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THE STATE OF NEW HAMPSHIRE
SUPERIOR COURT
MERRIMACK SS
DOCKET NO. 03-E-0106

IN THE MATTER OF: :
 :
THE LIQUIDATION OF :
THE HOME INSURANCE : DEPOSITION OF:
COMPANY : JONATHAN ROSEN
 :
 :
 :

- - - - -

TRANSCRIPT of the stenographic notes
of the proceedings in the above-entitled
matter, as taken by and before CAROLYN
CHEVANCE, a Notary Public of the State of New
Jersey, held at the office of LOVELLS, 900
Third Avenue, New York, New York on June 14,
2005, commencing at 10:01 a.m.

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A P P E A R A N C E S:

LOVELLS
BY: GARY S. LEE, ESQ.
RYAN R. LITTRELL, ESQ.
900 Third Avenue

061405

5 here now I can give you an answer?

6 Q That's fine.

7 A I presume on reading it,
8 sitting here now, that the statutory
9 regime that he is referring to here is the
10 proprietary statutes, in other words the
11 distributions.

12 Q Did the AFIA -- strike that.
13 Did the ICC members advise you
14 that they considered the financial
15 information that they have their key piece
16 of leverage in any negotiation that they
17 have with the Home?

18 A Yes, I think they intimated as
19 such that it was a key piece of leverage,
20 from their perspective. I didn't see it
21 as leverage at all quite, honestly. But
22 then I wasn't the person who was
23 perceiving that people were going to be
24 duplicitous in all of their actions, only
25 certain people.

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1 JONATHAN ROSEN

2 Q Now, in the negotiations you
3 have with the ICC, did they seek Home's
4 agreement that it wouldn't seek to commute
5 with ACE, while you were negotiating the
6 proposed agreement?

7 A Yes, we entered into -- the
8 proposed agreement contemplated a
9 standstill.

10 Q when did Home agree that it
11 wouldn't seek to commute with ACE?

12 MR. LESLIE: Objection.

13 A We never agreed that we
14 wouldn't seek to commute with ACE. What
15 we said was we would continue in
16 discussions with ACE, but that we wouldn't
17 enter into a final commutation agreement
18 with ACE without first advising them.

19 There was discussion as to
20 whether they should have veto power over a
21 final deal that was reached, or how far we
22 were prepared to go, but we certainly
23 never committed to them that we wouldn't
24 continue to have discussions with ACE.

25 Q Just going down this document,

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1 JONATHAN ROSEN

2 there is a reference here to day one, and
3 the last line of that paragraph states
4 that, "Home also agrees that it won't seek
5 to commute with ACE in the meantime."

6 Did Home agree to that?

7 A No, I don't believe so. This
8 is a choreography that was preferred by
9 the ICC. What was ultimately agreed is
10 memorialized, and I think that that
11 document is comprehensive and doesn't
12 contain this provision at all.

13 Q So is it not the case that
14 Home did not agree to commute with ACE,
15 pending reaching agreement on the proposed