

*[Signature]* AUG 29 2018  
At 9:25 AM  
Velva L. Price, District Clerk

NO. D-1-GN-18-001933

TEXAS DEPARTMENT OF INSURANCE §  
§  
VS. §  
§  
GRAND COURT ORDER OF CALANTHE §

IN THE DISTRICT COURT OF  
TRAVIS COUNTY, TEXAS  
250TH JUDICIAL DISTRICT

**ORDER APPROVING TERMINATION OF REINSURANCE AGREEMENT**  
**(Clear Spring Life Insurance Company)**

On this day came on to be heard the *Application to Approve Termination of Reinsurance Agreement (Clear Spring Life Insurance Company)* filed by Resolution Oversight Corporation, Special Deputy Receiver of the Grand Court Order of Calanthe (“Calanthe”).

The Application requests an order pursuant to TEX. INS. CODE §443.008(a) and TEX. INS. CODE §443.102(b) approving the mutual termination of an Indemnity Reinsurance Agreement by and between Calanthe and Clear Spring Life Insurance Company.

In accordance with the *Order of Reference to Master* (“Orders of Reference”), the Application was properly submitted to the Master appointed in this cause. The Master has issued a report pursuant to Rule 171 of the Texas Rules of Civil Procedure, which is incorporated herein, finding and recommending as follows:

1. Notice of the hearing by submission of the Application was in accordance with the notice requirements of TEX. INS. CODE § 443.007, and the Orders of Reference;
2. No objection was filed by any party in interest;
3. The termination and release as set forth in the Termination Agreement attached as Exhibit 2 to the Application (“Termination Agreement”) is in the best interest of the receivership estate, its policyholders and other creditors;
4. Based on the Application and the evidence, the Application should be granted.

It is therefore ORDERED, ADJUDGED and DECREED that:

1. Exhibit 1, the Indemnity Reinsurance Agreement, Exhibit 2, the Termination Agreement, and Exhibit 3, the Affidavit of Ernesto Garza, attached to the Application, are admitted into evidence;
2. The Application is approved in all respects;
3. The Termination Agreement, or an agreement with terms substantially similar thereto, is approved;
4. The Special Deputy Receiver is authorized to execute any documents and incur any administrative expenses as necessary to effectuate the purposes of this Order and fulfill its obligations under the Termination Agreement;
5. Any disputes relating directly or indirectly to the Termination Agreement will be heard in this proceeding and referred to the Master appointed by this Court in accordance with the Order of Reference, and any amendments to such order; and
6. This Order constitutes a final judgment of the matters in the Application and is final for purposes of appeal.

SIGNED this 29<sup>th</sup> day of August, 2018.

  
\_\_\_\_\_  
JUDGE PRESIDING  
**TIM SULAK**

PROPER NOTICE GIVEN  
NO OBJECTION FILED.  
SUBMITTED

RECOMMENDED  
SIGNED ON 29<sup>th</sup> DAY OF August 2018

  
\_\_\_\_\_  
TOM COLLINS, RECEIVERSHIP SPECIAL MASTER