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IN THE UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE NAMENDA INDIRECT PURCHASER ANTITRUST LITIGATION	Case No. 1:15-cv-06549-CM-RWL
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CLASS DISTRIBUTION ORDER

WHEREAS, by Memorandum and Order, dated March 23, 2023 (the "Final Order"), this Court approved (i) the terms of the Stipulation and Agreement of Settlements, settling this Action for \$56,438,000; (ii) a Plan of Allocation for distribution of the Net Settlement Amounts; and (iii) the award of attorneys' fees, reimbursement of expenses, and compensatory award to Class Representative (ECF No. 967).¹

WHEREAS, the Court-approved Notice and Claims Administrator, A.B. Data ("ABD"), has determined that 18 valid Consumer claims representing Generic Qualifying Claim amounts totaling \$96,393.80 were filed, and 1,729² valid TPP Claimants representing Brand Qualifying Claim amounts totaling \$2,709,734,664.06 and Generic Qualifying Claim amounts totaling \$5,290,259,053.12 were filed.

WHEREAS, ABD's remaining fees and expenses for the Notice and administration of the Settlement up to the Initial Distribution of the Net Settlement Fund ("Initial Distribution") amount to \$465,945.91; the estimated cost of conducting the Initial Distribution is \$28,663.25;

¹ Unless otherwise indicated, all initially capitalized terms used herein shall have the meanings ascribed to them in the Stipulations.

² This number includes 1,687 timely filed valid claims and 42 late but otherwise valid claims.

and, therefore, the total amount requested from the Settlement Fund to be paid or reserved at this time is \$301,379.04;

WHEREAS, this Court has authorized and directed the Parties to implement all of the terms and provisions of the Settlement; and

WHEREAS, this Court has retained jurisdiction over this Action for the purpose of considering any further application or matter which may arise in connection with the administration and distribution of the Settlement;

NOW, THEREFORE, upon consideration of Plaintiffs' Motion for Class Distribution Order ("Motion"), the Declaration of Eric J. Miller in Support of Indirect Purchaser Class Plaintiffs' Motion for an Order Authorizing Distribution of the Settlement Funds ("Distribution Declaration"), and upon all prior proceedings herein, and after due deliberation,

IT IS HEREBY ORDERED THAT:

1. Plaintiffs' Motion is granted;
2. Distribution of the Net Settlement Amounts will commence no later than 45 days after entry of this Order;
3. ABD's determinations accepting valid claims, as indicated in Exhibits D and I of the Distribution Declaration are approved and such claims are hereby accepted;
4. ABD's determinations rejecting claims, as indicated in Exhibits E and J of the Distribution Declaration, are approved and such claims are hereby rejected;
5. Any claims filed after September 11, 2024, are hereby barred, and ABD shall not accept any additional documentation related to claims that were deficient as of September 11, 2024;
6. ABD will conduct an initial distribution (the "Initial Distribution") of the Net Settlement Fund, after deducting all payments approved by the Court, and after payment of any estimated taxes, the costs of preparing appropriate tax returns, and any escrow fees, while maintaining a 3% reserve to address any tax liability and claims administration-related contingencies that may arise, as further described in the Distribution Declaration.
7. The Court adopts the following procedures for residual funds that may remain in the Net Settlement Fund, from uncashed checks or otherwise: No earlier than six

(6) months from the date of the Initial Distribution any unclaimed, residual balance in the Net Settlement Amounts shall be used first to pay any remaining amounts due to the Notice and Claims Administrator, then if practicable to distribute to all Claimants who have cashed their checks from the first distribution and whose proportionate share of the remaining Net Settlement Amounts is \$10.00 or more, after reserving for the Notice and Claims Administrator the anticipated costs of a second distribution. If any sums remain unclaimed from a second distribution and Class Counsel determines that another distribution would be cost-effective, any unclaimed, residual balance in the Net Settlement Amounts shall be distributed to all Claimants who have cashed their checks from the first distribution and whose proportionate share of the remaining Net Settlement Fund is \$10.00 or more. At such time as Class Counsel determines that further distribution is impracticable, it will propose to the Court for approval an appropriate 501(c)(3) non-profit beneficiary;

8. All persons involved in the review, verification, calculation, tabulation, or any other aspect of the processing of the claims submitted herein, or otherwise involved in the administration or taxation of the Settlement Funds or the Net Settlement Amounts, are released and discharged from any and all claims arising out of such involvement, and all Class Members, whether or not they are to receive payment from the Net Settlement Amounts, are barred from making any further claim against the Net Settlement Amounts or the released persons beyond the amount allocated to them pursuant to this Court's order; and
9. This Court retains jurisdiction over any further application or matter that may arise in connection with the distribution of the Net Settlement Fund.

SO ORDERED:

Dated: September 16, 2024

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COLEEN J. MCMAHON
UNITED STATES DISTRICT JUDGE