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**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
OAKLAND DIVISION**

IN RE SPLUNK INC. SECURITIES  
LITIGATION

Case No. 4:20-cv-08600-JST

**LEAD PLAINTIFF'S MOTION FOR  
APPROVAL OF DISTRIBUTION  
PLAN, AND MEMORANDUM OF  
POINTS AND AUTHORITIES IN  
SUPPORT THEREOF**

Judge: Hon. Jon S. Tigar

Courtroom: 6

Date: September 26, 2024

Time: 2:00 p.m.

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**NOTICE OF MOTION  
FOR APPROVAL OF DISTRIBUTION PLAN**

**TO: ALL PARTIES AND THEIR ATTORNEYS OF RECORD**

PLEASE TAKE NOTICE that in accordance with Federal Rule of Civil Procedure 23(e), Lead Plaintiff Louisiana Sheriffs' Pension & Relief Fund ("Lead Plaintiff") will and does hereby move this Court for entry of the accompanying [Proposed] Order Approving Distribution Plan ("Class Distribution Order") that will, among other things: (i) approve the Claims Administrator A.B. Data's administrative determinations accepting and rejecting Claims submitted in connection with the Settlement reached in the above-captioned Action; (ii) direct the Distribution of the Net Settlement Fund to Claimants whose Claims are accepted by A.B. Data as valid and approved by the Court ("Authorized Claimants"); (iii) direct that distribution checks state that the check must be cashed within 90 days after the issue date; (iv) direct that Authorized Claimants will forfeit all recovery from the Settlement if they fail to cash their distribution checks in a timely manner; (v) approve the recommended plan for any funds remaining after the distribution; and (vi) approve A.B. Data's fees and expenses in connection with the administration of the Settlement.

This motion is supported by the memorandum of points and authorities below, the attached Declaration of Jack Ewashko ("Ewashko Declaration" or "Ewashko Decl."), submitted on behalf of the Court-approved Claims Administrator, A.B. Data, Ltd.'s Class Action Administration Company ("A.B. Data"), and its exhibits, the previous filings and orders in this case, and such other materials as the Court may consider.<sup>1</sup>

There are no disputed Claims by any Settlement Class Member requiring Court review. Further, pursuant to the Stipulation, Defendants have no role in or responsibility for the administration of the Settlement Fund or processing of Claims, including determinations as to the validity of Claims or the distribution of the Net Settlement Fund. *See* Stipulation ¶¶ 20, 24, 26; *see also* Notice ¶¶ 46, 91. Nonetheless, Lead Plaintiff has shared a copy of this motion with

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<sup>1</sup> Unless otherwise indicated in this memorandum, all terms with initial capitalization shall have the meanings ascribed to them in the Ewashko Declaration or the Stipulation and Agreement of Settlement dated as of January 30, 2023 (ECF No. 117-1) ("Stipulation").

1 Defendants' Counsel, and they informed us that Defendants take no position on the motion. As  
2 such, the motion is ripe for determination and Lead Counsel respectfully submits that a hearing on  
3 this motion is not required.

4 **STATEMENT OF ISSUES TO BE DECIDED**

5 1. Whether the Court should enter the proposed Class Distribution Order, which will,  
6 among other things, approve the Claims Administrator's administrative determinations accepting  
7 and rejecting Claims submitted in connection with the Settlement, direct the distribution of the Net  
8 Settlement Fund to eligible Claimants, approve the recommended plan for any funds remaining  
9 after the distribution, and approve the Claims Administrator's fees and expenses.

10 **MEMORANDUM OF POINTS AND AUTHORITIES**

11 **I. BACKGROUND**

12 On January 30, 2023, Lead Plaintiff agreed to settle the Action in exchange for a cash  
13 payment of \$30,000,000.00 for the benefit of the Settlement Class, which was deposited into an  
14 interest-earning escrow account for the benefit of the Settlement Class. The Settlement produced  
15 a favorable result for the Settlement Class by providing a substantial, certain, and immediate  
16 recovery while avoiding the significant risks of continued litigation, including the risk that the  
17 Settlement Class could recover less than the Settlement amount—or nothing at all—after years of  
18 additional litigation, appeals, and delay. The deadline for submission of Claims to participate in  
19 the Settlement was February 15, 2024.

20 On March 4, 2024, the Court entered the Order Granting Lead Plaintiff's Motion for Final  
21 Approval of Settlement (ECF No. 142) approving the Settlement and the Plan of Allocation for  
22 the Net Settlement Fund. The Settlement's "Effective Date" under paragraph 34 of the Stipulation  
23 has now occurred, and accordingly the Net Settlement Fund may now be distributed to Settlement  
24 Class Members whose Claims are eligible for payment under the Plan of Allocation ("Authorized  
25 Claimants"). In accordance with paragraph 29 of the Stipulation, Lead Plaintiff respectfully  
26 requests that the Court enter the proposed Class Distribution Order and approve the Distribution  
27 Plan.

## II. CLAIMS ADMINISTRATION

In accordance with the Court’s Corrected Order Preliminarily Approving Settlement and Authorizing Dissemination of Notice (ECF No. 134) (“Preliminary Approval Order”), A.B. Data mailed the Notice of (I) Pendency of Class Action and Proposed Settlement; (II) Settlement Hearing; and (III) Motion for Attorneys’ Fees and Litigation Expenses (“Notice”) and the Proof of Claim and Release Form (“Claim Form” and, collectively with the Notice, the “Notice Packet”) to potential Settlement Class Members, brokers, and other nominees. Ewashko Decl. ¶ 2. A.B. Data has disseminated 298,753 Notice Packets to potential Settlement Class Members, brokers, and nominees. *Id.* ¶ 4. The Notice informed Settlement Class Members that if they wished to be eligible to participate in the distribution of the Net Settlement Fund, they were required to submit a properly executed Claim Form postmarked no later than February 15, 2024. *Id.* ¶ 7.

As set forth in the Ewashko Declaration, through July 10, 2024, A.B. Data received and processed 154,449 Claims. Ewashko Decl. ¶ 7. All Claims received through July 10, 2024, have been fully processed in accordance with the Stipulation and the Court-approved Plan of Allocation included in the Notice (*see id.*), and A.B. Data has worked with Claimants to help them perfect their Claims. *See id.* ¶¶ 19-32. Many of the Claims were initially deficient or ineligible for one or more reasons, including being incomplete, not signed, not properly documented, or otherwise deficient, which required substantial follow-up work by A.B. Data. *Id.* ¶¶ 19, 22.

If A.B. Data determined a Claim to be defective or ineligible, A.B. Data sent a letter (if the Claimant or filer filed a paper Claim) or an email (if the Claimant or filer filed an electronic Claim) to the Claimant or filer, as applicable, describing the defect(s) or condition(s) of ineligibility in the Claim and the steps necessary to cure any curable defect(s) in the Claim (“Deficiency Notices”). *Id.* ¶¶ 20, 22. The Deficiency Notices advised the Claimant or filer that the appropriate information or documentary evidence to complete the Claim had to be sent within twenty (20) days from the date of the Deficiency Notice or A.B. Data would recommend the Claim for rejection to the extent the deficiency or condition of ineligibility was not cured. *Id.* ¶¶ 20, 23. Examples of the Deficiency Notices are attached as Exhibits A, B, and C to the Ewashko Declaration.

Of the 154,449 Claims that are the subject of this motion, A.B. Data has determined that 45,911 Claims are acceptable in whole or in part, and that 108,538 Claims should be rejected because they are ineligible for payment from the Net Settlement Fund. *Id.* ¶¶ 39-42. Lead Plaintiff respectfully requests that the Court approve A.B. Data's administrative determinations accepting and rejecting Claims as set forth in the Ewashko Declaration.

**A. No Disputed Claims**

A.B. Data carefully reviewed Claimants' and filers' responses to the Deficiency Notices and worked with them to resolve deficiencies where possible. Ewashko Decl. ¶¶ 21, 26. Consistent with paragraph 27(e) of the Stipulation, the Deficiency Notices specifically advised the Claimant or filer of the right, within twenty (20) days after the mailing or emailing of the Deficiency Notice, to contest the rejection of the Claim and request Court review of A.B. Data's administrative determination of the Claim. *Id.* ¶¶ 20, 23, and Exhibits A and B.

With respect to the fully processed Claims, A.B. Data received eleven (11) requests for Court review of its administrative determinations. To resolve these disputes without necessitating the Court's intervention, A.B. Data contacted the Claimants requesting Court review and attempted to answer all questions, to explain A.B. Data's administrative determination of the Claim's status, and to facilitate the submission of missing information or documentation where applicable. *Id.* ¶ 32. As a result of these efforts, all eleven (11) Claimants resolved their deficiencies, withdrew their requests for Court review, and their Claims are recommended for approval. *Id.*

**B. Late Claims and Final Cut-Off Date**

The 154,449 Claims received through July 10, 2024, include 42,320 Claims that were postmarked or received after February 15, 2024, the Court-approved Claim submission deadline. *Id.* ¶¶ 33, 41. Those late Claims have been fully processed, and 28,467 of them are, but for their late submission, otherwise eligible to participate in the Settlement. *Id.* Although these 28,467 Claims were late, they were received while the processing of timely Claims was ongoing. *Id.* Due to the amount of time needed to process the timely Claims received, the processing of these late Claims did not delay the completion of the Claims administration process or the distribution of the Net Settlement Fund. *Id.* ¶ 33. The Court has discretion to accept Claims received after the Claim

1 submission deadline. *See* Preliminary Approval Order ¶ 12; Notice ¶ 27(b). Lead Plaintiff  
 2 respectfully submits that, when the equities are balanced, it would be unfair to prevent an otherwise  
 3 eligible Claim from participating in the distribution of the Net Settlement Fund solely because it  
 4 was received after the Court-approved Claim submission deadline if it were submitted while timely  
 5 Claims were still being processed.

6 To facilitate the efficient distribution of the Net Settlement Fund, however, there must be  
 7 a final cut-off date after which no other Claims may be accepted. Accordingly, Lead Plaintiff  
 8 respectfully requests that the Court order that any *new* late Claims (and any requested adjustments  
 9 to previously filed Claims that would result in an increased Recognized Claim Amount) received  
 10 after July 10, 2024, shall be barred (*see also* Ewashko Decl. ¶ 43(f)) – subject to the provision that  
 11 if Lead Counsel later determine(s) that an additional distribution is not cost-effective (*see* Ewashko  
 12 Decl. ¶ 43(e)), then any post- July 10, 2024 Claimants may, at the discretion of Lead Counsel (and  
 13 to the extent possible after paying remaining administrative fees and expenses owed), be paid on  
 14 their new (or adjusted) Claims on a *pro rata* basis so as to bring them into parity with other  
 15 Authorized Claimants who have cashed their distribution checks.

### 16 **III. FEES AND EXPENSES OF CLAIMS ADMINISTRATOR**

17 The Court-approved Claims Administrator for the Settlement, A.B. Data, was responsible  
 18 for, among other things, disseminating notice of the Settlement to the Settlement Class, creating  
 19 and maintaining a website and toll-free telephone helpline, processing Claims, and allocating and  
 20 distributing the Net Settlement Fund to Authorized Claimants. Ewashko Decl. ¶ 2. A.B. Data's  
 21 fees and expenses for its work performed through July 11, 2024, are \$805,309.49, and its estimated  
 22 fees and expenses for work to be performed in connection with the Distribution are \$29,759.32,  
 23 which together total \$835,068.81. *Id.* ¶ 42. Should the estimate of fees and expenses to conduct  
 24 the Distribution of the Net Settlement Fund exceed the actual cost, the excess will be returned to  
 25 the Net Settlement Fund and will be available for subsequent distribution to Authorized Claimants.  
 26 *Id.* To date, A.B. Data has received payment in the amount of \$350,000 for its fees and expenses.  
 27 *Id.* Accordingly, there is an outstanding balance of \$485,068.81 payable to A.B. Data, which  
 28



1 amount includes the estimated fees and expenses to be incurred by A.B. Data in connection with  
2 the Distribution. *Id.*

3 While the total amount sought by A.B. Data for Notice and Administration Costs of  
4 \$835,068.81 is greater than the estimate originally provided by A.B. Data in February 2023, that  
5 estimate was based on the assumption that A.B. Data would mail 100,000 Notice Packets and  
6 receive 25,000 claims. *See* ECF. No. 117, at 22-23; ECF No. 117-3, at ¶¶ 13-14. A.B. Data  
7 ultimately needed to mail 298,753 Notice Packets (roughly three times the number originally  
8 estimated) and received and processed 154,449 Claims (more than six times the amount originally  
9 estimated). As a result, A.B. Data's costs are higher than initially projected, which is reasonable  
10 given that A.B. Data printed and mailed three times as many Notice Packets and processed six  
11 times as many Claims as initially estimated. Accordingly, Lead Counsel respectfully requests, on  
12 behalf of Lead Plaintiff, that the Court approve payment of A.B. Data's fees and expenses.

#### 13 **IV. DISTRIBUTION PLAN FOR THE NET SETTLEMENT FUND**

##### 14 **A. Distribution of the Net Settlement Fund**

15 Under the proposed Distribution Plan, A.B. Data will distribute 100% of the Net Settlement  
16 Fund after deducting (i) all payments previously allowed, (ii) payments approved by the Court on  
17 this motion, and (iii) any estimated taxes, the costs of preparing appropriate tax returns, and any  
18 escrow fees (i.e., the "Distribution"). *See* Ewashko Decl. ¶ 43(a). In the Distribution, A.B. Data  
19 will first determine each Authorized Claimant's *pro rata* share of the total Net Settlement Fund  
20 based on the Claimant's Recognized Claim in comparison to the total Recognized Claims of all  
21 Authorized Claimants. *Id.* A.B. Data will eliminate from the Distribution any Authorized Claimant  
22 whose *pro rata* share calculates to less than \$10.00, as these Claimants will not receive any  
23 payment from the Net Settlement Fund and will be so notified by A.B. Data. *Id.* ¶ 43(a)(2). A.B.  
24 Data will then recalculate the *pro rata* share of the Net Settlement Fund for Authorized Claimants  
25 who would have received \$10.00 or more based on the amount of the Authorized Claimant's  
26 Recognized Claim in comparison to the total Recognized Claims of all Authorized Claimants who  
27 would have received \$10.00 or more. *Id.* ¶ 43(a)(3).

To encourage Authorized Claimants to cash their checks promptly, Lead Plaintiff proposes that all distribution checks bear the notation, “CASH PROMPTLY. VOID AND SUBJECT TO REDISTRIBUTION IF NOT CASHED BY 90 DAYS AFTER ISSUE DATE].” *Id.* ¶ 43(b). Authorized Claimants who do not cash their checks within the time allotted or on the conditions stated in paragraph 43(b) of the Ewashko Declaration will irrevocably forfeit all recovery from the Settlement, and the funds allocated to these stale-dated checks will be available to be redistributed to other Authorized Claimants in any subsequent distribution, as described below. *Id.* ¶ 43(c).

**B. Additional Distribution(s) of the Net Settlement Fund**

After A.B. Data has made reasonable and diligent efforts to have Authorized Claimants cash their Distribution checks, but not earlier than seven (7) months after the Distribution, A.B. Data will, if Lead Counsel, in consultation with A.B. Data, determines that it is cost-effective to do so, conduct a second distribution of the Net Settlement Fund (the “Second Distribution”). *Id.* ¶ 43(d). In the Second Distribution, any amount remaining in the Net Settlement Fund, after deducting any unpaid fees and expenses incurred, will be distributed to all Authorized Claimants who cashed their Distribution checks and would receive at least \$10.00 from the Second Distribution based on their *pro rata* share of the remaining funds. *Id.* If any funds remain in the Net Settlement Fund after the Second Distribution, and if cost-effective, subsequent distributions will take place at six-month intervals. *Id.* When Lead Counsel, in consultation with A.B. Data, determines that a further distribution is not cost-effective, if sufficient funds remain to warrant the processing of Claims received after July 10, 2024, A.B. Data will process those Claims. *Id.* ¶ 43(e). Any of these Claims that are otherwise valid, as well as any earlier received Claims for which an upward adjustment was received after July 10, 2024, may be paid in accordance with paragraph 43(f) of the Ewashko Declaration. *Id.*

As provided in the Court-approved Plan of Allocation, if any funds remain in the Net Settlement Fund after payment of those Claims received after July 10, 2024 and any unpaid fees or expenses, those residual funds will be contributed to the Investor Protection Trust, a non-sectarian, not-for-profit 501(c)(3) organization that provides investor education and protection programs. *See* Notice ¶ 90.

1 **V. RELEASE OF CLAIMS**

2 In order to allow the full and final distribution of the Net Settlement Fund, it is necessary  
 3 to (i) bar any further claims against the Net Settlement Fund beyond the amounts allocated to  
 4 Authorized Claimants, and (ii) provide that all persons involved in any aspect of Claims  
 5 processing, or who are involved in the administration or taxation of the Settlement Fund or the Net  
 6 Settlement Fund, be released and discharged from all claims arising out of that involvement. *See*  
 7 Stipulation ¶ 31. Accordingly, Lead Plaintiff respectfully requests that the Court release and  
 8 discharge all persons involved in the review, verification, calculation, tabulation, or any other  
 9 aspect of the processing of the Claims submitted in connection with the Settlement, or who are  
 10 otherwise involved in the administration or taxation of the Settlement Fund or the Net Settlement  
 11 Fund from all claims arising out of that involvement, and bar all Settlement Class Members and  
 12 other Claimants, whether or not they receive payment from the Net Settlement Fund, from making  
 13 any further claims against the Net Settlement Fund, Lead Plaintiff, Plaintiff's Counsel, the Claims  
 14 Administrator, the Escrow Agent or any other agent retained by Lead Plaintiff or Lead Counsel in  
 15 connection with the administration or taxation of the Settlement Fund or the Net Settlement Fund,  
 16 or any other person released under the Settlement beyond the amounts allocated to Authorized  
 17 Claimants.

18 In this District, courts have repeatedly approved similar releases in connection with the  
 19 distribution of settlement proceeds. *See, e.g.,* Class Distribution Order, *Davis v. Yelp, Inc.*,  
 20 No. 3:18-cv-00400 (N.D. Cal. Aug. 29, 2023), ECF No. 216, attached hereto as Exhibit 1  
 21 (approving substantially similar language in the order authorizing distribution of settlement  
 22 proceeds); Order Granting Plaintiffs' Motion for Distribution of Class Action Settlement Funds,  
 23 *Sanders v. The RealReal, Inc.*, No. 5:19-cv-07737 (N.D. Cal. June 8, 2023), ECF No. 79, attached  
 24 hereto as Exhibit 2 (same); Order Granting Plaintiffs' Motion for Authorization to Distribute Net  
 25 Settlement Fund, *In re Dropbox, Inc. Sec. Litig.*, No. 5:19-cv-06348 (N.D. Cal. May 18, 2023),  
 26 ECF No. 138, attached hereto as Exhibit 3 (same); *In re Capstone Turbine Corp. Sec. Litig.*,  
 27 2020 WL 7889062, at \*2 (C.D. Cal. Aug. 26, 2020) (same).

1 **VI. CONCLUSION**

2 For the foregoing reasons, Lead Plaintiff respectfully requests that the Court grant its  
3 Motion for Approval of Distribution Plan and enter the [Proposed] Order Approving Distribution  
4 Plan.

5 Dated: July 23, 2024

**BERNSTEIN LITOWITZ BERGER  
& GROSSMANN LLP**

6  
7 /s/ Jonathan D. Uslander

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27 *Additional Counsel for Lead Plaintiff Louisiana*  
28 *Sheriffs' Pension & Relief Fund*

# EXHIBIT 1

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UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA

JONATHAN DAVIS, Individually and On  
Behalf of All Others Similarly Situated,

Plaintiff,

v.

YELP, INC., et al.,

Defendants.

Case No.: 3:18-cv-00400-EMC

**CLASS ACTION**

**~~[PROPOSED]~~ CLASS DISTRIBUTION  
ORDER**

Hearing Date: September 21, 2023

Time: 1:30 p.m.

Location: Courtroom 5, 17<sup>th</sup> Floor

Judge: Hon. Edward M. Chen

1 Having considered all materials and arguments submitted in support of Lead Plaintiff's  
2 Unopposed Motion for Class Distribution Order (the "Motion"), including the Memorandum of  
3 Law in Support of the Motion, the Declaration of Luiggy Segura on Behalf of JND Legal  
4 Administration in Support of Lead Plaintiff's Motion for Distribution of Class Action Settlement  
5 Fund (the "Segura Declaration"), and the Declaration of F. Paul Bland, Jr. of the Public Justice  
6 Foundation,

7  
8 NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

9 1. This Class Distribution Order incorporates by reference the definitions in the  
10 Stipulation and Agreement of Settlement (ECF. No. 189-1) (the "Stipulation"). All terms not  
11 otherwise defined shall have the same meaning as set forth in the Stipulation or the Segura  
12 Declaration.

13 2. This Court has jurisdiction over the subject matter of the Action and over all parties  
14 to the Action, including all Settlement Class Members.

15 3. As set forth in the Segura Declaration, the administrative determinations of the  
16 Claims Administrator in accepting and rejecting Claims are approved. Specifically, the  
17 administrative determinations of the Claims Administrator accepting those Claims set forth in  
18 Exhibits C and D of the Segura Declaration are approved. Likewise, the administrative  
19 determinations of the Claims Administrator rejecting those Claims set forth in Exhibit E of the  
20 Segura Declaration are approved.

21 4. As set forth in the Segura Declaration, no new Claims or responses to deficiency  
22 letters received after June 20, 2023 may be included in the distribution.

23 5. The Court authorizes payment of \$140,671.78 from the Settlement Fund to the  
24 Claims Administrator for the fees and expenses already incurred and to be incurred in connection  
25 with the Initial Distribution, as described in the Segura Declaration.

26 6. The distribution plan for the Net Settlement Fund as set forth in the Segura  
27 Declaration and accompanying exhibits is approved. The balance of the Net Settlement Fund,  
28 after deducting the fees and expenses discussed in paragraph 5, shall be distributed to Authorized

1 Claimants. To encourage Authorized Claimants to promptly deposit their payments, all  
2 distribution checks will bear a notation: “CASH PROMPTLY. VOID AND SUBJECT TO  
3 REDISTRIBUTION IF NOT CASHED BY 90 DAYS AFTER ISSUE DATE.” Authorized  
4 Claimants who fail to cash, deposit, or negotiate a distribution check within the time allotted or  
5 consistent with the terms outlined in Paragraph 47(c) of the Segura Declaration will irrevocably  
6 forfeit all recovery from the Settlement.

7 7. After the Initial Distribution of the Net Settlement Fund, the Claims Administrator  
8 shall make reasonable and diligent efforts to have Authorized Claimants cash, deposit, or negotiate  
9 their distribution checks. To the extent any monies remain in the fund nine (9) months after the  
10 Initial Distribution, if Lead Counsel, in consultation with the Claims Administrator, determines  
11 that it is cost-effective to do so, the Claims Administrator shall conduct a redistribution of the  
12 funds remaining after payment of, or reserve for, any unpaid fees and expenses incurred in  
13 administering the Settlement, including for such redistribution, to Authorized Claimants who have  
14 cashed their Initial Distribution checks and who would receive at least \$10.00 from such  
15 redistribution. Additional redistributions to Authorized Claimants who have cashed, deposited, or  
16 negotiated their prior checks and who would receive at least \$10.00 on such additional  
17 redistributions may occur thereafter if Lead Counsel, in consultation with the Claims  
18 Administrator, determines that additional redistributions, after the deduction of any additional fees  
19 and expenses incurred in administering the Settlement, including for such redistributions, would  
20 be cost-effective.

21 8. At such time as Lead Counsel, in consultation with the Claims Administrator,  
22 determine that no additional distributions are cost-effective, then the remaining funds will be  
23 donated to the Public Justice Foundation, a non-sectarian, not-for-profit 501(c)(3) organization.


24 9. All persons involved in the review, verification, calculation, tabulation, or any  
25 other aspect of the processing of Claims submitted herein, or otherwise involved in the  
26 administration or taxation of the Settlement Fund or the Net Settlement Fund, are released and  
27 discharged from any and all claims arising out of such involvement, and all Settlement Class  
28 Members, whether or not they are to receive payment from the Net Settlement Fund, are barred



1 from making any further claim against (a) the Net Settlement Fund, Lead Plaintiff or his counsel,  
2 the Claims Administrator, the Escrow Agent, or any other agent retained by Lead Plaintiff or Lead  
3 Counsel in connection with the administration or taxation of the Settlement Fund or the Net  
4 Settlement Fund, or (b) Defendants or Defendants' Counsel, beyond the amounts allocated to them  
5 pursuant to this Order; provided that such released persons acted in accordance with the  
6 Stipulation, the Judgment, and this Order.

7 10. The Claims Administrator is authorized to discard: (a) paper or hard copies of the  
8 Claim Forms and supporting documents one year after the Initial Distribution or one year after the  
9 Second Distribution (if it occurs); and (b) electronic or magnetic media data not less than one year  
10 after the final distribution of the Net Settlement Fund to Authorized Claimants.

11  
12 SO ORDERED this 29th day of August, 2023.

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15 \_\_\_\_\_  
16 The Honorable Edward M. Chen  
17 United States District Judge  
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# EXHIBIT 2

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA

MICHAEL SANDERS, Individually and on  
behalf of all others similarly situated,

Plaintiff,

v.

THE REALREAL, INC., *et al.*,

Defendants.

Case No: 5:19-cv-07737-EJD

~~[PROPOSED]~~ ORDER GRANTING  
PLAINTIFFS' MOTION FOR  
DISTRIBUTION OF CLASS ACTION  
SETTLEMENT FUNDS

CLASS ACTION

Hon. Edward J. Davila

Having reviewed and considered all materials and arguments submitted in support of Plaintiffs' unopposed motion for distribution of class action settlement funds ("Motion"), and good cause appearing therefore; **IT IS HEREBY ORDERED THAT:**

1. Plaintiffs' Motion is GRANTED.

2. As set forth in the Declaration of Josephine Bravata Concerning the Results of the Claims Administration Process ("Bravata Declaration"), attached as Exhibit 1 to Plaintiffs' Motion, the administrative determinations of the Claims Administrator, Strategic Claims Services ("SCS"), in accepting and rejecting Claims are approved.<sup>1</sup> Specifically, the administrative determinations of the Claims Administrator accepting those Claims set forth in Exhibits B-1 and B-2 to the Bravata Declaration are approved, and the administrative determinations of the Claims Administrator rejecting those Claims set forth in Exhibits D and E of the Bravata Declaration are approved.

3. Any person asserting claims filed after September 30, 2022, the date SCS used as the latest date to file a claim, in order to avoid delaying finalization of the administration, is forever barred from asserting a claim. Any response to a rejected claim received after May 8,

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<sup>1</sup> All capitalized terms, unless otherwise defined herein, have the same meaning as set forth in the Stipulation of Settlement and exhibits thereto, dated November 5, 2021 (Dkt. No. 61-1).

2023, the date SCS used as the latest date to respond to a rejection notice, in order to avoid delaying finalization of the administration, is forever barred from asserting a claim. All putative claims listed in Exhibit D to the Bravata Declaration are finally and forever rejected.

4. The funds that are currently in the Net Settlement Fund (less any necessary amounts to be withheld for payment of potential tax liabilities and related fees and expenses) shall be distributed on a *pro rata* basis to the Authorized Claimants, identified in Exhibits B-1 and B-2 to the Bravata Declaration. The funds shall be distributed pursuant to the Stipulation and the Plan of Allocation of the Net Settlement Fund set forth in the Notice.

5. The distribution plan for the Net Settlement Fund as set forth in the Bravata Declaration and accompanying exhibits is approved. The balance of the Net Settlement Fund shall be distributed to Authorized Claimants. The checks for distribution to Authorized Claimants shall bear the notation “CASH PROMPTLY, VOID AND SUBJECT TO RE-DISTRIBUTION 180 DAYS AFTER ISSUE DATE.” Lead Counsel and SCS are authorized to locate and/or contact any Authorized Claimant who has not cashed their check within said time. Authorized Claimants who fail to deposit or cash a distribution check within the time allotted or consistent with the terms outlined in the Bravata Declaration will irrevocably forfeit all recovery from the Settlement.

6. If any of the Net Settlement Fund remains by reason of uncashed checks, or otherwise, after the Claims Administrator has made reasonable and diligent efforts to have Authorized Claimants who are entitled to participate in the distribution of the Net Settlement Fund cash their distribution checks, then any balance remaining in the Net Settlement Fund six months after the initial distribution of such funds shall be used: (i) first, to pay any amounts mistakenly omitted from the initial distribution to Authorized Claimants or to pay any late, but otherwise valid and fully documented claims received after the cut-off date used to make the initial distribution, provided that such distributions to any late post-distribution claimants meet all of the other criteria for inclusion in the initial distribution, including the \$10.00 minimum check amount set forth in the Notice; (ii) second, to pay any additional Notice and Administrative Expenses incurred in administering the Settlement; and (iii) finally, to make a second distribution to Authorized Claimants who cashed their checks from the initial distribution and who would


1 receive at least \$10.00 from such second distribution, after payment of the estimated costs or fees  
2 to be incurred in administering the Net Settlement Fund and in making this second distribution,  
3 if such second distribution is economically feasible. If six months after such second distribution,  
4 if undertaken, or if such second distribution is not undertaken, any funds shall remain in the Net  
5 Settlement Fund after the Claims Administrator has made reasonable and diligent efforts to have  
6 Authorized Claimants who are entitled to participate in this Settlement cash their checks, any  
7 funds remaining in the Net Settlement Fund shall be donated to the Investor Justice and Education  
8 Clinic at Howard University School of Law.

9         7.       The Court finds that the administration of the Settlement and proposed distribution  
10 of the Net Settlement Fund comply with the terms of the Stipulation and the Plan of Allocation.  
11 All persons involved in the review, verification, calculation, tabulation, or any other aspect of the  
12 processing of claims, or otherwise involved in the administration or taxation of the Settlement  
13 Fund or the Net Settlement Fund, are released and discharged from any and all claims arising out  
14 of such involvement, and all Class Members, whether or not they are to receive payment from the  
15 Net Settlement Fund, are barred from making any further claim against the Net Settlement Fund  
16 or the released person beyond the amount allocated to them pursuant to this Order.

17         8.       SCS is authorized to destroy the paper copies of the Claim Forms and all  
18 supporting documentation in no less than one year after the distribution of the Net Settlement  
19 Fund. In no less than one year after all funds have been distributed, SCS is authorized to destroy  
20 the electronic copies of the Claim Forms and all supporting documentation.

21         9.       This Court retains jurisdiction over any further application or matter which may  
22 arise in connection with this action.

23  
24 Dated: June 8, 2023

  
HON. EDWARD J. DAVILA  
UNITED STATES DISTRICT JUDGE

# EXHIBIT 3

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UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA

In re DROPBOX, INC. SECURITIES  
LITIGATION

Case No. 5:19-cv-06348-BLF

**CLASS ACTION**

~~[PROPOSED]~~ ORDER GRANTING  
PLAINTIFFS' MOTION FOR  
AUTHORIZATION TO DISTRIBUTE NET  
SETTLEMENT FUND

1       Lead Plaintiff Ognjen Kuraica (“Plaintiff”), through counsel, moved this Court for an order  
 2 approving the Distribution Plan in the above-captioned class action (the “Action”). Having reviewed  
 3 and considered all the materials and arguments submitted in support of the motion, including the  
 4 Declaration of Josephine Bravata Concerning the Results of the Claims Administration Process (the  
 5 “Bravata Distribution Declaration”);

6       **IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:**

7       1.       This Order incorporates by reference the definitions in the Stipulation and  
 8 Agreement of Settlement dated May 14, 2021 (ECF No. 115-2) (the “Stipulation”) and the Bravata  
 9 Distribution Declaration, and all terms used herein shall have the same meanings as set forth in the  
 10 Stipulation and the Bravata Distribution Declaration.

11       2.       This Court has jurisdiction over the subject matter of the Action and over all parties  
 12 to the Action, including all Settlement Class Members.

13       3.       The proposed plan for distributing the Net Settlement Fund (the “Distribution Plan”) as set forth in the Bravata Distribution Declaration to Authorized Claimants is **APPROVED**.

14       Accordingly:

15       (a)       The administrative recommendations of the Court-approved Claims Administrator,  
 16 Strategic Claims Services (“SCS” or “Claims Administrator”), to accept the Timely Eligible Claims  
 17 set forth in Exhibit B-1 to the Bravata Distribution Declaration and the Late But Otherwise Eligible  
 18 Claim set forth in Exhibit B-2 to the Bravata Distribution Declaration, are adopted;

19       (b)       The Claims Administrator’s administrative recommendations to reject the  
 20 inadequately documented claims that have not been successfully cured and wholly ineligible Claims  
 21 as set forth in Exhibits D and E to the Bravata Distribution Declaration are adopted;

22       (c)       SCS is directed to distribute 100% of the Net Settlement Fund, after deducting all  
 23 payments previously allowed and the payments approved by the Court in this Order, and after  
 24 deducting payment of any estimated taxes, the costs of preparing appropriate tax returns, and any  
 25 escrow fees, to Authorized Claimants who would receive at least \$10.00 based on their *pro rata*  
 26 share of the Net Settlement Fund, which is based on each Authorized Claimant’s Recognized Claim  
 27 as compared to the Total Recognized Claims of all Authorized Claimants as set forth in paragraph  
 28



1 12(a) of the Bravata Distribution Declaration (the “Distribution”) and the Court-approved Plan of  
2 Allocation;

3 (d) In order to encourage Authorized Claimants to promptly cash their checks, all  
4 Distribution checks shall bear the following notation: “CASH PROMPTLY, VOID AND SUBJECT  
5 TO RE-DISTRIBUTION 180 DAYS AFTER ISSUE DATE.”;

6 (e) Authorized Claimants who do not cash their Distribution checks within the time  
7 allotted shall irrevocably forfeit all recovery from the Settlement unless good cause is shown, and  
8 the funds allocated to all such stale-dated checks shall be available to be re-distributed to other  
9 Authorized Claimants, if Lead Counsel, in consultation with SCS, determine that it is cost-effective  
10 to conduct a second distribution. Similarly, Authorized Claimants who do not cash their second or  
11 subsequent distributions (should such distributions occur) within the time allotted shall irrevocably  
12 forfeit any further recovery from the Net Settlement Fund unless good cause is shown;

13 (f) After SCS has made reasonable and diligent efforts to have Authorized Claimants  
14 cash their Distribution checks, but no earlier than nine (9) months after the Distribution, SCS shall,  
15 if Lead Counsel, in consultation with SCS, determine that it is cost effective to do so, conduct a  
16 second distribution of the Net Settlement Fund (the “Second Distribution”), in which any amounts  
17 remaining in the Net Settlement Fund after the Distribution, after deducting SCS fees and expenses  
18 incurred in connection with administering the Settlement for which it has not yet been paid  
19 (including the estimated costs of such Second Distribution), and after the payment of any estimated  
20 taxes, the costs of preparing appropriate tax returns, and any escrow fees, shall be distributed to all  
21 Authorized Claimants in the Distribution who cashed their Distribution check and who would  
22 receive at least \$10.00 from such re-distribution based on their *pro rata* share of the remaining funds.  
23 Additional re-distributions, after deduction of costs and expenses as described above and subject to  
24 the same conditions, may occur until Lead Counsel, in consultation with SCS, determine that further  
25 re-distribution is not cost effective;


26 (g) No new Claims shall be accepted after May 17, 2022, and no further adjustments to  
27 Claims received on or before May 17, 2022, that would result in an increased recognized claim  
28 amount shall be made for any reason after May 17, 2022. No responses to deficiency and/or rejection

1 notices received after February 28, 2023 shall be accepted;

2 (h) All persons involved in the review, verification, calculation, tabulation, or any other  
3 aspect of the processing of the Proofs of Claim Forms submitted in this Action, or who are otherwise  
4 involved in the administration or taxation of the Settlement Fund or the Net Settlement Fund, are  
5 hereby released and discharged from any and all claims arising out of such involvement, and all  
6 Settlement Class Members, whether or not they receive payment from the Net Settlement Fund, are  
7 hereby barred from making any further Claims against the Net Settlement Fund, Plaintiff, Lead  
8 Counsel, Additional Counsel, Plaintiff's damages expert, the Claims Administrator, the Escrow  
9 Agent or any other agent retained by Plaintiff or Lead Counsel in connection with the administration  
10 or taxation of the Settlement Fund or the Net Settlement Fund, or any other person released pursuant  
11 to the Settlement beyond the amounts allocated to Authorized Claimants;

12 4. This Court retains jurisdiction to consider any further applications concerning the  
13 administration of the Settlement, and such other and further relief as this Court deems appropriate.

14  
15 SO ORDERED this 18 day of May, 2023

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19 The Honorable Beth Labson Freeman  
20 United States District Judge  
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Class*

**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
OAKLAND DIVISION**

IN RE SPLUNK INC. SECURITIES  
LITIGATION

Case No. 4:20-cv-08600-JST

**[PROPOSED] ORDER APPROVING  
DISTRIBUTION PLAN**

Judge: Hon. Jon S. Tigar  
Courtroom: 6

1           Lead Plaintiff moved this Court for an order approving a distribution plan for the Net  
2 Settlement Fund in the above-captioned securities class action (“Action”). Having reviewed and  
3 considered all the materials and arguments submitted in support of the motion, including the  
4 Memorandum of Law in Support of Lead Plaintiff’s Unopposed Motion for Approval of  
5 Distribution Plan and the Declaration of Jack Ewashko in Support of Lead Plaintiff’s Unopposed  
6 Motion for Approval of Distribution Plan (“Ewashko Declaration”),

7           NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

8           1.       This Order incorporates by reference the definitions in the Stipulation and  
9 Agreement of Settlement dated as of January 30, 2023 (ECF No. 117-1) (“Stipulation”), and the  
10 Ewashko Declaration, and all terms used in this Order shall have the same meanings as defined  
11 in the Stipulation and the Ewashko Declaration.

12           2.       This Court has jurisdiction over the subject matter of the Action and over all parties  
13 to the Action, including all Settlement Class Members.

14           3.       Lead Plaintiff’s plan for distribution of the Net Settlement Fund to Authorized  
15 Claimants is **APPROVED**. Accordingly:

16                   (a)     The administrative determinations of the Court-approved Claims  
17 Administrator, A.B. Data, Ltd.’s Class Action Administration Company (“A.B. Data”), to  
18 accept the Timely Eligible Claims set forth in Exhibit D to the Ewashko Declaration and  
19 the Late But Otherwise Eligible Claims set forth in Exhibit E to the Ewashko Declaration  
20 are adopted.

21                   (b)     The Claims Administrator’s administrative determinations to reject the  
22 Rejected Claims, as set forth in Exhibit F to the Ewashko Declaration, are adopted.

23                   (c)     A.B. Data is directed to distribute 100% of the Net Settlement Fund, after  
24 deducting all payments previously allowed, payments approved by this Order, and any  
25 estimated taxes, the costs of preparing appropriate tax returns, and any escrow fees, to  
26 Authorized Claimants who would receive at least \$10.00 based on their Recognized  
27 Claim in comparison to the total Recognized Claims of all Authorized Claimants, as  
28 further detailed in paragraph 43(a) of the Ewashko Declaration (the “Distribution”). A.B.

1 Data shall notify Authorized Claimants who do not satisfy the \$10.00 *de minimis*  
2 requirement that they will not be receiving any distribution from the proceeds of the  
3 Settlement.

4 (d) To encourage Authorized Claimants to cash their checks promptly, all  
5 distribution checks will bear the following notation: "CASH PROMPTLY. VOID AND  
6 SUBJECT TO REDISTRIBUTION IF NOT CASHED BY [DATE 90 DAYS AFTER  
7 ISSUE DATE]." Lead Counsel and A.B. Data are authorized to take appropriate action to  
8 locate and contact Authorized Claimants who have not cashed their checks within said  
9 time as detailed in paragraph 43(b) of the Ewashko Declaration.

10 (e) Authorized Claimants who do not cash their Distribution checks within the  
11 time allotted or on the conditions set forth in paragraph 43(b) of the Ewashko Declaration  
12 will irrevocably forfeit all recovery from the Settlement, and the funds allocated to these  
13 stale-dated checks will be available to be distributed to other Authorized Claimants in if  
14 Lead Counsel, in consultation with A.B. Data, determines that it is cost-effective to  
15 conduct a second distribution. Similarly, Authorized Claimants who do not cash their  
16 distribution checks from a second or subsequent distribution, should such distributions  
17 occur, within the time allotted or on the conditions set forth in paragraph 43(b) of the  
18 Ewashko Declaration will irrevocably forfeit any further recovery from the Net  
19 Settlement Fund.

20 (f) After A.B. Data has made reasonable and diligent efforts to have  
21 Authorized Claimants cash their Distribution checks (as provided in paragraph 43(b) of  
22 the Ewashko Declaration), but not earlier than seven (7) months after the Distribution,  
23 A.B. Data will, if Lead Counsel, in consultation with A.B. Data, determines that it is  
24 cost-effective to do so, conduct a second distribution (the "Second Distribution"), in  
25 which any amount remaining in the Net Settlement Fund, after deducting any unpaid fees  
26 and expenses incurred, will be distributed to all Authorized Claimants who cashed their  
27 Distribution check and are entitled to receive at least \$10.00 from the Second Distribution  
28 based on their *pro rata* share of the remaining funds. If any funds remain in the Net

1 Settlement Fund after the Second Distribution, and if cost-effective, subsequent  
2 distributions will take place at six-month intervals.

3 (g) When Lead Counsel, in consultation with A.B. Data, determines that  
4 further distribution of the funds remaining in the Net Settlement Fund is not cost-  
5 effective, if sufficient funds remain to warrant the processing of Claims received after  
6 July 10, 2024, those Claims will be processed, and any otherwise valid Claims received  
7 after July 10, 2024, as well as any earlier-received Claims for which an upward  
8 adjustment was received after July 10, 2024, will be paid in accordance with  
9 subparagraph (h) below. If any funds remain in the Net Settlement Fund after payment of  
10 these Claims and unpaid fees or expenses, the remaining funds will be contributed to the  
11 Investor Protection Trust.

12 (h) No new Claims may be accepted after July 10, 2024, and no further  
13 adjustments to Claims received on or before July 10, 2024, that would result in an  
14 increased Recognized Claim amount may be made for any reason after July 10, 2024,  
15 subject to the following exception. If Claims are received or modified after July 10, 2024,  
16 that would have been eligible for payment or additional payment pursuant to the Court-  
17 approved Plan of Allocation if timely received, then, at the time that Lead Counsel, in  
18 consultation with A.B. Data, determines a distribution is not cost-effective as provided in  
19 subparagraph (g) above, and after payment of any unpaid fees or expenses incurred in  
20 connection with administering the Net Settlement Fund and after deducting the payment  
21 of any estimated taxes, the costs of preparing appropriate tax returns, and any escrow  
22 fees, these Claimants, at the discretion of Lead Counsel and to the extent possible, may  
23 be paid their distribution amounts or additional distribution amounts on a *pro rata* basis  
24 that would bring them into parity with other Authorized Claimants who have cashed all  
25 their prior distribution checks.

26 4. The Court finds that the administration of the Settlement and the proposed  
27 distribution of the Net Settlement Fund comply with the terms of the Stipulation and Plan of  
28 Allocation approved by this Court and that all persons involved in the review, verification,

1 calculation, tabulation, or any other aspect of the processing of the Claims submitted, or who are  
2 otherwise involved in the administration or taxation of the Settlement Fund or the Net Settlement  
3 Fund, are hereby released and discharged from any and all claims arising out of that  
4 involvement, and all Settlement Class Members and other Claimants, whether or not they receive  
5 payment from the Net Settlement Fund, are hereby barred from making any further claims  
6 against the Net Settlement Fund, Lead Plaintiff, Plaintiff's Counsel, the Claims Administrator,  
7 the Escrow Agent or any other agent retained by Lead Plaintiff or Lead Counsel in connection  
8 with the administration or taxation of the Settlement Fund or the Net Settlement Fund, or any  
9 other person released under the Settlement beyond the amounts allocated to Authorized  
10 Claimants.

11 5. All of A.B. Data's fees and expenses incurred in the administration of the  
12 Settlement and estimated to be incurred in connection with the Distribution of the Net Settlement  
13 Fund as set forth in the invoices attached as Exhibit G to the Ewashko Declaration are approved,  
14 and Lead Counsel is directed to pay the outstanding balance of \$485,068.81 out of the Settlement  
15 Fund to A.B. Data.

16 6. Unless otherwise ordered by the Court, A.B. Data may destroy the paper copies of  
17 the Claims and all supporting documentation one year after the Distribution, and one year after  
18 all funds have been distributed may destroy the electronic copies of the same.

19 7. This Court retains jurisdiction to consider any further applications concerning the  
20 administration of the Settlement, and any other and further relief that this Court deems  
21 appropriate.

22 SO ORDERED this \_\_\_\_\_ day of \_\_\_\_\_, 2024.

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25 \_\_\_\_\_  
26 The Honorable Jon S. Tigar  
27 United States District Judge  
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