

**UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

UNITED STATES OF AMERICA	:	NO: 07 CR 683
	:	
v.	:	JOINT MOTION SEEKING
	:	APPROVAL OF RESTITUTION
BP AMERICA INC.,	:	PLAN
	:	
Defendant.	:	
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Defendant BP AMERICA INC. (“BP America” or the “Company”), a corporation established and existing under the laws of the State of Delaware, and the United States Department of Justice, Criminal Division, Fraud Section (the “Department of Justice” or the “Department”) jointly move this Court to approve the Restitution Plan attached hereto as Exhibit A, which has been prepared by the Third Party Administrator pursuant to a Deferred Prosecution Agreement.

BACKGROUND

BP America, by its undersigned attorneys, pursuant to authority granted by its Board of Directors, and the Department, entered into a Deferred Prosecution Agreement (“Agreement”) applicable to BP America and the following BP America subsidiaries: BP Corporation North America Inc., BP Products North America Inc., BP America Production Company, BP Energy Company, and BP International Services Company (hereinafter collectively referred to as the “BP Entities”), which Agreement was received by this Court on October 25, 2007, and accepted by this Court on November 15, 2007.

Section 13 of the Agreement provides for the appointment of a third party administrator (“Third Party Administrator”) to administer a restitution fund (“Restitution Fund”) established by Section 9 of the Agreement.

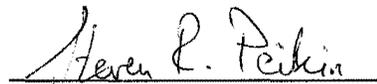
Section 14 of the Agreement provides for the Third Party Administrator to prepare and submit to the Department a plan (the "Restitution Plan") setting forth the procedures governing the activities of the Third Party Administrator. The Third Party Administrator has prepared such Restitution Plan, attached hereto as Exhibit A.

Section 14 of the Agreement further provides that the Restitution Plan must be approved by the Department and the Court. The Department has reviewed the Restitution Plan and approves it.

Therefore, BP America and the Department jointly file this Motion respectfully seeking that the Court approve the Third Party Administrator's Restitution Plan attached as Exhibit A.

AGREED:

FOR DEFENDANT BP AMERICA INC:



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FOR THE DEPARTMENT OF JUSTICE:

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By:



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Filed at Chicago, Illinois, on this 19th day of September, 2008.