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WHEREAS, Lead Plaintiff's Counsel, The Rosen Law Firm, P.A., appointed by the Court as Class Counsel for the purposes of the Settlement, have petitioned the Court for an award of attorneys' fees in compensation for the services provided to Lead Plaintiff and the Class, an award to Lead Plaintiff, and reimbursement of expenses incurred in connection with the prosecution of this action, to be paid out of the Settlement Fund established pursuant to the Settlement; and

WHEREAS, the Court has reviewed the fee application and the supporting materials filed therewith, and has heard the presentation made by Class Counsel during the final approval hearing, and due consideration having been had thereon,

NOW, THEREFORE, it is hereby ordered:

- 1. Class Counsel are awarded 25.0% of the Settlement Fund obtained for the Class, specifically \$175,000 in cash and \$500,000 in Growlife common stock, as attorneys' fees in this Action, together with a proportionate share of the interest earned on the fund, at the same rate as earned by the balance of the fund, from the date of the establishment of the fund to the date of payment.
- 2. Class Counsel shall be reimbursed out of the Settlement Fund in the amount of \$24,052.55.
- 3. Except as otherwise provided herein, the attorneys' fees shall be paid and reimbursement of expenses shall be made in the manner and procedure provided for in the Stipulation and Agreement of Settlement dated March 26, 2015.
- 4. Lead Plaintiff shall be awarded a total of \$1,500 for an incentive fee award and reimbursement for his lost time in connection with his prosecution of this action.

- 5. In making this award of attorneys' fees and reimbursement of expenses to be paid from the Settlement Fund, the Court has considered and found that:
  - (a) The Settlement has created a fund of \$700,000 in cash and \$2.0 million worth of Growlife common stock, plus interest to be earned thereon, and Class members who file timely and valid claims will benefit from the Settlement created by Lead Plaintiff's Counsel;
  - (b) The Notice made available to putative Class members indicated that at the August 3, 2015 final approval hearing, Lead Plaintiff's counsel intended to seek a fee of up to 25% of the Settlement Fund in attorneys' fees, reimbursement of their litigation expenses in an amount not to exceed \$30,000, and an award to Lead Plaintiff of \$1,500;
  - (c) the Summary Notice was published on *GlobeNewswire and Investor's Business Daily* as required by the Court,;
  - (d) Lead Plaintiff's Counsel have conducted this litigation and achieved the Settlement;
  - (e) the litigation of this Action involved complex factual and legal issues and was actively prosecuted since its filing on, and in the absence of Settlement, the Action would have continued to involve complex factual and legal questions;
  - (f) if Lead Plaintiff's Counsel had not achieved the Settlement, there was a risk of either a smaller or no recovery;
  - (g) Lead Plaintiff's Counsel has devoted 327.7 hours of professional time to the prosecution of this Action, with a lodestar value of \$173,754;