

**If You Directly Purchased Airfreight Shipping Services Between January 1, 2000 and September 30, 2006,
You Could be Affected by a Class Action Lawsuit**

A Federal Court authorized this notice. This is not a solicitation from a lawyer.

- There are four additional proposed settlements totaling \$197.5 million in a class action lawsuit about Airfreight Shipping Services. These proposed settlements are in addition to over \$1 billion in settlements with other Defendants described in earlier notices. The lawsuit is called *In re Air Cargo Shipping Services Antitrust Litigation* and is pending in the United States District Court for the Eastern District of New York.
- Under the **Polar Settlement**, Polar Air Cargo LLC, Polar Air Cargo Worldwide, Inc., and Atlas Air Worldwide Holdings, Inc. (“the Polar Defendants”) have agreed to pay \$100 million in installments, of which \$35 million has already been paid. Under the **Air China Settlement**, Air China Limited and Air China Cargo Company Limited (“Air China”) have paid \$50 million. Under the **Air New Zealand Settlement**, Air New Zealand Limited (“Air New Zealand”) has paid \$35 million. Under the **Air India Settlement**, Air India Limited (“Air India”) has agreed to pay \$12.5 million in installments in 2016. These Settling Defendants have denied liability but have settled to avoid the cost and risk of a trial.
- You may be affected by these proposed settlements if you purchased Airfreight Shipping Services directly from one or more Defendants listed below for shipments to or from the United States from January 1, 2000 to September 30, 2006.

YOUR LEGAL RIGHTS AND OPTIONS:		
YOU MAY:		DUE DATE:
SUBMIT A CLAIM	Unless you have already submitted a claim in connection with the Second, Third, or Fourth Settlements (see Questions 4 and 11 below), this is the only way to get a payment.	Postmarked by September 9, unless previously submitted
GO TO A HEARING	Ask to speak to the Court about the fairness of the proposed settlements, the plan of allocation, or the request for attorneys’ fees and expenses.	September 15, 2016
OBJECT	Write to the Court about why you don’t like the proposed settlements, the plan of allocation, or the request for attorneys’ fees and expenses.	September 15, 2016
DO NOTHING	If you have not submitted a claim form for the Second, Third, or Fourth Settlements, you will get no payment and give up your rights. If you have already submitted a claim form for the Second, Third, or Fourth Settlements, you will automatically be included as a claimant eligible to receive a payment if the proposed settlements are approved, unless you excluded yourself from the Litigation Class before January 22, 2016.	

- These rights and options—**and the deadlines to exercise them**—are explained in this notice.
- Your legal rights are affected whether you act or don’t act. Read this notice carefully.

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BASIC INFORMATION

1. Why did I get this notice package?

You or your company may have purchased Airfreight Shipping Services (paid, private air transport of freight or other cargo by an airline acting as a provider of such service) directly from one or more Defendants for shipments to or from the United States from January 1, 2000 to September 30, 2006.

This notice explains that, as a possible class member, you have a right to know about proposed settlements in this class action lawsuit, and about all of your options, before the Court decides whether to approve the proposed settlements. This notice explains the lawsuit, the proposed settlements, and your legal rights.

The Court in charge of the case is the United States District Court for the Eastern District of New York, and the case is known as *In re Air Cargo Shipping Services Antitrust Litigation*, Master File 06-MD-1775 (BMC) (VVP). The people who sued are called the Plaintiffs, and the companies they sued are called the Defendants. The Defendants that have agreed to these proposed settlements are called the Settling Defendants.

2. What is this lawsuit about?

The lawsuit claims that the Defendants and certain of their employees conspired to fix, raise, maintain, or stabilize prices of Airfreight Shipping Services by, among other things, coordinating surcharges (such as fuel and security surcharges) and by agreeing to eliminate or prevent discounting of surcharges. The lawsuit claims that, as a result, purchasers paid more for Airfreight Shipping Services than they otherwise would have paid. Defendants have denied these claims and have asserted various defenses to the claims.

3. Who are the Defendants?

The Settling Defendants are Air China Ltd., Air China Cargo Company Ltd., Air India, Air New Zealand Ltd., Polar Air Cargo LLC, Polar Air Cargo Worldwide, Inc., and Atlas Air Worldwide Holdings, Inc. The other Defendants are:

Aerolinhas Brasileiras, S.A.	Kenya Airways Limited
AC Cargo LP	Koninklijke Luchtvaart Maatschappij N.V.
Air Canada	Korean Air Lines Co., Ltd.
Air Mauritius Ltd.	Lan Airlines, S.A.
Alitalia Linee Aeree Italiane S.p.A.	Lan Cargo, S.A.
All Nippon Airways Co., Ltd.	Lufthansa Cargo AG
American Airlines, Inc.	Malaysia Airlines
AMR Corporation	Martinair Holland N.V.
Asiana Airlines, Inc.	Nippon Cargo Airlines Co., Ltd.
British Airways PLC	Qantas Airways Limited
Cargolux Airlines International, S.A.	SAS Cargo Group A/S
Cathay Pacific Airways Ltd.	Saudi Arabian Airlines, Ltd.
China Airlines, Ltd.	Scandinavian Airlines System
DAS Air Ltd. (DAS Air Cargo)	Singapore Airlines Limited
Deutsche Lufthansa AG	Singapore Airlines Cargo Pte, Ltd.
El Al Airlines Ltd.	Société Air France
Emirates	South African Airways
Ethiopian Airlines Corp.	Swiss International Air Lines, Ltd.
Eva Airways Corporation	Thai Airways International Public Company Limited
Japan Airlines International Co., Ltd.	Viação Aérea Rio-Grandense, S.A. (Varig)

4. Has the Court approved other settlements in this case?

Yes. The Court has granted final approval to the following settlements. The **Lufthansa Settlement** was an \$85 million settlement with Deutsche Lufthansa AG, Lufthansa Cargo AG, and Swiss International Air Lines, Ltd. (“Lufthansa”). The **Second Settlements** included: an \$87 million settlement with Société Air France (“Air France”), Koninklijke Luchtvaart Maatschappij N.V. (“KLM”), and Martinair Holland N.V. (“Martinair”) (collectively “Air France/KLM”); a \$12 million settlement with Japan Airlines International Co., Ltd. (“JAL”); a \$5 million settlement with American

Airlines, Inc. and AMR Corporation (“AA”); a \$13.9 million settlement with Scandinavian Airlines System and SAS Cargo Group A/S (“SAS”); a \$10.4 million settlement with All Nippon Airways Co., Ltd. (“ANA”); a \$35.1 million settlement with Cargolux Airlines International S.A. (“Cargolux”); a \$3.5 million settlement with Thai Airways International Public Company Limited (“Thai”); and a \$26.5 million settlement with Qantas Airways Limited (“Qantas”). The **Third Settlements** included: an \$89.512 million settlement with British Airways Plc (“British Airways”); a \$66 million settlement with Lan Airlines, S.A., Lan Cargo, S.A., and Aerolinhas Brasileiras, S.A. (“Lan/ABSA”); a \$3.2 million settlement with Malaysia Airlines (“Malaysia”); a \$3.29 million settlement with South African Airways Ltd. (“South African”); a \$14 million settlement with Saudi Arabian Airlines, Ltd. (“Saudia”); a \$7.833 million settlement with Emirates; a \$15.8 million settlement with El Al Israel Airlines Ltd. (“El Al”); a \$7.5 million settlement with Air Canada and AC Cargo LP (“Air Canada”), and a settlement with Air New Zealand employee Salvatore Sanfilippo (“Sanfilippo”). The **Fourth Settlements** included: a \$92 million settlement with Singapore Airlines Limited and Singapore Airlines Cargo Pte. Ltd. (“Singapore”) (less the portion attributable to class members who settled with Singapore Air before the class settlement was reached); a \$65 million settlement with Cathay Pacific Airways Ltd. (“Cathay Pacific”); a \$115 million settlement with Korean Air Lines Co., Ltd. (“Korean Air”); and a \$90 million settlement with China Airlines, Ltd. (“China Air”).

The Court most recently granted final approval to the following settlements: a \$36.35 million settlement with Nippon Cargo Airlines Co., Ltd. (“Nippon Cargo”); a \$99 million settlement with EVA Airways Corporation (“EVA”); and a \$55 million settlement with Asiana Airlines, Inc. (“Asiana”).

You may have received notice of these prior settlements. If all of the proposed settlements receive final approval from the Court, the total gross settlement proceeds recovered in the litigation will be approximately \$1.236 billion.

5. Why is this a class action?

In a class action, one or more individuals or companies called Class Representatives (in this case Benchmark Export Services, FTS International Express, Inc., R.I.M. Logistics, Ltd., Olarte Transport Service, Inc., S.A.T. Sea & Air Transport, Inc. and Volvo Logistics AB) sue on behalf of others who have similar claims. All these individuals or companies are a class or class members. One court resolves the issues for all class members, except for those who exclude themselves from the class. U.S. District Judge Brian M. Cogan is in charge of this class action.

6. Why are there proposed settlements?

The Settling Defendants have denied all liability in this case and have asserted various defenses to the Plaintiffs’ claims. The Court did not decide in favor of the Plaintiffs or the Settling Defendants. Instead, both sides agreed to the proposed settlements. That way, they avoid the cost and risk of a trial, and the class members will get compensation. The Class Representatives and Class Counsel think the proposed settlements are best for all class members.

WHO IS INCLUDED IN THE PROPOSED SETTLEMENTS?

7. Who is included in the proposed settlements?

You are included in the new proposed settlements with Air China, Air New Zealand, Air India, and the Polar Defendants if you did not exclude yourself from the Litigation Class before January 22, 2016, and if you fit the following definition: *All persons or entities (but excluding Defendants, their parents, predecessors, successors, subsidiaries, affiliates, as well as government entities) who purchased airfreight shipping services for shipments to or from the United States directly from any of the Defendants or from any of their parents, predecessors, successors, subsidiaries, or affiliates, at any time during the period January 1, 2000 up to and including September 30, 2006.*

The deadline to exclude yourself from these settlements (by opting out of the Litigation Class) passed on January 22, 2016.

8. How do I know if I previously excluded myself from the Litigation Class?

Unless you wrote to the Settlement Administrator before January 22, 2016 asking to be excluded from the Litigation Class, then you did not exclude yourself from the Litigation Class.

9. I'm still not sure if I am included.

If you are still not sure whether you are a class member, you can ask for free help. See Question 21 below. You are not required to pay anyone to assist you.

THE PROPOSED SETTLEMENT BENEFITS

10. What do the proposed Settlements provide?

Under the **Air China Settlement**, Air China has paid \$50 million. The Air China Settlement agreement can be found at www.aircargosettlement5.com.

Under the **Air India Settlement**, Air India has agreed to pay \$12.5 million in installments (\$6.25 million on or before June 1, 2016, and an additional \$6.25 million on or before August 1, 2016). The Air India Settlement agreement can be found at www.aircargosettlement5.com.

Under the **Air New Zealand Settlement**, Air New Zealand has paid \$35 million. The Air New Zealand Settlement agreement can be found at www.aircargosettlement5.com.

Under the **Polar Settlement**, the Polar Defendants have paid \$35 million and have agreed to pay an additional \$65 million in installments (\$35 million on or before January 15, 2017, and an additional \$30 million on or before January 15, 2018). The Polar Settlement agreement can be found at www.aircargosettlement5.com.

11. How do I get a payment?

If you are included in the proposed settlements (see Question 7 above) and did not exclude yourself from the Litigation Class, you are eligible to get a payment. If you received this notice by mail, then you have also received a claim form. If you are reviewing this notice online, or received a copy by some other means, you may request a claim form online at www.aircargosettlement5.com, or by calling the settlement administrator toll-free at 1-855-382-6460 in the U.S., U.S. territories, and Canada. Outside the U.S. and Canada, you may call 1-513-795-0998, but toll charges will apply. You may also request a claim form by writing to the settlement administrator at the address below.

Completed claim forms **must be postmarked by** September 9, 2016 and returned to the settlement administrator at the following address:

Air Cargo Settlement 5
c/o Garden City Group LLC
P.O. Box 10083
Dublin, OH 43017-6683
USA

You must keep all of your records of your purchases from Defendants and Settling Defendants because you will need them to complete the claim form and may later be asked to provide them to the settlement administrator.

If you previously submitted a claim form for the Second, Third, or Fourth Settlements, you do not need to submit another claim form, but you may complete the Supplemental Claim Form to include purchases of airfreight shipping services that occurred between September 12, 2006 and September 30, 2006.

12. How much will my payment be?

Class Counsel has proposed a plan of allocation describing the division of the settlement funds among class members, which has previously been approved by the Court. If the Court approves the plan of allocation again, it will apply to the

Air China Settlement, the Air India Settlement, the Air New Zealand, the Polar Settlement, as well as to the settlements with Asiana, EVA, and Nippon Cargo, described in Question 4.

Under the plan of allocation, the settlement funds will first be used to pay attorneys' fees and expenses approved by the Court. The remaining amount will be distributed to class members that submit or have submitted valid claim forms in proportion to their relevant purchases of Airfreight Shipping Services. For purposes of this calculation, purchase amounts in currencies other than dollars will be converted by the Settlement Administrator to equivalent dollar amounts using currency exchange rates applicable on September 11, 2006.

The plan of allocation treats **inbound** and **outbound** purchases differently. An **inbound** purchase is a purchase of Airfreight Shipping Services for shipments to the United States. An **outbound** purchase is a purchase of Airfreight Shipping Services for shipments from or within the United States. For purposes of calculating a settlement class member's share of the settlement funds, **inbound** purchases will be valued at 1.625 times the dollar amount of such purchases. No multiplier will apply to **outbound** purchases. These are the same multipliers previously approved by the Court for each of the settlements approved to date. (See Question 4 above for a description of these settlements.)

Shipments within the United States (both origin and destination in the United States) will be included in the calculations **only** for the Asiana, EVA, and Nippon Cargo settlements. Shipments that occurred between September 12, 2006 and September 30, 2006 will be included in the calculations **only** for the Air China, Air India, Air New Zealand, and Polar settlements.

If you wish to object to the plan of allocation, your objection must be received by the Court by September 15, 2016 as described in Question 13 below.

OBJECTING TO THE PROPOSED SETTLEMENTS, THE PLAN OF ALLOCATION, OR THE REQUEST FOR ATTORNEYS' FEES AND EXPENSES

You can tell the Court that you don't agree with the proposed settlements or some part of them, the plan of allocation, or the request for attorneys' fees and expenses.

13. How do I tell the Court that I don't like the proposed settlements, the plan of allocation, or the request for attorneys' fees and expenses?

You can object to any proposed settlement if you don't like any part of it if you did not exclude yourself from the Litigation Class before January 22, 2016. Unless you excluded yourself from the Litigation Class and the settlements with Asiana, EVA, and Nippon Cargo before January 22, 2016, then you can object to the plan of allocation or the request for attorneys' fees and expenses. You can give reasons why you think the Court should not approve any or all of them. The Court will consider your views.

To object, you must send a letter to the Court that includes the following:

- A statement saying that you object to one or more of the proposed settlements, or the plan of allocation or request for fees and expenses, in *In re Air Cargo Shipping Services Antitrust Litigation*.
- Your name, address, telephone number, and your signature.
- The reason(s) you object.
- Proof of your membership in the class, such as invoices showing that you satisfy the class definition in Question 7 or the Settlement Class definition for the Asiana, EVA, and Nippon Cargo settlements (which included shipments within the United States, not just to or from the United States).

You must file the objection with the Court at the following address, **received by** September 15, 2016:

Clerk of Court
United States District Court
for the Eastern District of New York
225 Cadman Plaza East
Brooklyn, NY 11201

You must also mail copies of the objection to the following attorneys, **postmarked by September 15, 2016**:

Michael D. Hausfeld
Hausfeld LLP
1700 K Street, NW, Suite 650
Washington, DC 20006

Robert N. Kaplan
Kaplan Fox & Kilsheimer LLP
850 Third Avenue, 14th Floor
New York, NY 10022

Hollis L. Salzman
Robins Kaplan LLP
601 Lexington Avenue, Suite 3400
New York, NY 10022

Howard J. Sedran
Levin, Fishbein, Sedran & Berman
510 Walnut Street
Philadelphia, PA 19106

Class Counsel

Sheron Korpus
Kasowitz, Benson, Torres & Friedman
1633 Broadway
New York, NY 10019

Evan Chesler
Cravath, Swaine & Moore LLP
825 Eighth Avenue
New York, NY 10019

Roscoe C. Howard, Jr.
Barnes & Thornburg LLP
1717 Pennsylvania Ave NW, Suite 500
Washington, DC 20006

Harvey Wolkoff
Ropes & Gray LLP
800 Boylston Street
Boston, MA 02199

Counsel for Air New Zealand Limited

Counsel for Polar Air Cargo LLC, Polar Air Cargo Worldwide, Inc., and Atlas Air Worldwide Holdings, Inc.

George N. Tompkins III
Wilson Elser Moskowitz
Edelman & Dicker
150 East 42nd Street
New York, NY 10017

E. Christopher Murray
Ruskin Moscou Faltischek
East Tower, 15 Floor
1425 RXR Plaza
Uniondale, NY 11556

Counsel for Air China Limited and Air China Cargo Company Limited

Counsel for Air India Ltd.

THE LAWYERS REPRESENTING YOU

14. Do I have a lawyer in this case?

The Court appointed Michael D. Hausfeld of Hausfeld LLP; Robert N. Kaplan of Kaplan Fox & Kilsheimer LLP; Hollis Salzman of Robins Kaplan LLP; and Howard J. Sedran of Levin, Fishbein, Sedran, and Berman to represent the class. These lawyers are called Class Counsel. You will not be charged for these lawyers. If you want to be represented by your own lawyer, you may hire one at your own expense.

15. How will the lawyers be paid?

You are not personally responsible for payment of attorneys' fees or expenses for Class Counsel. Instead, as compensation for their time and the risk litigating the case on a contingent basis, Class Counsel will ask the Court to approve a payment of attorneys' fees and reimbursement of reasonably incurred expenses from the settlements with Air China, Air India, Air

New Zealand, Asiana, EVA, Nippon Cargo, and the Polar Defendants. The request for attorneys' fees will be in an amount not to exceed 25% percent of the settlement funds. The request for reimbursement for expenses incurred in the prosecution of the litigation will be in an amount not to exceed \$4 million. If awarded by the Court, these amounts would be deducted proportionally from the settlement funds.

If you wish to object to the request for attorneys' fees or reimbursement of expenses, your objection must be received by the Court by September 15, 2016 as described in Question 13.

THE COURT'S FAIRNESS HEARING

The Court will hold a hearing to decide whether to approve the proposed settlements, the plan of allocation, and the request for attorneys' fees and expenses. You may attend and you may ask the Court's permission to speak (see Question 18 for instructions), but you don't have to participate in the hearing in order to attend.

16. When and where will the Court decide whether to approve the proposed settlements?

The Court will hold a Fairness Hearing at 10:00 AM on October 5, 2016 in Courtroom 8D South at the United States Courthouse, 225 Cadman Plaza East, Brooklyn, NY 11201. At this hearing the Court will consider whether the proposed settlements are fair, reasonable, and adequate, whether to approve the plan of allocation, and whether to award attorneys' fees and expenses. If there are objections, the Court will consider them. The judge will listen to class members who have asked to speak at the hearing (see Question 18). After the hearing, the Court will decide whether to approve the proposed settlements, the plan of allocation, and the request for attorneys' fees and expenses.

The Court may change the time and date of the Fairness Hearing. Notice of any change will be posted at the courthouse or on the Court's website and on www.aircargosettlement5.com.

17. Do I have to come to the hearing?

No. Class Counsel will answer questions that the judge may have. But, you are welcome to come at your own expense. If you send an objection, you don't have to come to Court to talk about it. As long as the Court received your written objection on time, the Court will consider it. You may also pay your own lawyer to attend, but it's not necessary.

18. May I speak at the hearing?

You may ask the Court for permission to speak at the Fairness Hearing. If you wish to do so, you are encouraged to send a letter stating the following:

- "Notice of Intention to Appear in *In re Air Cargo Shipping Service Antitrust Litigation*"
- The position you will take and your reasons.
- Your name, address, telephone number, and your signature.
- Proof of your membership in the class, such as invoices showing that you satisfy the class definition in Question 7 or the Settlement Class definition for the Asiana, EVA, and Nippon Cargo settlements (which included shipments within the United States, not just to or from the United States).

Your Notice of Intention to Appear must be filed with the Court at the following address, **received by September 15, 2016**:

Clerk of Court
United States District Court
for the Eastern District of New York
225 Cadman Plaza East
Brooklyn, NY 11201

You must also mail copies of the Notice of Intention to Appear to the attorneys listed in Question 13 above.

IF YOU DO NOTHING

19. What happens if I do nothing at all?

If you excluded yourself from the Litigation Class before January 22, 2016, you will get no payment from the Air China, Air India, Air New Zealand, and Polar Settlements, but you will not give up your rights against those Settling Defendants.

Unless you previously excluded yourself from the Litigation Class and the settlements with Asiana, Eva, and Nippon Cargo before January 22, 2016, then:

- If you have already submitted a claim form for the Second, Third, or Fourth Settlements and you do nothing now, you will automatically be included as a claimant eligible to receive a payment if the proposed settlements are approved. You may choose to submit a new claim form that also includes purchases of airfreight shipping services that occurred between September 12, 2006 and September 30, 2006, but you need not do so.
- If you have not submitted a claim form for the Second, Third, or Fourth Settlements and you do nothing now, you will get no payment and give up your rights. If you did not submit a claim form for the Second, Third, or Fourth Settlements and you want to receive a payment, you should submit a claim form as described in Question 11.

GETTING MORE INFORMATION

20. Are there more details about the proposed settlements, the plan of allocation, or the request for attorneys' fees and expenses?

This notice summarizes the proposed settlements. More details are in the settlement agreements. You can get a copy of the settlement agreements by visiting www.aircargosettlement5.com.

Class Counsel will file a motion for final approval of the proposed settlements and the plan of allocation, and a request for attorneys' fees and expenses, which will contain additional information. These papers are currently due to be filed by August 22, 2016 and will be available at www.aircargosettlement5.com.

21. How do I get more information?

If you have questions or want more information, you can visit the official settlement website at www.aircargosettlement5.com. If the answer to your question cannot be located on the website, you may contact the settlement administrator by email at administrator@aircargosettlement5.com. You may also call the settlement administrator toll-free at 1-855-382-6460 in the U.S., U.S. territories, and Canada. Outside the U.S. and Canada, you may call 1-513-795-0998, but toll charges will apply. You may also write to:

Air Cargo Settlement 5
c/o Garden City Group LLC
P.O. Box 10083
Dublin, OH 43017-6683
USA

You may also write to any of Class Counsel at the following addresses:

Michael D. Hausfeld
Hausfeld LLP
1700 K Street, NW
Suite 650
Washington, DC 20006

Robert N. Kaplan
Kaplan Fox & Kilsheimer LLP
850 Third Avenue, 14th Floor
New York, NY 10022

Hollis L. Salzman
Robins Kaplan LLP
601 Lexington Avenue
Suite 3400
New York, NY 10022

Howard J. Sedran
Levin, Fishbein, Sedran & Berman
510 Walnut Street
Philadelphia, PA 19106

22. Can I update my address?

Yes. If your address changes, please enter your current information online at www.aircargosettlement5.com, or send it to the settlement administrator at:

Air Cargo Settlement 5
c/o Garden City Group LLC
P.O. Box 10083
Dublin, OH 43017-6683
USA

DATED: June 1, 2016

BY ORDER OF THE COURT
UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK