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IN RE WORLDCOM, INC. SECURITIES : :
LITIGATION : :
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This Document Relates to: : :
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ALL ACTIONS : :
_____ X

MASTER FILE
02 Civ. 3288 (DLC)

NOTICE OF CLASS ACTION

TO: ALL PERSONS OR ENTITIES WHO PURCHASED OR ACQUIRED PUBLICLY TRADED SECURITIES OF WORLDCOM, INC. DURING THE PERIOD FROM APRIL 29, 1999 THROUGH AND INCLUDING JUNE 25, 2002 (THE "CLASS PERIOD"), AND WHO WERE INJURED THEREBY

THIS NOTICE MAY AFFECT YOUR RIGHTS.
PLEASE READ THIS ENTIRE NOTICE CAREFULLY.

IF YOU DO NOT REQUEST TO BE EXCLUDED
FROM THE CLASS BY FEBRUARY 20, 2004 AS DESCRIBED BELOW,
YOU WILL BE BOUND BY THE DECISIONS
AND OUTCOME OF THIS LAWSUIT.

I. Description and Status of the Lawsuit

The purpose of this Notice is to inform you of a class action lawsuit that is now pending in the United States District Court for the Southern District of New York (the "Court"). The Class certified by Order of the Court is identified below, at Section II (the "Class").

In this lawsuit (the "Action"), Lead Plaintiff New York State Common Retirement Fund and Named Plaintiffs the County of Fresno, California, the Fresno County Employees Retirement Association, and HGK Asset Management, Inc. (on behalf of its clients) (the "Plaintiffs") allege that the parties listed below violated federal law - the Securities Act of 1933 (the "Securities Act") and/or the Securities Exchange Act of 1934 (the "Exchange Act") - by making materially false and misleading statements and omissions regarding the financial condition of WorldCom, Inc. ("WorldCom" or the "Company") during the period from April 29, 1999 through and including June 25, 2002 (the "Class Period"). Plaintiffs contend that investors were misled by statements which appeared in analyst reports, press releases, public statements, and in documents filed with the Securities and Exchange Commission during the Class Period, including registration statements and prospectuses issued in connection with WorldCom's \$5 billion May 2000 and \$11.8 billion May 2001 Bond Offerings.

Plaintiffs contend that the WorldCom financial statements were false due principally to WorldCom's improper capitalization of expenses, excessive acquisition write-offs, improper revenue recognition and improper accounting for goodwill. The Company has admitted that WorldCom's reported earnings were overstated by approximately \$9 billion over the course of the Class Period.

The Plaintiffs' allegations, as asserted in their Complaint, are described in more detail below. The Defendants against whom the Action has not been stayed have denied all of the allegations of wrongdoing asserted against them in the Complaint and the First Amended Complaint and those Defendants who have answered the First Amended Complaint have asserted Affirmative Defenses. At this stage of the litigation, the Court has not yet ruled on whether any of Plaintiffs' allegations have merit.

Information about the status of the Action can be obtained by: (1) viewing Court Opinions and Orders and other information on the website maintained by Lead Counsel, www.worldcomlitigation.com; or (2) sending a letter or fax to Lead Counsel at the addresses identified below; or (3) sending an e-mail to WorldCom Securities Litigation Class Administrator at worldcominfo@gardencitygroup.com.

A. The Appointment of the Lead Plaintiff and Lead Counsel

On August 15, 2002, the Court appointed the Comptroller of the State of New York, the sole Trustee of the New York State Common Retirement Fund, which is the second largest public pension fund in the United States, to serve as the Lead Plaintiff for the Action (the "Lead Plaintiff"), and approved the Lead Plaintiff's choice of counsel, the law firms of Barrack Rodos & Bacine and Bernstein Litowitz Berger & Grossmann LLP, to serve as Lead Counsel for Plaintiffs and the Class (the "Lead Counsel").

The Court has appointed a different Lead Plaintiff and Lead Counsel to prosecute claims of WorldCom employees and retirees in a separate class action case brought pursuant to the Employee Retirement Income Security Act ("ERISA"). ERISA claims are not asserted in this Action.

B. The Complaint

On October 11, 2002, the Plaintiffs filed a Class Action Complaint ("Complaint"). This section of the Notice lists the parties named in the Complaint and summarizes the Complaint's allegations against the Defendants.

The Parties

The Lead Plaintiff asserted that it suffered losses of over \$300 million from its purchases and sales of WorldCom stock and bonds during the Class Period. Named Plaintiffs asserted that they (and those whom they represent) suffered losses of more than \$33 million from purchases of bonds that were issued in the May 2000 or May 2001 Bond Offerings. The Lead Plaintiff did not assert that it had purchased any bonds issued in those two Bond Offerings.

The Complaint asserted claims against the following Defendants:

(1) former WorldCom officers and directors Bernard J. Ebbers, Scott D. Sullivan, David F. Myers, Buford Yates, Jr., James C. Allen, Judith Areen, Carl J. Aycock, Max E. Bobbitt, Francesco Galesi, Clifford L. Alexander, Jr., Stiles A. Kellett, Jr., Gordon S. Macklin, John A. Porter, Bert C. Roberts, Jr., John W. Sidgmore, and Lawrence C. Tucker (collectively referred to as the "Individual Defendants");

(2) WorldCom's former outside auditor, Arthur Andersen LLP ("Andersen");

(3) underwriters of WorldCom's May 2000 and May 2001 Bond Offerings, Salomon Smith Barney, Inc. ("Salomon"), n/k/a Citigroup Global Markets Inc.; J.P. Morgan Chase & Co.; Banc of America Securities LLC; Deutsche Bank Securities Inc., f/k/a Deutsche Bank Alex. Brown Inc.; Chase Securities Inc., n/k/a J.P. Morgan Securities, Inc.; Lehman Brothers, Inc.; Blaylock & Partners, L.P.; Credit Suisse First Boston Corp., n/k/a Credit Suisse First Boston LLC; Goldman, Sachs & Co.; UBS Warburg LLC; ABN AMRO, Inc.; Utendahl Capital Partners L.P.; Tokyo-Mitsubishi International plc; Westdeutsche Landesbank Girozentrale, n/k/a WestLB AG; BNP Paribas Securities Corp.; Caboto Holding SIM S.p.A.; Fleet Securities, Inc.; and Mizuho International plc (collectively referred to as the "Underwriter Defendants"); and

(4) Salomon, Jack B. Grubman and Citigroup, Inc. (collectively referred to as the "Salomon Defendants").

Because WorldCom has filed for bankruptcy and is protected against litigation by the automatic stay provisions of the United States Bankruptcy Code, Plaintiffs did not name WorldCom as a defendant in the Complaint.

The Claims

The Complaint asserted claims under Sections 11, 12(a)(2) and 15 of the Securities Act (the "Securities Act Claims") on behalf of those who purchased WorldCom bonds in or traceable to the Bond Offerings of May 2000 and May 2001. The defendants for one or more of these claims include: each of the Individual Defendants (except Myers and Yates, who did not sign the Registration Statements for the two Bond Offerings); Andersen; and the Underwriter Defendants (collectively the "Securities Act Defendants").

The Complaint asserted that the Securities Act Defendants are liable to purchasers of the WorldCom bonds issued in the May 2000 and May 2001 Bond Offerings because the Registration Statements and Prospectuses for those Bond Offerings:

(1) included the materially false WorldCom financial statements for the years 1999, 2000 and the first quarter of 2001; and

(2) failed to disclose numerous conflicts between the Salomon Defendants and WorldCom, Ebbers and Sullivan, as more fully described below.

The Complaint also asserted claims under Sections 10(b) and 20(a) of the Exchange Act (the "Exchange Act Claims") on behalf of purchasers of all publicly traded securities of WorldCom during the Class Period, including purchasers of both stock and publicly traded debt securities issued by WorldCom either during or prior to the start of the Class Period. One or more of the Exchange Act Claims were asserted against Individual Defendants Ebbers, Sullivan, Myers, Yates, the four WorldCom directors who served during the Class Period on WorldCom's Audit Committee (Allen, Areen, Bobbitt and Galesi), and Kellett, who served as Chairman of WorldCom's Compensation Committee; Andersen; and the Salomon Defendants (collectively the "Exchange Act Defendants").

The Complaint asserted that the Exchange Act Defendants are liable to purchasers of WorldCom stock and publicly traded debt securities during the Class Period because:

(1) the Exchange Act Defendants knowingly or recklessly made false statements about the Company or omitted to make disclosures that were necessary to make the statements that they did make not misleading;

(2) the false statements included the materially false financial statements for the years 1999, 2000, 2001 and the first quarter of 2002, and other descriptions of WorldCom's financial condition; and

(3) the omissions included the failure to disclose numerous conflicts between the Salomon Defendants and WorldCom, Ebbers and Sullivan, as more fully described below.

The following summarizes some of the Complaint's allegations about the Defendants other than the Individual Defendants.

Andersen

The Complaint asserted that Andersen, WorldCom's former outside auditor, issued unqualified audit opinions for WorldCom's financial statements for fiscal years 1999, 2000, and 2001, and further expressly consented to having WorldCom's 1999 and 2000 year-end financial statements incorporated by reference into WorldCom's Registration Statements for the May 2000 and May 2001 Bond Offerings. Plaintiffs allege that in these audit opinions, Andersen falsely stated, among other things, that it had audited such financial statements in accordance with Generally Accepted Auditing Standards, and that WorldCom's financial statements were prepared in conformity with Generally Accepted Accounting Principles in all material respects.

Underwriter Defendants

The Complaint asserted that the Underwriter Defendants failed to conduct proper due diligence in connection with WorldCom's May 2000 and May 2001 Bond Offerings, and that the losses suffered by purchasers of the Bond Offerings were causally related to the false and misleading statements and omissions in the Registration Statements and Prospectuses for the two Bond Offerings.

Salomon Defendants

The Complaint asserted that the Salomon Defendants, among other things, failed to disclose material conflicts of interest that existed in their relationships with WorldCom and WorldCom's CEO and CFO, defendants Ebbers and Sullivan. As alleged in the Complaint, in order to procure WorldCom's lucrative investment banking business, Salomon, its corporate affiliates and Salomon's market analyst Grubman agreed to (i) issue highly favorable research reports regarding WorldCom, (ii) allocate shares of hot initial public offerings to senior WorldCom executives, and (iii) provide Ebbers with hundreds of millions of dollars of loans, part of which were secured by his personal holdings in WorldCom securities. The Complaint further alleged that, based on this *quid pro quo* relationship, Salomon received a significant amount of WorldCom's investment banking business, including as one of the two lead underwriters for the May 2000 and May 2001 Bond Offerings.

The Complaint further alleged that Grubman, who was held out by Salomon as an independent telecommunications analyst, knew or recklessly disregarded the substantial financial problems at WorldCom. It asserted that the analyst reports issued by Grubman regarding WorldCom contained knowingly or recklessly false descriptions of WorldCom's financial condition and failed to disclose the *quid pro quo* relationship between Salomon and WorldCom, Ebbers and Sullivan.

C. The Orders Denying in Large Part the Motions to Dismiss the Complaint; the Defenses that Have Been Asserted; the Filing of the First Amended Complaint

Individual Defendants Sullivan, Myers and Yates have been criminally charged by the United States Attorney's Office in the Southern District of New York based on their conduct at WorldCom. As a result, by Orders of December 5, 2002 and May 6, 2003, the Court stayed the Action as to them.

With the following exception, on May 19, 2003, the Court denied the motions to dismiss the Complaint that had been filed by the Individual Defendants against whom the action has not been stayed, the Underwriter Defendants, and the Salomon Defendants. In so ruling, the Court assumed the allegations of the Complaint to be true, and found that the Complaint had adequately pled the claims.

The single exception in the May 19, 2003 ruling was the decision to grant the motion of Individual Defendants Allen, Areen, Bobbitt and Galesi (the "Audit Committee Defendants") to dismiss one of the claims against them, the Section 10(b) Exchange Act claim. The Court permitted Plaintiffs to re-plead with greater specificity that claim in an amended complaint. On December 1, 2003, the Court found that the Amended Complaint had failed to plead the claim with greater specificity and dismissed with prejudice the Section 10(b) claim against the Audit Committee Defendants. As a consequence, the Section 10(b) claim against the Audit Committee Defendants is no longer a part of this Action.

On June 24, 2003, the Court denied the motion to dismiss the Complaint filed by Andersen, finding that the Complaint adequately pled causes of action against Andersen. At the same time, the Court granted motions to dismiss the claims brought against Arthur Andersen (United Kingdom), Andersen Worldwide Societe Cooperative, and former Andersen partners Melvin Dick and Mark Schopet.

On August 1, 2003, Plaintiffs filed their First Amended Complaint. All defendants named in the First Amended Complaint who have filed Answers to the Complaint denied liability on the claims asserted against them, and raised numerous Affirmative Defenses.

Certain defendants contend, among other things, that the Individual Defendants acted with appropriate diligence and did not knowingly or recklessly misrepresent WorldCom's financial condition; that the Underwriter Defendants acted with appropriate diligence in their work in connection with the May 2000 and May 2001 Bond Offerings; that Andersen acted with appropriate diligence in conducting its audits of WorldCom and did not knowingly or recklessly make any false statements regarding WorldCom's financial condition; that the Salomon Defendants did not knowingly or recklessly misrepresent WorldCom's financial condition or their relationships with WorldCom; that the Amended Complaint does not cover the \$1.7 billion of the May 2001 Bond Offering that is attributable to the Euro- and Sterling-denominated bonds that were part of that Offering ("Euro Bonds"); that the claims in the Amended Complaint do not cover any oral statement made by any Defendant or WorldCom; and that whether any individual class member may recover any amounts on certain claims will be subject to a determination as to that individual class member with respect to reliance.

On December 1, 2003, the Court granted Plaintiffs' motion to file a Corrected First Amended Complaint to, among other things, add as Defendants J.P. Morgan Securities, Inc. and six banks that are alleged to be foreign affiliates of certain Underwriter Defendants and to have participated in the sale of the Euro Bonds. The six alleged foreign affiliates are: J.P. Morgan Securities Ltd., Salomon Brothers International Limited, Banc of America Securities Limited, ABN AMRO Bank N.V., Deutsche Bank AG London and BNP Paribas ("Six Foreign Banks"). Only after the Six Foreign Banks are served and have had an opportunity to move to dismiss the Corrected First Amended Complaint will it be determined whether they have been properly joined as Defendants in this Action. If the Court denies their motion to dismiss, the Six Foreign Banks will also have the opportunity to challenge the class certification order. The Court has not yet determined whether the Underwriter Defendants and/or the Six Foreign Banks could be held liable as a matter of law for the sales of the Euro Bonds.

D. The Order Certifying the Class

On October 24, 2003, the Court certified this lawsuit to proceed as a Class Action pursuant to Rule 23 of the Federal Rules of Civil Procedure (the "Class Order").

On November 12, 2003, the Underwriter Defendants and Salomon Defendants filed petitions for permission to appeal the Class Order to the United States Court of Appeals for the Second Circuit. Plaintiffs are opposing those petitions. The petitions are presently pending before the Court of Appeals.

E. Discovery

The Action has been litigated actively since it was filed. The Opinions and Orders entered by the Court in the Action can be found at the locations indicated at the beginning and at the end of this Notice. Fact discovery in the Action is scheduled to conclude on June 18, 2004. Expert discovery and motion practice are scheduled to follow.

F. Trial Date

The jury trial in this Class Action is scheduled to begin on January 10, 2005.

II. The Class

The Class in this lawsuit consists of:

All persons and entities who purchased or otherwise acquired publicly traded securities of WorldCom during the period beginning April 29, 1999 through and including June 25, 2002, and who were injured thereby. This includes all persons and entities who: (1) purchased or acquired shares of WorldCom common stock in the secondary market or in exchange for shares of acquired companies pursuant to a registration statement, and/or (2) purchased or acquired publicly traded debt securities of WorldCom in the secondary market or pursuant to a registration statement during the Class Period, and who were injured thereby.

The Class excludes the defendants; members of the families of the individual defendants; any entity in which any defendant has a controlling interest; officers and directors of WorldCom and its subsidiaries and affiliates; and the legal representatives, heirs, successors or assigns of any such excluded party.

III. Commencement of Settlement Negotiations

On November 7, 2002, the Court ordered that the parties in the Action participate in settlement negotiations under the supervision of the Honorable Michael H. Dolinger, Magistrate Judge of the Southern District of New York. In addition, on September

22, 2003, the Court ordered the parties to engage in further settlement negotiations under the joint supervision of the Honorable Robert W. Sweet, United States District Judge for the Southern District of New York, and Magistrate Judge Dolinger.

On behalf of the Class, the Lead Plaintiff and Named Plaintiffs have been engaged in negotiations with certain defendants and defendant groups. There is no assurance that such negotiations will result in a settlement of the Class Action.

IV. If a Settlement Is Reached or a Judgment Is Obtained

In the event any settlement is reached or a Judgment is obtained against any defendant, only persons who do not exclude themselves from the Class at this time will be eligible to participate in a distribution of the settlement or Judgment proceeds. If you exclude yourself from the Class, you will not be eligible to participate in any settlement reached on behalf of the Class or in any Judgment obtained through trial. Section VI of this Notice describes your rights as a class member.

In the event of a settlement, Lead Plaintiff will be required to obtain preliminary approval of such a settlement from the Court, including preliminary approval for a proposed plan of allocation for settlement proceeds. After preliminary approval is obtained, the Lead Plaintiff must then send a Notice to Class Members, describing the proposed settlement and plan of allocation and the reasons for each. The Notice will provide a period of time for Class members to submit objections to the Court. If the Court finds it appropriate, the Notice may also provide Class members with a second opportunity to request to be excluded from the Class, but there can be no assurance that Class members will be afforded such a second opportunity. The Court will only give final approval to a proposed settlement and plan of allocation if the Court finds them to be fair, adequate and reasonable to the members of the Class.

Similarly, should the Class obtain a Judgment against any defendant, the Lead Plaintiff will be required (a) to obtain preliminary approval from the Court of a proposed plan of allocation; (b) to send a Notice to class members describing the proposed plan and the reasons for it, which Notice will provide a period of time for class members to submit objections to the Court; and (c) to seek final approval from the Court, which may only approve a proposed plan if the Court finds it to be fair and reasonable.

V. Lead Counsel's Fee Agreement with the Lead Plaintiff

Lead Counsel agreed to undertake this litigation on an entirely contingent basis, meaning that Lead Counsel is not compensated at all, or reimbursed for any expenses they incur on behalf of the Class, unless there is a recovery achieved for the Class. If there is a recovery for the Class, Lead Counsel may make an application to be compensated and reimbursed out of that recovery. Lead Counsel have agreed that they will not file a fee application without the prior approval of the Lead Plaintiff.

Lead Plaintiff has negotiated a Retainer Agreement with Lead Counsel which provides a cap on the amount of attorney's fees that Lead Counsel may seek from the Court. Under the Retainer Agreement, the fee for which Lead Counsel may apply is a function of both the timing and size of the recovery. Notwithstanding that calculation, the Retainer Agreement provides certain other limitations on the amount of the fee which Lead Counsel may seek. A copy of the Retainer Agreement is available for viewing on the following website, www.worldcomlitigation.com, or by request to Lead Counsel at the addresses listed below.

Any application for an award of attorney's fees and reimbursement of litigation expenses by Lead Counsel will be subject to Court approval. Before any such application for fees and expenses is determined, Lead Counsel will be required to: (a) obtain prior approval from the Lead Plaintiff to file the application; (b) obtain preliminary approval for such application from the Court; (c) send a Notice to Class Members that describes the application, which Notice will provide a period of time for Class members to submit objections to the Court; and (d) seek final approval from the Court, which may only award attorneys' fees and reimbursement of expenses to Lead Counsel if the Court finds such fees and expenses to be fair and reasonable.

VI. Your Rights as a Class Member

Except for persons excluded from the Class, if you purchased or acquired publicly traded stocks, bonds, or notes of WorldCom during the Class Period and were injured as a result, you are a Class member. If you are a Class member, you have the right to decide whether to remain a member of the Class. You may not elect to remain in the Class for purposes of asserting certain claims brought by the Plaintiffs and also elect to be excluded from the Class for purposes of asserting, in an individual capacity, other claims arising from the facts alleged in the Class Action Complaint.

IF YOU CHOOSE TO REMAIN A CLASS MEMBER, YOU DO NOT NEED TO DO ANYTHING AT THIS TIME. IF YOU DO NOTHING, YOU WILL AUTOMATICALLY BE INCLUDED IN THE CLASS.

If you choose to remain in the Class, you will be entitled to your share of any money awarded to the Class either through a settlement with the defendants, or through a trial or judgment of the Court. If the Court dismisses one or more of the claims against any defendant, or if the defendants prevail at trial, you will be bound by that decision and all prior decisions of the Court. In other words, you will not be allowed to sue for your individual claims.

If you choose to remain in the Class, you will not be personally responsible for the fees of the Lead Counsel or the costs they incur in representing you as a Class member. As noted above, Lead Counsel has agreed to represent the Class on a contingent basis, which means they will be awarded fees and costs only if they succeed in obtaining money from one or more of the defendants. Any such contingent attorney's fees will be awarded by the Court from the settlement or Judgment they obtain on behalf of the Class, if any.

If you choose to remain in the Class, you may arrange to have your own attorney enter an appearance on your behalf in the Action if you so desire. If you appear in the Action through your own counsel, you will be solely responsible for that attorney's fees and expenses.

If you choose to remain in the Class, you will receive another notice concerning any settlement that may be reached with any of the defendants, or after any Judgment is obtained against the defendants.

If you want to attempt to pursue a claim on your own outside of the Class Action, and that claim arises from the facts alleged in the Complaint or the Amended Complaint, then you must complete and submit a written request for exclusion from the Class, as described below.

If you choose to be excluded from the Class, you must complete and submit the attached request for exclusion form, or submit a written request for exclusion that includes (1) your name, address, telephone number, fax number, and e-mail address, if available, and (2) a list of all purchases and sales of publicly traded stock, bonds or notes of WorldCom during the Class Period, if possible. In your request for exclusion you should state: "I wish to be excluded from the class," or similar words. You must sign the request for exclusion. A sample request for exclusion is attached to this Notice. **Your mailed request for exclusion must be postmarked no later than February 20, 2004.** It must be mailed by certified or overnight mail to:

**WorldCom, Inc. Securities Litigation
Administrator
The Garden City Group, Inc.
P.O. Box 9000 #6184
Merrick, NY 11566-9000**

Note: If you are requesting exclusion on behalf of an entity, trust, or the like, you must state your position and explain the basis for your authority to act on behalf of that entity, trust, or the like.

If you choose to be excluded from the Class, you will not be bound by the prior decisions of the Court in this Action or by any Judgment in this Action against the defendants, whether favorable or unfavorable, and you will not be entitled to share in any money that is distributed to the Class. If you choose to pursue a lawsuit on your own, you will be responsible personally for any fees and costs that your individual attorney charges you.

VII. Special Notice to Persons Who Have Filed Individual WorldCom Actions

Some purchasers of WorldCom bonds and stock have brought their own individual actions (the "Individual WorldCom Actions"). Many of the Individual WorldCom Actions were filed in state courts around the country, removed by defendants to federal court, and transferred to the same Court that is presiding over this Class Action. By Order of December 23, 2002, the Court consolidated for pretrial purposes those Individual WorldCom Actions before the Court with this Class Action. A further Order of May 28, 2003, described, among other things, the responsibilities of Lead Counsel and plaintiffs' counsel in the Individual WorldCom Actions.

If plaintiffs who have filed Individual WorldCom Actions and meet the definition for Class membership quoted in Section II above wish to continue to prosecute their Individual WorldCom Actions, they must file a request for exclusion from the Class, in accordance with the requirements in Section VI, above. If a plaintiff who has filed an Individual WorldCom Action does not request exclusion from the Class, that plaintiff will be precluded from pursuing his Individual WorldCom Action.

VIII. Please Keep Your Address Current

If you should change your address, or if this Notice was not mailed to your correct address, you should immediately provide your current address to the Administrator for the WorldCom Securities Litigation, as identified below, by letter, fax or e-mail to ensure that you receive future communications about this lawsuit. If the Administrator does not have your correct address, you might not receive notice of important developments in this Class Action and you might not receive your share of any money recovered by the Class.

IX. Special Notice to Nominees

If you purchased or acquired publicly traded stocks, bonds or notes of WorldCom, Inc. between April 29, 1999 through and including June 25, 2002 for the beneficial interest of a person or entity other than yourself, you are directed to provide each such beneficial owner with a copy of this Notice within twenty (20) days of your receipt of this Notice. Nominees will be reimbursed for reasonable expenses incurred in providing each such beneficial owner with a copy of this Notice.

X. Additional Information

This Notice gives only a summary of this Action, the claims asserted by the Plaintiffs, and the positions taken by the Defendants. For more detailed information, you may examine copies of the pleadings filed by Lead Counsel and Defendants'

Counsel and the written decisions and opinions issued by the Court in this Action by entering the website maintained by Lead Counsel, at www.worldcomlitigation.com, and clicking on "Pleadings" and "Court Orders." In the alternative, you may write to Co-Lead Counsel, at the addresses below:

WorldCom Securities Litigation Barrack, Rodos & Bacine 3300 Two Commerce Square 2001 Market Street Philadelphia, PA 19103	WorldCom Securities Litigation Bernstein Litowitz Berger & Grossmann LLP 1285 Avenue of the Americas New York, NY 10019
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If you should change your address, or if this Notice was not mailed to your correct address, you should immediately contact the Administrator for the WorldCom Securities Litigation at the address below:

**WorldCom, Inc. Securities Litigation
Administrator
The Garden City Group, Inc.
P.O. Box 9000 #6184
Merrick, NY 11566-9000
Tel: 1-866-808-3556 (toll free)
Fax: 1-631-940-6549
worldcominfo@gardencitygroup.com**

If you have questions regarding this Notice of this Class Action, you may write to any of the attorneys listed above. DO NOT WRITE OR TELEPHONE THE CLERK OF COURT OR THE JUDGE WITH QUESTIONS REGARDING THIS LAWSUIT.

Dated: New York, New York
December 11, 2003

By Order of the United States District Court
For the Southern District of New York



DENISE COTE
UNITED STATES DISTRICT JUDGE

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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IN RE WORLDCOM, INC. SECURITIES
LITIGATION
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This Document Relates to:
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MASTER FILE
02 Civ. 3288 (DLC)

**REQUEST FOR
EXCLUSION FROM THE
CLASS**

Dated: _____, 200_

WorldCom, Inc. Securities Litigation
Administrator
The Garden City Group, Inc.
P.O. Box 9000 #6184
Merrick, NY 11566-9000

Re: WorldCom, Inc. Securities Class Action

Dear Administrator:

I have reviewed a copy of the Notice of Class Action in the above-captioned case. I wish to be excluded from the class.

My contact information is as follows:

Name:
Address:
Telephone Number:
Fax Number:
E-mail address:

If possible, please provide the following information.

I purchased or acquired publicly traded stocks, bonds or notes of WorldCom, Inc., during the Class Period from April 29, 1999 through and including June 25, 2002, as follows:

Stock

<u>Number of shares</u>	<u>Date Purchased</u>	<u>Price per Share</u>	<u>Total</u>
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Bonds

<u>Amount Purchased</u>	<u>Date Purchased</u>	<u>Price per Bond</u>	<u>Total</u>
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I wish to be excluded from the Class.

Very truly yours,

Note: If you are requesting exclusion on behalf of an entity, trust, or the like, you must state your position and explain the basis for your authority to act on behalf of that entity, trust, or the like.