SUPERIOR COURT OF THE DISTRICT OF COLUMBIA Civil Division

DISTRICT OF COLUMBIA, :

Department of Insurance, Securities and

Banking,

Petitioner, : Civil No. 2012 CA 008227 2

Judge Melvin R. Wright

D.C. CHARTERED HEALTH PLAN,

v.

INC.,

:

Respondent. :

ORDER APPROVING SETTLEMENT BETWEEN D.C. CHARTERED HEALTH PLAN AND THE DISTRICT OF COLUMBIA

On July 25, 2013, D.C. Chartered Health Plan, Inc. (hereinafter "Chartered"), acting through its Rehabilitator, filed a Motion for Order Approving the Settlement Between D.C. Chartered Health Plan, Inc. and the District of Columbia. Pursuant to the Emergency Consent Order of Rehabilitation entered by the Court on October 19, 2012, the Motion requested that the Court enter an order approving the Settlement Agreement and Release between Chartered and the District of Columbia, acting through the Office of the Attorney General for the District of Columbia, and on the behalf of the Department of Health Care Finance. The Settlement Agreement resolves all of Chartered's claims pending before the District of Columbia Contracts Appeal Board and all potential related claims.

The Court held a hearing in this matter on August 21, 2013. At this hearing this Motion and the details of the Settlement Agreement were discussed. This Court, in its supervisory role over the rehabilitation, has not been presented with any evidence of an abuse of discretion on the part of the Rehabilitator in negotiating this settlement on behalf of Chartered with the District of Columbia.

Accordingly, upon consideration of the Motion and the proposed Settlement Agreement, any opposition thereto, and the entire record herein, it is this 22nd day of August, 2013, hereby

ORDERED that the Motion for Order Approving the Settlement Agreement Between Chartered and the District of Columbia is **GRANTED** and the Settlement Agreement is

ORDERED that except as otherwise specifically provided herein, all provisions of the Court's Emergency Consent Order of Rehabilitation entered October 19, 2012, remain in full force and effect, and the Court retains jurisdiction in this matter to enforce this Order and for the purpose of granting such other and further relief as may be required to give effect to the Settlement Agreement, and it is further

ORDERED that this is entered as a final Order.

SO ORDERED.

APPROVED and it is further

Hon. Melvin R. Wright Presiding Judge, Civil Division

Melun R. Wright

Copies to:

Prashant K. Khetan, Esq. TROUTMAN SANDERS LLP 401 9th Street, NW Suite 1000 Washington, D.C. 20004

David K. Herzog, Esq. FAEGRE BAKER DANIELS LLP 300 N. Meridian Street Suite 2700 Indianapolis, IN 47204

William P. White, Rehabilitator c/o Stephanie Schmelz DISB, Office of the General Counsel 810 First Street, NE Suite 701 Washington, D.C. 20002 Daniel Watkins, Esq. Special Deputy Rehabilitator 1050 K Street, NW Suite 400 Washington, D.C. 20001

Charles T. Richardson, Esq. FAEGRE BAKER DANIELS LLP 1050 K Street, NW Suite 400 Washington, D.C. 20001

Stephane J. Latour, Esq. E. Louise R. Phillips, Esq. Assistant Attorney Generals 441 Fourth Street, NW 630 South Washington, D.C. 20001

David Killalea, Esq MANATT PHELPS & PHILLIPS, LLP 700 12th Street, NW Suite 1100 Washington, D.C. 20005-4075

Steven I. Glover, Esq.
GIBSON DUNN & CRUTCHER
1050 Connecticut Avenue, NW
Washington, D.C. 20036
J. Jonathan Schraub, Esq.
Sands Anderson PC
1497 Chain Bridge Road, Suite 202
McLean, VA 22101