

## MUTUAL GENERAL RELEASE

TO ALL TO WHOM THESE PRESENTS SHALL COME OR MAY CONCERN: GREETING: KNOW YE, that Citibank, N.A. including and on behalf of itself and CitiCapital Municipal Finance ("Citibank") and The City of Burlington, together with each of their respective elected officials, officers, directors, employees, agents, administrators, subsidiaries, insurers, advisors, citizen volunteers and their respective predecessors, successors, assigns, legal representatives and affiliates, for and in consideration of the payment shown on the attached Settlement Statement and this mutual general release, the receipt whereof is hereby acknowledged, mutually agree to remise, release, and forever discharge, and by these presents do they for their elected officials, officers, directors, employees, agents, administrators, subsidiaries, insurers, advisors, citizen volunteers, and their respective successors and legal representatives and affiliates, remise, release, and forever discharge each other and their elected officials, officers, directors, employees, agents, administrators, subsidiaries, insurers, advisors, citizen volunteers and their respective successors and legal representatives and affiliates, from any and all manner of action and actions, cause and causes of action, suits, debts, dues, sums of money, accounts, reckoning, covenants, contracts, subcontracts, controversies, agreements, promises, damages, judgments, claims and demands whatsoever, in law or in equity, which against each other they ever had, now have or which they can, shall or may have, upon or by reason of any matter arising out of, or related in anyway, to all claims and counterclaims from (i) obligations under Section 8, "Additional Payment" of the Mediated Settlement Agreement dated January 29, 2014, executed by and among the City of Burlington and Citibank (the "Mediated Settlement Agreement"), (ii) under any remaining obligations set forth in the Mutual Release dated as of December 30, 2014 (the "2014 Mutual Release"), including any remaining obligations under Section 1(ii) of the Interim Order dated March 27, 2012, as amended on February 3, 2014, for amounts due for December 2014, or (iii) related to a lawsuit entitled Citibank, N.A. v. City of Burlington and McNeil, Leddy & Sheahan, PC, Docket No. 2-11-cv-214, filed in the United States District Court for the District of Vermont (the "Lawsuit"), and all actual or potential complaints, claims and counterclaims raised in, or related to, the Lawsuit, whether known or unknown. For the sake of clarity, this Mutual General Release is intended to apply with respect to all those matters directly or indirectly related to, or arising out of, Citibank's financing of Burlington Telecom, the Lawsuit, the Mediated Settlement Agreement, and the 2014 Mutual Release as set forth above and shall not be deemed to extend to separate and unrelated contract, bond or debt transactions in which Burlington and Citibank may have an interest or to mortgage loans, credit cards, other indebtedness, banking or investment accounts, or similar arrangements of the individuals released for their personal or private assets, in their individual capacities.

This Release is not an admission of liability or responsibility, but rather a settlement of disputed conflicting claims.

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