

**Must be Postmarked
No Later Than
December 1, 2008**

**In re Vesta Insurance Group, Inc. Securities Litigation
c/o The Garden City Group, Inc.
PO BOX 9318
Dublin, OH 43017-4218
1-800-698-7281**

VE2



Claim Number:

Control Number:

PROOF OF CLAIM AND RELEASE

IF YOU PURCHASED SHARES OF VESTA INSURANCE GROUP, INC. (“VESTA”) DURING THE PERIOD JUNE 2, 1995 THROUGH JUNE 1, 1998, INCLUSIVE. YOU MAY BE ELIGIBLE TO RECEIVE A SHARE OF THE \$1,950,00 SETTLEMENT.

IF YOU HAVE ALREADY SUBMITTED A PROOF OF CLAIM AND RELEASE FORM IN A PREVIOUS VESTA SETTLEMENT, PLEASE DO NOT DO SO AGAIN.

<u>TABLE OF CONTENTS</u>	<u>PAGE #</u>
SECTION A - CLAIMANT INFORMATION	2
SECTION B - VESTA COMMON STOCK	3
SECTION C - RELEASE AND SIGNATURE	3-4



SECTION A - CLAIMANT INFORMATION

Claimant Name(s) (as you would like the name(s) to appear on the check, if eligible for payment):

Last 4 digits of Claimant Social Security Number/Taxpayer ID Number:

Name of the Person you would like the Claims Administrator to Contact Regarding This Claim (if different from the Claimant Name(s) listed above):

Claimant or Representative Contact Information:

The Claims Administrator will use this information for all communications relevant to this Claim (including the check, if eligible for payment). If this information changes, you **MUST** notify the Claims Administrator in writing at the address above.

Street Address:

City:

State and Zip Code:

Country (Other than U.S.):

Daytime Telephone Number: () -

Evening Telephone Number: () -

Email Address:

(Email address is not required, but if you provide it you authorize the Claims Administrator to use it in providing you with information relevant to this claim.)

IF YOU FAIL TO SUBMIT A COMPLETE CLAIM BY DECEMBER 1, 2008 YOUR CLAIM IS SUBJECT TO REJECTION
OR YOUR PAYMENT MAY BE DELAYED.

NOTICE REGARDING ELECTRONIC FILES: Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. All Claimants **MUST** submit a manually signed paper Proof of Claim form listing all their transactions, whether or not they also submit electronic copies. If you wish to file your claim electronically, you must contact the Claims Administrator at 1-800-698-7281, or visit its website at www.gardencitygroup.com, to obtain the required file layout. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the Claimant a written acknowledgment of receipt and acceptance of electronically submitted data.



SECTION B - VESTA COMMON STOCK

1. **BEGINNING HOLDINGS:** Number of shares of Vesta common stock held at opening of trading on **June 2, 1995**. (If none, write 0), (If other than zero, must be documented):

2. **PURCHASES/ACQUISITIONS:** Please list all Purchases/Acquisitions of Vesta common stock between **June 2, 1995** and **June 1, 1998**, inclusive:

Date(s) of Purchase/Acquisition (List Chronologically) (Month/Day/Year)	Number of Shares Purchased/Acquired	Purchase/Acquired Price Per Share	Total Purchase/Acquisition Price (including commissions, taxes, or other fees)	Check Box for Purchases/Acquisitions in which you covered a "short sale"
/ /		\$.	\$.	<input type="checkbox"/>
/ /		\$.	\$.	<input type="checkbox"/>
/ /		\$.	\$.	<input type="checkbox"/>
/ /		\$.	\$.	<input type="checkbox"/>

3. **PURCHASES/ACQUISITIONS:** Please list the total number of Vesta common stock shares purchased/acquired during the period **June 2, 1998** to **June 30, 1998**:

4. **SALES:** Please list all sales of Vesta common stock during the period **June 2, 1995** to **June 30, 1998**, inclusive:

Sale Date(s) (List Chronologically) (Month/Day/Year)	Number of Shares Sold	Sale Price Per Share	Total Sale Price (net of commissions, transfer taxes, or other fees)
/ /		\$.	\$.
/ /		\$.	\$.
/ /		\$.	\$.
/ /		\$.	\$.

5. **UNSOLD HOLDINGS:** Number of shares of Vesta common stock held at the close of trading on **June 30, 1998**: (If none, write 0), (If other than zero, must be documented):

IF YOU NEED ADDITIONAL SPACE TO LIST YOUR TRANSACTIONS YOU MUST PHOTOCOPY THIS PAGE AND CHECK THIS BOX
IF YOU DO NOT CHECK THIS BOX THESE ADDITIONAL PAGES WILL NOT BE REVIEWED



SECTION C - RELEASE AND SIGNATURE

SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS

I submit this Proof of Claim and Release under the terms of the Stipulation of Settlement described in the Notice. I also submit to the jurisdiction of the United States District Court for the Northern District of Alabama with respect to my claim as a Class Member and for purposes of enforcing the release set forth herein. I further acknowledge that I am bound by and subject to the terms of any judgment that may be entered in the Action. I agree to furnish additional information to Class Counsel or the Claims Administrator to support this claim if required to do so. I have not submitted any other claim covering the same purchases or sales of Vesta common stock during the Class Period and know of no other person having done so on my behalf.

RELEASE

1. I (we) hereby acknowledge full and complete satisfaction of, and do hereby fully, finally and forever settle, release and discharge from the Released Claims the Settling Defendant and each and all of its "Related Parties," defined as the Settling Defendant's present or former officers, directors, partners, employees, agents, attorneys, accountants, financial advisors, commercial bank lenders, investment bankers, underwriters, insurers, representatives, affiliates, associates, parents, subsidiaries, general and limited partners and partnerships, heirs, executors, administrators, successors and assigns.

2. "Released Claims" means all claims (including, but not limited to, Unknown Claims as defined below), demands, rights, liabilities, damages, expenses, costs, attorneys' fees, actions and causes of action of every nature and description, whether known or unknown, whether in contract, tort, equity or otherwise, whether concealed or hidden, asserted or that might have been asserted, including, but not limited to, claims for negligence, gross negligence, recklessness, gross recklessness, severe recklessness, indemnification, breach of duty of care and/or breach of duty of loyalty, fraud, breach of fiduciary duty, or violations of any federal or state statutes, rules or regulations, by Lead Plaintiff or Class Member against the Released Persons that are based upon, relate to or arise from both the purchase or other acquisition, sale or disposition or ownership of Vesta common stock by any Class Member during the Class Period and the facts, transactions, events, occurrences, acts, disclosures, statements, omissions or failures to act that were or could have been alleged in the Action or any other forum, based upon, relating to or arising from the facts that were alleged.

3. "Unknown Claims" means any Released Claims that Lead Plaintiff or Class Member does not know or suspect to exist in his, her or its favor at the time of the release of the Released Persons that if known by him, her or it, might have affected his, her or its settlement with and release of the Released Persons, or might have affected his, her or its decision not to object to this settlement or not to exclude himself, herself or itself from the Class. With respect to any and all Released Claims, the Settling Parties stipulate and agree that, upon the Effective Date, Lead Plaintiff shall expressly and each of the Class Members shall be deemed to have, and by operation of the Judgment shall have, expressly waived the provisions, rights and benefits of 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 FAVOR AT THE TIME OF EXECUTING THE RELEASE, WHICH IF KNOWN BY HIM MUST HAVE MATERIALLY AFFECTED HIS SETTLEMENT WITH THE DEBTOR.

Lead Plaintiff shall expressly and each of the Class Members shall be deemed to have, and by operation of the Judgment shall have, expressly waived 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, that is similar, comparable or equivalent to Cal. Civ. Code §1542. Lead Plaintiff and Class Members may hereafter discover facts in addition to or different from those that any of them now knows or believes to be true with respect to the subject matter of the Released Claims, but Lead Plaintiff shall expressly and each Class Member, upon the Effective Date, shall be deemed to have, and by operation of the Judgment shall have, fully, finally, and forever settled and released any and all Released Claims, known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, that now exist, or heretofore have existed upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct that is negligent, reckless, intentional, with or without malice, or a breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts. Lead Plaintiff acknowledges, and the Class Members shall be deemed by operation of the Judgment to have acknowledged, that the foregoing waiver was separately bargained for and a key element of the settlement of which this release is a part.



4. This release shall be of no force or effect unless and until the Court approves the Stipulation of Settlement and the Stipulation becomes effective on the Effective Date (as defined in the Stipulation).

5. I (We) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.

6. I (We) hereby warrant and represent that I (we) have included information about all of my (our) transactions in Vesta common stock that occurred during the Class Period as well as the number of shares of Vesta common stock held by me (us) at the opening of trading on June 2, 1995 and at the close of trading on June 1, 1998.

7. I (We) certify that I am (we are) not subject to backup withholding under the provisions of Section 3406(a)(1)(C) of the Internal Revenue Code.

Note: If you have been notified by the Internal Revenue Service that you are subject to backup withholding, please strike out the language that you are not subject to backup withholding in the certification above.

I declare under penalty of perjury under the laws of the United States of America that the foregoing information supplied by the undersigned is true and correct.

Executed this _____ day of _____ in _____.
(Month/Year) (City) (State/Country)

(Sign your name here)

(Type or print your name here)

(Joint owner sign your name here)

(Joint owner type or print your name here)

(Capacity of persons signing, e.g., Beneficial Purchaser, Executor or Administrator)



**ACCURATE CLAIM PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME.
THANK YOU FOR YOUR PATIENCE.**

REMINDER CHECKLIST

1. **DO NOT SUBMIT A PROOF OF CLAIM AND RELEASE FORM IF YOU HAVE ALREADY SUBMITTED ONE IN A PREVIOUS VESTA SETTLEMENT.**
2. Please sign the Release and Signature Section of the Proof of Claim and Release form.
3. If this claim is made on behalf of joint claimants, then both must sign.
4. Please remember to attach supporting documents.
5. **DO NOT SEND ORIGINALS OF ANY SUPPORTING DOCUMENTS.**
6. Keep a copy of your Proof of Claim and Release form and all documentation submitted for your records.
7. The Claims Administrator will acknowledge receipt of your Proof of Claim and Release by mail, within 45 days. Your claim is not deemed filed until you receive an acknowledgment postcard. If you do not receive an acknowledgment postcard within 45 days, please call the Claims Administrator toll free at 1-800-698-7281.
8. If you move, please send us your new address.
9. **Do not use highlighter on the Proof of Claim and Release form or supporting documentation.**

**THIS PROOF OF CLAIM MUST BE POSTMARKED NO LATER THAN
DECEMBER 1, 2008 AND MUST BE MAILED TO:**

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