

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF CALIFORNIA

**NOTICE OF PENDENCY OF PROPOSED SETTLEMENT,
FAIRNESS HEARING, AND RIGHT TO APPEAR**

IMPORTANT INFORMATION – READ CAREFULLY AND DO NOT DISCARD

If you were an employee who held an animation or visual effects job title at Blue Sky Studios, Inc., DreamWorks Animation SKG, Inc., Two Pic MC LLC (f/k/a Image Movers Digital LLC), Lucasfilm, Ltd., LLC, Pixar, Sony Pictures Animation Inc., Sony Pictures Imageworks Inc., or The Walt Disney Company during the time periods set forth below, you could get money from a settlement with one of the multiple defendants in the lawsuit.

A court authorized this Notice. This is not a solicitation from a lawyer.

This Notice describes a settlement with one of the defendants and how you may be eligible to get money from that settlement or exclude yourself from the class.

BACKGROUND

- The class action lawsuit *In re Animation Workers Antitrust Litigation*, 14-cv-04062-LHK, claims that Blue Sky Studios, Inc. (“Blue Sky”), DreamWorks Animation SKG, Inc., Two Pic MC LLC (f/k/a ImageMovers Digital LLC), Lucasfilm, Ltd., LLC, Pixar, Sony Pictures Animation Inc. and Sony Pictures Imageworks Inc. (“Sony Pictures”), and The Walt Disney Company (collectively, the “Defendants”) violated federal and state antitrust laws by conspiring to suppress compensation by agreeing not to solicit each other’s employees and by coordinating compensation policies. Defendants deny that they violated any antitrust law or engaged in any wrongdoing.
- The Honorable Lucy H. Koh of the United States District Court for the Northern District of California entered an order on May 25, 2016 certifying the following class:

All animation and visual effects employees employed by one or more of the Defendants in the United States who held any of the job titles listed in the attached List of Job Titles by Defendant during the following time periods: Pixar (2004–2010), Lucasfilm Ltd., LLC (2004–2010), DreamWorks Animation SKG, Inc. (2004–2010), The Walt Disney Company (2004–2010), Sony Pictures Animation, Inc. and Sony Pictures Imageworks, Inc. (2004–2010), Blue Sky Studios, Inc. (2005–2010) and Two Pic MC LLC f/k/a ImageMovers Digital LLC (2007–2010). Excluded from the Class are senior executives, members of the board of directors, and persons employed to perform office operations or administrative tasks.

- DWA Holdings, LLC, successor to DreamWorks Animation SKG, Inc. (“DreamWorks”), has settled for \$50,000,000, and Judge Koh has preliminarily approved the settlement. Prior to this settlement, two other defendants settled: Blue Sky for \$5,950,000 and Sony Pictures for \$13,000,000. A separate Notice was previously distributed relating to the Blue Sky and Sony Pictures settlements. The remaining defendants (Two Pic MC LLC (f/k/a ImageMovers Digital LLC), Lucasfilm, Ltd., LLC, Pixar, and The Walt Disney Company) have not settled (collectively the “Non-Settling Defendants”). However, if you were an employee for *any* of the Defendants listed above and held an animation or visual effects job title during the time period listed below, you may be entitled to compensation. A list of job titles is attached in the List of Job Titles by Defendant.

- If you are a Class Member and did not previously opt out of this litigation, you have a right to participate in the DreamWorks Settlement.
- This is not a lawsuit against you. Your participation in this lawsuit or acceptance of money from the Settlement will not affect your employment status or compensation in any way.
- **The purpose of this Notice is to advise you of your rights with respect to the Settlement.** Please read it carefully. **This Notice explains your legal rights and options – and the deadlines to exercise them.** Your legal rights will be affected whether you act or don't act, and you have choices to make now.

Summary of Notice for Class Members

- You are a Class Member and are included in the settlement with DreamWorks if you did not previously opt out of this litigation and if you fall within the following definition:

All animation and visual effects employees employed by one or more of the Defendants in the United States who held any of the job titles listed in the attached List of Job Titles by Defendant during the following time periods: Pixar (2004–2010), Lucasfilm Ltd., LLC (2004–2010), DreamWorks Animation SKG, Inc. (2004–2010), The Walt Disney Company (2004–2010), Sony Pictures Animation, Inc. and Sony Pictures Imageworks, Inc. (2004–2010), Blue Sky Studios, Inc. (2005–2010) and Two Pic MC LLC f/k/a ImageMovers Digital LLC (2007–2010). Excluded from the Class are senior executives, members of the board of directors, and persons employed to perform office operations or administrative tasks.

- You must have been an employee *and* held one or more of the job titles listed on the attached **List of Job Titles by Defendant** during the time periods above. You may not know what your job title was. If you have any questions about this, please contact phone number [IDENTIFY WHOSE PHONE NUMBER THIS IS] 855-730-8617 or visit the following website: www.animationlawsuit.com.
- The Court in charge of this case still has to finally approve the Settlement with DreamWorks. Payment will be made if the Court finally approves the Settlement and orders that the Settlement Funds be distributed. Please be patient.**

SUMMARY OF YOUR LEGAL RIGHTS AS A CLASS MEMBER AND OPTIONS WITH RESPECT TO THE SETTLING DEFENDANT	
DO NOTHING	You will receive a payment from the Settlement if you are a Class Member and did not previously opt out of this litigation. You will receive money from the Settlement when the funds are distributed and will waive any rights to pursue a lawsuit of your own against DreamWorks. You will retain your claims against the Non-Settling Defendants.
EXCLUDE YOURSELF FROM OPT OUT OF THE SETTLEMENT	Get no payment from the Settlement. This is the only way you can file your own lawsuit or ever be part of any other lawsuit involving claims arising from or related to the facts, activities or circumstances alleged against DreamWorks. As described in Question 22, below, you may exclude yourself or “opt out” from the Settlement.
OBJECT TO OR COMMENT ON THE SETTLEMENT	Following the instructions in Question 23, write to the Court about why you like or do not like the Settlement by no later than [DATE]. You may also ask to speak to the Court about your written comments or objections about the fairness of the Settlement at the “Fairness Hearing” on DATE/TIME , although you do not have to do so. To comment on or object to the Settlement and request to speak at the Fairness Hearing, you must act before [DATE] . Your objection must be signed, and must include a summary of any other objections you or your attorney filed to any class action settlements submitted to any court in the United States in the previous five years.
GO TO THE COURT’S FAIRNESS HEARING ABOUT THE SETTLEMENT	If you would like, you can ask to speak in Court about the fairness of the Settlement if you follow the instructions in Question 23 of this Notice. You do not need to speak to the Court to receive benefits under the Settlement.

- The lawsuit is continuing against Two Pic MC (f/k/a Image Movers Digital LLC), Lucasfilm, Pixar, and The Walt Disney Company, which are referred to here as the “Non-Settling Defendants.” Blue Sky and Sony Pictures already settled, and a separate notice was previously distributed for those settlements.
- **The outcome of the class action lawsuit against the Non-Settling Defendants is not yet known. If you are a Class Member, you will be notified if money or benefits are obtained from any of the Non-Settling Defendants through settlements or trial. Please be patient.**

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Detailed Information

The above bullet points provide summary information regarding your rights and options with respect to the settlement with DreamWorks. The remainder of this Notice is designed to provide you with more information to help you evaluate your rights and options and answer any questions that you may have.

INFORMATION FOR CLASS MEMBERS

1. Why did I get this Notice?

You have received this Notice because Defendants' records show you may have worked as an animation or visual effects employee and held one of the job titles listed on the attached List of Job Titles by Defendants during some or all of the following time periods:

- Pixar (2004-2010)
- Lucasfilm Ltd., LLC (including Industrial Light & Magic) (2004-2010)
- DreamWorks Animation SKG, Inc. (2004-2010)
- The Walt Disney Company (including Walt Disney Animation Studios) (2004-2010)
- Sony Pictures Animation Inc. or Sony Pictures Imageworks Inc. (2004-2010)
- Blue Sky Studios, Inc. (2005-2010)
- Two Pic MC LLC f/k/a ImageMovers Digital LLC (2007-2010)

The Court sent you this Notice for the following reason:

Class Members have the right to know about the proposed Settlement of this class action lawsuit with DreamWorks, and about their legal rights and options, before the Court holds a "Fairness Hearing" to decide whether to grant final approval of the Settlement.

This Notice explains the lawsuit, the Settlement, and your legal rights. It also explains what benefits from the Settlement will be available, who is eligible for them, and how to obtain them. If the Court finally approves the Settlement and orders that the Settlement Fund(s) be distributed, a Notice and Claims Administrator appointed by the Court will make the payments that the Settlement allows.

The Court has preliminarily approved the Settlement. If you are a Class Member, you have legal rights and options that you may exercise before the Court considers whether it will grant final approval of the proposed Settlement at the "Fairness Hearing." The Court will hold the Fairness Hearing on **[DATE/TIME/LOCATION]** to decide whether the proposed Settlement is fair and reasonable, and provide adequate compensation and benefits to the members of the Class. The date and time for the Fairness Hearing rarely change, but please check www.animationlawsuit.com or the District Court's website for updated information.

If you wish to comment on or object to the Settlement, or to ~~exclude yourself, or~~ "opt out," from of one the Settlement, you must do so following the procedures described below. If you do nothing, you will receive money from the Settlement and you will be bound by any final judgment.

2. What is this lawsuit about?

The lawsuit claims that Defendants conspired to suppress compensation by agreeing not to solicit each other's employees and to coordinate compensation policies in violation of federal and state antitrust laws. Each of the Defendants, including DreamWorks, denies that it violated any laws or engaged in any wrongdoing. DreamWorks, Blue Sky, and Sony Pictures have entered into separate Settlement Agreements with Plaintiffs. The other Defendants (Two Pic (f/k/a Image Movers Digital), Lucasfilm, Pixar, and The Walt Disney Company) have not settled with the Plaintiffs, and the case against them continues. To obtain more information about the claims in this lawsuit, you can view the complaint and other court documents in this case at www.animationlawsuit.com.

3. What is a class action, and who is involved?

In a class action lawsuit, one or more persons called “Named Plaintiffs” or “Class Representatives” sue on behalf of other people who have similar claims. The people with similar claims together are a “Class” and are called “Class Members.” A class action resolves the issues for all Class Members, except for those who exclude themselves from the Class. The Court appointed Named Plaintiffs Georgia Cano, Robert Nitsch, and David Wentworth as Class Representatives in this case.

4. Why is there a Settlement with DreamWorks?

The Court has not found in favor of any party, including Plaintiffs, DreamWorks, or the Non-Settling Defendants. Plaintiffs and DreamWorks have agreed to a Settlement Agreement which, if it is approved, will bring the claims against DreamWorks to an end. Settling the case avoids the uncertainty of continuing the case between them and the cost of further litigation, and Class Members will get the benefits of the Settlement. The Class Representatives and Class Counsel support the Settlement and believe it is in the best interests of the Class.

5. Have there been past settlement agreements with other defendants?

Yes, Plaintiffs previously executed settlement agreements with Blue Sky and Sony Studios. The Court ~~has granted final approval of those settlements~~~~granted preliminary approval of those settlements and they are awaiting final approval.~~ A separate notice covering those settlements was previously sent. This Notice covers only the new DreamWorks settlement.

6. Why doesn't the Settlement end the case?

Although the Settlement with DreamWorks fully resolves the Class Members' claims against DreamWorks, (as described in Question 18), the Settlement only partially resolves the case, as it will continue against the Non-Settling Defendants, as discussed in Question 7.

7. Is the lawsuit continuing?

DreamWorks separately agreed to settle this case. In addition, Blue Sky and Sony Pictures have also previously agreed to settle this case. The Non-Settling Defendants (Two Pic MC LLC (f/k/a Image Movers Digital LLC), Lucasfilm, Ltd., LLC, Pixar, and The Walt Disney Company) have not agreed to settle, so the lawsuit will continue against them. More money may become available in the future for Class Members as a result of additional settlements with and/or a trial against the Non-Settling Defendants, but there is no guarantee this will happen. A jury trial is scheduled to begin on June 12, 2017, before Judge Koh, at the United States District Court for the Northern District of California, San Jose Division.

8. What happens if the Plaintiffs later reach a settlement with the Non-Settling Defendants?

The settlement with DreamWorks does not end the case against the Non-Settling Defendants. It cannot be known whether the Plaintiffs would prevail against the Non-Settling Defendants at a trial. If there are additional settlements in the future, there will be notice of those settlements as well for Class Members.

9. Am I a Class Member?

Animation or visual effects employees who held specific job titles at one or more of the Defendant companies during certain time periods may be Class Members and eligible for a payment from the Settlement when the funds are distributed, if they did not previously opt out of the litigation and if they meet the following class definition:

All animation and visual effects employees employed by one or more of the Defendants in the United States who held any of the job titles listed in the attached List of Job Titles by Defendant during the following time periods: Pixar (2004–2010), Lucasfilm Ltd., LLC (2004–2010), DreamWorks Animation SKG, Inc. (2004–2010), The Walt Disney Company (2004–2010), Sony Pictures Animation, Inc. and Sony Pictures Imageworks, Inc. (2004–2010), Blue Sky Studios, Inc. (2005–2010) and Two Pic MC LLC f/k/a ImageMovers Digital LLC (2007–2010). Excluded from the Class are senior executives, members of the board of directors, and persons employed to perform office operations or administrative tasks. (“Class”)

To be in the Class and participate in the Settlement, you must have been an employee *and* held one or more of the job titles listed on the attached **List of Job Titles by Defendant** during the time periods above.

10. What if I still don’t know if I’m a Class Member?

If you received this Notice, it is because you were listed as a potential Class Member. If you are still not sure whether you are included, you can get help at www.animationlawsuit.com or by calling **IDENTIFY WHOSE PHONE NUMBER THIS IS** 855-730-8617.

11. Does it make a difference whether I work or worked for DreamWorks, on the one hand, or Blue Sky, Sony Pictures, Two Pic (f/k/a IMD), Lucasfilm, Pixar, or The Walt Disney Company, on the other hand?

As long as you fall within the definition of the Class in Question 9 above, you can participate in the Settlement, regardless of which Defendant you work or worked for, or whether you have worked for more than one. Current and former employees of DreamWorks, Blue Sky, Sony Pictures, Two Pic/IMD, Lucasfilm, Pixar, and Disney who fall within the definition of the Class in Question 9 are all Class Members and are all entitled to receive a payment under the Settlement.

12. What are my rights as a Class Member?

If you are a Class Member, you have the right to (1) do nothing, in which case you will receive a payment, (2) comment on or object to the Settlement (see Question 23), (3) ~~opt out of exclude yourself from~~ the Settlement (see Question 22), or (4) attend the Court’s Fairness Hearing to speak in support of or against the Court’s final approval of the Settlement (see Question 24).

13. What if I previously opted out of this litigation?

After the Court certified the class in this litigation, the Court approved a notice that was sent to class members informing them of their right to opt out of the litigation. If you opted out of this *litigation*, then you cannot share in the proceeds from the DreamWorks Settlement, and the Settlement will not release any claims that you may have against DreamWorks. But if you opted out of only a prior *settlement* with Blue Sky and/or Sony Pictures (and not the *litigation*), then you still have the right to share in the proceeds from the DreamWorks Settlement. If you don’t know whether you opted out of this litigation, please contact the Claims Administrator to confirm (see Question **30 for the Claims Administrator’s contact information**~~28~~).

THE SETTLEMENT BENEFITS

14. What does the DreamWorks Settlement provide?

DreamWorks will pay \$50,000,000 into a Settlement Fund. After deducting attorneys' fees, costs, applicable taxes, and other fees and expenses (see Question 21), the Settlement Fund will be distributed to Class Members. In the event monies remain as residue in the Settlement Fund following all distribution efforts approved by the Court and payment of any taxes, Plaintiffs will ask the Court for an order disposing of all such funds, through additional distributions to eligible Class members and/or escheat to the federal government.

As a Class Member, you are giving up, or "releasing," any claims that you may have against DreamWorks and the Released Parties in exchange for the right to receive your share of the DreamWorks Settlement Fund. That release includes any claims made or that could have been made against DreamWorks and the Released Parties arising from the facts, activities or circumstances alleged in this lawsuit or any other purported restriction on competition for employment or compensation of Named Plaintiffs or Class Members. The release is described in more detail in the Settlement Agreement and in Question 18 below. You can view or download a copy of the Settlement Agreement at www.animationlawsuit.com.

15. How much money can I get from the Settlement?

Class Members who do not opt out will be eligible to receive a share of the Settlement Fund, less all applicable reductions based on a formula using the total compensation paid to a Class Member. In other words, each Class Member's share of the Settlement Fund is a fraction, with the Class Member's total compensation paid on the basis of employment in a Class Position during the Class Period as the numerator and the total compensation paid to all Class Members on the basis of employment in a Class Position during the Class Period as the denominator:

*(Class Member's individual total compensation paid on the basis of employment in
Class Positions during the Class Period)*

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*(Total compensation paid to Class Members on the basis of employment in
Class Positions during the Class Period)*

Each Class Member's fractional amount shall be multiplied against the Settlement Fund, less court-approved costs, and attorneys' fees and expenses. The total compensation paid, dates of employment, and whether a potential Class Member held a Class Position will be conclusively derived from Defendants' data maintained by their respective human resources departments and will not be subject to challenge by Class Members. Payments to Class Members shall not be made until the Effective Date has passed and all objections, collateral challenges or appeals relating to the Settlement have been fully and finally resolved. The proposed Plan of Allocation is available for review at www.animationlawsuit.com, and will be presented for approval by the Court at the Fairness Hearing (see Question 264).

RECEIVING MONEY FROM THE SETTLEMENT

16. How can I get money from the Settlement?

You do not need to do anything to receive money from the Settlement. If you fall within the Class Definition, did not previously opt out of the litigation, and do not opt-out of the Settlement, you will receive money from the Settlement. If you exclude yourself from the Settlement, you will not receive money from ~~the~~ Settlement.

17. When will I get my payments?

The Court will hold a Fairness Hearing on [DATE/TIME] to decide whether to approve the Settlement. If the Court approves the Settlement, there still may be appeals of that decision. If an appeal is filed, it is hard to estimate how long it might take for it to be resolved, but it can take a lot of time, perhaps more than a year. Settlement payments to Class Members will be distributed if the Settlement is approved, and after appeals, if any, are resolved. Updates regarding the Settlement and when payments may be made will be posted on the settlement website, www.animationlawsuit.com.

18. What am I giving up to get payments under the Settlement?

If you are a Class Member, you are giving up the right to sue, continue to sue, or be part of any other lawsuit against DreamWorks or the Released Parties defined below about the claims in this case. It also means that all of the Court’s orders will apply to you and legally bind you, and that you agree to the following “Release of Claims,” which describes exactly the legal claims that you give up if you participate in the Settlement with respect to the Settling Defendant:

DreamWorks Release

Upon the Effective Date, each Named Plaintiff and Class Member (who is not properly excluded as provided herein) (the “Releasers”) shall release, forever discharge and covenant not to sue DreamWorks Animation SKG, Inc., and its past and present direct and indirect parents, subsidiaries, divisions, affiliates, stockholders, officers, directors, insurers, employees (other than employees who are members of the Class), agents, attorneys, and any of their legal representatives (and the predecessors, heirs, executors, administrators, successors, purchasers, and assigns of each of the foregoing) (the “Released Parties”) from all claims (including all claims for which arbitration has been compelled), whether federal or state, known or unknown, asserted or unasserted, regardless of legal theory, arising from or related to the facts, activities or circumstances alleged in the SAC or any other purported restriction on competition for employment or compensation of Named Plaintiffs or Class Members, up to the Date of the Settlement (the “Released Claims”), whether or not alleged in the SAC and whether or not any Class Member objects to the Settlement. For the avoidance of doubt, this Agreement shall not be construed to release any local, state or federal claim arising out of allegations of any product defect, discrimination, or personal or bodily injury, and shall not be construed to release any local, state or federal claim arising out of allegations of unlawful overtime or violations of ERISA or similar statute that are unrelated to the facts, activities, or circumstances alleged in the SAC or to the payments or distributions made pursuant to this Settlement.

THE LAWYERS REPRESENTING YOU AS A CLASS MEMBER

19. Who represents me as a Class Member in this case?

The Court appointed the following three law firms as Class Counsel to represent the Class:

Daniel A. Small COHEN MILSTEIN SELLERS & TOLL PLLC 1100 New York Ave. NW, Suite 500 Washington, DC 20005 animation@cohenmilstein.com 202-408-4600	Steve W. Berman HAGENS BERMAN SOBOL SHAPIRO LLP 1918 Eighth Avenue, Suite 3300 Seattle, WA 98101 animation@hbsslaw.com 206-623-7292	Marc M. Seltzer SUSMAN GODFREY LLP 1901 Avenue of the Stars, Suite 950 Los Angeles, CA 90067-6029 mseltzer@susmangodfrey.com 310-789-3100
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These lawyers and law firms are called “Plaintiffs’ Counsel.”

20. Should I get my own lawyer?

You do not need to hire your own lawyer because the Plaintiffs' Counsel are working on your behalf. If you want your own lawyer, you may hire one, but you will be responsible for any payment for that lawyer's services. For example, you can ask your lawyer to appear in Court for you if you want someone other than Plaintiffs' Counsel to speak for you. You may also appear for yourself without a lawyer.

21. How will the lawyers be paid?

Plaintiffs' Counsel may ask the Court to approve payment from the Settlement Funds for attorneys' fees, which will not exceed ~~25~~30 percent of the Settlement Funds. Plaintiffs' Counsel will not receive any portion of their fees until the Court approves such a payment. Plaintiffs' Counsel will also ask the Court to approve payment from the Settlement Funds for their out-of-pocket costs and expenses.

Plaintiffs' Counsel will also ask the Court to approve payments of up to \$10,000 to each of the three individual Class Representatives as Service Awards for their service.

The costs of providing this Notice and administering the Settlement are being paid from the Settlement Funds. If the Court grants Counsel's requests, all fees, costs, and expenses would be deducted from the Settlement Funds.

22. How do I get out of the Settlement?

If you fall within the Class Definition but don't want a payment from the Settlement, or if you want to keep the right to sue or continue to sue DreamWorks about the issues in this case (at your own expense), then you must ~~exclude yourself or "opt out"~~ opt out of the Settlement.

To ~~exclude yourself, or~~ opt out, ~~from of~~ the Settlement, you must send a letter or written request to the Notice and Claims Administrator at the address below saying that you want to opt out of ~~be excluded from~~ the DreamWorks Settlement in *In re: Animation Workers Antitrust Litigation*, with your full legal name and the name(s) of the Defendant company or companies (i.e., Blue Sky, DreamWorks Animation, Two Pic (f/k/a IMD), Lucasfilm, Pixar, Sony Pictures Animation, Sony Pictures Imageworks, or The Walt Disney Company) for which you worked during the Class period. You must sign your request, and identify which Settlement you wish to opt out of.

To ~~exclude yourself, or~~ opt out of, from the Settlement, you must submit your opt out request letter postmarked no later than **[DATE]** (or received by the Notice and Claims Administrator by that date if sent by fax or e-mail) to the following address:

Animation Workers Antitrust Litigation
c/o Kurtzman Carson Consultants ("KCC")
P.O. Box 6002
Larkspur, CA 94977-6002
info@animationlawsuit.com
Fax: 415-256-9756

You cannot ~~exclude yourself, or~~ opt out, by telephone.

If you request to ~~be excluded from~~ opt out of the Settlement with DreamWorks, you will not be legally bound by the DreamWorks Settlement. You will be able to sue (or continue to sue) DreamWorks in the future about the claims in this case.

If you ask to be excluded from the Settlement, you will not receive payment from the Settlement, and you will not be able to object to it.

23. As a Class Member, if I don't exclude myself from the Settlement, can I sue the Settling Defendant for the same thing separately by myself?

No. If you are a Class Member, unless you ~~opt out of exclude yourself from~~ the Settlement, you give up the right to sue DreamWorks and the Released Parties for any claim that the Settlement resolves as more fully described in Question 186 above.

If you have a pending lawsuit against DreamWorks or related entities or against any Released Parties defined above, speak to your lawyer in that lawsuit immediately, because you may need to ~~opt out of the Settlement exclude yourself~~ to continue your own lawsuit. The process for ~~opting out of excluding yourself from~~ the Settlements is described in the preceding sections.

24. As a Class Member, if I ~~opt out of exclude myself from~~ the Settlement, can I get money from this Settlement?

If you ~~opt out of exclude yourself from~~ the Settlement, you will not receive money from the Settlement. You will keep the right to sue DreamWorks on your own about the same claims in the lawsuit should you want to do so. You will also remain a Class Member for the litigation, and you may still receive payment from any future settlement with or recovery from a Non-Settling Defendant.

COMMENTING ON OR OBJECTING TO THE SETTLEMENT

25. How do I tell the Court that I like or don't like the proposed Settlement, and may I speak at the hearing?

If you are a Class Member, you can comment on or object to the Settlement if you like or don't like any part of it and ask the Court to deny approval to the Settlement. You can give reasons why you think the Court should or should not approve it. You cannot ask the Court to order a larger settlement; the Court can only approve or deny the Settlement. If the Court denies approval of the Settlement, no settlement payments will be sent out with respect to that Settlement and the lawsuit will continue against that defendant. If that is what you want to happen, you must object.

All comments and objections must be in writing, signed, and must include the following:

- (a) your name, address, telephone number, email address and signature;
- (b) the case name and number (*In re Animation Workers Antitrust Litigation*, Case Number 14-cv-4062),
- (c) the identity of the Settlement to which you are objecting (~~DreamWorks~~);
- (d) a summary of any other objections you or an attorney on your behalf filed to any class action settlements submitted to any court in the United States in the previous five years; and
- (e) a detailed statement of your comments or objections, including the grounds for your objections, if any, together with any supporting documents.

All comments and objections must be submitted by mail to the Notice and Claims Administrator at the address in Question 30. ~~Court either by mailing them to Judge Koh's Case System Administrator, United States District Court for the Northern District of California, 280 South 1st Street, Room 2112, San Jose, CA 95113, or by filing them in person at any location of the United States District Court for the Northern District of California.~~ Comments or objections must be filed or postmarked on or before [DATE].

You do not need to attend or speak at the Fairness Hearing (described in Question 264 below) for your comments or objections to be considered. If you would like to speak at the Fairness Hearing about your comments or objections to the Settlement, please add to your letter a statement that you intend to appear and speak at the hearing, for example, by stating "This is my Notice of Intention to Appear at the Fairness Hearing for *In re Animation Workers Antitrust Litigation*."

IF YOU CHOOSE TO ~~OPT OUT OF EXCLUDE YOURSELF FROM~~ THE SETTLEMENT, YOU WILL HAVE NO RIGHT TO SPEAK AT THE HEARING ABOUT THAT SETTLEMENT OR OBJECT TO IT, BECAUSE THAT SETTLEMENT WILL NO LONGER AFFECT YOUR RIGHTS.

THE COURT'S FAIRNESS HEARING

26. When and where will the Court decide whether to approve the Settlement?

The Court will hold a Fairness Hearing at [DATE/TIME] at the following courtroom:

The Honorable Lucy H. Koh
Courtroom 8, 4th Floor
The United States District Court for the Northern District of California
280 S. First Street
San Jose, California 95113

At this hearing, the Court will consider the Settlement and determine whether it is fair, reasonable, and adequate. If there are timely written comments or objections, the Court will consider them. The Court will decide whether to allow people who have raised objections or comments to speak at the hearing. The Court may also decide how much to award to Plaintiffs' Counsel in attorneys' fees and expenses and whether to approve the payment of Service Awards to the Class Representatives. After the hearing, the Court will decide whether to approve the Settlement. We do not know how long this decision will take.

Fairness Hearings are rarely rescheduled, but you should be sure to check the website, www.animationlawsuit.com, for news of any such changes.

27. Do I have to come to the Fairness Hearing?

No. Plaintiffs' Counsel will be present at the Fairness Hearing to answer any questions the Court may have. You are welcome to come at your own expense. If you send comments or objections to either Settlement, you don't have to come to Court to talk about it. As long as you mailed your written comments or objections on time, the Court will consider them. You may also pay your own lawyer to attend, but it is not required.

IF YOU DO NOTHING AS A CLASS MEMBER

28. What happens if I do nothing at all?

If you are a Class Member and you do nothing, you will get money from the Settlement and any claims you might have against DreamWorks and the Released Parties defined above in Question 18 based on the allegations in this case will be released unless you separately write to opt out exclude yourself (following the instructions in Question 22~~9~~). In exchange for receiving money from the Settlement, you will give up or "release" your claims against DreamWorks and the Released Parties in this lawsuit. You will not be able to participate in, or collect money damages from, any other lawsuit against DreamWorks or the Released Parties related to any alleged conspiracy to suppress competition or compensation, including agreements to restrict recruiting or hiring or to coordinate compensation, including merit increase budgets and compensation ranges. (See Question 18 for the exact definition of the claims you are giving up.)

YOUR PRIVACY

29. Will my manager know whether or how I responded to this Notice?

The Court has appointed an independent, experienced professional Notice and Claims Administrator, Kurtzman Carson Consultants (“KCC”). The Notice and Claims Administrator will establish and follow procedures to protect the confidentiality of the identity of persons receiving payments or opting out. The Notice and Claims Administrator will issue settlement checks. The list of those Class Members receiving checks will not be shared with Defendants, the Court, or Plaintiffs’ counsel.

The Notice and Claims Administrator will also receive requests to ~~opt out of be excluded from~~ the Settlement and any comments and objections to the Settlement. The Notice and Claims Administrator will be required to share requests to ~~opt out of be excluded from~~ the Settlement and any comments and objections to the Settlement with Class Counsel and counsel for the Defendants, as well as with the Court. Objections to the Settlement, as well as the names of those who opt out of the Settlement, will become part of the public record in the court file.

GETTING MORE INFORMATION

30. Are more details about the Settlement and the lawsuit available?

Yes. This notice summarizes the proposed Settlement and the ongoing lawsuit against the Non-Settling Defendants. For the precise terms and conditions of the Settlement, please see the Settlement agreement available at www.animationlawsuit.com. For all of the documents filed with the Court in the lawsuit, you can also access the Court docket in this case through the Court’s Public Access to Court Electronic Records (PACER) system at <https://ecf.cand.uscourts.gov>.

If you have additional questions, please contact the Notice and Claims Administrator:

Kurtzman Carson Consultants (“KCC”)
Animation Lawsuit
P.O. Box 40007
College Station, TX 77842-4007
855-730-8617
info@animationlawsuit.com

You can also contact Class Counsel whose information is below again:

Daniel A. Small COHEN MILSTEIN SELLERS & TOLL PLLC 1100 New York Ave. NW, Suite 500 Washington, DC 20005 animation@cohenmilstein.com 202-408-4600	Steve W. Berman HAGENS BERMAN SOBOL SHAPIRO LLP 1918 Eighth Avenue, Suite 3300 Seattle, WA 98101 animation@hbsslw.com 206-623-7292	Marc M. Seltzer SUSMAN GODFREY LLP 1901 Avenue of the Stars, Suite 950 Los Angeles, CA 90067-6029 mseltzer@susmangodfrey.com 310-789-3100
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PLEASE DO NOT TELEPHONE THE COURT OR THE COURT CLERK’S OFFICE TO INQUIRE ABOUT THE SETTLEMENT OR THE CLAIMS PROCESS.