

UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF NEW YORK

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IN RE: AMERICAN EXPRESS ANTI-  
STEERING RULES ANTITRUST LITIGATION

**ORDER**

**11-MD-02221 (NGG) (RER)**

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THE MARCUS CORPORATION,

Plaintiff,

**ORDER**

-against-

**13-CV-7355 (NGG) (RER)**

AMERICAN EXPRESS CO., et al.,

Defendant.

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NICHOLAS G. GARAUFIS, United States District Judge.

The fairness hearing scheduled for September 17, 2014, and September 18, 2014 (the “Fairness Hearing”), will be an opportunity for oral argument in support of and in opposition to the Class Settlement Agreement. No witnesses may be called; there will be no testimony.

At 10:00 a.m. on September 17, the proponents of the Class Settlement Agreement (Class Plaintiffs and Defendants) will be heard in support of Class Counsel’s motions for final approval of the settlement (Dkt. 361) and for attorneys’ fees and costs and for leave to distribute service awards (Dkt. 371). Those remarks will be limited to one (1) hour and the proponents may determine amongst themselves how to divide their time.

Those objecting to the settlement will then be heard in the order and for the amount of time set forth in the table below. As a general matter, each objector or group of objectors may use up to fifteen (15) minutes speaking time. Certain larger groups of objectors will be allotted additional time as designated in the table below. If an objector who has filed a Notice of

Intention to Appear and wishes to be heard at the Fairness Hearing is not listed in the table, such objector shall inform the court by letter no later than September 14, 2014. Any such letter must be submitted to the court by facsimile transmission.

Upon completion of objectors' remarks, the proponents of the settlement shall be allowed a rebuttal not to exceed a total of ninety (90) minutes. If they wish to allocate their total argument time of two and one-half (2 1/2) hours differently, they may elect to do so upon prior notice to the court.

The Fairness Hearing will adjourn at approximately 5:00 p.m. on September 17, 2014, and will resume at 10:00 a.m. on September 18, 2014, or at a time otherwise directed by the court upon adjournment, until the court has heard from all who have a right to speak and who have chosen to do so.

In anticipation of more attendees than can be accommodated in the courtroom, a live video/audio feed will transmit proceedings to a separate overflow courtroom. Court Security Officers will direct overflow attendees as necessary. Persons who timely notified the court of their intention to speak will be permitted to do so even if they are initially directed to the overflow courtroom.

Attorneys who plan to address the court must either be members of the bar of the Eastern District of New York or have filed an application for leave to appear pro hac vice prior to the Fairness Hearing.

**TABLE**

	Objector(s)	Name(s) of Attorney or Objector's Representative Who Will Appear	Time Allotment
1	Individual Merchant Plaintiffs (CVS Pharmacy, Inc. ("CVS"); Meijer, Inc. ("Meijer"); Publix Super Markets, Inc. ("Publix");	Paul E. Slater, Esq. (for CVS, Meijer, Publix, Raley's, and SuperValu) David P. Germaine, Esq. (same) Joseph M. Vanek, Esq. (same)	25 minutes

	Raley's; SuperValu Inc. ("SuperValu"); Ahold U.S.A., Inc. ("Ahold"); Albertsons LLC ("Albertsons"); The Great Atlantic and Pacific Tea Company, Inc. ("Great Atlantic"); H.E. Butt Grocery Co. ("HEB Grocery"); Hy-Vee, Inc. ("Hy-Vee"); The Kroger Co. ("Kroger"); Safeway Inc. ("Safeway"); Walgreen Co. ("Walgreens"); BI-LO LLC ("BI-LO"); and Rite Aid Corp. ("Rite Aid"))	Linda P. Nussbaum, Esq. (same) Richard A. Arnold, Esq. (for Ahold, Albertsons, Great Atlantic, HEB Grocery, Hy-Vee, Kroger, Safeway, and Walgreens) William J. Blechman, Esq. (same) Kevin J. Murray, Esq. (same) James Almon, Esq. (same) David E. Everson, Esq. (for HEB Grocery) Eric L. Bloom, Esq. (for BI-LO and Rite Aid)	
2	7-Eleven; National Association of Convenience Stores ("NACS"); Retail Industry Leaders Association ("RILA"); Wal-Mart Stores, Inc.; and numerous other Objectors represented by Mr. Shinder ( <u>see</u> Dkts. 430-457)	Jeffrey Shinder, Esq. (for all) Michael A. Cook (for Wal-Mart) Unnamed NACS Representative (for NACS) Deborah White (for RILA)	20 minutes
3	Blue Cross and Blue Shield Health Insurer Objectors ( <u>see</u> Dkt. 418-1, Ex. A)	Anthony F. Shelley, Esq. Adam P. Feinberg, Esq.	15 minutes
4	Buckeye Institute for Public Policy Solutions	Adam E. Schulman, Esq.	15 minutes
5	Kevin S. Scheunemann		10 minutes
6	Dashon M. Hines		10 minutes
7	Home Depot	Frank M. Lowrey IV, Esq.	15 minutes
8	National Retail Federation	Gregory A. Clarick, Esq. Michael J. Canter, Esq. Robert N. Webner, Esq. Kenneth J. Rubin, Esq.	15 minutes
9	Southwest Airlines, Co.; AirTran Airways, Inc.; Alaska Airlines, Inc.; DSW Inc.; and Newegg Inc.	Jason A. Zweig, Esq. Paul E. Slater, Esq. Joseph M. Vanek, Esq. David P. Germaine, Esq.	15 minutes

10	Target Objectors (Abercrombie & Fitch Co.; Ascena Retail Group, Inc.; American Signature, Inc.; Big Lots Stores, Inc.; Bon-Ton Stores, Inc.; Chico's FAS, Inc.; J.C. Penney Corp., Inc.; Kohl's Corp.; L Brands, Inc. (f/k/a Limited Brands, Inc.); Lord & Taylor Acquisitions, Inc.; Luxottica U.S. Holdings Corp.; Macy's, Inc.; Office Depot, Inc.; OfficeMax Inc.; Saks Inc.; Staples, Inc.; Target Corp.; TJX Companies, Inc.; and affiliates of the above)	Gregory A. Clarick, Esq. Michael J. Canter, Esq. Robert N. Webner, Esq. Alycia N. Broz, Esq.	20 minutes
11	United States of America	Craig W. Conrath, Esq. Adam J. Schwartz, Esq.	15 minutes
12	Unlimited Vacations and Cruises, Inc.; Lasko Enterprises, Inc.; and Annamarie Falvo d/b/a The Silk House	John J. Pentz, Esq.	15 minutes

SO ORDERED.

Dated: Brooklyn, New York  
September 5, 2013

s/ Nicholas G. Garaufis

NICHOLAS G. GARAUFIS V  
United States District Judge