

IN THE MATTER OF NORTHSTAR FINANCIAL SERVICES (BERMUDA) LTD. (“NORTHSTAR”)
AND IN THE MATTER OF OMNIA LTD. (“OMNIA”)
TOGETHER (THE “COMPANIES”)

SUPREME COURT OF BERMUDA
COMMERCIAL COURT
2020 NO. 304 & 305

FAQs #2 - CLASS REPRESENTATION

The below set of FAQs is provided further to the FAQs enclosed with the letters to all policyholders and creditors dated 3 September 2021 (“**FAQs #1**”). These FAQs adopt the defined terms from FAQs #1.

1. In outline, what developments have there been in the Supreme Court of Bermuda (the “Court”) proceedings in relation to the segregation of the Companies’ accounts?

As stated in FAQs #1, the Joint Provisional Liquidators (the “**JPLs**”) had taken advice from their legal counsel in Bermuda and the United Kingdom on the question of segregation of the Companies’ accounts under the Segregated Accounts Companies Act 2000 and/or the private Acts to which the Companies have been subject from time to time.

As part of that process, the JPLs filed *ex parte* applications with the Court on 19 May 2021 to obtain directions from the Court on the conduct of a substantive hearing meant to determine the issues arising in relation to segregation. By the *ex parte* applications, the JPLs sought the Court’s approval of class representatives to represent the interests of various classes of creditors of the Companies.

The Court ordered that there shall be a substantive hearing to determine the issues relating to the substantive hearing and also that the JPLs shall appoint a representative to represent each of the three classes of investors/policyholders (i.e. the Fixed Class, the Variable Class and the General Creditor Class). Full details of the Court’s Order dated 26 August 2021 (the “**26 August 2021 Order**”) are set out in FAQs #1.

The Appointment of Class Representatives

Following the 26 August 2021 Order, the JPLs, together with their team and legal counsel proceeded to action the next steps in the proceedings pursuant to the Judgment, including but not limited to:

- i. Identifying and formally appointing the class representatives for the Fixed Class and the Variable Class;
- ii. Assisting the class representatives for the Fixed Class and the Variable Class with the identification and engagement of legal representatives; and
- iii. Drafting the open report on segregation and Estimated Statement of Affairs to be provided to the Class Representatives and compiling a list of further documents to be provided to the Class Representatives and their legal counsel.

The JPLs have now appointed Class Representatives for the Fixed and Variable Classes and the Class Representatives have subsequently engaged legal counsel in Bermuda (“legal counsel”).

However, following completion of the nomination process for the Class Representatives, the JPLs did not receive any nominations for persons wishing to act as Class Representative for the General Creditor Class. Despite further efforts, the JPLs were unable to identify a Class Representative for the General Creditor Class. Following consultation with Bermuda and UK legal counsel, the JPLs appointed an *Amicus Curiae* to enable the interests of the Companies' general creditors to be advanced at the Substantive Hearing. The JPLs applied to the Court for an order confirming the appointment of an *Amicus Curiae* and the Court granted the order on 13 December 2021. Accordingly, counsel in Bermuda has now been appointed to act as *Amicus Curiae* for the General Creditor Class.

2. Who will be represented?

The interests of all policyholders and creditors will be represented, as follows:

1. The interests of the investors and policyholders holding variable investments shall be a part of the Variable Class, and represented by the Variable Representative and their appointed Legal Counsel;
2. The interests of the investors and policyholders holding fixed or indexed investments shall be a part of the Fixed Class, and represented by the Fixed Representative and their appointed Legal Counsel; and
3. The interests of the creditors in the Companies not holding fixed, indexed or variable investments shall be part of the General Creditor Class, and shall be represented by the *Amicus Curiae*.

3. When should I contact my class representative (legal counsel) for my class?

There is no obligation to contact the Class Representatives, and not doing so will not prejudice any claim in the liquidation. The Class Representatives have been appointed to represent the interest of the class as a whole via the Order from the Court dated 26 August 2021, and as such your interest within that class will be represented.

Legal Counsel for each class are instructed to represent the interests of the class at the Substantive Hearing. They **are not** instructed to advise on any other matters.

When considering whether and how often to contact Legal Counsel for your class, please be aware that individual investors, policyholders and creditors contacting Legal Counsel will result in an increase in legal costs, which costs are to be paid as an expense of the Companies' liquidations and/or out of the assets of the Segregated Accounts (or any of them). For this reason, it is recommended that investors, creditors and policyholders take care when contacting Legal Counsel for their class and only do so where necessary. It is anticipated that Legal Counsel for each class will update the members of their class on a periodic basis.

For all queries not in relation to segregation, please continue to correspond with the JPLs through the following designated e-mail addresses:

- Omnia – cbcbmomnia@deloitte.com
- Northstar – cbcbmnfs@deloitte.com

4. What class am I in?

As set out in FAQs #1, your class is determined by the type of your investment currently held, as follows:

- If you are currently invested in mutual fund assets only, you will belong to the Variable Class.
- If you are currently invested in fixed or indexed products only, you will belong to the Fixed Class.
- If you are a general creditor, you will belong to the General Creditor Class.

If you're invested in both mutual fund assets and fixed return or indexed products and you wish to actively participate in the Court proceedings, you have a choice as to whether to join the Variable Class or the Fixed Class (for the purpose of the proceedings) based on which class you believe best represents your interests. There is no separate class to represent policyholders who hold both fixed or indexed investments and variable investments. Selecting a class is only for the purposes of actively participating in the Court proceedings and receiving information directly from Legal Counsel and will not prejudice your position as a creditor in both classes.

The following information may assist you in identifying which class you are in.

OMNIA:

In Omnia, there are three different types of product plans. Each of these plans relates to a specific type of investment (i.e. fixed and/or variable). Details of the product offerings and the relevant investments offered in each product are as follows:

Product	Investment	
	Fixed and Indexed	Variable
Guaranteed Rate Plan ("GRP")	Yes	No
Guaranteed Index Plan ("GIP")	Yes	No
Universal Investment Plan ¹ ("UIP")	Yes	Yes

¹ This product allowed policyholders to invest in fixed-rate and variable investments; therefore, your plan may have investments in either or both types of investment.

To confirm whether you hold fixed and/or variable investment(s), you may log into the client portal ("IMS") by visiting www.omnialtdbr.com. Once logged in, you may view the product name and investment(s) as follows:

- View the product in the upper-left hand corner;
- View the investment details (Investment(s) on "Investments" tab);
- If you have previously submitted a surrender/redemption request and have value in "Redemption Holding", the classification of your investment will use the investment type previously held prior to redemption. Please contact us at cbbmomnia@deloitte.com for further assistance.

If you do not have IMS access, you may find the product name on a past statement or your Trust Certificate ("Certificate"). Please note that in the event that there have been any changes to your plan/investments since the date of your most recent statement or welcome kit, your investment details on these documents may not reflect your current investment holdings. If you would like to confirm your current investment holding(s), please contact us at cbbmomnia@deloitte.com for assistance.

If you do not currently have verified access to IMS, please contact omniatpa@kanesolutions.com to request online access to your account.

NORTHSTAR:

In Northstar, there are fourteen different types of product plans. Each of these plans relates to a specific type of investment (i.e., fixed and/or variable). Details of the product offerings and the relevant investments offered in each product are as follows:

Product	Investment		Product	Investment	
	Fixed and Indexed	Variable		Fixed and Indexed	Variable
Global Advantage	Yes	No	Global Variable Annuity ¹	Yes	Yes
Global Advantage III, V	Yes	No	Global VIP ¹	Yes	Yes
Global Advantage Plus	Yes	No	Global VIP Elite	No	Yes
Global Advantage Select	Yes	No	Met Group Variable Deferred Annuity ¹	Yes	Yes
Global Interest Accumulator	Yes	No	Met Global Asset Portfolio ¹	Yes	Yes
Global Index Protect	Yes	No	Met Universal Life	Yes	No
Global Investment Plan ¹	Yes	Yes	Met Variable Universal Life ¹	Yes	Yes

¹ This product allowed policyholders to invest in fixed-rate and variable investments; therefore, your Plan may have value in either or both types of investment.

To confirm whether you hold fixed and/or variable investment(s), you may log into the client portal, by visiting www.northstarfinancialservices.bm. Once logged in, you may view the product name and investment(s) as follows:

- View the product name on the “Summary” tab;
- View the type of investment(s) on the “Assets” tab;
- If you have previously submitted a surrender/redemption request and have value in “Redemption Holding”/“Claim Processing” or a status of “Surrendered” with pending value on the “Disbursement” tab, the classification of your investment will use the investment type previously held prior to redemption. Please contact us at cbcbmfs@deloitte.com for further assistance.

If you do not have access to the client portal, you may find the product name on a past statement or the Data Page of the Welcome Kit. Please note that in the event that there have been any changes to your plan/investments since the date of your most recent statement or welcome kit, your investment details on these documents may not reflect your current investment holdings. If you would like to confirm your current investment holding(s), please contact us at cbcbmfs@deloitte.com or assistance.

For all “Met” products, please contact us at cbcbmfs@deloitte.com for further assistance.

If you do not currently have verified access to the client portal, please contact support@nfs.bm to request online access to your account. Please note that the information on the client portal(s) has not been verified by the JPLs and may be out of date.

As stated above, if you would like assistance confirming your current investment holdings/class membership, please contact the JPLs at:

- Omnia Ltd. – cbcbmomnia@deloitte.com
- Northstar Financial Services (Bermuda) Ltd – cbcbmfs@deloitte.com

5. Who are the Class Representatives and Legal Counsel?

The details of the Class Representatives for the fixed and variable classes and their legal representatives, as well as the *Amicus Curiae* who represents the General Creditor Class, are set out below:

CLASS	CLASS REPRESENTATIVE	LEGAL COUNSEL
Variable	Nestor Orland Solano and Carlos Roberto Solano	MJM Limited Thistle House 4 Burnaby Street Hamilton, HM 11 Bermuda Contact: Ms. Jennifer Haworth Email: variableclass@mjm.bm
Fixed	Maymouna Dwaydar, acting through Ms Dallal Dwaydar	Kennedys 20 Brunswick Street Hamilton, HM 10 Bermuda Contact: Mr. Nicholas Miles Email: fixedclass@kennedyslaw.com
General Creditor		Chancery Legal Chancery Hall 52 Reid Street Hamilton, HM12 Bermuda Contact: Mr. John Blackwood (<i>Amicus Curiae</i>) Email: info@cl.bm

The e-mail addresses above are specific to this matter; you are therefore advised that all communication take place via these e-mail addresses only.

Class Representatives should not be contacted directly. All communication in relation to this matter should be directed to Legal Counsel for each of the classes.

As a general matter, communications between Class Representatives/Legal Counsel and members of each of the classes will be the responsibility of the Class Representative and their respective legal advisors. The JPLs will provide such assistance as is necessary to enable this communication to take place.

If any distributors are creditors of the Companies, they will be part of either Northstar’s or Omnia’s General Creditor Class, and their role will be limited to them acting in their capacity as creditors in respect of the debts owed to them - they will only be entitled to receive information from the *Amicus Curiae* as a member of the General Creditor Class.

As a reminder, should you wish to contact Legal Counsel for your class, it is recommended that you take the following steps:

1. First, ensure you have contacted the JPLs to confirm which class you are a part of **before** contacting Legal Counsel. The **Class Representatives/Legal Counsel will not be able to provide you with your investment type and cannot confirm which class you are a part of**. Details of how to identify which class you are in are set out in section 3 above.
2. Second, you should use **only** the e-mail addresses listed above to contact Legal Counsel for your class. As mentioned above, these e-mail addresses are specific to this case.

We note that the identity of all creditors/investors/policyholders will need to be verified by the JPLs before Class Representatives/Legal Counsel are able to engage in communications with you. This will be done between Legal Counsel and the JPLs directly.

Please therefore allow for 7 business days before duplicating messages to Legal Counsel in order to allow them to verify your identity and contact details.

6. What are the next steps now that the Class Representatives and Legal Counsel have been appointed?

The JPLs have provided the Class Representatives and their respective Legal Counsel with initial documentation and information relating to the question of the segregation of the Companies' accounts. The JPLs' team is in the process of providing reports which set out the facts relevant to the segregation issues.

Thereafter, the JPLs will apply to the Court for a Directions Hearing. We cannot state at this time when such hearing may take place - this will be dependent on the time it takes for Legal Counsel to develop their legal position and arguments, as well as their availability as well as the Court. The JPLs anticipate that the Directions Hearing will take place no earlier than April 2022.

Following the outcome of the Directions Hearing, a date will be set for the Substantive Hearing where the Court shall make a determination on the question of the segregation of the Companies' accounts. Owing to the timetable of the Courts and the work to be undertaken, it is not possible to provide an estimated time frame at this time.

The JPLs will continue to issue general updates as to the progress of the proceedings before the Court and any hearings which are listed to be heard.

As a reminder, the duties and obligations of the Class Representatives in connection with the substantive hearing are set out in FAQs #1.

7. How will the costs in relation to the segregation dispute issue be met?

The legal costs and other expenses in relation to the segregation application will be met by all policy holders and creditors (from the investment funds held) in a manner to be approved by the Court and communicated to all policyholders and creditors in due course.