

Exhibit A

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF INDIANA
INDIANAPOLIS DIVISION**

In re:) Chapter 11
)
TWG CAPITAL, INC.,) Case No. 12-11019-BHL-11
)
Debtor.)

**ORDER GRANTING EMERGENCY MOTION TO APPROVE COMPROMISE AND
SETTLEMENT PURSUANT TO RULE 9019**

This matter is before the Court on the *Emergency Motion For Approval Of Settlement Of Claims Pursuant To Rule 9019* (the "Motion") [Docket No. ____] filed by TWG Capital, Inc. (the "Debtor"), the debtor and debtor-in-possession in the above-captioned Chapter 11 case (the "Chapter 11 Case"). The Court, having considered the Settlement Motion and being otherwise duly advised, now finds that adequate notice and opportunity to object was provided and that the proposed settlement (i) is in the best interests of the Debtor's bankruptcy estate; (ii) benefits the estate and the creditors thereof; and (iii) should be approved. Accordingly,

IT IS HEREBY ORDERED that,

1. The Motion is hereby GRANTED in its entirety.
2. The Settlement¹ is approved, and the Debtor is authorized to enter into the Settlement pursuant to the terms and conditions set forth in the Motion.
3. The Debtor is authorized to satisfy the Receiver's Claim and discharge the Receiver's Lien using a portion of the Escrowed Proceeds, thereby freeing the balance of the Escrowed Proceeds for distribution to creditors of the Debtor's estate.
4. Upon the IR7 Payment and the payment from a portion of the Escrowed Proceeds, (a) the Debtor shall be fully and finally released from all liability relating to the Receiver's Claim and the Milliman Claim and (b) the Receiver's Lien shall be fully discharged.

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¹ Capitalized terms not otherwise defined herein shall have the meaning ascribed to such term in the Motion.