

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF PENNSYLVANIA**

IN RE DFC GLOBAL CORP.
SECURITIES LITIGATION

Civ. A. No. 2:13-cv-06731-BMS

**ORDER GRANTING LEAD PLAINTIFFS'
PROPOSED PLAN OF ALLOCATION**

WHEREAS:

A. On September 19, 2017, a hearing was held before this Court to consider, among other matters: (1) Lead Plaintiffs' Plan of Allocation (the "Plan") for distribution of the Net Settlement Fund established as a result of the Settlement in this Action; and (2) the fairness and reasonableness of the Plan to the Class Members. All interested persons were afforded the opportunity to be heard;

B. The Plan was set forth in the Notice of (I) Pendency of Class Action and Proposed Settlement; (II) Settlement Fairness Hearing; and (III) Motion for an Award of Attorneys' Fees and Reimbursement of Litigation Expenses (the "Notice") that was disseminated in accordance with the Court's Order entered on March 8, 2017;

C. On June 1, 2017, Lead Plaintiffs moved for approval of the Plan, as set forth in the Notice.

D. This Court has duly considered Lead Plaintiffs' motion, the declarations and memoranda of law submitted in support thereof, and all of the submissions and arguments presented with respect to the fairness and reasonableness of the Plan for distributing the proceeds of the Settlement to members of the Class.

NOW, THEREFORE, after due deliberation, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that:

1. This Order incorporates by reference the definitions in the Stipulation and Agreement of Settlement dated February 28, 2017 (ECF 131-1) (the “Stipulation”). All capitalized terms not otherwise defined herein shall have the same meanings as set forth in the Stipulation.

2. The Court has jurisdiction to enter this Order and over the subject matter of the Action and all parties to the Action, including all Class Members.

3. The proposed Plan, in the form set forth in the Notice, is APPROVED. Lead Plaintiffs are authorized and directed to utilize the Plan as the basis for calculating the Proofs of Claim submitted by Class Members in connection with the Settlement in this Action.

2. The Court hereby finds and concludes that the Plan is fair and reasonable to Members of the Class. The Court further finds that the Plan is rationally based on the market prices and market movements of DFC Global Corp. common stock during the Class Period, the claims made in the Action, and analysis prepared by Lead Plaintiffs’ expert consultant, and is further consistent with the Opinions and Orders previously issued by the Court with respect to the claims asserted by Lead Plaintiffs in the Action.

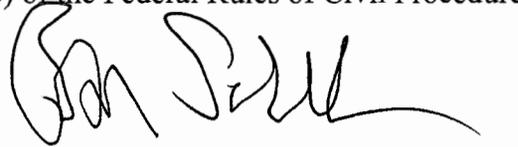
3. There shall be no distribution of any of the Settlement Fund to any Class Member until this Order becomes final, and is either affirmed on appeal and/or is no longer subject to review by appeal or certiorari, and the time for any petition for rehearing, appeal or review, whether by certiorari or otherwise, has expired.

4. The Notice described herein provided the best notice practicable under the circumstances. Said Notice provided due and adequate notice of these proceedings and the

matters set forth therein, including the Plan, to all persons entitled to such Notice, and said Notice fully satisfied the requirements of Rule 23 of the Federal Rules of Civil Procedure and the requirements of due process.

5. There is no just reason for delay in the entry of this Order Granting Lead Plaintiffs' Proposed Plan of Allocation, and immediate entry of this Order by the Clerk of the Court is expressly directed pursuant to Rule 54(b) of the Federal Rules of Civil Procedure.

BY THE COURT:

A handwritten signature in black ink, appearing to read "Berle M. Schiller", written over a horizontal line.

Berle M. Schiller
United States District Judge