



December 28, 2012

NOTICE AND ELECTION FOR ENRON VICTIM TRUST AND THIRD *NEWBY* SETTLEMENT DISTRIBUTION FOR ENRON CORP. SAVINGS PLAN AND ESOP

IMPORTANT: RESPOND NO LATER THAN MARCH 12, 2013

***NEWBY* SETTLEMENT THIRD DISTRIBUTION AND ENRON VICTIM TRUST DISTRIBUTION**

As the independent fiduciary for the Enron Plans,¹ Fiduciary Counselors Inc. is responsible for representing your interests in the *Newby* litigation and settlement with respect to Enron Corp. stock held in the Enron Plans, as well as the Enron Victim Trust claims process. Effective in late December 2012, Fiduciary Counselors Inc. also was appointed Plan Administrator and named fiduciary for the Savings Plan, with responsibility for all aspects of plan administration, including those related to *Newby* and Enron Victim Trust claims.² As noted in previous correspondence (which you can review on our website at www.enron.planfiduciary.com), we filed a proof of claim for the benefit of the Enron Plans on April 29, 2008. With the assistance of Gilardi & Co., LLC, we completed the calculation of the initial distribution amounts and made an initial distribution in 2010, followed by a second distribution in 2011. The Savings Plan now is making another *Newby* distribution to participants and beneficiaries.

The Savings Plan is combining this distribution with your share of the proceeds from the claims Fiduciary Counselors Inc. filed with the Enron Victim Trust on behalf of participants and beneficiaries. The Enron Victim Trust was established to handle the proceeds of actions brought by the U.S. Securities and Exchange Commission and the U.S. Department of Justice in connection with the fraud at Enron. It is separate from the settlement fund in *Newby*, which was private securities litigation.

The total amount available to you is shown on the enclosed Distribution Election Form.

Note that the Enron Victim Trust claims we filed were based on Enron Corp. shares acquired inside the Savings Plan and ESOP, and amounts recovered were paid to the Savings Plan. If you filed an Enron Victim Trust claim based on Enron Corp. shares you acquired outside the Savings Plan and the ESOP, and if the claim was allowed, you previously should have received payment directly from the Enron Victim Trust. If you filed a duplicative claim based on Enron Corp. shares acquired inside the Savings Plan or ESOP, the Enron Victim Trust claims administrator denied your duplicative claim.

Most people receiving this letter received a distribution or rollover check from the Savings Plan in connection with the first and second rounds of distributions from the Savings Plan after returning their Distribution Election Forms. If you did not submit a Distribution Election Form, or if you submitted an incomplete form in the first round and no form in the second round, any amount due to you, other than uncashed checks, was rolled over to a Safe Harbor non-Roth IRA at RolloverSystems, LLC. For the persons described above, the amount shown on the enclosed Distribution Election Form is your share of the additional amount the Savings Plan has allocated from the *Newby* settlement since your previous distributions from the Savings Plan, plus your share of the Enron Victim Trust distribution.

A small number of participants and beneficiaries did not receive distributions or rollovers in the second round because they submitted an incomplete Distribution Election Form. Additionally, no distribution or rollover was made to participants and beneficiaries whose mail was returned as undeliverable with no forwarding address and for whom Gilardi was unable to locate a new address at the time the earlier distributions were processed. If you are in either of these groups, the amount shown on your Distribution Election Form also includes the amounts previously allocated to you but not distributed or rolled over.

If you are a surviving beneficiary, the amount on the Distribution Election Form is your share of the amounts allocated to the participant.

Uncashed Checks. Separately from the *Newby* Settlement Third Distribution and Enron Victim Trust Distribution, the Savings Plan will reissue any previously issued checks that now are stale. If the now stale check was issued pursuant to your election of a rollover to an IRA or eligible employer plan, the reissued check will be made out to the institution you previously specified, and the check must be deposited in that institution for rollover to an IRA or eligible employer plan. Other stale checks will be reissued to you directly and are not eligible for rollover.

Please keep in mind that the gross amount of each uncashed check, including any withheld federal taxes, was reported to the Internal Revenue Service in the tax year in which the check was originally issued.

¹ Fiduciary Counselors Inc. was appointed as the independent fiduciary for the Enron Corp. Savings Plan (the "Savings Plan") and the Enron Corp. Employee Stock Ownership Plan (the "ESOP") (together the "Enron Plans") in connection with the securities class action lawsuit, *Newby v. Enron Corp.* ("*Newby*") under an agreement between Enron Dissolution Corp. (formerly Enron Corp.) and the U.S. Department of Labor. The purpose of this appointment was to ensure that decisions regarding the litigation and settlement are made solely in the interests of participants and beneficiaries who have an interest in the Enron Plans and to avoid any real or perceived conflict of interest in connection with these decisions. The ESOP merged into the Savings Plan in 2002, and all distributions will be made from the Savings Plan.

² This appointment was made pursuant to an agreement among Enron Dissolution Corp., the U.S. Department of Labor, the previous plan administrator, and Fiduciary Counselors Inc.

YOUR PAYMENT OPTIONS & ELECTION

Please provide participant verification information in Section I, indicate the payment option you choose on your Distribution Election Form in Section II, sign and date the form, and return it in the enclosed envelope with a postmark dated no later than March 12, 2013. The sooner you return the completed and signed Distribution Election Form, the sooner you will receive your distribution or rollover check. Distribution Election Forms are not valid unless the required verification information and relevant election information are provided and they are signed.

You have three payment options:

- A. **A cash payment** of your entire Election Amount. If your Election Amount is \$200 or more, the federal government requires 20% to be withheld for taxes, and a number of states also require taxes to be withheld.
- B. **A direct rollover** of your entire Election Amount to a Roth IRA, a non-Roth IRA or an eligible employer plan.
- C. **An allocation that is split**, with part of your Election Amount (minimum \$500) paid as a direct rollover to a Roth IRA, a non-Roth IRA or an eligible employer plan, and the remainder paid in cash.

YOU MUST DEPOSIT YOUR ROLLOVER CHECK IN YOUR IRA OR EMPLOYER PLAN

If you elect a rollover to an IRA or an eligible employer plan, your rollover check will be made payable to the designated financial institution or employer plan you specify on your Distribution Election Form and mailed to your address as shown on your Distribution Election Form. Please check with the financial institution or employer plan to find out the IRA or plan name and account information you should specify on your Distribution Election Form. **To complete the rollover, you will need to deliver or mail the distribution check to the designated financial institution or employer plan. Neither Fiduciary Counselors Inc. nor Gilardi will complete and/or return forms directly to your financial institution related to your rollover election.**

AUTOMATIC ROLLOVER IF ELECTION FORM NOT RETURNED

If you do not return a completed Distribution Election Form postmarked by March 12, 2013, your Election Amount will be transferred to a Safe Harbor non-Roth IRA established in your name with RolloverSystems, LLC ("RSI"). If you already have an IRA with RSI, such as an IRA established as a result of the *Tittle* settlement or the first two rounds of *Newby* settlement distributions, the Election Amount will be rolled over to your existing account and covered by any fees that apply to that account.

This account is charged a monthly fee of \$3.50 plus \$50 for each distribution, as well as a processing fee of \$13 for the initial transfer and related tasks, with certain exceptions.³ The rollover amount will be invested in a money market mutual fund that currently is yielding 0.01%, the Federated Automated Cash Management Trust, unless and until you change investments after the rollover. The Federated Automated Cash Management Trust is an investment product designed to preserve principal and provide a reasonable rate of return and liquidity.

TAXATION OF DISTRIBUTIONS AND ROLLOVERS

The federal government requires that 20% of cash payments of \$200 or more be withheld for taxes. State taxes may apply, but will not be withheld from your distribution unless your state requires withholding. If you take a cash distribution and are not yet age 59 1/2, there may also be an additional 10% federal income tax penalty. Alternate Payees (non-employee participants whose accounts were established as a result of a divorce action), surviving spouses and beneficiaries are not subject to the additional 10% penalty.

Amounts rolled over to non-Roth IRAs, along with their earnings, are taxable in the year you withdraw them from the IRA. Amounts rolled over to Roth IRAs are taxable in the year you make the rollover and earnings in the Roth IRA are not ordinarily subject to income tax.

The tax rules that apply to payments under the Enron Plans are complex. Please refer to the enclosed "**Special Tax Notice Regarding Plan Payments**" for additional information regarding your election options and the federal tax impact of your election and **consult your tax advisor with regard to your specific income tax situation.**

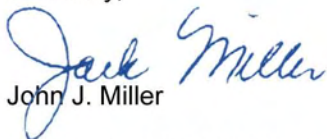
QUESTIONS

Gilardi & Co., LLC is assisting Fiduciary Counselors Inc. with the calculations and administering the distribution process. **Questions about your Distribution Election Form, the *Newby* settlement and allocation can be directed to the Customer Service Center using the US toll-free number 1-877-234-4518 or you may email questions to classact@gilardi.com.**

ADDRESS CHANGES

If your address has changed, please indicate your new address on your Distribution Election Form. Also, please keep your contact information up-to-date, by contacting Gilardi using the information listed above, to ensure you receive any future distributions to which you may be entitled.

Sincerely,



John J. Miller

President and Chief Financial Officer
FIDUCIARY COUNSELORS INC.

³ If you take a complete distribution from a new IRA at RSI within 30 days after it is established, RSI will waive both the first month's fee and the distribution fee. For distributions of \$100 or less, RSI will reduce the distribution fee to half of the amount of the distribution (for example, for a distribution of \$50, the distribution fee would be \$25). No distribution fee will apply to legally required minimum distributions after age 70 1/2. RSI will provide advance notice of any future fee increase. The initial processing fee does not apply to new accounts. For rollovers to existing accounts, the initial processing fee will be reduced to half of the new account balance immediately after the rollover for accounts where the new balance is less than \$26.