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**UNITED STATES DISTRICT COURT  
CENTRAL DISTRICT OF CALIFORNIA  
WESTERN DIVISION**

**AMY FRIEDMAN, JUDI  
MILLER, KRYSTAL HENRY-  
MCARTHUR, and LISA  
ROGERS on behalf of themselves  
and all others similarly situated,**

**Plaintiffs,**

**v.**

**GUTHY-RENKER LLC and  
WEN BY CHAZ DEAN, INC.,**

**Defendants.**

**Case No. 2:14-cv-06009-ODW-AGR**

**ORDER GRANTING FINAL  
APPROVAL AND ENTERING FINAL  
JUDGMENT**

**Judge: Hon. Otis D. Wright II**

**ORDER GRANTING FINAL APPROVAL OF SETTLEMENT AND FINAL  
JUDGMENT**

On October 28, 2016, the Court entered an Order Granting Preliminary Approval of Class Settlement and directing notice be sent to the class. In that same Order, the Court set a Final Approval Hearing for June 5, 2017, for the purpose of determining (1) whether the proposed settlement, on the terms set forth in the Settlement Agreement and Release of Claims (“Agreement”), is fair, reasonable, and adequate, and should be finally approved by the Court; (2) whether, pursuant to the terms of the proposed settlement, a final order should be entered dismissing defendants Guthy-Renker LLC (“Guthy-Renker”) and WEN by Chaz Dean, Inc. (“WEN”) (collectively Guthy-Renker and WEN shall be referred to as “Defendants”) and releasing Defendants from all Released Claims (as defined in the Agreement); (3) whether to award attorneys’ fees and costs to Class Counsel;

1 and (4) whether to approve the Incentive Awards to Named Plaintiffs Amy  
2 Friedman, Judi Miller, Krystal Henry-McArthur, and Lisa Rogers. The Final  
3 Approval Hearing was held on June 5, 2017, at which time the Court addressed  
4 three issues of concern with the proposed settlement, and further hearing was set  
5 for July 24, 2017. This Order will refer to the Named Plaintiffs and Defendants as  
6 the “Parties” to the Agreement.

7 On or before February 10, 2017, Lindsey Buss, Christina Brown, Rosemary  
8 Renz, Melissa Randolph, Kathleen Horn, Tremaine Charles, Pamela Sweeney,  
9 Pamela Behrend, Ellen Bentz, Nadine Lindgren, Patricia Seastrom-Miller, and  
10 Christy Whaley Sparks (collectively, the “Objectors”) filed objections to the  
11 settlement. The Parties filed their respective responses to the objections on May 1,  
12 2017.

13 The Court, having reviewed the Agreement and all proposed modifications  
14 thereto, and all papers submitted in connection with the proposed settlement, and  
15 having considered all arguments of the Parties’ counsel and the Objectors, finds  
16 that the Parties have evidenced full compliance with the Preliminary Approval  
17 Order, the Parties have addressed the three issues of concern expressed by the  
18 Court on June 5, 2017, and there are substantial and sufficient grounds for entering  
19 this Order Granting Final Approval of Settlement and Final Judgment (“Final  
20 Order and Judgment”).

21 **NOW, THEREFORE, IT IS HEREBY ORDERED THAT:**

- 22 1. The Court has federal subject matter jurisdiction of this Lawsuit and  
23 jurisdiction to approve the settlement.
- 24 2. The Court has personal jurisdiction over the Named Plaintiffs, all  
25 members of the Settlement Class, and the Defendants.
- 26 3. The Court hereby directs the Parties and their counsel to implement  
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1 and consummate the Agreement as modified as follows and directs the  
2 administration of the settlement in accordance with the terms and provisions of the  
3 Agreement as modified as follows, pursuant to the agreement of the Parties and the  
4 approval of this Court:

5 a. The class period shall be November 1, 2007 to September 19, 2016.

6 b. Section A(1) – Tier 1 Class-Wide Flat Rate Claims: The last  
7 sentence of the first paragraph of this section is stricken. There  
8 shall be no cap on the amount of funds available to pay Class  
9 Members making Tier 1 claims.

10 c. All references in the Settlement Agreement to a \$5,000,000 cap or  
11 allocation for Tier 1 claims are stricken or replaced, as illustrated  
12 in the modified and redlined Agreement attached hereto as Exhibit  
13 1 and incorporated by reference into this Order (unless otherwise  
14 noted herein, all terms and phrases used in this Final Order and  
15 Judgment shall have the same meaning as in the Agreement).

16 d. Section 8: Incentive Awards to Named Plaintiffs. The Parties  
17 suggest that the incentive award for Amy Friedman and Judi Miller  
18 each be \$20,000.

19 e. Section 9: Attorney’s Fees and Costs. Class Counsel fees shall be  
20 \$5,500,000.

21 f. Section 14: Special Master. The Special Master’s fees shall be  
22 capped at \$400,000.

23 g. Section 17: Administrative Costs and Expenses. Settlement  
24 Administration fees and costs (exclusive of Special Master fees  
25 and costs, and costs and fees associated with delays from any  
26 appeals) shall be capped at \$2,524,859.00.

1           4. Pursuant to Federal Rule of Civil Procedure 23, the Court finds that  
2 (a) members of the proposed Settlement Class are so numerous as to make joinder  
3 of all members impracticable; (b) there are questions of law or fact common to the  
4 proposed Settlement Class; (c) the claims of the Named Plaintiffs are typical of the  
5 claims of the proposed Settlement Class; (d) the Named Plaintiffs and Class  
6 Counsel fairly and adequately protected and will continue to protect the interests of  
7 the members of the Settlement Class; (e) questions of law or fact common to the  
8 members of the Settlement Class predominate over any questions affecting only  
9 individual members; and, (f) for settlement purposes, a class action is superior to  
10 other available methods for the fair and efficient adjudication of the Lawsuit and  
11 its resolution.

12           5. The Court therefore finds that the requirements for certifying a  
13 settlement class have been met and are appropriate under the circumstances of this  
14 case pursuant to Federal Rule of Civil Procedure 23(b)(3). The Court certifies for  
15 settlement purposes only the following Settlement Class, with the Named Plaintiffs  
16 representing the Settlement Class as follows:

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18           All purchasers or users of WEN Hair Care Products in  
19 the United States or its territories between November 1,  
20 2007 and September 19, 2016, excluding (a) any such  
21 person who purchased for resale and not for personal or  
22 household use, (b) any such person who signed a release  
23 of any Defendant in exchange for consideration, (c) any  
24 officers, directors or employees, or immediate family  
25 members of the officers, directors or employees, of any  
26 Defendant or any entity in which a Defendant has a  
controlling interest, (d) any legal counsel or employee of  
legal counsel for any Defendant, and (e) the presiding  
Judge in the Lawsuit, as well as the Judge's staff and  
their immediate family members.

27           6. The Court gives final approval to the settlement as fair, reasonable,  
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1 Settlement Class are deemed to have released any and all Released Claims as  
2 against Defendants and the other Released Parties. The settlement and this Final  
3 Order and Judgment are binding on, and shall have *res judicata* and preclusive  
4 effect in any pending and future lawsuits or other proceedings encompassed by the  
5 Released Claims maintained by or on behalf of the Named Plaintiffs and all other  
6 members of the Settlement Class.

7         14. The Court approves Incentive Award payments to Plaintiffs Friedman  
8 and Miller of \$20,000 each, an incentive award for Plaintiff Henry-McArthur of  
9 \$5,000, and Plaintiff Rogers of \$2,500.

10         15. The Court, in light of the substantial work, considerable expense  
11 expended, and substantial risks associated with prosecuting this Lawsuit, further  
12 awards Class Counsel attorneys' fees and costs in the amount of \$5,500,000, which  
13 equates to less than 21% of the Fund, and also approves the payment of all  
14 Administrative Costs and Expenses consistent with the terms of the Agreement.

15         16. To the extent that there are any residual funds left in the Fund at the  
16 end of the claim period, those residual funds will revert to *cy pres*, as described in  
17 Section 6 of the Agreement. The Parties select the American Academy of  
18 Dermatology, Inc. ("AAD") as *cy pres* recipient, and the Court directs that all  
19 residual funds shall revert to AAD and shall be earmarked for scalp and hair-  
20 related research and issues.

21         17. This order and judgment shall bar all members of the Settlement  
22 Class who have not been excluded from the Settlement Class from (i) filing,  
23 commencing, prosecuting, intervening in, or participating as plaintiff, claimant, or  
24 class member in any other lawsuit or administrative, regulatory, arbitration, or  
25 other proceeding in any jurisdiction based on, relating to, or arising out of the  
26 claims, assertions and causes of action raised in the Lawsuit and/or the Released  
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1 Claims, or the facts and circumstances relating to any of them; and (ii) from filing,  
2 commencing, or prosecuting a lawsuit or administrative, regulatory, arbitration, or  
3 other proceeding as a class action on behalf of members of the Settlement Class  
4 who have not been excluded from the Settlement Class (including by seeking to  
5 amend a pending complaint to include class allegations or seeking class  
6 certification in a pending action), based on, relating to, or arising out the claims,  
7 assertions and causes of action raised in the Lawsuit and/or the Released Claims,  
8 or the facts and circumstances relating to any of them.

9           18. The Court approves the Opt-Out List (ECF No. 217-9 to 217-10)  
10 and determines that the Opt-Out List is a complete list of all potential Settlement  
11 Class members who have properly and timely requested exclusion from the  
12 Settlement Class and who therefore shall neither share in nor be bound by this  
13 Final Order and Judgment. Notwithstanding the foregoing, the Court in its  
14 discretion may grant requests by other class members to opt out of the settlement.  
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17 DATED: August 21, 2017.

  
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HON. OTIS D. WRIGHT II  
United States District Judge