

PLAN OF ALLOCATION OF SETTLEMENT FUND

The Settlement Administrator shall process claims under the criteria set forth herein. Only those Claimants who satisfy the applicable criteria in the Settlement Agreement and this Plan of Allocation are eligible to receive payment under the Settlement. All terms in this Plan of Allocation, if not defined herein, shall have the meaning that they are given in the Settlement Agreement.

1. **Use of the Settlement Fund:** The Settlement Fund shall be used to (a) make payments to Successful Claimants pursuant to the terms of the Settlement Agreement; (b) pay applicable Administrative Expenses; (c) pay applicable Attorneys' Fees and Litigation Expenses awarded by the Court to Class Counsel; (d) pay Enhancement Payments awarded by the Court; and (e) allocate any Remainder Funds as outlined in the Settlement Agreement and as set forth herein below.
2. **Settlement Claim Forms:**
 - A. A separate Claim Form must be filled out, signed under penalty of perjury, and submitted by each Class Member seeking payment (or in the case of minors, deceased Class Members, or otherwise incapacitated Class Members, by the Class Member's Authorized Representative) within the deadline set in the Class Settlement Notice.
 - B. The Claim Form will provide all of the information the Settlement Administrator requires in order to: (i) determine whether the Claimant is a Class Member; (ii) identify current contact information for the Claimant; and (iii) distribute payment to the appropriate recipient in the appropriate manner.
3. **Eligibility:** To be eligible for payment, a Claimant (i) must be a Class Member; (ii) must not be an Opt-Out or be a Minor whose Legal Guardians are all Opt-Outs; and (iii) must timely submit (by self or an Authorized Representative) a signed complete Claim Form with the necessary documentation.
4. **Proofs Required for Successful Claim:** The proofs required for a successful claim will be set out in the Claim Form created by the Claim Administrator.
5. **Explanation of Settlement Amount Per Class Member:** Each class member will receive equal pro-rata shares of the net settlement proceeds. Specifically, the allocation method divides the net settlement proceeds by the number of class members who submit valid claim forms. Net settlement proceeds will be the total settlement value (\$1,900,000.00) minus (a) any and all applicable Administrative Expenses; (b) any and all applicable Attorneys' Fees and Litigation Expenses awarded by the Court to Class Counsel; and (c) any and all Enhancement Payments awarded by the Court.

6. **Claims Process:**

- A. **Eligibility Review.** The Settlement Administrator shall determine, based on the information provided on and with the Claim Form, whether the Claimant is eligible for payment under the Settlement, i.e., whether the Claimant is a Class Member as defined by the Settlement.

- B. **Timing of Review of Claim Forms.** The Settlement Administrator shall review the Claim Forms submitted on a rolling basis as they are filed. However, as set forth below, Notices of Eligibility (including notice of the right of appeal) shall be issued to all Claimants simultaneously, only after the deadline for submitting Claim Forms has passed, all timely Claim Forms have been reviewed and evaluated by the Settlement Administrator for Class Member status.

- C. **Determination of Insufficiency of Information.** For each Claim Form submitted, the Settlement Administrator shall determine whether sufficient information has been submitted to determine whether or not the Claimant is a Class Member eligible to receive payment under the Settlement. If the Settlement Administrator requires more information to determine Class Membership, it shall request such information, with specificity, as set forth below.

- D. **Request for Additional Information.** If the Settlement Administrator determines that the Claimant has provided insufficient information to establish either Class Member status, the Settlement Administrator shall notify the Claimant that additional information is required, specify in precise and plain language the information required, and give the Claimant thirty (30) Calendar Days to cure the deficiency (or additional time for good cause shown). In this request, the Settlement Administrator shall also notify the Claimant that unless the additional information is provided within the time given, the Claim will be denied in whole or in part.

- E. **Notice of Eligibility.** Following consideration of any comments provided by the Parties, and any further inquiry or adjustment the Settlement Administrator deems such comments to require, the Settlement Administrator shall issue, to all Claimants, Notices of Eligibility by standard U.S. mail at the address provided by the Claimant. The Notice of Eligibility shall inform each Claimant of the Settlement Administrator's determinations as to whether the Claimant is or is not an eligible Class Member, and if so, the reasons for each such determination, and the process for appeal. If a Claim or part of a Claim is denied for lack of supporting documentation, the Notice shall identify the information that was missing.

F. **Appeal Process.** Each Claimant shall have an opportunity to appeal from the determinations of Class Member status set forth in the Notice of Eligibility as follows:

1. A Claimant (or the Claimant's Authorized Representative) may initiate an appeal by submitting to the Settlement Administrator a written statement of appeal explaining, with specificity, the basis for the appeal. The appeal must be emailed or postmarked no later than twenty-one (21) Calendar Days from the date of the Notice of Eligibility sent by the Settlement Administrator (and the Notice of Eligibility must so state).
2. The Settlement Administrator shall promptly provide the appeal statement to the Appeal Adjudicator with copies to Counsel for both Parties, who will have twenty-one (21) Calendar Days to comment to the Appeal Adjudicator on the appeal, with copies of said comments, if any, to be provided to the appealing Claimant (by email if possible, or by mail) and opposing counsel.
3. The Appeal Adjudicator, and or his designees, shall promptly review each appeal statement, the record available to the Settlement Administrator (i.e., the original Claim Form(s) and any supplemental information provided by the Claimant pursuant to a request by the Settlement Administrator under Section VI.D above), along with any comments by the Parties in response to the Appeal and correspondence showing whether the Settlement Administrator provided an opportunity to cure, and forthwith issue a written determination in light of the terms of the Settlement Agreement and the Distribution Protocol, stating the outcome of the appeal, and the Appeal Adjudicator's reasoning. The Appeal Adjudicator shall apply a clear error standard in reviewing the determinations of the Settlement Administrator. New documentation will not be considered. However, if the Appeal Adjudicator determines that the Settlement Administrator abused its discretion by failing to provide a Claimant an opportunity to cure, then the Appeal Adjudicator shall immediately instruct the Settlement Administrator to send a request for additional information as described above. The eligibility review process shall then continue in the same manner as if the request for cure was given in the first instance. The Parties, Settlement Administrator, and Appeal Adjudicator shall make every effort to avoid delay.
4. The Appeal Adjudicator will issue a decision on each appeal, stating the outcome of the appeal and the Appeal Adjudicator's reasoning.

5. The outcome of the Appeal Adjudicator process, as described herein, shall be final.

G. Determination of Final Payment Amounts. After all appeals have been resolved and Class Counsel's Attorneys' Fees and Litigation Expenses and any Enhancement Awards have been set by the Court, the Settlement Administrator shall make a binding projection of the additional Administrative Expenses to be incurred in the final distribution and termination of the Settlement Fund; it shall prepare a final list of Successful Claimants; and it shall then calculate the Final Payment Amounts based on the final number of Successful Claimants as follows:

1. First, the Settlement Administrator shall determine the balance of funds in the Settlement Fund, including accrued interest;
2. From this balance, it shall subtract any Attorneys' Fees and Litigation Expenses the Court has awarded to Class Counsel that have not yet been paid.
3. Next, it shall subtract the sum of any Enhancement Payments awarded by the Court that have not yet been paid.
4. Then, it shall subtract the sum of Administrative Expenses, including expenses incurred but not yet paid from the Settlement Fund (including proper accounting for Advanced Payments) and expenses the Settlement Administrator has projected will be necessary to complete the requirements of the Settlement Agreement and terminate the Settlement Fund.
5. The remaining amount shall be the amount available to be distributed to Successful Claimants, of which the Settlement Administrator shall provide an accounting to the Parties.
6. Once the Net Proceeds amount is confirmed by the Parties or after seven (7) Calendar Days following the accounting, whichever is sooner, the Settlement Administrator shall enter the Net Proceeds amount into the Calculator Spreadsheet to determine the final payment amounts for each Successful Claimant.

H. Distribution of Final Payment Amounts. The Settlement Administrator shall distribute these Final Payment Amounts to Successful Claimants as follows:

1. The Settlement Administrator shall mail the Final Payment Amount to each Successful Claimant at the mailing addresses provided on the Claim Forms

(or such later address provided in the event of a change of address) except that for payments to minors, otherwise incapacitated and/or deceased Successful Claimants, payments shall be mailed as follows:

- a. Payments for minors or Class Members who lack legal capacity shall be mailed (in the form of a check made out in the name of such Class Member) as directed by such Successful Claimant's parents or Legal Guardians where all applicable Legal Guardians are identified on, and sign, such Successful Claimant's Claim Form, authorizing the Settlement Administrator to mail them in the care of one of the Legal Guardians to the address provided in the Claim Form. Where the Successful Claimant has more than one parent or Legal Guardian, and the authorization is not signed by both or all such persons, disposition of where to mail the payment will be made by a Guardian Ad Litem appointed by the Court. Any fee charged by said Guardian Ad Litem will be charged against the settlement payment in question before its distribution to the Claimant.
 - b. Payments to the estate of any deceased Successful Claimants shall be made to the deceased Claimants' Authorized Representatives, upon provision to the Settlement Administrator of appropriate proof and in accordance with applicable law.
2. The Settlement Administrator shall finalize any remaining payments for Administrative Expenses out of funds reserved for that purpose as set forth above.
 3. Funds for which checks are mailed to Successful Claimants but not cashed after one hundred and eighty (180) Calendar Days shall be void and the amounts shall be transferred to the Community Fund.
- I. **Termination.** Once all timely filed Claims and any appeals have been processed, payments to Successful Claimants have been distributed, the Settlement Administrator shall provide a complete accounting to Counsel for both Parties. The Parties shall file a report to the Court seeking an order confirming that the purpose of the Settlement Fund has been fulfilled and shall submit a proposed order authorizing the Settlement Administrator to terminate the Settlement Fund. The Settlement Administrator shall thereafter terminate the Settlement Fund and shall ensure the proper and timely filing of any final tax reports or returns.