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4TH JUDICIAL DIST.

IN THE CIRCUIT COURT FOR THE STATE OF OREGON
FOR THE COUNTY OF MULTNOMAH

IRA S. NATHAN

Plaintiffs,

v.

SERGE MATTA, et al.,

Defendants.

Lead Case No. 16CV32458

**ORDER GRANTING FINAL
APPROVAL OF CLASS ACTION
SETTLEMENT**

Assigned to Hon. Jerry B. Hodson

WHEREAS, the Plaintiffs and Ernst & Young LLP (“EY”) (together, the “Settling Parties”) entered into a Stipulation of Settlement dated July 16, 2018 (the “Stipulation”), which sets forth the terms and conditions for the Settlement of claims alleged in the above-entitled consolidated action (the “Action”); and the Court having read and considered the Stipulation and the accompanying documents; and the Settling Parties having consented to the entry of this Order;

WHEREAS, on March 12, 2018, the Court certified the Class for the claims asserted against EY;

WHEREAS, on August 10, 2018, the Court entered its Order Preliminarily Approving *JBA* Settlement, and Providing For Notice (“Preliminary Approval Order”), which, *inter alia*, preliminarily approved the Settlement, approved the form and manner of notice to the Class of the Settlement, and said notice having been provided to the Class, and a fairness hearing having been held; and

NOW, THEREFORE, based upon the Stipulation and all of the filings, records and proceedings herein, and it appearing to the Court upon examination that the Settlement set forth in the Stipulation is fair, reasonable and adequate, and upon a Fairness Hearing having been held after notice of the Settlement to the Class to determine if the Settlement is fair, reasonable, and adequate and whether this Judgment should be entered in the Action, **IT IS HEREBY**

ORDERED, this ^{13th} ~~10th~~ day of ^{November} ~~August~~ 2018, that: *JBA*

1. **Defined Terms.** Except for terms defined herein, the definitions in the Stipulation are adopted and incorporated for purposes of this Order.
2. **Jurisdiction.** The Court has jurisdiction over the subject matter of the Action and over the Settling Parties and all members of the Class.

1 3. **Notice.** The Court finds that the form, content, and method of dissemination of
2 the Notice were all implemented in accordance with the Court’s Preliminary Approval Order
3 and:

- 4 a. constituted the best notice practicable under the circumstances;
- 5 b. were reasonably calculated, under the circumstances, to apprise Class members
6 of: (i) the proposed Settlement; (ii) their right to object to any aspect of the
7 proposed Settlement; (iii) their right to appear at the Fairness Hearing, either on
8 their own or through counsel hired at their own expense, if they were not
9 excluded from the Class; and (iv) the binding effect of this Judgment and all other
10 orders and proceedings in the Action on all Class members;
- 11 c. constituted due, adequate and sufficient notice to all persons entitled to be
12 provided with notice; and
- 13 d. fully satisfied all applicable requirements of Oregon law, due process and any
14 other applicable law.

15 4. **Certification of a Class.** The Court has found that John Hulme and Class
16 Counsel fairly protected and adequately represented the interests of the Class and that the
17 requirements of ORCP 32 are satisfied with respect to the Class. The Court certified the Class in
18 its Order of March 12, 2018. The persons or entities that timely submitted valid requests for
19 exclusion from the Class are set forth in Exhibit 1 to the Judgment. The persons or entities listed
20 on Exhibit 1 are not bound by the Settlement or the Judgment, and such persons are not entitled
21 to any rights or benefits provided to Class members by the terms of the Settlement and this
22 Order.

23 5. **Plan of Allocation.** The Court finds that the Plan of Allocation, which is set forth
24 in the Notice to Class members, provides a fair and reasonable basis upon which to allocate the
25 proceeds of the Net Settlement Fund among Class members, with due consideration having been
26 given to administrative convenience and necessity.

 6. **Final Approval of Settlement.** The Court finds that the Settlement is, in all
respects, fair, reasonable, and adequate to the Class and the Settling Parties. Accordingly, the

1 Settlement is finally approved in its entirety. The Settling Parties are hereby directed to
2 effectuate the Settlement according to the terms of the Stipulation. The Settling Parties and all
3 Class members are hereby bound by this Final Order, the Judgment, and by the terms of the
4 Settlement as set forth in the Stipulation. The Settling Parties are to bear their own costs. The
5 class representatives and Class Counsel have fairly and adequately represented the interest of the
6 Class members in connection with the Settlement, and the Stipulation was entered into by the
7 Settling Parties at arm's length and in good faith.

9 **7. Releases.**

10 Upon entry of this Final Approval Order and Judgment, Plaintiffs and each Class
11 member, on behalf of themselves and any of their personal representatives, spouses, domestic
12 partners, trustees, heirs, executors, administrators, predecessors, successors, assigns or agents,
13 shall be deemed to have, and by operation of the Judgment shall have irrevocably, absolutely and
14 unconditionally, fully, finally, and forever released, waived, relinquished, discharged and
15 dismissed, with prejudice, each and every one of the Settled Claims against each and all of the
16 EY Releasees with prejudice, and shall be forever barred and enjoined from instituting,
17 prosecuting, participating, continuing, maintaining or asserting any Settled Claims, or assisting
18 anyone in instituting, prosecuting, participating, continuing, maintaining or asserting any Settled
19 Claims, whether in the United States or elsewhere, whether on their own behalf or on behalf of
20 any class or any other person, and regardless of whether or not such Class member executes and
21 delivers a Proof of Claim.

22 8. Upon entry of this Final Approval Order, EY shall be deemed to have, and by
23 operation of the Judgment shall have irrevocably, absolutely and unconditionally, fully, finally
24 and forever released all EY Releasee Claims against the Released Plaintiff Parties.

25 9. The "Effective Date" shall be the date on which all of the following conditions
26 have occurred: (a) EY has made or caused to be made the Settlement Payment; and (b) this Final
Approval Order and Judgment have become Final. Upon the occurrence of all of the events

1 referenced in this paragraph, any and all remaining interest or right of the Defendant in or to the
2 Settlement Fund, if any, shall be absolutely and forever extinguished.

3 10. Neither the Stipulation nor the Settlement, nor any act performed or document
4 executed pursuant to or in furtherance of the Stipulation or the Settlement: (a) is or may be
5 deemed to be, or may be used as, a presumption, concession, or admission of, or evidence of, the
6 validity of any Released Claim; (b) is or may be deemed to be, or may be used, as a presumption,
7 concession, or admission of, or evidence of, any fault or omission of any of the Released Parties
8 in any civil, criminal or administrative proceeding in any court, administrative agency or other
9 tribunal; or (c) is or may be deemed to be an admission or evidence that any claims or defenses
10 asserted by any Settling Party were either valid or not valid in any civil, criminal or
11 administrative proceeding. The Released Parties may file the Stipulation and/or the Judgment, or
12 refer to them, in any action that may be brought against them in order to support a defense or
13 counterclaim based on principles of res judicata, collateral estoppel, release, good faith
14 settlement, judgment bar or reduction, or any other theory of claim preclusion or issue preclusion
15 or similar defense or counterclaim. Any Settling Party may file this Judgment in any action that
16 may be brought to enforce the terms of the Stipulation.

17 11. If the Settlement set forth in the Stipulation fails to become effective in
18 accordance with its terms: (a) the Settling Parties shall be restored to their respective positions in
19 the Action as of April 19, 2018; (b) the terms and provisions of the Stipulation shall have no
20 further force and effect with respect to the Settling Parties and shall not be used in the Action or
21 in any other proceeding for any purpose; (c) this Judgment and any other order entered by the
22 Court in accordance with the terms of the Stipulation shall be treated as vacated; and (d) within
23 fifteen (15) business days of the termination, Plaintiffs shall cause to be returned to EY the
24 Settlement Fund, in proportion to the amount each contributed to the Settlement Amount, less
25 expenses which have either been disbursed pursuant to the Stipulation, or are determined to be
26 actually incurred and chargeable to the Settlement Fund, along with an itemization and
description of any and all expenses which have been disbursed from the Settlement Fund.

November 13

CBH

1 12. **Claims Bar Order and Injunction.** On 11, 2018, the Court entered a Claims
2 Bar Order and Injunction. The Court hereby bars and enjoins, to the fullest extent permitted by
3 law, any and all claims by any Barred Person against the EY Releasees, and by the EY Releasees
4 against any Barred Person, for (a) contribution or indemnity arising out of or related to the
5 claims or allegations asserted by Plaintiffs in the Action, or (b) any other claim of any type,
6 whether arising under state, federal, common, or foreign law, for which the injury or damages
7 claimed is that Barred Person's actual or threatened liability to Plaintiffs or the Class.

8 13. **Attorneys' Fees and Expenses.** The Court hereby awards attorneys' fees of
9 \$ 1,583,175, plus expenses in the amount of \$ 361,723.42; together with the interest earned *CBH*
10 thereon for the same time period and at the same rate as that earned on the Settlement Fund until
11 paid, to be paid from the Settlement Fund. The Court finds that (a) Plaintiffs' Counsel have
12 complied with all requirements of ORCP 32 M; and (b) the amount of fees and expenses
13 awarded is fair and reasonable given (i) the time and effort expended by the attorney in the
14 litigation, including the nature, extent, and quality of the services rendered; (ii) the results
15 achieved and benefits conferred upon the class; (iii) the magnitude, complexity, and uniqueness
16 of the litigation; (iv) the contingent nature of success; and (v) other appropriate criteria in Rule
17 1.5 of the Oregon Rules of Professional Conduct. Lead Counsel shall allocate the attorneys' fees
18 amongst Plaintiffs' Counsel in a manner consistent with agreements amongst Plaintiffs' Counsel
19 and which they in good faith believe reflects the contributions of such counsel to the prosecution
20 and settlement of the Action. The awarded attorneys' fees and expenses and interest thereon
21 shall be paid from the Settlement Fund as set forth in the Stipulation. The Defendant shall have
22 no obligation with respect to the payment of any attorneys' fees and expenses.

23 14. Any order(s) regarding the Plan of Allocation, an award of attorneys' fees or
24 expenses, or any appeal modification or change thereof, shall in no way disturb or affect the
25 finality of this Final Approval Order or the Judgment and shall be considered separate from this
26 Final Approval Order and the Judgment.

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15. All agreements made and orders entered during the course of the Action relating to the confidentiality of information, including, but not limited to, the Court entered Stipulated Protective Order for the Exchange and Production of Confidential Information (the "Protective Order") of August 18, 2017, which shall survive this Settlement.

16. **Retention of Jurisdiction.** Without affecting the finality of this Judgment in any way, the Court retains exclusive jurisdiction over the Action and: (a) implementation of this Settlement and any award or distribution of the Settlement Fund, including interest earned thereon; (b) disposition of the Settlement Fund; (c) matters concerning the award of attorneys' fees and expenses and any interest thereon; and (d) the Settling Parties for the purpose of construing, enforcing, and administering the Stipulation.

Good cause being shown, it is SO ORDERED:

11/13/18


Circuit Court Judge Jerry B. Hodson