

This matter having come before the Court on November 18, 2016, on the motion of Class Representatives for an award of attorneys' fees and expenses incurred in the action, the Court, having considered all papers filed and proceedings conducted herein, having found the settlement of this action to be fair, reasonable and adequate, and otherwise being fully informed in the premises and good cause appearing therefore;

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that:

1. This Order incorporates by reference the definitions in the Stipulation of Settlement dated July 13, 2016 (the "Stipulation") and filed with the Court, and all capitalized terms used, but not defined herein, shall have the same meanings as set forth in the Stipulation.

2. This Court has jurisdiction over the subject matter of this application and all matters relating thereto, including all members of the Class who have not timely and validly requested exclusion, of which there are none.

3. The Court hereby awards Class Counsel attorneys' fees of 18.625% of the Settlement Fund, plus expenses in the amount of \$2,812,675.12, together with the interest earned on both amounts for the same time period and at the same rate as that earned on the Settlement Fund until paid. The Court finds that the amount of fees awarded is appropriate and that the amount of fees awarded is fair and reasonable under the "percentage-of-recovery" method.

4. The fees and expenses shall be allocated amongst Plaintiffs' Counsel in a manner which, in Class Counsel's good-faith judgment, reflects each such counsel's contribution to the institution, prosecution, and resolution of the Litigation.

5. The awarded attorneys' fees and expenses and interest earned thereon, shall immediately be paid to Class Counsel subject to the terms, conditions, and obligations of the Stipulation, and in particular ¶6.2 thereof, which terms, conditions, and obligations are incorporated herein.

6. The Court, having reviewed the objection to the fee award filed by Jeff M. Brown, finds that Mr. Brown failed to establish he is a member of the Class and thus lacks standing to object. Even if the Court were to consider the objection, it is without merit and, therefore, overruled in its entirety.

IT IS SO ORDERED.

DATED: 11/30/16



THE HONORABLE JAMES G. CARR
SENIOR UNITED STATES DISTRICT JUDGE