

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 60447 / August 5, 2009**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-12720**

**In the Matter of**

**GENERAL AMERICAN LIFE  
INSURANCE COMPANY AND  
WILLIAM C. THATER,**

**Respondents.**

**ORDER DIRECTING DISBURSEMENT  
OF FAIR FUND**

On May 23, 2008, the United States Securities and Exchange Commission (“Commission”) published a plan of distribution (“Distribution Plan”) and issued a Notice of Proposed Distribution Plan and Opportunity for Comment (Exchange Act Rel. No. 57863) pursuant to Rule 1103 of the Commission’s Rules on Fair Funds and Disbursement Plans, 17 C.F.R. §201.1103. The Notice advised parties they could obtain a copy of the Distribution Plan at [www.sec.gov](http://www.sec.gov). The Notice also advised that all persons desiring to comment on the Distribution Plan could submit their comments, in writing, no later than June 23, 2008. No comments were received by the Commission in response to the Notice. On July 25, 2008, the Commission issued an Order Approving the Distribution Plan, Appointing a Plan Administrator and Waiving Bond. (Exchange Act Rel. No. 58225).

The Distribution Plan provides that the Commission will arrange for distribution of the Fair Fund when a validated electronic payment file listing the payees with the identification information required to make the distribution has been received and accepted. The validated electronic payment file has been received and accepted for the disbursement of \$3,532,822.80.

Accordingly, it is ORDERED that the Commission staff shall disburse the Fair Fund in the amount stated in the validated electronic payment file of \$3,532,822.80, as provided for in the Distribution Plan.

By the Commission.

Elizabeth M. Murphy  
Secretary