

CLOSED

**UNITED STATES DISTRICT COURT
FOR THE CENTRAL DISTRICT OF CALIFORNIA**

MARK ROBERTI, Individually and on
Behalf of All Others Similarly Situated,

Plaintiff,

v.

OSI SYSTEMS, INC., DEEPAK
CHOPRA, ALAN I. EDRICK, and
AJAY MEHRA,

Defendants.

Case No. CV 13-9174-MWF (MRWx)

**ORDER APPROVING
DISTRIBUTION PLAN**

The above-entitled matter came before the Honorable Michael W. Fitzgerald, United States District Judge, presiding in Courtroom 5A of the above-entitled Court on September 24, 2018, pursuant to the Motion for Approval of Distribution Plan (the “Motion”), filed by Arkansas State Highway Employees Retirement System (“Lead Plaintiff”). (Docket No. 96).

Having reviewed and considered all the materials and arguments submitted in support of the Motion, including the Declaration of Adam D. Walter in Support

1 of Lead Plaintiff’s Motion for Approval of Distribution Plan (the “Walter
2 Declaration”) and the Memorandum in Support of Lead Plaintiff’s Motion for
3 Approval of Distribution Plan:

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

- 5 1. This Order incorporates by reference the definitions in the Stipulation and
6 Agreement of Settlement dated August 20, 2015 (Docket No. 81-1) (the
7 “Stipulation”) and the Walter Declaration, and all terms used herein shall
8 have the same meanings as set forth in the Stipulation or in the Walter
9 Declaration.
- 10 2. This Court has jurisdiction over the subject matter of the Action and over all
11 parties to the Action, including all Settlement Class Members.
- 12 3. Lead Plaintiff’s plan for distribution of the Net Settlement Fund to
13 Authorized Claimants is **APPROVED**. Accordingly:
- 14 a. The administrative recommendations of the Court-approved Claims
15 Administrator, A.B. Data Legal Administration (“A.B. Data”), to
16 accept the Timely Eligible Claims set forth in Exhibit D to the Walter
17 Declaration and the Late But Otherwise Eligible Claims set forth in
18 Exhibit E to the Walter Declaration, are adopted;
- 19 b. The Claims Administrator’s administrative recommendations to reject
20 wholly ineligible Claims as set forth in Exhibit F to the Walter
21 Declaration are adopted;
- 22 c. A.B. Data is directed to distribute 100% of the Net Settlement Fund,
23 after deducting all payments previously allowed and the payments
24 approved by the Court on this motion, and after deducting payment of
25 any estimated taxes, the costs of preparing appropriate tax returns, and
26 any escrow fees, to Authorized Claimants who would receive at least
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1 \$10.00 based on their Recognized Claim in comparison to the total
2 Recognized Claims of all Authorized Claimants, as further detailed in
3 subparagraphs 38(a)(i)(ii)(iii) of the Walter Declaration (the
4 “Distribution”). A.B. Data shall notify Authorized Claimants who do
5 not satisfy the \$10.00 *de minimis* requirement that they will not be
6 receiving any distribution from the proceeds of the Settlement;

7 d. In order to encourage Authorized Claimants to promptly cash their
8 checks, all Distribution checks shall bear the following notation:
9 “DEPOSIT PROMPTLY. VOID AND SUBJECT TO
10 REDISTRIBUTION IF NOT CASHED BY [90 DAYS AFTER
11 ISSUE DATE].” Lead Counsel and A.B. Data are authorized to take
12 appropriate action to locate and/or contact any Authorized Claimant
13 who has not cashed his, her or its check within said time as detailed in
14 subparagraph 38(b) footnote 4 of the Walter Declaration;

15 e. Authorized Claimants who do not cash their Distribution checks
16 within the time allotted or on the conditions set forth in subparagraph
17 38(b) footnote 4 of the Walter Declaration shall irrevocably forfeit all
18 recovery from the Settlement, and the funds allocated to all such stale-
19 dated checks shall be available to be redistributed to other Authorized
20 Claimants, if Lead Counsel, in consultation with A.B. Data,
21 determines that it is cost effective to conduct a second distribution.
22 Similarly, Authorized Claimants who do not cash their second or
23 subsequent distribution check (should such distributions occur) within
24 the time allotted or on the conditions set forth in subparagraph 38(b)
25 footnote 4 of the Walter Declaration shall irrevocably forfeit any
26 further recovery from the Net Settlement Fund;
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1 f. After A.B. Data has made reasonable and diligent efforts to have
2 Authorized Claimants cash their Distribution checks (as set forth in
3 subparagraph 38(b) footnote 4 of the Walter Declaration), but no
4 earlier than nine (9) months after the Distribution, A.B. Data shall, if
5 Lead Counsel, in consultation with A.B. Data, determines that it is
6 cost effective to do so, conduct a second distribution (the “Second
7 Distribution”), pursuant to which any amounts remaining in the Net
8 Settlement Fund after the Distribution, after deducting A.B. Data’s
9 fees and expenses incurred in connection with administering the
10 Settlement for which it has not yet been paid (including the estimated
11 costs of such Second Distribution) and after deducting the payment of
12 any estimated taxes, the costs of preparing appropriate tax returns, and
13 any escrow fees, shall be distributed to all Authorized Claimants in
14 the Distribution who cashed their Distribution check and are entitled
15 to at least \$10.00 from such redistribution based on their *pro rata*
16 share of the remaining funds. Additional redistributions, after
17 deduction of costs and expenses as described above and subject to the
18 same conditions, may occur thereafter in nine-month intervals until
19 Lead Counsel, in consultation with A.B. Data, determines that further
20 redistribution is not cost effective;
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22 g. At such time as Lead Counsel, in consultation with A.B. Data,
23 determines that further redistribution of the funds remaining in the Net
24 Settlement Fund is not cost effective, if sufficient funds remain to
25 warrant the processing of Claims received after July 1, 2018, such
26 Claims shall be processed, and any otherwise valid Claims received
27 after July 1, 2018, as well as any earlier received Claims for which an
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1 adjustment was received after July 1, 2018, which resulted in an
2 increased Recognized Claim shall be paid in accordance with
3 subparagraph (h) below. If any funds shall remain in the Net
4 Settlement Fund after payment of any such late or late adjusted
5 Claims, the remaining balance of the Net Settlement Fund, after
6 payment of any unpaid fees or expenses incurred in connection with
7 administering the Net Settlement Fund and after the payment of any
8 estimated taxes, the costs of preparing appropriate tax returns, and any
9 escrow fees, shall be contributed to non-sectarian, not-for-profit
10 501(c)(3) organization(s), to be recommended by Lead Counsel and
11 approved by the Court;

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- 13 h. No new Claims may be accepted after July 1, 2018, and no further
14 adjustments to Claims received on or before July 1, 2018, that would
15 result in an increased Recognized Claim amount may be made for any
16 reason after July 1, 2018, subject to the following exception: If
17 Claims are received or modified after July 1, 2018, that would have
18 been eligible for payment or additional payment under the Plan of
19 Allocation if timely received then, at the time that Lead Counsel, in
20 consultation with A.B. Data, determines that a redistribution is not
21 cost effective as provided in subparagraph (g) above, then, after
22 payment of any unpaid fees or expenses incurred in connection with
23 administering the Net Settlement Fund and after deducting the
24 payment of any estimated taxes, the costs of preparing appropriate tax
25 returns, and any escrow fees, such Claimants, at the discretion of Lead
26 Counsel, may be paid their distribution amounts or additional
27 distribution amounts on a *pro rata* basis that would bring them into
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1 parity with other Authorized Claimants who have cashed all their
2 prior distribution checks to the extent possible;

3 i. All persons involved in the review, verification, calculation,
4 tabulation, or any other aspect of the processing of the Claims
5 submitted herein, or who are otherwise involved in the administration
6 or taxation of the Settlement Fund or the Net Settlement Fund, are
7 hereby released and discharged from any and all claims arising out of
8 such involvement, and all Settlement Class Members, whether or not
9 they receive payment from the Net Settlement Fund, are hereby barred
10 from making any further claims against the Net Settlement Fund,
11 Lead Plaintiff, Lead Counsel, the Claims Administrator, the Escrow
12 Agent or any other agent retained by Lead Plaintiff or Lead Counsel
13 in connection with the administration or taxation of the Settlement
14 Fund or the Net Settlement Fund, or any other person released
15 pursuant to the Settlement beyond the amounts allocated to
16 Authorized Claimants;

17 j. All of A.B. Data's fees and expenses incurred in connection with the
18 administration of the Settlement and estimated to be incurred in
19 connection with the Distribution of the Net Settlement Fund as set
20 forth in the invoices, which total \$196,629.93, attached as Exhibit G
21 to the Walter Declaration are approved. To date, A.B. Data has
22 received payment of fees and expenses in the amount of \$118,551.42.
23 Lead Counsel is directed to pay the outstanding balance of \$78,078.51
24 out of the Settlement Fund to A.B. Data; and

25 k. Unless otherwise ordered by the Court, one year after the Second
26 Distribution, if that occurs or, if there is no Second Distribution, two
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1 years after the Distribution, A.B. Data shall destroy paper copies of
2 the Claims and all supporting documentation, and one year after all
3 funds in the Net Settlement Fund have been distributed, A.B. Data
4 shall destroy electronic copies of the same.

- 5 4. This Court retains jurisdiction to consider any further applications
6 concerning the administration of the Settlement, and such other and further
7 relief as this Court deems appropriate.
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11 Dated: September 25, 2018

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MICHAEL W. FITZGERALD
13 United States District Judge
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