

1 UNITED STATES DISTRICT COURT
2 NORTHERN DISTRICT OF CALIFORNIA

3 GARY HEFLER, MARCELO MIZUKI,)
4 GUY SOLOMONOV, UNION ASSET)
5 MANAGEMENT HOLDING AG, and CITY)
6 OF HIALEAH EMPLOYEES')
7 RETIREMENT SYSTEM, Individually and)
8 on Behalf of All Others Similarly Situated,)
9
10 Plaintiffs,)

Case No. 3:16-cv-05479-JST

CLASS ACTION

7 vs.)

8 WELLS FARGO & COMPANY, JOHN G.)
9 STUMPF, JOHN R. SHREWSBERRY,)
10 CARRIE L. TOLSTEDT, TIMOTHY J.)
11 SLOAN, DAVID M. CARROLL, DAVID)
12 JULIAN, HOPE A. HARDISON, MICHAEL)
13 J. LOUGHLIN, AVID MODJTABAI, JAMES)
14 M. STROTHER, JOHN D. BAKER II, JOHN)
15 S. CHEN, LLOYD H. DEAN, ELIZABETH)
16 A. DUKE, SUSAN E. ENGEL, ENRIQUE)
17 HERNANDEZ JR., DONALD M. JAMES,)
18 CYNTHIA H. MILLIGAN, FEDERICO F.)
19 PEÑA, JAMES H. QUIGLEY, JUDITH M.)
20 RUNSTAD, STEPHEN W. SANGER,)
21 SUSAN G. SWENSON, and SUZANNE M.)
22 VAUTRINOT,)
23
24 Defendants.)

17 **[PROPOSED] ORDER APPROVING**
18 **PLAN OF ALLOCATION OF NET SETTLEMENT FUND**

19 This matter came on for hearing on December 18, 2018 (the “Settlement Hearing”) on Lead
20 Plaintiff’s motion to determine whether the proposed plan of allocation of the Net Settlement Fund
21 (“Plan of Allocation”) created by the Settlement achieved in the above-captioned class action (the
22 “Action”) should be approved. The Court having considered all matters submitted to it at the
23 Settlement Hearing and otherwise; and it appearing that notice of the Settlement Hearing substantially
24 in the form approved by the Court was mailed to all Settlement Class Members who or which could
25 be identified with reasonable effort, and that a summary notice of the hearing substantially in the
26 form approved by the Court was published in *The Wall Street Journal* and was transmitted over the
27

1 *PR Newswire* pursuant to the specifications of the Court; and the Court having considered and
2 determined the fairness and reasonableness of the proposed Plan of Allocation,

3 NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

4 1. This Order approving the proposed Plan of Allocation incorporates by reference the
5 definitions in the Stipulation and Agreement of Settlement dated July 30, 2018 (ECF No. 225-1) (the
6 “Stipulation”) and all terms not otherwise defined herein shall have the same meanings as set forth in
7 the Stipulation.

8 2. The Court has jurisdiction to enter this Order approving the proposed Plan of
9 Allocation, and over the subject matter of the Action and all parties to the Action, including all
10 Settlement Class Members.

11 3. Notice of Lead Plaintiff’s motion for approval of the proposed Plan of Allocation was
12 given to all Settlement Class Members who could be identified with reasonable effort. The form and
13 method of notifying the Settlement Class of the motion for approval of the proposed Plan of
14 Allocation satisfied the requirements of Rule 23 of the Federal Rules of Civil Procedure, the Private
15 Securities Litigation Reform Act of 1995 (15 U.S.C. § 78u-4(a)(7)), due process, and all other
16 applicable law and rules, constituted the best notice practicable under the circumstances, and
17 constituted due and sufficient notice to all persons and entities entitled thereto.

18 4. Copies of the Notice, which included the Plan of Allocation, were mailed to over 1.9
19 million potential Settlement Class Members and nominees. There were two objections to the
20 proposed Plan of Allocation. The Court has considered each of the objections and found them to be
21 without merit.

22 5. The Court hereby finds and concludes that the formula for the calculation of the claims
23 of Claimants as set forth in the Plan of Allocation mailed to Settlement Class Members provides a fair
24 and reasonable basis upon which to allocate the proceeds of the Net Settlement Fund among
25 Settlement Class Members with due consideration having been given to administrative convenience
26 and necessity.

