

## JOHN T. ANDREWS, JR.

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### **EXPERIENCE:**

#### **Arbitrator and Umpire**

Serve as party appointed arbitrator or umpire in arbitrations involving reinsurance disputes. Certified ARIAS.US Arbitrator and Umpire.

#### **Consultant**

7/1/04 – Present

Since retiring early from SCOR U.S. Corporation on June 30, 2004, have provided consulting services regarding reinsurance and insurance matters, including litigation support, to SCOR U.S., its French parent, SCOR SE, and other companies.

#### **Directorship**

2003 -Present

Member of the Board of Directors of SCOR Reinsurance Company, the principal subsidiary of SCOR U.S.

#### **SCOR U.S. CORPORATION**

1989 – 6/30/04

New York, New York

*Senior Vice President and Senior Counsel*

1/1/04 – 6/30/04

*Senior Vice President, General Counsel  
and Secretary*

1989 – 12/31/03

Served as chief legal officer and corporate secretary of SCOR U.S. and its property and casualty reinsurance and insurance subsidiaries, including SCOR Reinsurance Company. Served on the internal executive management committee. Advised the Board of Directors and senior management of SCOR U.S. and its subsidiaries, and SCOR on all significant legal issues, including underwriting and claims matters, litigation and arbitrations, federal and state regulatory matters, and mergers and acquisitions. Until 1995, SCOR U.S. was a New York Stock Exchange listed company. Subsequent to 1995, advised SCOR (France) with respect to legal issues arising out of the fact that it had American Depositary Shares listed on the New York Stock Exchange. In addition, had responsibility for the human resources and administration functions in SCOR U.S. and its subsidiaries during certain periods. In anticipation of retirement on June 30, 2004, became Senior Vice President and Senior Counsel on January 1, 2004 and advised SCOR and SCOR U.S. regarding major litigation, regulatory issues and discontinued business.

- Led teams of outside and inside counsel in handling the legal aspects of the following:
  - the acquisition by SCOR U.S. in 1996 of the property and casualty reinsurance division of Allstate Insurance Company. As a result of this transaction SCOR U.S. became at that time one of the leading broker market reinsurers in the U.S.
  - the private sale in 1993 by SCOR U.S. of \$86.25 million of convertible subordinated debentures.
  - the merger in 1990 of the parent of The Unity Group of reinsurance companies into SCOR U.S.
- Led the effort to create and implement a new compensation system for SCOR U.S. and its subsidiaries, which included annual and long-term cash incentive plans and stock option plans for key employees and members of the Board of Directors of SCOR U.S.

#### **PRIMERICA CORPORATION**

1985 - 1988

Greenwich, Connecticut

*Senior Vice President, General Counsel and Secretary  
Primerica Corporation*

1987 - 1988

## JOHN T. ANDREWS, JR.

*Senior Vice President and General Counsel  
Associated Madison Companies, Inc.  
(Subsidiary of Primerica)*

1985 - 1987

Served as chief legal officer and reported to the Chairman and Chief Executive Officer. Advised the Chairman, senior management and the Board of Directors on all significant legal issues, managed the Legal Department and the corporate secretarial operation, including administration of stock option plans, and oversaw and coordinated the legal functions in the 12 major life and health insurance, financial services and specialty retailing subsidiaries. Served as a member of Primerica's senior management Operating Committee.

- Supervised and coordinated the work of a team of attorneys in connection with the acquisition of Smith Barney, a major securities brokerage and investment banking firm. Directed due diligence and revision of Primerica's securities law compliance program, reviewed and approved all agreements and other documents relating to the acquisition, and drafted press releases.
- Participated in a number of other acquisitions, dispositions and investments by Primerica, including the sale of the largest record store chain in the U.S. and substantial mortgage investments in two resort hotels.
- Led a team of outside and in-house counsel in handling the legal aspects of the acquisition of Primerica by Commercial Credit Group, Inc. in December 1988 for \$1.6 billion.

**THE PRUDENTIAL INSURANCE COMPANY OF AMERICA**  
Newark, New Jersey

1970 - 1985

*Vice President, General Counsel and Claim Department Head  
Prudential Reinsurance Company*

1982 - 1985

*Vice President and General Counsel  
Prudential Reinsurance Company*

1977 - 1982

*Assistant General Counsel  
The Prudential Insurance Company of America*

1970 - 1977

Served as chief legal officer of The Prudential's then reinsurance subsidiary, Prudential Reinsurance Company, which at that time was one of the largest property and casualty reinsurers in the U.S., and of a specialty commercial lines insurance subsidiary. As General Counsel of Prudential Reinsurance, was involved in all significant legal issues, including reinsurance and insurance underwriting matters, litigation and arbitrations, claims, statutory accounting issues, and federal and state regulatory issues. At The Prudential, served as General Counsel of its downstream holding company, oversaw the legal operations of the subsidiaries, and advised the Bond, Common Stock, Treasury and Pension Departments on insurance and securities law matters.

- Formed and was the first head of the Claim Department of Prudential Reinsurance. Managed 85 employees. Improved utilization of personnel, upgraded computer systems, established standard procedures, and was involved in significant mass tort matters. Led a review that resulted in substantial increases in asbestos-related claim reserves.
- Organized and advised subsidiaries of The Prudential engaged in life insurance, property and casualty insurance and reinsurance, securities brokerage, and medical testing.
- Represented Prudential Reinsurance before insurance regulators in the U.S., the U.K., and Hong Kong.
- Served as chairperson of the Law Committee of the Reinsurance Association of America.

**DEWEY, BALLANTINE, BUSHBY, PALMER & WOOD**  
New York, New York

1966 - 1970

*Associate*

Concentrated on representation of financial institutions in connection with public and private financings.

