

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re ENRON CORPORATION SECURITIES
LITIGATION

§ Civil Action No. H-01-3624
§ **(Consolidated)**

§
§ CLASS ACTION
§

This Document Relates To:

MARK NEWBY, et al., Individually and On Behalf of All
Others Similarly Situated,

Plaintiffs,

vs.

ENRON CORP., et al.,

Defendants.

THE REGENTS OF THE UNIVERSITY OF
CALIFORNIA, et al., Individually and On Behalf of All
Others Similarly Situated,

§ Civil Action No. H-04-0088

§ CLASS ACTION
§

Plaintiffs,

vs.

MILBANK, TWEED, HADLEY & McCLOY LLP, et al.,

Defendants.

PROOF OF CLAIM

I. GENERAL INSTRUCTIONS

1. To recover as an Authorized Claimant based on your claims in the action entitled *The Regents of the University of California, et al. v. Milbank, Tweed, Hadley & McCloy LLP, et al.*, Civil Action No. H-04-0088 (the "Action"), you must complete and, on page 6 hereof, sign this Proof of Claim form. If you fail to submit a properly completed and addressed (as set forth in paragraph 3 below) Proof of Claim form, your claim may be rejected and you may be precluded from any recovery from the Settlement Fund created in connection with the settlement of this Action.

2. Submission of this Proof of Claim form, however, does not assure that you will share in the Settlement Fund.

3. IF YOU HAVE NOT ALREADY COMPLETED AND SUBMITTED THE PROOF OF CLAIM FORM SENT TO YOU WITH THE PLAN OF ALLOCATION NOTICE DATED DECEMBER 20, 2007, YOU MUST MAIL THIS PROOF OF CLAIM FORM, COMPLETED AND SIGNED, POSTMARKED ON OR BEFORE FEBRUARY 16, 2010, ADDRESSED AS FOLLOWS:

Enron Securities Litigation - Proof of Claim
Notice and Claims Administrator
c/o Gilardi & Co. LLC
P.O. Box 808061
Petaluma, CA 94975-8061

If you are NOT a Settlement Class Member (as defined in the Notice of Pendency and Partial Settlement of Class Action ("Notice") that accompanies this Proof of Claim) DO NOT submit a Proof of Claim form.

If you completed and submitted the Proof of Claim form that accompanied the Plan of Allocation Notice dated December 20, 2007 that was previously mailed to Settlement Class Members commencing on December 21, 2007, you need not complete and submit this Proof of Claim form to share in the distribution of the proceeds of the Net Settlement Fund. Those Settlement Class Members who do not need to submit a Proof of Claim form but who the Claims Administrator determines are entitled to distributions from proceeds of the Net Settlement Fund shall receive distribution checks, to which will be attached a document containing the same release set out in the Stipulation of Settlement and this Proof of Claim form. The back of the check will contain language acknowledging that by endorsing the check you are releasing all "Released Claims" (including "Unknown Claims") against the "Released Parties" and that such endorsement and release shall operate as if they had been included in the Proof of Claim such Settlement Class Member(s) previously submitted, all as more

particularly defined and set forth below, in the document attached to the check, and in the Stipulation of Settlement between Goldman Sachs and Representative Plaintiffs dated August 3, 2009.

4. If you are a Settlement Class Member, and have not requested exclusion, you are bound by the terms of the judgment to be entered in the Action with respect to the Settlement, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM FORM.

II. DEFINITIONS

Capitalized terms not defined in this Proof of Claim form have the same meaning as defined in the Notice that accompanies this form.

III. CLAIMANT IDENTIFICATION

1. If you purchased or otherwise acquired Enron 7% Exchangeable Notes ("7% Notes") and held the certificate(s) in your name, you are the beneficial purchaser as well as the record purchaser. If, however, you purchased the securities but the certificate(s) were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial purchaser and the third party is the record purchaser.

2. Use Part I of this form entitled "Claimant Identification" to identify each purchaser of record ("nominee"), if different from the beneficial purchaser of 7% Notes which forms the basis of this claim. THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL PURCHASER(S) OR ACQUIRER(S), OR THE LEGAL REPRESENTATIVE OF SUCH PURCHASER(S) OR ACQUIRER(S), OF THE SECURITIES UPON WHICH THIS CLAIM IS BASED.

3. All joint purchasers must sign this claim. Executors, administrators, guardians, conservators, and trustees must complete and sign this claim on behalf of Persons represented by them and their authority must accompany this claim and their titles or capacities must be stated. The Social Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

IV. CLAIM FORM

1. Use Part II of this form entitled "Schedule of Transactions in 7% Notes" to supply all required details of your transaction(s) in such securities. If you need more space or additional schedules, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.

2. On the schedules, provide all of the requested information with respect to **all** of your purchases or other acquisitions and **all** of your sales or other dispositions of 7% Notes which took place at any time beginning on August 10, 1999 through December 2, 2001, inclusive (the "Settlement Class Period"), whether such transactions resulted in a profit or a loss. Failure to report all such transactions may result in the rejection of your claim.

3. List each transaction in the Settlement Class Period separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day, and year of each transaction you list.

4. The date of covering a "short sale" is deemed to be the date of purchase of 7% Notes. The date of a "short sale" is deemed to be the date of sale of such securities.

5. Broker confirmations or other documentation of your transactions in 7% Notes should be attached to your claim. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim.

6. NOTICE REGARDING ELECTRONIC FILES: Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. All claimants MUST submit a manually signed paper Proof of Claim form whether or not they also submit electronic copies. If you wish to file your claim electronically, you must contact the Claims Administrator at 1-877-571-8652 or visit their website at www.gilardi.com to obtain the required file layout. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the claimant a written acknowledgment of receipt and acceptance of electronically submitted data.

PLEASE NOTE:

If you previously submitted a claim form to the Notice and Claims Administrator, you do not need to submit another claim form to participate in these additional proposed settlements.

Official
Office
Use
Only



UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

The Regents v. Milbank, Tweed, et al.
Civil Action No. H-04-0088

Must be Postmarked
on or before
February 16, 2010

ENRO16

PROOF OF CLAIM

Please Type or Print in the Boxes Below
Do NOT use Red Ink, Pencil, or Staples

PART I: CLAIMANT IDENTIFICATION

Last Name	M.I.	First Name
<input type="text"/>	<input type="text"/>	<input type="text"/>

Last Name (Co-Beneficial Owner)	First Name (Co-Beneficial Owner)
<input type="text"/>	<input type="text"/>

IRA
 Trust
 Joint Tenancy
 UTMA/UGMA
 Individual
 Other _____

Company Name (Beneficial Owner - If Claimant is not an Individual) or Custodian Name if an IRA (specify)

Trustee/Asset Manager/Nominee/Record Owner's Name (if Different from Beneficial Owner Listed Above)

Account#/Fund# (Not Necessary for Individual Filers)	Date of Trust
<input type="text"/>	<input type="text"/> / <input type="text"/> / <input type="text"/>

Social Security Number	or	Taxpayer Identification Number
<input type="text"/> - <input type="text"/> - <input type="text"/>		<input type="text"/> - <input type="text"/>

Telephone Number (Work)	Telephone Number (Home)
<input type="text"/> - <input type="text"/> - <input type="text"/>	<input type="text"/> - <input type="text"/> - <input type="text"/>

Email Address

MAILING INFORMATION

Address

Address

City	State	Zip Code
<input type="text"/>	<input type="text"/>	<input type="text"/> - <input type="text"/>

Foreign Province	Foreign Zip Code	Foreign Country Name/Abbreviation
<input type="text"/>	<input type="text"/>	<input type="text"/>

FOR CLAIMS PROCESSING ONLY	PB <input type="text"/>	PC <input type="text"/>	<input type="radio"/> ND	<input type="radio"/> NS	<input type="radio"/> ICI	<input type="radio"/> OPT	<input type="text"/> <input type="text"/> / <input type="text"/> <input type="text"/> / <input type="text"/> <input type="text"/> <input type="text"/>
			<input type="radio"/> IHI	<input type="radio"/> NTIN	<input type="radio"/> OTHER	<input type="radio"/> MRG	
						<input type="radio"/> BOTH	



V. SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS

I (We) submit this Proof of Claim form under the terms of the Stipulation of Settlement described in the Notice. I (We) also submit to the jurisdiction of the United States District Court for the Southern District of Texas, Houston Division (the "Court"), with respect to my (our) claim as a Settlement Class Member. I (We) further acknowledge that I am (we are) bound by and subject to the terms of the judgment(s) to be entered in connection with the Settlement in the Action, including the releases set forth therein. I (We) agree to furnish additional information such as transactions in other Enron or Enron-related securities to the Notice and Claims Administrator to support this claim if required to do so.

VI. RELEASE AND WARRANTIES

1. I (We) hereby acknowledge full and complete satisfaction of, and do hereby fully, finally, and forever settle, release, and discharge from the Released Claims each and all of the Released Parties.

2. "Released Claims" means any and all claims, demands, rights, liabilities, and causes of action (including "Unknown Claims") of any nature whatsoever, asserted under federal, state, common, local, or foreign law (including, without limitation, claims under the Securities Exchange Act of 1934 and the Securities Act of 1933, the Texas Securities Act, any analogous state securities act, and common law) that Representative Plaintiffs and/or any Settlement Class Member have, had, or may have against the Released Parties (as defined below) (i) based on, arising out of or related directly or indirectly to the purchase or sale or other acquisition or disposition, or holding of any Enron or Enron-related publicly traded securities, and (ii) based on, arising out of, or related directly or indirectly to all acts, facts, statements, or omissions that were or could have been alleged in the Action.

3. "Released Parties" means Goldman, Sachs & Co. and its parent, The Goldman Sachs Group, Inc., their direct and indirect present and former parents, subsidiaries, divisions, affiliates, attorneys, accountants, insurers, predecessors and successors, and all of their respective current and former members, officers, directors, managing directors, principals, shareholders, employees and agents, heirs, executors, administrators, spouses, assigns and/or bankruptcy estates, in each instance only in their capacity as such, and any person or entity in which any of the above has or had a controlling interest or which is or was related to or affiliated with any of the above, but excluding the Non-Settling Defendants in the Action.

4. "Unknown Claims" means any Released Claim that any Representative Plaintiff or Settlement Class Member does not know or suspect to exist in his, her or its favor at the time of the release of the Released Parties that if known by him, her or it, might have affected his, her or its settlement with and release of the Released Parties, or might have affected his, her or its decision not to object to this Settlement or not to exclude himself, herself or itself from the Settlement Class. With respect to any and all Released Claims, the Settling Parties stipulate and agree that, upon the Effective Date, the Representative Plaintiffs shall be deemed to have expressly waived, and each of the Settlement Class Members shall be deemed to have waived and by operation of the Judgment shall have waived, the provisions, rights, and benefits of California Civil Code §1542, which provides:

A GENERAL RELEASE DOES NOT EXTEND TO CLAIMS WHICH THE CREDITOR DOES NOT KNOW OR SUSPECT TO EXIST IN HIS OR HER FAVOR AT THE TIME OF EXECUTING THE RELEASE, WHICH IF KNOWN BY HIM OR HER MUST HAVE MATERIALLY AFFECTED HIS OR HER SETTLEMENT WITH THE DEBTOR.

Upon the Effective Date, the Representative Plaintiffs shall be deemed to have expressly waived, and each of the Settlement Class Members shall be deemed to have waived and by operation of the Judgment shall have waived, any and all provisions, rights, and benefits conferred by any law of any state or territory of the United States, or principle of common law, that is similar, comparable, or equivalent to California Civil Code §1542. The Representative Plaintiffs and Settlement Class Members may hereafter discover facts in addition to or different from those that any of them now knows or believes to be true with respect to the subject matter of the Released Claims, but each Representative Plaintiff shall expressly have, and each Settlement Class Member shall be deemed to have and by operation of the Judgment shall have, fully, finally, and forever settled and released any and all Released Claims, known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, that now exist, or heretofore have existed upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct that is negligent, reckless, intentional, with or without malice, or a breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts. The Representative Plaintiffs acknowledge, and the Settlement Class Members shall be deemed to have acknowledged, and by operation of the Judgment shall have acknowledged, that the foregoing waiver was separately bargained for and a key element of the settlement of which this release is a part.

5. This release shall be of no force or effect unless and until the Court approves the Stipulation of Settlement and the Stipulation becomes effective on the Effective Date (as defined in the Stipulation).



I (WE) DECLARE UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE UNITED STATES OF AMERICA THAT ALL OF THE FOREGOING INFORMATION SUPPLIED ON THIS PROOF OF CLAIM AND RELEASE FORM BY THE UNDERSIGNED IS TRUE AND CORRECT.

Executed this _____ day of _____ in _____
(Month/Year) (City/State/Country)

(Sign your name here)

(Sign your name here)

(Type or print your name here)

(Type or print your name here)

(Capacity of person(s) signing, e.g.,
Beneficial Purchaser, Executor or Administrator)

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Beneficial Purchaser, Executor or Administrator)

**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME.
THANK YOU FOR YOUR PATIENCE.**

Reminder Checklist:

1. Please sign this Proof of Claim.
2. Remember to attach supporting documentation, if available.
3. Do not send original stock certificates.
4. Keep a copy of your claim form and all supporting documentation for your records.
5. If you desire an acknowledgment of receipt of your claim form please send it Certified Mail, Return Receipt Requested.
6. If you move, please send us your new address.

