

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MICHIGAN**

CARL PALAZZOLO and ALBERT
FERRANDI, Individually and On
Behalf of All Others Similarly Situated,

Plaintiffs,

v.

FIAT CHRYSLER AUTOMOBILES
N.V., SERGIO MARCHIONNE,
RICHARD K. PALMER, and REID
BIGLAND,

Defendants.

Case No. 4:16-cv-12803-LVP-SDD

CLASS ACTION

Hon. Linda V. Parker
District Court Judge

ORDER APPROVING DISTRIBUTION PLAN

WHEREAS, by its Judgment Approving Class Action Settlement dated June 5, 2019 (ECF No. 74) and its Order Approving Plan of Allocation dated June 5, 2019 (ECF No. 75), this Court approved the terms of the settlement set forth in the Stipulation and Agreement of Settlement dated January 31, 2019 (ECF No. 66-2) (“Settlement” or “Stipulation”) and the proposed plan for allocating the net settlement proceeds to eligible Settlement Class Members (“Plan of Allocation”);

WHEREAS, this Court had directed the parties to consummate the terms of the Settlement and Plan of Allocation;

WHEREAS, the Settlement provided for consideration of \$14,750,000 in cash (“Settlement Amount”) and, pursuant to the terms of the Stipulation, the Settlement Amount was deposited into an escrow account established by Lead Counsel for the benefit of the Settlement Class;

WHEREAS, as set forth in the Notice of (I) Pendency of Class Action and Proposed Settlement; (II) Motion for an Award of Attorneys’ Fees and Reimbursement of Litigation Expenses; and (III) Settlement Fairness Hearing (ECF No. 66-2) (“Notice”), the deadline for Settlement Class Members to submit Claims to the Court-approved claims administrator for the Settlement, JND Legal Administration (“JND”), in order to be potentially eligible to participate in the distribution of the Net Settlement Fund has passed;

WHEREAS, in satisfaction of due process requirements, all Settlement Class Members who submitted Claims that were in any way ineligible or deficient were: (i) informed that their Claims were ineligible or deficient; and (ii) given opportunities to correct any curable deficiencies prior to their Claims being finally rejected, or to contest the determination as to such deficiencies, by requesting judicial review;

WHEREAS, the process of reviewing Claims has been completed;

WHEREAS, Lead Plaintiffs, through Lead Counsel, now seek authorization to distribute the proceeds of the Settlement Fund to Authorized Claimants, after

deduction of any taxes, fees, and expenses previously approved by the Court or approved by this Order (“Net Settlement Fund”); and

WHEREAS, this Court retained continuing and exclusive jurisdiction of this Action in connection with, among other things: (i) the disposition of the Settlement Fund; and (ii) any motion to approve the Class Distribution Order.

NOW, THEREFORE, upon careful consideration of: (i) the Declaration of Luiggy Segura in Support of Lead Plaintiffs’ Motion for Approval of Distribution Plan submitted on behalf of JND (“Segura Declaration”); (ii) the Memorandum in Support of Lead Plaintiffs’ Motion for Approval of Distribution Plan; and (iii) the other submissions and papers on file with the Court; and upon all prior proceedings heretofore and herein, and after due deliberation,

IT IS ORDERED that all capitalized terms not otherwise defined herein shall have the same meanings as set forth in the Stipulation and the Segura Declaration;

IT IS FURTHER ORDERED that the administrative determinations of JND accepting the Claims described in the Segura Declaration and listed on Exhibits C and D thereto, calculated pursuant to the Court-approved Plan of Allocation set forth in the Notice, are hereby approved, and said Claims are hereby accepted;

IT IS FURTHER ORDERED that the administrative determinations of JND rejecting the Claims described in the Segura Declaration and listed on Exhibit E thereto are hereby approved, and said Claims are hereby rejected;

IT IS FURTHER ORDERED that JND be paid the sum of \$192,636.82 from the Net Settlement Fund as payment for its outstanding fees and expenses incurred in connection with the administration of the Settlement and the fees and expenses expected to be incurred by JND in connection with the Initial Distribution of the Net Settlement Fund;

IT IS FURTHER ORDERED that JND conduct the Initial Distribution of the Net Settlement Fund as set forth in paragraph 48 of the Segura Declaration. Specifically, the Net Settlement Fund shall be distributed to the Authorized Claimants listed on Exhibits C and D to the Segura Declaration pursuant to the Court-approved Plan of Allocation in proportion to each Authorized Claimant's Recognized Claim as compared to the total Recognized Claims of all Authorized Claimants as shown on such Exhibits;

IT IS FURTHER ORDERED that all checks to Authorized Claimants issued in the Initial Distribution shall bear the notation "CASH PROMPTLY. VOID AND SUBJECT TO REDISTRIBUTION IF NOT CASHED BY DATE 90 DAYS AFTER ISSUE DATE." Lead Counsel and JND are authorized to take appropriate actions to locate and/or contact any Authorized Claimant who has not cashed his, her or its check within said time;

IT IS FURTHER ORDERED that Authorized Claimants who do not cash their checks within the time allotted will irrevocably forfeit all recovery from the Net Settlement Fund;

IT IS FURTHER ORDERED after making reasonable and diligent efforts to have Authorized Claimants negotiate their Initial Distribution checks, JND will, if cost-effective to do so, redistribute any funds remaining in the Net Settlement Fund by reason of uncashed checks or otherwise nine (9) months after the Initial Distribution to Authorized Claimants who have cashed their Initial Distribution checks and who would receive at least \$10.00 from such redistribution, after payment of any unpaid fees and expenses incurred in administering the Settlement, including for such redistribution;

IT IS FURTHER ORDERED that JND may make additional redistributions of balances remaining in the Net Settlement Fund to Authorized Claimants who have cashed their prior checks and who would receive at least \$10.00 on such additional redistributions if Lead Counsel, in consultation with JND, determine that additional redistributions, after payment of any unpaid fees and expenses incurred in administering the Settlement, including for such redistributions, would be cost-effective;

IT IS FURTHER ORDERED that at such time as Lead Counsel, in consultation with JND, determine that further redistribution of the funds remaining

in the Net Settlement Fund is not cost-effective, any otherwise valid Claims received after September 30, 2020 or Claims adjusted after September 30, 2020 may be paid in accordance with paragraph 48(f) of the Segura Declaration;

IT IS FURTHER ORDERED that any balance that remains in the Net Settlement Fund after further distributions or payment of any otherwise valid Claims received after September 30, 2020, or Claims adjusted after September 30, 2020, in accordance with paragraph 48(f) of the Segura Declaration, which is not cost-effective to reallocate, will be contributed, after payment of any unpaid fees and expenses incurred in administering the Settlement, to nonsectarian, not-for-profit charitable organization(s), to be recommended by Lead Counsel and approved by the Court;

IT IS FURTHER ORDERED that the Court finds that the administration of the Settlement and the proposed distribution of the Net Settlement Fund comply with the terms of the Stipulation and the Plan of Allocation and that all persons and entities involved in the review, verification, calculation, tabulation, or any other aspect of the processing of the Claims submitted in connection with the Settlement of this Action, or who are otherwise involved in the administration or taxation of the Settlement Fund or the Net Settlement Fund are released and discharged from any and all claims arising out of such involvement, and, pursuant to the release terms of the Settlement, all Settlement Class Members, whether or not they are to receive

payment from the Net Settlement Fund, are barred from making any further claims against the Net Settlement Fund or the parties released pursuant to the Settlement beyond the amount allocated to them pursuant to this Order;

IT IS FURTHER ORDERED that JND is hereby authorized to destroy paper copies of Claims and all supporting documentation one (1) year after the Second Distribution of the Net Settlement Fund, if that occurs, or, if there is no Second Distribution, two (2) years after the Initial Distribution and all electronic copies of the same one (1) year after all funds have been distributed;

IT IS FURTHER ORDERED that this Court retain jurisdiction over any further application or matter which may arise in connection with this Action;

IT IS FURTHER ORDERED that no Claim received or adjusted after September 30, 2020 be included in the Initial Distribution of the Net Settlement Fund.

IT IS SO ORDERED.

s/ Linda V. Parker
LINDA V. PARKER
U.S. DISTRICT JUDGE

Dated: December 14, 2020