

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

In re	x	
	:	Chapter 11
WASHINGTON MUTUAL, INC., et al., <sup>1</sup>	:	Case No. 08-12229 (MFW)
	:	
Debtors.	:	Jointly Administered
	:	
	x	

**AGREED ORDER**

WHEREAS, on June 8, 2010, American National Insurance Company, American National Property and Casualty Company, Farm Family Life Insurance Company, Farm Family Casualty Insurance Company, and National Western Life Insurance Company (collectively, "ANICO," ) served the First Request of American National Insurance Company, et al to the Debtors for Production of Documents (the "Requests");

WHEREAS, on September 24, 2010, the Court heard ANICO's Motion to Compel Production of Documents from Debtors and to Exercise Its Right to Participate in General Discovery Available to All Parties;

WHEREAS, on October 5, 2010, the Court issued the Order Regarding the Texas Group's Motion to Compel Production of Documents From Debtors and to Exercise Its Right to Participate in General Discovery Available to All Parties and ordered Washington Mutual, Inc. ("WMI"), Debtor and Debtor in Possession in these jointly administered chapter 11 cases, to respond to ANICO's Requests by October 19, 2010;

WHEREAS, on October 19, 2010, WMI served its Objections and Responses to the Requests;

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<sup>1</sup> The Debtors in these chapter 11 cases along with the last four digits of each Debtor's federal tax identification number are: (i) Washington Mutual, Inc. (3725); and (ii) WMI Investment Corp. (5395). The Debtors' principal offices are located at 925 Fourth Avenue, Seattle, Washington 98104.



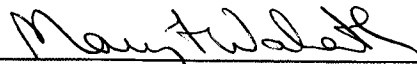
WHEREAS, WMI wishes to preserve the confidentiality of any documents produced in response to the Requests (the "Materials") and asserts that certain of the Materials may be protected by applicable privileges, including but not limited to, the attorney-client privilege, work product protection, or common interest privilege; and therefore

IT IS HEREBY ORDERED THAT:

1. Privilege Preserved. Production of the Materials by WMI to ANICO shall not constitute a waiver of any applicable privilege, including but not limited to, the attorney-client privilege, work product protection, or common interest privilege.
2. No Subject-Matter Waiver. Pursuant to Federal Rule of Evidence 502(d), production of the Materials by WMI to ANICO shall not be used by any party as a basis to argue subject matter waiver or waiver based on "selective disclosure" or similar doctrines of waiver.
3. Confidentiality. ANICO shall treat the Materials as Highly Confidential, as that term is defined in the Confidentiality Agreement Governing Confirmation Discovery dated July 1, 2010, and shall not disclose the Materials to any third parties in connection with plan confirmation proceedings or otherwise. The foregoing notwithstanding, counsel for ANICO may disclose the Materials to (a) ANICO, (b) experts, (c) staff to counsel for ANICO, and (d) to witnesses upon examination at any deposition or plan confirmation hearing; however, transcripts of depositions during which any of the Materials are used shall be designated as Highly Confidential. Further, Court filings containing or referring to the Materials shall be made under seal.
4. No Prejudice. This Order is without prejudice to ANICO's right to assert that no privilege applies in the first instance to the Materials or that waiver of any privilege occurred by a means other than WMI's production of the Materials to ANICO.

5.     Retention of Jurisdiction. The Court shall retain jurisdiction over any disputes related to this Order.

Dated: Wilmington, Delaware  
      Nov. 2, 2010

  
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THE HONORABLE MARY F. WALRATH  
UNITED STATES BANKRUPTCY JUDGE