

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

Case No. 03-23044-CIV-MARRA

JOHN BRUHL, KEITH ROTMAN and SCOTT
MALTZ, individually and on behalf of all others
similarly situated,

Plaintiffs,

v.

PRICEWATERHOUSECOOPERS
INTERNATIONAL LIMITED II,
et al.,

Defendants.

**CLASS ACTION PROOF OF CLAIM FORM AND RELEASE
(CITCO SETTLEMENT PROCEEDS)**

DEADLINE FOR FILING CLASS PROOF OF CLAIM FORM. This Class Proof of Claim Form must be postmarked for mailing, or received by the Receiver, **no later than October 21, 2011**. Failure to timely submit a claim shall result in a waiver of any rights to participate in any distribution of proceeds from the settlement in the action styled *John Bruhl, et al. v. PricewaterhouseCoopers International Ltd., et al.* Case No. 03-23044-CIV-MARRA (the "Class Action"), currently pending in the United States District Court for the Southern District of Florida (the "Citco Settlement") concerning Lancer Offshore, Inc. or the OmniFund, Ltd., successor fund to the Orbitor Fund, Ltd and the Viator Fund, Ltd. (the "Offshore Funds").

Before completing your Class Proof of Claim Form, please read the Class Proof of Claim Instructions, provided to you along with this Class Proof of Claim Form.

Providing false, misleading or incomplete information or documentation will delay any disbursement from this Citco Settlement and could jeopardize your right to a distribution.

IF YOU SUBMITTED A PROOF OF CLAIM FORM AS PART OF THE RECEIVERSHIP, THE BANKRUPTCY PROCEEDING, OR AS PART OF THE CLASS ACTION PWC SETTLEMENT RELATING TO YOUR INVESTMENT IN THE OFFSHORE FUNDS AND HAD SOME PORTION OF YOUR CLAIM ALLOWED, DO NOT CONTINUE WITH THIS FORM AND DO NOT SUBMIT A CLASS PROOF OF CLAIM. THAT PRIOR CLAIM WILL GOVERN YOUR RECOVERY IN THIS CITCO SETTLEMENT.

CLASS PROOF OF CLAIM FORM

<p>PART I - CLAIMANT CONTACT INFORMATION:</p> <p>1. Name of Claimant: _____</p> <p>2. Name of Person Submitting Form (if different from Claimant): _____</p> <p>3. Name and Address Where Notices Should Be Sent: _____ _____ _____</p> <p>4. Telephone No: _____</p> <p>5. Email Address: _____</p>	<p>6. Claim Status.</p> <p><input type="checkbox"/> Check box if you or anyone else has previously filed a Claim Form relating to your Claim and had some portion of your claim allowed. If so, do NOT submit this Class Proof of Claim Form.</p> <p><input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the Receiver.</p>
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<p>PART II - CLAIM INFORMATION:</p> <p>1. Total amount you believe you are owed: \$ _____, as of (date) _____</p> <p>2. Which entity owes you this money?</p> <p><input type="checkbox"/> LANCER OFFSHORE, INC. <input type="checkbox"/> OMNIFUND, LTD.</p> <p>3. Are you or were you an investor in the entity checked in Number 2? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>4. Did you request a redemption of any portion of your investment? <i>(If yes, attach copies of all redemption requests)</i> <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>5. Please complete Schedule A and the Questionnaire after carefully reviewing the Instructions.</p> <p><i>Providing false, misleading or incomplete information or documentation will delay any disbursement from this Class Settlement and could jeopardize your right to a distribution.</i></p>
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<p>PART III – SCHEDULES: ALL CLAIMANTS MUST COMPLETE SCHEDULE A. Your claim may not be considered if you do not complete Schedule A on the following page.</p>

**SCHEDULE A
 INVESTMENT HISTORY**

(Use additional sheets as necessary)

Name of Claimant: _____

Name of Fund(s): _____

Date of each investment made, redemption requested or payment received (mo/day/year)	Amount of each investment in the Offshore Funds (\$ amount)	Amount of each redemption requested from the Offshore Funds (\$ amount or % of investment)	Amount of each payment received from the Offshore Funds (\$ amount)	Method of payment made/received from/to the Offshore Funds (e.g., check, wire transfer)	Have you enclosed with your Class Proof of Claim Form documents reflecting or relating to this transaction? (Yes or No)
TOTAL				N/A	N/A

PART IV - QUESTIONNAIRE:

Before completing your Class Proof of Claim Form, please read the Class Proof of Claim Instructions provided to you along with this Class Proof of Claim Form.

Providing false, misleading or incomplete information or documentation will delay any disbursement from this Class Settlement and could jeopardize your right to a distribution.

Section I – Affiliations and Related Parties

Check the appropriate box for each question. If the answer to any question is yes, please explain in the space provided and attach additional sheets as necessary.

1. **Yes** **No** Are you an affiliate or related in any way to any of the Lancer Entities, Lancer Partners, L.P., Michael Lauer, any Defendant, or any Released Defendant Party? If yes, explain:

2. **Yes** **No** Are you a present or former officer, director, employee or agent of any of the Lancer Entities, Lancer Partners, L.P., Michael Lauer, any Defendant, or any Released Defendant Party? If yes, explain, including relevant dates:

3. **Yes** **No** Are you the legal representative, heir, successor, or assignee of any of the Lancer Entities, Lancer Partners, L.P., Michael Lauer, any Defendant, or any Released Defendant Party? If yes, explain:

4. **Yes** **No** Are you or were you a plaintiff in the action filed by a group of investors in the Offshore Funds, captioned *The Pension Committee of the University of Montreal Pension Plan, et al. v. Banc of America Securities, LLC, et al.*, Case No. 1:05-CV-09016 (SAS), pending in the Southern District of New York (the “Group Action”), or legal representative, heir, successor, or assignee or any direct or indirect beneficiary of any such plaintiff in the Group Action or of any settlement or benefit obtained in the Group Action? If yes, explain:

Section II – Relationship of Claimant to the Offshore Funds

Check the appropriate box for each question, and supply additional information as requested.

5. **Yes** **No** Did you invest moneys directly into the Offshore Funds?

6. **Yes** **No** Did you invest funds indirectly into the Offshore Funds through another person or entity? (If Yes, please state the name of the person or entity through which your funds were invested in the Offshore Funds, and provide the contact information sought below.)

Person or entity through which funds were invested: _____

Contact Person: _____

Address: _____

Telephone No: _____

E-mail address: _____

Fax No: _____

Section III – Identification of Actual Beneficial Ownership of Offshore Funds Invested

Check the appropriate box for each question, and supply additional information as requested.

7. **Yes** **No** Are you the actual beneficial owner of *all* of the funds that you invested in the Offshore Funds? *(If No, please attach a list of all Sub-Investors whose funds you invested in the Offshore Funds and, for each Sub-Investor: (i) provide current contact information; (ii) set forth the entire investment history of such Sub-Investor including all payments received from such Sub-Investor and all payments made to such Sub-Investor; and (iii) produce all documents in your possession relating to such Sub-Investor's investment in the Offshore Funds. To the extent you were the Actual Beneficial Owner of some but not all of the funds that you invested in the Offshore Funds, you should check "NO," and provide separate investment histories with respect to both the aggregate investment made by you and the component of such investment that comprises funds that you beneficially owned.)*

Section IV - Schedule A

8. Did you complete Schedule A? **Yes** **No**

Your Claim will not be considered unless you complete Schedule A.

Section V

If you are a Class Member and you, or someone acting on your behalf, does not submit a timely request for exclusion as explained in the Notice, and if the Court approves the Citco Settlement, you will be bound by the terms of any judgment that the Court enters. You will be bound by the Class Judgment or Alternative Class Judgment and the Receivership Judgment or Alternative Receivership Judgment whether or not you submit a Class Proof of Claim Form and Release. The Class Judgment or Alternative Class Judgment and Receiver Judgment or Alternative Receiver Judgment enjoin the filing or continued prosecution of the Released Claims against the Settling Defendants and the other Released Defendant Parties. It also releases the Released Defendants' Claims against the Released Plaintiff Parties.

CLASS PROOF OF CLAIM FORM

PART V - CERTIFICATION

I, the undersigned, hereby certify, under penalty of perjury, that all of the information provided in this Class Proof of Claim Form, including the Questionnaire and all Schedules and attachments to the Class Proof of Claim Form, is true and correct and that the undersigned is authorized to make this Claim. By initialing each item below, I specifically certify that:

		Initial
1.	I submit to the jurisdiction of the United States District Court for the Southern District of Florida, for purposes of further inquiry with respect to this Class Proof of Claim under the Federal Rules of Civil Procedure, and for purposes of enforcing my release of all of the Released Claims against all of the Released Defendant Parties as provided by the Citco Settlement, and agree to be bound by and subject to the terms of the Class Judgment or Alternative Class Judgment and Receiver Judgment or Alternative Receiver Judgment and orders of that Court in connection with the Litigation	_____
2.	I have read and am familiar with the Notice of Proposed Settlement of Class Action ("Notice") to which this Class Proof of Claim Form relates. I understand and agree that this Class Proof of Claim Form will be processed and will be allowed, if at all, in accordance with the procedures set forth in the Notice.	_____
3.	I agree and understand that if the proposed Citco Settlement is approved by the Court and becomes effective, all Released Claims as defined in the Notice will be released, discharged and extinguished forever as against all Released Defendant Parties. I hereby warrant and represent that I have not assigned or transferred, voluntarily or involuntarily, any Released Claims or any part or portion thereof.	_____

Signed, under penalty of perjury, this ____ day of _____, 2011.

Signature: _____

Print Name: _____

Name of Claimant: _____

Relationship to Claimant (Title): _____

[Sign and print your name, the name of the Claimant on whose behalf you are submitting this Claim and your relationship to the Claimant. If you are signing on behalf of the Claimant, state the basis for your authorization to sign on behalf of claimant, and attach any power of attorney or other relevant authorization.]

THIS CLASS PROOF OF CLAIM FORM IS TO BE SUBMITTED TO THE RECEIVER - DO NOT FILE WITH COURT

<p>SEND CLASS PROOF OF CLAIM FORM TO: Address for mail or overnight delivery:</p> <p>David E. Bane, Esq. Hunton & Williams LLP 1111 Brickell Avenue, Suite 2500 Miami, Florida 33131 USA (305) 810-2500</p>	<p>THIS SPACE IS FOR RECEIVER'S USE ONLY:</p> <p>Claim No.</p> <p>Number of pages attached:</p>
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UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF FLORIDA	
<p>JOHN BRUHL, KEITH ROTMAN and SCOTT MALTZ, individually and on behalf of all others similarly situated,</p> <p style="text-align: center;">Plaintiffs,</p> <p>v.</p> <p>PRICEWATERHOUSECOOPERS INTERNATIONAL LIMITED II, et al.,</p> <p style="text-align: center;">Defendants.</p>	<p>Case No. 03-23044-CIV-MARRA</p>
CLASS ACTION PROOF OF CLAIM INSTRUCTIONS (CITCO SETTLEMENT PROCEEDS)	

1. Where to File Class Proof of Claim Form

This form must be completed in accordance with the instructions below and submitted to Marty Steinberg, Esq., Receiver, c/o David E. Bane, Esq. at Hunton & Williams LLP, 1111 Brickell Avenue, Suite 2500, Miami, FL 33131. Do not file your claim form with the court.

2. Deadline for Filing Class Proof of Claim

The deadline for this Class Proof of Claim Form is October 21, 2011. If your Class Proof of Claim Form is not postmarked for mailing, or the Receiver does not receive your completed Class Proof of Claim Form, on or before October 21, 2011, your claim will be considered untimely and may be disallowed.

3. Who Should File a Claim:

a. *Only Investors in Lancer Offshore, Inc. or Omnifund, Ltd., who DID NOT PREVIOUSLY HAVE AN ALLOWED CLAIM in the Receivership, Bankruptcy Proceedings or as part of the Class Action PwC Settlement relating to their investment in the Offshore Funds should file this Class Proof of Claim Form.* If you believe that you invested funds directly with Lancer Offshore, Inc., and/or Omnifund, Ltd. (together the “Offshore Funds”), and you suffered financial injury as a result of your investment in the Offshore Funds and you did not previously file a claim and have some portion of your claim allowed, then you should complete and timely submit the attached Class Proof of Claim Form to the Receiver. Please complete Schedule A to the Class Proof of Claim Form and attach appropriate supporting documents.

b. Please note that this Class Proof of Claim Form relates solely to the Citco Settlement Proceeds. By filing the attached claim, you are NOT deemed to have filed a claim in the Receivership. This Class

Proof of Claim Form does not in any way revive, cure or otherwise impact your failure to file a claim in the Receivership proceedings.

4. Who should NOT file a Claim:

a. If you previously filed a claim in the Receivership, Bankruptcy Proceedings or as part of the Class Action PwC Settlement, relating to your investment in the Offshore Funds and had some portion of that claim allowed, you should NOT file a claim now. Your prior claim will determine your recovery from the Citco Settlement Proceeds.

b. If you are or were an investor or creditor of Lancer Partners, you should NOT file a claim now, unless you also had an investment in Lancer Offshore, Inc., or Omnifund, Ltd., and did not previously file a claim for that investment.

5. Information and Documentation to be Provided by Claimant

Each item of information and documentation requested in this Class Proof of Claim Form will be used by the Receiver in determining each Claimant's eligibility to participate in the distribution of proceeds from the Citco Settlement in the Class Action. Please be as detailed and complete as possible with regard to submissions and accounts attached to this form, as it may affect both your eligibility to participate and the amount of your Claim. *Providing false, misleading or incomplete information or documentation will delay any disbursement from this Settlement and could jeopardize your right to a distribution.*

6. DEFINITIONS

a. "You" or "Your"

The terms "you" or "your," contained in the Class Proof of Claim Form, refer to the Claimant on whose behalf the Class Proof of Claim Form is being submitted.

b. "Class Member"

The term "Class Member" means the means the Class as defined and certified by the Court on September 30, 2008, specifically all securities purchasers and/or holders of shares of Lancer Offshore, Inc. or the OmniFund Ltd. successor fund to the Orbiter Fund, Ltd. and the Viator Fund, Ltd. (collectively the "Offshore Funds") during the period of September 3, 1998 through and including July 8, 2003. "Excluded Persons" are: Defendants; members of the Individual Defendants' immediate families; the officers and directors of Defendants; the subsidiaries and affiliates of Defendants; any entity in which any Defendant has a controlling interest or which is related to, or affiliated with, any Defendant; those persons or entities that were recipients of the Group Action settlement; Michael Lauer; any of the Lancer Entities or their former employees; and the legal representatives, heirs, successors-in-interest, or assigns of any such excluded party. Also excluded from the Class are any Class Members who timely and validly request exclusion from the Class in accordance with the requirements set forth in the Notice.

c. "Defendants" or "Settling Defendants"

The term “Defendants” or “Settling Defendants” means the following: Citco Fund Services (Curacao) N.V., The Citco Group Limited, Citco Acceptance Corporation, Citco Fund Services U.S.A., Inc., Inter Caribbean Services Ltd., Kieran Conroy, Declan Quilligan, John M.S. Verhooren, Anthony Stocks, and Maria J. Stocks, Executrix of the Estate of Anthony Stocks.

d. “Released Claims”

The Term “Released Claims” means all claims, rights and causes of action, duties, obligations, demands, actions, debts, sums of money, suits, contracts, agreements, promises, damages, and liabilities of every nature and description, whether known or Unknown (as defined below), whether arising under federal, state, common or foreign law, that Class Representatives or any other Class Member or the Receiver: (i) have asserted in the Litigation, including in the complaints; or (ii) could have asserted in any forum, that arise out of or are based upon the allegations, transactions, facts, matters or occurrences, representations or omissions involved, set forth, or referred to in the complaints filed in the Litigation, including the Complaint, and that relate to the purchase of shares of the Offshore Funds; or (iii) related to the Receiver’s administration of the Net Settlement Fund and the Plan of Allocation. “Released Claims” do not include: (i) claims to enforce the Settlement; or (ii) any governmental or regulatory agency’s claims asserted in any criminal or civil action against any of the Settling Defendants; or (iii) the Receiver’s causes of action or litigation against any Defendant other than the Citco Defendants.

e. “Released Defendant Parties”

The term “Released Defendant Parties” means the Settling Defendants and their current or former trustees, officers, directors, principals, employees, agents, partners, insurers, auditors, heirs, attorneys, representatives, predecessors, successors or assigns, parents, subsidiaries, affiliates, divisions, joint ventures, general or limited partners or partnerships, limited liability companies and any trust of which any Individual Defendant is the settlor or which is for the benefit of their immediate family members.

f. “Released Plaintiff Parties”

The term “Released Plaintiff Parties” means each and every Class Representative, Class Member, Class Counsel, the Receiver and their respective current or former trustees, officers, directors, partners, employees, contractors, auditors, principals, agents, attorneys, predecessors, successors or assigns, heirs, parents, subsidiaries, divisions, joint ventures, general or limited partners or partnerships, insurers and limited liability companies, and any trust of which any Class Representative, Class Member, Class Counsel or the Receiver is the settlor or which is for the benefit of their immediate family members.

g. “Released Parties”

The term Released Parties means the Released Defendant Parties and the Released Plaintiff Parties collectively.

h. “Unknown Claims”

The term Unknown Claims means any and all Released Claims, which the Class Representatives or any other Class Member or the Receiver does not know or suspect to exist in his, her or its favor at the time of the release of the Released Defendant Parties, and any Released Defendants’ Claims that the Settling Defendants or any other Released Defendant Party does not know or suspect to exist in his, her or its favor at the time of the release of the Released Plaintiff Parties, which if known by him, her or it might have affected his, her or its decision(s) with respect to the Settlement. With respect to any and all Released Claims and Released Defendants’ Claims, the Settling Parties stipulate and agree that, upon the

Effective Date of the Settlement with respect to the Class Action and entry of the Orders of Dismissal of the Receiver Actions, Class Representatives, the Receiver, and the Settling Defendants shall expressly, and each other Class Member and each other Released Defendant Party shall be deemed to have, and by operation of the Class Judgment or Alternative Class Judgment and Receivership Judgment or Alternative Receivership Judgment shall have, expressly waived and relinquished any and all provisions, rights and benefits conferred by any law of any state or territory of the United States, or principle of common law, which is similar, comparable, or equivalent to Cal. Civ. Code § 1542, which provides:

A general release does not extend to claims which the creditor does not know or suspect to exist in his or her favor at the time of executing the release, which if known by him or her must have materially affected his or her settlement with the debtor.

Class Representatives, the other Class Members, the Receiver, the Settling Defendants or the other Released Defendant Parties may hereafter discover facts in addition to or different from those which he, she, or it now knows or believes to be true with respect to the subject matter of the Released Claims and the Released Defendants' Claims, but Class Representatives, the Receiver and the Settling Defendants shall expressly, fully, finally and forever settle and release, and each other Class Member and each other Released Defendant Party shall be deemed to have settled and released, and upon the Effective Date and by operation of the Class Judgment or Alternative Class Judgment and Receivership Judgment or Alternative Receivership Judgment shall have settled and released, fully, finally, and forever, any and all Released Claims and Released Defendants' Claims as applicable, without regard to the subsequent discovery or existence of such different or additional facts. Class Representatives, the Receiver, and the Settling Defendants acknowledge, and other Class Members and each other Released Defendant Party by operation of law shall be deemed to have acknowledged, that the inclusion of "Unknown Claims" in the definition of Released Claims and Released Defendants' Claims was separately bargained for and was a key element of the Settlement.

7. Details Regarding Investments and Returns – Schedule A

If your claim relates to an investment in one of the Offshore Funds, you must complete Schedule A according to the instructions provided. Use additional sheets as necessary. Only include in Schedule A all monies actually transferred or received, directly or indirectly, to or from the Offshore Funds. This includes distributions and/or redemptions received by you, and principal returned. Your Schedule A should not include undistributed profits or rollovers of undistributed profits.

FAILURE TO IDENTIFY ALL MONIES RECEIVED BY YOU IN CONNECTION WITH YOUR INVESTMENT MAY RESULT IN FORFEITURE OF YOUR ENTIRE CLAIM.

8. Supporting Documents Relating to Investment or Debt

You must attach to the Class Proof of Claim Form all documents that support your claim. These documents must show the amount and dates of funds invested by you, and the amounts and dates of each payment received by you or on your behalf from any Receivership entity. (For example, you may want to attach copies of cancelled checks (front and back), carbon checks, wire transfer instructions, wire

transfer confirmations, money orders, bank statements, itemized account statements, etc.) If documents are not available, attach an explanation as to why they are not available.

Please sequentially label all documents that you produce to the Receiver with your Claim to ensure that both you and the Receiver have the same record of documents received. The Receiver recommends that you label on the bottom right hand corner of each document using your initials and beginning with the number 001 (e.g., for John Q. Smith, the first page of the documents would be labeled “JQS001” the second page “JQS002” and so on). Labeling by hand is acceptable.

DO NOT SEND ORIGINAL DOCUMENTS OTHER THAN YOUR ORIGINAL EXECUTED CLASS PROOF OF CLAIM FORM.

9. Supporting Documents Relating to Beneficial Ownership of Funds Invested

The Receiver requires that all Persons submitting a Class Proof of Claim Form identify and provide supporting documentation verifying the source and actual beneficial owner of the funds invested. To the extent that any portion of the funds invested by you are beneficially owned by some Person other than yourself, you must so indicate and provide the Receiver with contact information for each such Person, describe the relationship between you and each such Person, and provide all documents relevant for each such Person holding a beneficial interest in your investment in the Offshore Funds with respect to which you are making a Claim, and current contact information for each such Person. For example, if your investment constitutes a pooling of funds that you received from others, you must so indicate and provide the information required in this instruction.

10. Questions Relating to Credits

By signing and filing this Class Proof of Claim Form, you are stating under oath that you have given the Receivership entity credit for ALL payments received from any Receivership entity or any other third-party.

11. No Blank Answers

If a particular item does not apply to you specifically, write “not applicable.” If you do not know the answer to a particular item, write “not known.” *Do not leave a question blank. Use additional pages as necessary to provide complete responses.*

12. Signatures – Legal Authority to Submit Claim

The Class Proof of Claim Form must be signed and dated by the Claimant, or a duly authorized officer or legal representative in the space provided on the final page. To the extent that the signatory is authorized pursuant to a power of attorney or court appointment, documentation of such authority must be provided.

13. Independent Verification of Claims – Requests for Supplemental Information

All Claims are subject to verification by the Receiver. It is important to provide complete and accurate information to facilitate this effort. Claimants may be asked to supply additional information to complete this process. Claims will not be considered for payment until they have been verified.

14. Acknowledgement of Filing Class Proof of Claim

To receive an acknowledgement of the receipt of your Claim, enclose a stamped, self-addressed envelope or postcard with your Class Proof of Claim Form.

15. Communications with Receiver

Any questions about this form or process (including supporting documentation) should be made by e-mail to lancer@hunton.com or in writing to David E. Bane, Esq., Hunton & Williams LLP, 1111 Brickell Avenue, Suite 2500, Miami, FL 33131. If you have information that you believe may be helpful to the Receiver, the Securities and Exchange Commission or any other law enforcement agencies, we encourage you to contact the Receiver at the above e-mail address.

16. Cooperation with Law Enforcement Authorities.

Failure to cooperate with law enforcement authorities in the United States, the United Kingdom, or any other country investigating possible unlawful activity relating to the Lancer Entities, Lancer Partners L.P. and/or Michael Lauer may result in your disqualification from participation in the distribution of Settlement Proceeds.

17. Certification as to Truthfulness

Each Person completing a Class Proof of Claim Form is required to certify, under penalty of perjury, that all of the information contained in the Class Proof of Claim Form is correct, to the best of such Person's knowledge, and that such Person is authorized by the Claimant to submit the Class Proof of Claim Form on the Claimant's behalf.

18. Requests for Additional Information or Documentation

The Receiver may require additional information or documentation. By submitting a Class Proof of Claim Form, each Claimant agrees to cooperate with the Receiver in these requests.

Failure to provide all such requested information or documentation may result in delays in the claims process or the partial or complete disqualification of your claim.