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I. Profession	Accrediting Agency or Jurisdiction	Date of Admission
Attorney	United States Supreme Court	March 17, 1993
	<u>Circuit Courts</u>	
	Court of Appeals, Second Circuit	September 25, 1986
	Court of Appeals, Third Circuit	April 20, 1989
	Court of Appeals, Fourth Circuit	August 1, 2007
	Court of Appeals, Sixth Circuit	November 11, 2011
	Court of Appeals, Seventh Circuit	April 4, 2003
	Court of Appeals, Eighth Circuit	December 27, 2002
	<u>Federal Courts</u>	
	United States District Court, District of New Jersey,	March 17, 1986
	United States District Court, Southern District of New York	October 1, 1985
	United States District Court, Northern District of New York	March 1, 1993
	United States District Court, Eastern District of Michigan	September 10, 2002
	United States District Court, Northern District of Illinois	April 4, 2003
	United States District Court, District of Colorado	June 10, 2005
	United States District Court, Eastern District of New York	April 11, 2007
	United States District Court, Western District of Texas	October 4, 2007
	<u>State Courts</u>	
	State of New York	April 10, 1985
	Supreme Court of New Jersey	February 3, 1986
	The Supreme Court, State of Illinois	June 12, 2001
	District of Columbia Court of Appeals	February 11, 2002
	Supreme Court, State of Texas	December 12, 2002
	Supreme Court, State of Colorado	March 17, 2004
	Supreme Court, State of Pennsylvania	February 19, 2009

II. Professional Organization	Number of Years	Active/Inactive
American Bar Association		Active
Bar Assoc. of the District of Columbia		Active
Council of Institutional Investors		Active
Defense Research Institute		Active

Federal Bar Council	Active
Illinois Bar Association	Active
National Association of Public Pension Attorneys	Active
New Jersey State Bar Association	Active
New York City Bar Association	Active
New York State Bar Association	Active

III. General professional experience:

Andrew J. Entwistle is a founding partner of the firm. He received his undergraduate degree from the University of Notre Dame and his law degree from the University of Syracuse College of Law. Mr. Entwistle's practice principally involves the representation of public and private institutional investors in complex litigation and corporate finance and transactional matters.

Over the years, Mr. Entwistle has represented clients including Fortune 100 companies, public and private institutional investors, governmental and individual clients in a variety of corporate finance and transactional matters, and in complex business, securities, antitrust and bankruptcy litigation throughout the United States before federal and state courts, surrogate's and probate courts, grand juries, administrative and regulatory agencies and arbitration panels. Mr. Entwistle is also actively engaged in the defense of institutional investors and international businesses in complex securities, antitrust, bankruptcy and corporate finance related matters. Having spent years both litigating complex securities fraud, bankruptcy and antitrust cases and litigating major coverage cases for insurers and insureds, Mr. Entwistle often now finds himself retained to litigate Directors & Officers and related coverage litigation arising out of rapidly developing complex litigation.

Appointed by Chief Judge Lifland of the United States Bankruptcy Court for the Southern District of New York to serve on the Court's Special Mediation Panel, Mr. Entwistle has actively mediated and/or litigated a number of complex bankruptcy matters including representing the Retired Employees Committee in the OMC Bankruptcy, equity holders in the American Bank Note Bankruptcy and the State of Florida in connection with the Enron Bankruptcy. Mr. Entwistle was also special litigation counsel for the Global Crossing Estate Representative in connection with the Global Crossing Bankruptcy, co-lead counsel for the customers in the MF Global litigation where he is working in concert with the SIPA Trustee as assignee of many of the Trustee's claims and as Co-liaison counsel for the defendants in the Tribune litigation in the Southern District of New York arising out of the Tribune bankruptcy.

Mr. Entwistle has been named to the Martindale-Hubbell Bar Register of Preeminent Lawyers, to the Order of International Fellowship, Who's Who In The World, Who's Who In America, Who's Who In The East, Who's Who In American Law, Who's Who In Practicing Attorneys, Who's Who In Emerging Leaders In America and Who's Who In Finance and Industry. The International Biographical Centre of Cambridge, England named Mr. Entwistle as its International Legal Professional of the Year for 2004 and inducted him into the Centre's International Order of Merit.

Mr. Entwistle serves as a member of the Board of Directors of Hannah & Friends. Mr. Entwistle was also named the 2003 Man of the Year by the Catholic Big Brothers for Boys and Girls after more than a decade of service on the Board of that organization which service included founding Sports Buddies New York, a partnership between the youth of New York City and athletes from the New York region's professional sports teams. Mr. Entwistle has received special commendations from the President of the United States, the Governors of the States of Georgia and Hawaii, and the New York State Assembly. He also serves as outside counsel to, and is now or has previously acted as a director on several corporate, advisory and charitable boards. Mr. Entwistle was also one of the original members of the Board of Directors of the Giuliani Center for Urban Leadership. In addition to membership in the Federal Bar Council and various city, county, state and national bar associations, Mr. Entwistle is a member of the National Association of Public Pension Funds Attorneys and is an Educational Sustainer of the Council of Institutional Investors.

Mr. Entwistle also acts as Northeast Regional Editor for the Defense Research Institute publication *The Business Suit* (from 1998-present), is a member of various bar and business association committees (including speaking on Sarbanes-Oxley to the Federal Bar Council's 2003 Annual Bench and Bar Conference and co-chairing a New York State Bar Association Panel on Alternative Dispute Resolution for the Trial Practice Committee of the State Bar's Commercial and Federal Litigation Section), and he has lectured extensively and has been interviewed by print, radio and television journalists to provide commentary on a variety of general business law, litigation, securities antitrust, bankruptcy and trial issues. In May 2009, Mr. Entwistle was interviewed by the Insider Exclusive on the following topics: the Bernard Madoff Scandal; Wall Street's Meltdown; the American Financial System; and, the Fight to Save Tator's Dodge. In March 2009, Mr. Entwistle was a panelist on the American Bar Association's conference entitled "Implied Repeals of the Antitrust Laws: How Far Are the Courts Willing to Go?" (<http://www.abanet.org/antitrust/at-bb/audio/09/03-09.shtml>).

Mr. Entwistle was a member on the Federal Bar Council's 2005 Winter Bench & Bar Planning Committees, he spoke on both the Class Action Litigation and 2008 Cross Border Issues Panels at the Federal Bar Council's 2005 Conference, and he co-chairs the 2008 Supreme Court Review Subcommittee. Mr. Entwistle is also the author of articles and publications on various legal and business topics, including: "Revisiting Discovery "Best Practices" and Penalties" For The Defense, DRI, August 2010; "Unconscionable Terms Can Be Waived in Arbitration Agreement," *The Business Suit*, DRI, June 2010; Computer Hacker Can Be Sued for Securities Fraud, Second Circuit Rules; New York Appellate Court Reinstates Complaint Based on Adverse Interest Exception to *In Pari Delicto* Doctrine" *The Business Suit*, DRI, January 4, 2010; "Computer Hacker Can Be Sued for Securities Fraud, Second Circuit Rules; New York Appellate Court Reinstates Complaint Based on Adverse Interest Exception to *In Pari Delicto* Doctrine" *The Business Suit*, DRI, January 4, 2010; "Broad Arbitration Agreement Authorizes Arbitrator to Sanction A Party's Bad Faith Conduct; Absent Class Members Not Entitled Full Access to Attorney's Files; Intentional Spoliation of Evidence May Form Basis for Fraud Claims," *The Business Suit*, DRI, August 25, 2009; "Affiant's 'To My Knowledge' Statement Sufficient to Defeat Summary Judgment; Class Action Waiver Clause in Arbitration Agreement is Unenforceable," *The Business Suit*, DRI, April 13, 2009; "'Staehr' Hikes Burden of Proof to Place Investor on Inquiry Notice," *New York Law Journal*, December 15, 2008; "Potential Securities Fraud: 'Storm Warnings' Clarified," *New York Law Journal*, October 23, 2008; "'Wagoner' In Pari Delicto Defenses Aid Outside Auditors," *New York Law Journal*, August 29, 2008; "Second Circuit Clarifies Pleading Requirements

for Scienter in Securities Fraud Class Actions; No Forum Shopping in Insurance Dispute, Second Circuit Says; New York Sets Aside Verdict Imposing Alter Ego Liability,” The Business Suit, DRI, August 11, 2008; “Long-Arm Statute Does Not Confer Jurisdiction on Foreign Libel Litigant; Crime-Fraud Exception Pierces Attorney-Client Privilege; New York May Seek Own Separate Arbitration,” The Business Suit, DRI, May 16, 2008; “Approaches to Asset Recovery For Pension Fund Subprime Exposure,” The NAPPA Report, February 2008; “Injunction Against NHL’s Transfer of Website Denied; Republic of Congo’s Oil Company Immune from RICO Charges; Discovery of Anonymous Bloggers Denied,” The Business Suit, DRI, December 20, 2007; “Ex Parte Communications with Former Employee May Not Merit Disqualification; Accounting Firm Not Subject to Federal Jurisdiction; Statements Made by Employer Privileged,” The Business Suit, DRI, September 6, 2007; “Accounting Firm Has Affirmative Duty; New York’s Highest Court Rejects Insured’s Single-Occurrence Theory,” The Business Suit, DRI, May 2, 2007; “Imputation Doctrine No Longer Protects Auditors,” The Business Suit, DRI, August 2006; “Merchant Lacks Standing to Assert Antitrust Claims Against Credit Card Companies for Chargeback Fees,” The Business Suit, DRI, December 22, 2006; “Thompson Memorandum’s Attorneys’ Fees Provision Held Unconstitutional,” The Business Suit, DRI, August 2006; “Beer Supplier and Distributor Must Arbitrate Dispute Despite New York Law to the Contrary,” The Business Suit, DRI, January 5, 2006; “Corporate Exposure and Employment Practices Liability,” Mealey’s Reinsurance Conference, November 2000; “Distinguishing Valid Fraud Claims From Trumped Up Breach of Contract Actions,” The Business Suit, DRI, Winter 2000; “New York Clarifies Its “Borrowing Statute”; New Jersey’s “New Business” Rule Declared Alive and Well; Second Circuit Finds Former Corporate Executives Entitled to Fifth Amendment Privilege,” The Business Suit, DRI, January 2000; “The Fine Line Between An Auditor’s Recklessness and Intent to Deceive,” The Business Suit, DRI, Summer 1999; “What a Web We Weave . . . Jurisdiction in Web-Related Litigation,” The Business Suit, DRI, Winter 1998; “Red Light, Green Light, 1-2-3: Stop and Go Traffic on the Information Superhighway,” The Business Suit, DRI, Winter 1998; “Due Deference -- The Supreme Court Confirms the Post-Daubert Discretion of the Trial Judge as the “Gatekeeper”,” The Business Suit, DRI, Winter 1998; “The Inevitable Disclosure Doctrine and the Economic Espionage Act: Emerging Weapons In the Battle to Protect Trade Secrets from Theft and Misappropriation,” The Business Suit, DRI, Spring 1998; “Covenants Not to Compete and the Duty of Loyalty,” (DRI Spring 1997 Conference Chicago); “New York Business Law Update 1997,” (New York State Society of CPA’s); “New York Business Law Update 1998,” (New York State Society of CPA’s); “Excess Insurers Late Notice and Prejudice, American Home Puts The Issue to Rest,” New York Law Journal, July 1993; and “Managing the Risks of Accountants Liability, A Legal Perspective,” New York Society of CPA’s, 1993, 1995, 1997, 1998. In 2005 the Texas State Bar Association asked Mr. Entwistle to videotape a talk on disaster related issues to assist lawyers and other professionals in the wake of Hurricane Katrina. The videotape also received broad distribution by the State of Mississippi Governor’s office.

After a brief tenure in the District Attorney’s office, Mr. Entwistle became a lead trial and appellate attorney at Wilson Elser Moskowitz Edelman & Dicker, trying a broad variety of commercial, securities, insurance, fraud and government-related matters. During the following years with the Mudge Rose firm, Mr. Entwistle’s trial and appellate practice also came to include transaction-related litigation, antitrust and bankruptcy work. Mr. Entwistle’s practice now focuses on representing public and private institutional investors and financial institutions in litigation, transactional and bankruptcy matters. Mr. Entwistle also works closely with the governors, treasurers and attorneys general of several states. In

connection with the firm's Corporate Practice, Mr. Entwistle has acted as lead counsel on joint ventures, restructurings, venture capital placements and a multi-billion dollar leveraged buyout.

IV. General pertinent experience:

Mr. Entwistle has represented parties in mediation, arbitration, summary jury trials and other forms of alternative dispute resolution in various forums. Mr. Entwistle has also co-chaired a panel on alternative dispute resolution for the New York State Bar Association's Federal and Commercial Litigation Section and has lectured on the subject of mediation.

V. Mediation training:

Mr. Entwistle participated in the Institute for Conflict Management mediation training, sponsored by United States Bankruptcy Court, June 27 and 28, 1994, 16 hrs.

VI. Pertinent bankruptcy training:

Mr. Entwistle has represented both debtors and creditors in various bankruptcy matters. He has represented insolvent insurers and been involved in loan work outs. Mr. Entwistle has actively mediated and/or litigated a number of complex bankruptcy matters including representing the Retired Employees Committee in the OMC Bankruptcy, equity holders in the American Bank Note Bankruptcy and the State of Florida in connection with the Enron Bankruptcy. Mr. Entwistle is also special litigation counsel for the Global Crossing Estate Representative in connection with the Global Crossing Bankruptcy, co-lead counsel for the customers in the MF Global litigation where he is working in concert with the SIPA Trustee as assignee of many of the Trustee's claims and as Co-liaison counsel for the defendants in the Tribune litigation in the Southern District of New York arising out of the Tribune bankruptcy.

VII. General pertinent business or legal experience:

Mr. Entwistle has counseled directors and officers on their legal responsibilities, has worked out various corporate restructurings of finance and has litigated a broad variety of commercial disputes.

VIII. Firm General

Entwistle & Cappucci LLP is a full-service law firm providing the following legal services to its comprehensive client base:

- Alternate Dispute Resolution;
- Antitrust;
- Appeals;
- Business Transactions;
- Complex Business and Commercial Litigation;

- Corporate Governance;
- Employment and Labor;
- Executive Compensation;
- Government Affairs and Administrative Law;
- Insurance and Reinsurance;
- Intellectual Property;
- Mergers and Acquisitions;
- Securities Litigation;
- Trust and Estate Litigation, Planning and Administration;
- White Collar; and
- Workouts, Reorganizations and Bankruptcy Litigation.