

AGREED FUNDING PROCEDURE	
Number: 02-03	Effective Date: June __, 2005
SUBJECT:	Funding Requests for Payment of Fund A Benefits, Matrix Compensation Benefits, Category Two Payments and Expenses
Citations are to the Nationwide Class Action Settlement Agreement, as Amended. Capitalized terms not otherwise defined in this Procedure have the meanings given them in that Agreement.	

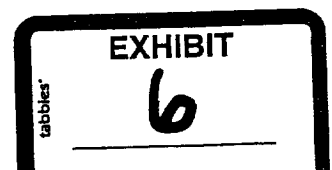
1. **Scope of this Procedure.** This Procedure applies to all requests for deposits by Wyeth into the Settlement Fund under ASA § III.B.4.b for the payment of Fund A benefits, under ASA § III.C.3 for the payment of Matrix Compensation Benefits and under Seventh Amendment § VIII.B.6 for the payment of Category Two Payments (“Funding Requests”), made after the Effective Date of this Procedure. This Procedure replaces, as of the Effective Date above, Agreed Funding Procedure 02-02 dated March 31, 2002, and Agreement Regarding Quarterly Funding dated November 6, 2002.

2. **Separate Funding Requests.** The AHP Settlement Trust (“Trust”) shall submit separate written Funding Requests to Wyeth for: (1) Fund A benefits and expenses; and (2) Matrix Compensation Benefits, Category Two Payments and expenses. The Trust, in its discretion, shall apportion any administrative expenses related to processing Category Two Payments between Fund A expenses and Matrix Compensation Benefit expenses. Expenses allocated to Matrix Compensation Benefit expenses shall reduce MAFBA.

3. **Funding Requests for Fund A Benefits and Expenses.** After the Effective Date, the Trust shall make no more than one request each month to Wyeth to deposit the necessary funds into the Settlement Fund to pay Fund A benefits ready for payment at the end of the preceding month and expenses properly attributable to the processing of Fund A benefits (“Monthly Fund A Funding Request”).

- a. **Content of Funding Request.** The Monthly Fund A Funding Request shall
 - (i) identify separately all Class Members whose Fund A benefits claims have become final and ready for payment and whose claims form the basis of the Request;
 - (ii) state the total Fund A benefit payment due to each such Class Member;
 - (iii) state the total of all Fund A benefit payments to the Class Members identified in the Request;
 - (iv) identify the expenses attributed by the Trust to the administration of Fund A benefits; and
 - (v) upon Final Judicial Approval of the Seventh Amendment, identify the administrative expenses attributed by the Trust to the administration of Category Two Payments and allocated to Fund A expenses.

- b. **Timing of Funding Request and Wyeth Deposit.** The Trust shall submit to Wyeth the Monthly Fund A Funding Request on or about the 5th day of the month and Wyeth shall have five Business Days from its receipt of the



Funding Request to object to the Funding Request (or any portion thereof) or deposit the requested funds into the Settlement Fund.

4. Funding Requests for Matrix Compensation Benefits, Category Two Payments and Expenses. After the Effective Date, the Trust shall make no more than one request each month to Wyeth to deposit the necessary funds into the Settlement Fund to pay Matrix Compensation Benefits ready for payment at the end of the preceding month and expenses properly attributable to the processing of Matrix Compensation Benefits ("Monthly Matrix Funding Request"). After Final Judicial Approval of the Seventh Amendment, the Trust shall include in the Monthly Matrix Funding Request any request to deposit funds sufficient to make Category Two Payments to all Category Two Class Members determined by the Trust to be entitled to such payments as of the end of the preceding month.

a. Content of Funding Request. The Monthly Matrix Funding Request shall: (i) identify separately all Class Members whose Matrix Compensation Benefits claims have become final and ready for payment by such time and whose claims form the basis of the Request; (ii) state the total Matrix payment due to each such Class Member before any deductions for expenditures to be reimbursed to an individual attorney representing the Class Member or for any amounts to which a subrogee is entitled; (iii) state the total of all Matrix Compensation Benefit payments to the Class Members identified in the request; (iv) request Wyeth to deposit into the Settlement Fund 91% of the total Matrix Compensation Benefit payments; and (v) identify the administrative expenses attributed by the Trust to the administration of Matrix Compensation Benefits. Upon Final Judicial Approval of the Seventh Amendment, the Monthly Matrix Funding Request shall also: (i) identify separately all Class Members whose Category Two Payments have become final and ready for payment by such time and whose payments form the basis of the Request; and (ii) identify the administrative expenses attributed by the Trust to the administration of Category Two Payments and allocated to Matrix Compensation Benefit expenses.

b. Timing of Funding Request and Wyeth Deposit. The Trust shall submit to Wyeth the Monthly Matrix Funding Request on or about the 10th day of the month. The procedures for payment of such Funding Requests are set forth in Section III.C.3 of the Settlement Agreement (for undisputed Funding Requests) and Section 5.05(b) of the Amended and Restated AHP Settlement Trust Agreement (for disputed Funding Requests).

5. Administrative Expenses and Reserve. The Trust may include in its Funding Requests amounts determined as needed by the Trust to maintain between Funding Requests an Administrative Reserve for administration expenses of up to \$5 million. However, during the four-year period following the date of Trial Court Approval of the Ninth Amendment to the Settlement Agreement, the Trust may include in its Funding Requests amounts determined as needed by the Trust to maintain between Funding Requests an Administrative Reserve for administrative expenses of up to \$10 million, but in no event shall the Trust allow the

Administrative Reserve to fall below \$5 million during this period. The Trust shall allocate between Fund A benefits and Matrix Compensation Benefits amounts deposited by Wyeth for purposes of maintaining the Administrative Reserve in the same manner in which amounts requested in the same month in which any amounts are requested for the Administrative Reserve for actual administrative expenses are allocated between Fund A benefits and Matrix Compensation Benefits.

6. *Effective Date.* This Procedure shall become effective on the date of entry of an Order by the Court approving this Procedure.

7. *Duration of this Procedure.* This Procedure shall apply to requests for deposits into the Settlement Fund made after the Effective Date stated above and shall terminate upon the earlier of: (i) cancellation in writing by the Parties; (ii) termination of Wyeth's obligation to Fund A under ASA § III.B.4; (iii) termination of Wyeth's payment obligation of Matrix Compensation Benefits to the Settlement Fund under ASA § III.C.4; or (iv) an order of the Trial Court directing relief differing from that stated in this Procedure, where such order has not been appealed or if appealed has not been stayed within fifteen days following the entry of the Order.

AGREED:

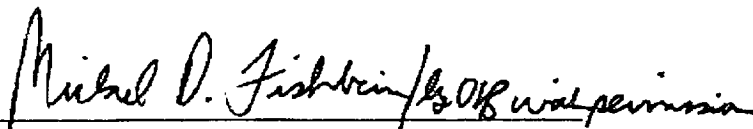
WYETH

By: 

Name: Orran L. Brown
(printed or typed)

Date: June 6, 2005

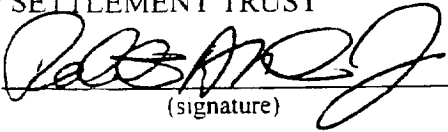
CLASS COUNSEL

By:  Michael D. Fishbein /s/ OLB with permission

Name: Michael D. Fishbein
(printed or typed)

Date: June 6, 2005

AHP SETTLEMENT TRUST

By: 
(signature)

Name: ROBERT A. MITCHELL, JR.
(printed or typed)

Date: EXECUTIVE DIRECTOR