental agency, regarding any actions pursued by the Statutory Liquidator of Legion and/or Villanova Insurance Companies on behalf of Legion and/or Villanova Insurance Company claimants, policyholders and creditors.

EXHIBIT B
NOTICE OF THE CLAIMS BAR DATE
FOR LEGION INSURANCE COMPANY (IN LIQUIDATION)
AND
VILLANOVA INSURANCE COMPANY (IN LIQUIDATION)

NOTICE
TO THE POLICYHOLDERS, CLAIMANTS, CREDITORS AND ALL OTHER PERSONS
INTERESTED IN THE AFFAIRS OF
LEGION INSURANCE COMPANY (IN LIQUIDATION)
AND VILLANOVA INSURANCE COMPANY (IN LIQUIDATION)

Legion Insurance Company (In Liquidation) (Legion) and Villanova Insurance Company (In Liquidation) (Villanova) were placed into Liquidation by Order of the Commonwealth Court of Pennsylvania, dated July 25, 2003, effective July 28, 2003 (Liquidation Order). The Liquidation Order appointed the Insurance Commissioner of the Commonwealth of Pennsylvania as statutory Liquidator of Legion and Villanova and vested her and her successors with title to all the property, assets, contracts and rights of action of Legion and Villanova.

On February 19, 2015, the Liquidator filed in the Commonwealth Court of Pennsylvania an Application to Establish a Claims Bar Date for Legion and Villanova. On April 29, 2015, the Commonwealth Court entered an Order granting the Application and setting a Claims Bar Date of July 28, 2015.

Therefore, all persons who may have a claim against Legion or Villanova, against the Liquidator or her agents or representatives, or that could affect any assets of Legion or Villanova, wherever or however such assets may be owned or held, directly or indirectly, whether such claim is reduced to judgment, liquidated, unliquidated, fixed, matured, disputed, undisputed, legal, equitable, secured, or unsecured, must file a Proof of Claim by the Claims Bar Date of July 28, 2015, or the claim will be forever barred.

DO NOT FILE A CLAIM IF:

- You have already filed a Proof of Claim for your claim;

- Your claim is contingent, protective, or has not ripened into a legal cause of action prior to the Claims Bar Date. If your claim ripens into a legal cause of action within 30 days prior to the Claims Bar Date, you may file a Proof of Claim within 30 days after the legal cause of action commenced.

You may obtain a copy of the Order and the Proof of Claim form at www.legioninsurance.com, or by writing to Legion Insurance Company (In Liquidation) or Villanova Insurance Company (In Liquidation), P.O. Box 58160, Philadelphia, PA 19102-8160, or calling Legion or Villanova at (215) 979-7879.

EXHIBIT C

**PUBLICATION NOTICE OF THE CLAIMS BAR DATE
FOR LEGION INSURANCE COMPANY (IN LIQUIDATION)
AND VILLANOVA INSURANCE COMPANY (IN LIQUIDATION)**

NOTICE

**TO THE POLICYHOLDERS, CLAIMANTS, CREDITORS AND ALL OTHER PERSONS
INTERESTED IN THE AFFAIRS OF
LEGION INSURANCE COMPANY (IN LIQUIDATION)
AND VILLANOVA INSURANCE COMPANY (IN LIQUIDATION)**

NOTICE IS HEREBY GIVEN THAT:

Legion Insurance Company (In Liquidation) (Legion) and Villanova Insurance Company (In Liquidation) (Villanova) were placed into Liquidation by Order of the Commonwealth Court of Pennsylvania, dated July 25, 2003, effective July 28, 2003 (Liquidation Order). The Liquidation Order appointed the Insurance Commissioner of the Commonwealth of Pennsylvania as statutory Liquidator of Legion and Villanova and vested her and her successors with title to all the property, assets, contracts and rights of action of Legion and Villanova.

On February 19, 2015, the Liquidator filed in the Commonwealth Court of Pennsylvania an Application to Establish a Claims Bar Date for Legion and Villanova. On April 29, 2015, the Commonwealth Court entered an Order granting the Application and setting a Claims Bar Date of July 28, 2015.

Therefore, all persons who may have a claim against Legion or Villanova, against the Liquidator or her agents or representatives, or that could affect any assets of Legion or Villanova, wherever or however such assets may be owned or held, directly or indirectly, whether such claim is reduced to judgment, liquidated, unliquidated, fixed, matured, disputed, undisputed, legal, equitable, secured, or

unsecured, must file a Proof of Claim by the Claims Bar Date of July 28, 2015, or the claim will be forever barred.

You may obtain a copy of the Order and Proof of Claim form at
www.legioninsurance.com, or by writing to Legion Insurance
Company (In Liquidation) or Villanova Insurance Company (In Liquidation),
P.O. Box 58160, Philadelphia, PA 19102-8160,
or calling Legion or Villanova at (215) 979-7879

EXHIBIT D

**IN THE MATTER OF THE ANCILLARY RECEIVERSHIP OF
LEGION INSURANCE COMPANY**

Supreme Court of the State of New York, County of New York
Index No.: 402670/2003

NOTICE

On August 22, 2003, Legion Insurance Company ("Legion") was placed into ancillary receivership and, the Superintendent of Financial Services of the State of New York and his successors in office are serving as ancillary receiver ("Ancillary Receiver") of Legion.

PLEASE TAKE NOTICE, that the Commonwealth Court of Pennsylvania ("PA Court") has issued an order establishing July 28, 2015, at 5:00 p.m. E.S.T., as the claims bar date ("Claims Bar Date") for filing proof of claims for any claim against Legion, the statutory liquidator of Legion ("Statutory Liquidator"), her agents and representatives, or any claim that could affect any assets of Legion, wherever or however such assets may be owned or held, directly or indirectly, whether such claim is reduced to judgment, liquidated, unliquidated, fixed, matured, disputed, undisputed, legal, equitable, secured, or unsecured, with the Statutory Liquidator of Legion, or the claim will be forever barred. New York Insurance Law Section 7412(a) requires that the Claims Bar Date established by the PA Court in the domiciliary liquidation proceeding is effective in the ancillary receivership proceeding.

TAKE FURTHER NOTICE, that all persons, companies or entities who have, or may have, claims against Legion, its property or assets, or against a Legion insured or policyholder, has the right to present and file with the Statutory Liquidator or the Ancillary Receiver a proof of claim form on or before the Claims Bar Date.

TAKE FURTHER NOTICE, that proof of claim forms may be obtained from the Statutory Liquidator at www.legioninsurance.com, by writing to Legion Insurance Company (in Liquidation) at the address below, or calling Legion at (215) 979-7879.

TAKE FURTHER NOTICE, that proof of claims, along with supporting documents, are to be signed and mailed to the Statutory Liquidator of Legion Insurance Company, at P.O. Box 58160, Philadelphia, PA 19102-816 or to the Superintendent of Financial Services of the State of New York as Ancillary Receiver of Legion at 110 William Street, New York, NY 10038.

Requests for further information should be directed to the New York Liquidation Bureau, Creditor and Ancillary Operations Division, at (212) 341-6857.

Dated: June ___, 2015

Benjamin M. Lawskey
Superintendent of Financial Services of the
State of New York as Ancillary Receiver
of Legion Insurance Company

Index No. 402670

Year 2003

SUPREME COURT OF THE STATE OF NEW YORK COUNTY OF NEW YORK

In the Matter of
the Ancillary Receivership of
LEGION INSURANCE COMPANY.

AFFIRMATION

JOHN PEARSON KELLY

Attorney for Superintendent of Financial Services of the State of New York as Ancillary Receiver

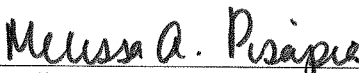
Office and Post Office Address, Telephone

New York Liquidation Bureau
110 William Street
New York, NY 10038
(212) 341-6755

ATTORNEY CERTIFICATION

The undersigned, an attorney admitted to practice in the courts of New York State, certifies that, upon information, belief and reasonable inquiry, the contentions in the above referenced document(s) are not frivolous.

Dated: June 11, 2015
New York, New York


Melissa A. Pisapia

☐ NOTICE OF ENTRY

that the within is a (*certified*) true copy of a
duly entered in the office of the clerk of the within named court on the day of 20

☐ NOTICE OF SETTLEMENT

that an order
settlement to the HON.

of which the within is a true copy will be presented for
one of the judges of the within named court, at
20 at

Dated:

, on

Yours, etc.

JOHN PEARSON KELLY

Attorney for Superintendent of Financial
Services of the State of New York as Ancillary Receiver

Office and Post Office Address, Telephone

New York Liquidation Bureau
110 William Street
New York, NY 10038
(212) 341-6755