

ATTACHMENT TO ANTITRUST CIVIL INVESTIGATIVE DEMAND NO. 04-120

PART ONE -- DEFINITIONS

(A) “You,” “your,” or “your Company” shall mean the addressee of this set of Interrogatories and Subpoena Duces Tecum, and each subsidiary or division thereof, all past and present officers, directors, partners, employees, predecessors, successors, and assigns.

(B) The term “and” and “or” are terms of inclusion and not of exclusion and shall be construed either disjunctively or conjunctively as necessary to bring within the scope of this subpoena any document or information that might otherwise be construed to be outside its scope.

(C) The term “any” means each and every and one or more.

(D) “Communicate” or “communication” means every manner or means of disclosure, transfer or exchange, and every disclosure, transfer or exchange of ideas or information, whether orally, by document, or electronically, or whether face-to-face, by telephone, mail, personal delivery, electronic transmission or otherwise.

(E) “Document” shall mean all written or graphic matter, however produced, or reproduced, of every kind and description in your actual or constructive possession, custody, care or control, including without limitation, all writings, account letters, account recommendations, appointment books, books, books of accounts, calendars, CD-ROMs, charts, computer files, computer printouts, contracts, cost sheets, data compilation from which information can be obtained or can be translated through detection devices into reasonably usable form, diaries, drafts, drawings, e-mail, faxes, graphs, hotel charges, invoices, ledgers, magnetic discs, magnetic strips, magnetic tape, memoranda, microfiche, microfilm, minutes, notes, optical characters, papers, photographs, punched cards, punched paper tapes, receipts, recognition characters,

reports, sound tapes or recordings, statements, statistical records, stenographer notebooks, studies, telegraphs, time sheets or logs, video tapes or recordings, vouchers, weigh tickets, working papers, or any other tangible thing.

(F) “Identify” means to state:

(a) in the case of a person other than a natural person, its name and principal address and telephone number, its agent for service of process within the State of Florida, and the address for the agent for service of process in the State of Florida, and, if a trust, the name, address and telephone number of the trustee of the trust;

(b) in the case of a natural person, his or her name, home and business addresses and telephone numbers, employer, title or position, date of birth and social security number;

(c) in the case of a communication, its date, type (e.g., telephone conversation, letter, or meeting), the place where it occurred, the identity of each person who received the communication or who was present when it was made, and the subject matter discussed; and

(d) in the case of a document, either (i) the title of the document, the author’s identity, the addressee’s identity, the type and subject matter of the document, the date it was prepared, and the number of pages it comprises, or (ii) its production number.

(G) “Person” includes any natural person, corporate entity, partnership, association, joint venture, government entity or trust, and any other business or legal entity.

(H) “Relating to” means in whole or in part constituting, containing, concerning, discussion, commenting upon, describing, analyzing, identifying, stating, pertaining to, referring to, or forming the basis of.

(I) All references to the singular include the plural and vice versa.

(J) The present tense shall be construed to include the past tense and the past tense shall be construed to include the present tense.

(K) “Relevant period” shall mean January 1, 1998, through the present unless otherwise stated.

(L) “Public entity” shall mean each state and its political subdivisions, including but not limited to, its counties, municipalities, townships and special tax districts.

(M) “Broker” shall mean brokers and independent agents hired by Clients to advise them as to needed insurance coverage and to find Insurers offering that coverage.

(N) “Insurer” means every Person engaged as indemnitor, surety, or contractor in the business of entering into contracts of insurance or of annuity.

(O) “Client” or “Insured” shall mean any person seeking to purchase insurance for their businesses, employees or other Persons.

(P) “Financial products” shall mean Excess Casualty, Healthcare, FinPro insurance products.

(Q) “Middle market clients” shall mean businesses paying less than one million dollars in annual insurance premiums.

(R) “Small market” shall mean businesses with annual revenue under \$15 million.

GENERAL INSTRUCTIONS

The response to this Demand shall be submitted in the following manner:

1. Documents provided shall be completed and, unless privileged, unredacted, submitted as found in the company's files (*e.g.*, documents that in their original condition were stapled, clipped or otherwise fastened together or maintained in separate file folders shall be produced in such form). The company may submit photocopies (with color photocopies where necessary to interpret the document), in lieu of original documents, provided that such copies are true, correct and complete copies of the original documents.

2. Number each box and mark each box with corporate identification and the name(s) of the person(s) whose files are contained in that box. Documents shall be submitted in sturdy cartons not larger than 1.5 cubic feet.

3. Documents submitted shall be produced in the order in which they appear in the company's files and shall not be shuffled or otherwise rearranged. Mark each page with corporate identification and consecutive document control numbers. Place all documents produced in file folders. Mark each file folder with corporate identification, the name of the person whose documents are in the folder and how the original file was labeled.

PART TWO -- INTERROGATORIES

A. INSTRUCTIONS

1. If you do not have sufficient information to answer an interrogatory fully, submit as complete an answer as possible and explain why the answer is incomplete. For that part of your answer for which you lack information, submit your best estimate or judgment, so identified, and state the source or basis of the estimate or judgment. Where incomplete answers, or estimates or judgments are submitted, and you believe that other sources of more complete or accurate information exist, identify and describe those sources.

2. For each interrogatory that you refuse to answer in whole or in part pursuant to any claim of privilege, state in your response the nature and basis of the privilege claimed.

3. Certain words in the Interrogatories are capitalized. Any special meanings for those words, in addition to their normal usage, are defined in Part One to this Attachment, entitled "Definitions."

4. If the person to whom the Antitrust Civil Investigative Demand ("CID") is directed believes that any part of the CID can be narrowed in any way that is consistent with this Office's need for documents and information, you are encouraged to discuss possible modifications with the representative of this Office identified in the CID as the one to whom inquiries concerning compliance should be directed. All modifications to the CID must be agreed to in writing by said representative.

5. Unless otherwise indicated, all answers provided shall be limited to the Relevant Period.

B. INTERROGATORIES

1. Identify each Person with whom you have entered into a contingent commission agreement, placement service agreement, market services agreement or other similar agreement.

2. Identify your employees, officers and agents whose responsibilities included providing each Person identified in Interrogatory No. 1 with insurance quotes, prices, bids or proposals.

3. Identify each instance, including each Person involved in such instance, in which You requested or instructed a Person to submit a sham bid, cover bid, losing bid, “B” quote, or any other bid, price, quote, proposal or presentation in which you knew or suspected that such bid, price, quote, proposal or presentation would not be accepted or would be used to feign the appearance of competition.

4. Identify each Person responding to this subpoena on behalf of your Company and the part of the subpoena to which each Person responded.

5. Identify each Public Entity client, for whom You provided insurance brokerage services during the Relevant Period and for each, specify the Insurer with whom the insurance was placed.

6. Identify each instance, including each Person involved in such instance, in which You requested or instructed a Person to submit an “A Quote” or any other bid or quote for which You provided, in advance of submitting the quote, a target premium and/or policy terms for the “A Quote,” to said Person.

7. Identify each instance in which the Incumbent Insurer retained the business, as well as other Insurers involved in each “A Quote”.

8. Identify each instance, including each Person involved in such instance, in which You requested or instructed a Person to submit a “B Quote” as well as other Insurers involved in each “B Quote”.

9. Identify each instance, including each Person involved in such instance in which You requested or instructed a Person to submit a “C Quote” as well as other Insurers involved in each “C Quote” and identify the winning Insurer in each instance.

10. Identify each instance, including each Person involved in such instance in which You requested an Insurer to attend presentations for prospective Insureds and for which said Insurer had no reasonable expectation of securing the prospective Insured's business.

11. Has the Addressee asked any Insurer to provide any Fictitious Quotes?

12. Identify any Insurers that provided You with any "B Quotes," as well as the facts and circumstances.

13. Have You asked any Insurer to submit an inflated Quote in order to allow You subsequently to appear to have lowered that Quote through negotiations with the Insurer?

PART THREE-- PRODUCTION OF DOCUMENTS

A. INSTRUCTIONS

1. This demand for production of documents calls for the production of all responsive documents in the Company's possession, custody, or control without regard to the physical location of said documents. This demand for production of documents is a continuing request to the extent indicated in the CID or in the Schedule of Documents to be produced.

2. All documents shall be originals unless otherwise indicated. If your "original" is a photocopy (or other copy), then the copy should be produced as the original.

3. The documents produced shall be segregated according to, and enclosed in file folders or boxes marked so as to clearly identify, the particular paragraph (or subparagraph or category within a paragraph or subparagraph, if applicable) of this documents request in response to which they are being produced. Within the response to a given paragraph, subparagraph, or category, documents shall be organized and identified according to the files in which they were

kept, identifying the Persons for whom the files were kept and the place where the files were kept.

4. Each of the documents produced pursuant to this documents request shall be marked (such as by Bates stamp) with an identifying number, which shall begin with an alphabetical identifier for the producing entity and shall be placed on the lower right-hand corner of the page (except where such placement would obscure the text).

5. If the Company possesses no documents responsive to a paragraph of this documents request, state this fact, specifying the paragraph concerned, in your response. In the event that the Company should withhold any document under claim of any constitutional or other legal right or privilege, please state the following as to each such document:

- a. The name of each author, writer, sender, or initiator of such document or thing, if any;
- b. The name of each recipient, addressee, or party for whom such document was intended, if any;
- c. The date of such document, if any, or an estimate thereof and so indicated as an estimate if no date appears on said document;
- d. The general subject matter of the document;
- e. The claimed constitutional or other legal right or privilege the Company contends applies with respect to the document (e.g., “attorney-client privilege”).

6. Certain words in the demand for Production of Documents are capitalized. Any special meanings for those words, in addition to their normal usage, are defined in Part One of this Attachment, entitled "Definitions."

7. Unless otherwise indicated, all answers provided shall be limited to the Relevant Period.

8. Provide the requested data in spreadsheet form as a computer file. Such a computer file should be in the form of a non-encrypted computer spreadsheet file compatible with Microsoft Excel Office 2000 version, and the Microsoft Windows NT 4.0 (or 2000) operating system. Submit the computer file readable on a computer running the Microsoft Windows NT operating system, and submit a paper printout of the summary information contained in the computer file.

9. If images or OCR records of submitted documents exist as computer file(s) or are created by the Company in the connection with this investigation, provide the images and OCR records in machine-readable form.

B. SCHEDULE OF DOCUMENTS TO BE PRODUCED

1. All contingent commission agreements, placement service agreements, market services agreements or other similar agreements with each Person identified in Interrogatory No. 1, and all documents relating to such agreements.

2. All documents relating to each instance identified in Interrogatory Nos. 3, 6, 7, 8, 9, 10 and 12.

3. All documents You provided to the Office of the Attorney General of the State of New York, or any other governmental enforcement agency in response to any subpoena You

received in connection with the investigation of contingent commission agreements, placement service agreements, market services agreements or other similar agreements.

4. Documents sufficient to show all income or revenue received by You pursuant to the agreements identified in response to Interrogatory 1.

5. For each of your branches and/or regional offices, documents sufficient to show income or revenue received pursuant to the agreements identified in response to Interrogatory 1.

6. All documents concerning the relationship between the agreements identified in response to Interrogatory 1 and Your placement of insurance on behalf of clients including, but not limited to, insurance business not placed with an insurance carrier because the carrier refused to enter into an agreement acceptable to You.

7. Documents sufficient to show the compensation structure during the Relevant Period for Your account executives or other employees who service client accounts and their supervisors.

8. Documents sufficient to show the compensation structure during the Relevant Period for all Your employees responsible for deciding where to place insurance for particular clients.

9. Documents sufficient to show all incentives provided to Your employees during the Relevant Period for placing insurance with carriers with which You had agreements identified in response to Interrogatory 1.

10. All documents concerning any disclosure of agreements identified in response to Interrogatory 1 by You and Your clients.

11. All requests for information concerning agreements identified in response to Interrogatory 1 received from clients and any responses thereto.
12. All documents concerning any training of Your employees related to agreements identified in response to Interrogatory 1.
13. A list of Your employees primarily responsible for the negotiation, analysis and management of agreements identified in response to Interrogatory 1.
14. Identify all instances that You are aware of, from any means, that another insurer provided a “B Quote” to any Broker in connection with the provision of insurance coverage.