

1 UNITED STATES DISTRICT COURT
2 NORTHERN DISTRICT OF CALIFORNIA
3 SAN FRANCISCO DIVISION

4
5 IN RE HP SECURITIES LITIGATION,

6 This Document Relates To: All Actions
7
8
9
10

MASTER FILE No. 3:12-cv-05980-CRB

CLASS ACTION

[PROPOSED] ORDER AUTHORIZING
DISTRIBUTION OF NET SETTLEMENT
FUND

1 WHEREAS, by its Final Judgment and Order Approving Settlement dated November 13,
2 2015 (ECF No. 278) and its Order Approving Plan of Allocation of the Net Settlement Fund dated
3 November 13, 2015 (ECF No. 280), this Court approved the terms of the settlement set forth in the
4 Stipulation of Settlement and Release dated as of June 8, 2015 (ECF No. 258) (the “Settlement” or
5 “Stipulation”) and the proposed plan for allocating the net settlement proceeds to eligible
6 Settlement Class Members (the “Plan of Allocation”);

7 WHEREAS, this Court had directed the parties to consummate the terms of the Settlement
8 and Plan of Allocation;

9 WHEREAS, the Settlement provided for the payment of \$100,000,000 by Hewlett-Packard
10 Company (“HP”) (the “Settlement Amount”) and, pursuant to the terms of the Stipulation, the
11 Settlement Amount was deposited into an account established by Lead Counsel at The Huntington
12 National Bank for the benefit of the Settlement Class;

13 WHEREAS, as set forth in the Notice of Pendency of Class Action and Proposed
14 Settlement, Settlement Fairness Hearing and Motion for Attorneys’ Fees and Reimbursement of
15 Litigation Expenses (the “Notice”), the deadline for Settlement Class Members to submit Proof of
16 Claim Forms (“Claim Forms” or “Claims”) to the Court-appointed claims administrator for the
17 Settlement, Garden City Group, LLC (“GCG”), in order to be potentially eligible to participate in
18 the distribution of the Net Settlement Fund has passed; and

19 WHEREAS, in satisfaction of due process requirements, all Settlement Class Members who
20 submitted Claims that were in any way ineligible or deficient were: (1) informed that their Claims
21 were ineligible or deficient; and (2) given opportunities to correct any curable deficiencies prior to
22 their Claims being finally rejected, or to contest the determination as to such deficiencies, by
23 requesting judicial review;

24 WHEREAS, the process of reviewing Claims has been completed;

25 WHEREAS, Lead Plaintiff, through Lead Counsel, now seeks authorization to distribute the
26 proceeds of the Settlement Fund to Authorized Claimants, after deduction of any taxes, fees and
27

1 expenses previously approved by the Court or approved by this Order (the “Net Settlement Fund”);
2 and

3 WHEREAS, this Court reserved jurisdiction of this Action in connection with, among other
4 things, (i) implementation and enforcement of the Settlement; (ii) the allowance, disallowance or
5 adjustment of any Settlement Class Member’s Claim on equitable grounds and any award or
6 distribution of the Settlement Fund; (iii) disposition of the Settlement Fund; and (iv) other matters
7 related or ancillary to the foregoing.

8 NOW, THEREFORE, upon reading: (1) the Declaration of Stephen J. Cirami in Support of
9 Motion for Distribution of Net Settlement Fund (the “Cirami Declaration”) submitted on behalf of
10 GCG; (2) the Notice of Motion and Motion for Distribution of Net Settlement Fund; and
11 Memorandum of Points and Authorities in Support Thereof (“Memorandum”); (3) the other
12 submissions and papers on file with the Court; and upon all prior proceedings heretofore and herein,
13 and after due deliberation, it is hereby

14 ORDERED, that all capitalized terms not otherwise defined herein shall have the same
15 meanings as set forth in the Stipulation and the Cirami Declaration submitted herewith; and it is
16 further

17 ORDERED, that the administrative determinations of GCG accepting the Claims as
18 described in the Cirami Declaration and listed on Exhibits C-1 and C-2 thereto, calculated pursuant
19 to the Court-approved Plan of Allocation set forth in the Notice, are hereby approved, and said
20 Claims are hereby accepted; and it is further

21 ORDERED, that the administrative determinations of GCG rejecting the Claims as
22 described in the Cirami Declaration and listed on Exhibit C-3 thereto (including Disputed Claim
23 Nos. 1 through 4), are hereby approved, and said Claims are hereby rejected; and it is further

24 ORDERED, that payment be made from the Settlement Fund to the Internal Revenue
25 Service for the proper amount of taxes due and owing on the interest earned on the Settlement Fund
26 while in escrow, if any; and it is further

1 ORDERED, that GCG be paid the sum of \$226,511.90 from the Net Settlement Fund as
2 payment for the balance of its fees and expenses incurred and to be incurred in connection with the
3 administration of the Settlement and the Initial Distribution of the Net Settlement Fund; and it is
4 further

5 ORDERED, that GCG conduct an Initial Distribution of the Net Settlement Fund as set forth
6 in the Cirami Declaration. As set forth in ¶41 of the Cirami Declaration, 90% of the Net Settlement
7 Fund shall be distributed in the Initial Distribution and the remaining 10% of the Net Settlement
8 Fund shall be held in reserve (the “Reserve”) in order to address any unanticipated contingencies
9 such as payment of any adjustments to Claims for good cause shown, if necessary. Any Authorized
10 Claimant who would have received a distribution of at least \$100.00 based on the total amount of
11 the Net Settlement Fund shall be paid 90% of their award now, and any Authorized Claimant who
12 would have received a distribution of between \$10.00 and \$100.00 based on the total amount of the
13 Net Settlement Fund shall be paid their full award now (“Claims Paid in Full”) and shall not receive
14 any future distributions from the Net Settlement Fund; and it is further

15 ORDERED, that the Net Settlement Fund shall be distributed to the Authorized Claimants
16 listed on Exhibits C-1 and C-2 to the Cirami Declaration pursuant to the Court-approved Plan of
17 Allocation in proportion to each Authorized Claimant’s Recognized Claim as compared to the total
18 Recognized Claims of all Authorized Claimants as shown on such Exhibits; and it is further

19 ORDERED, that the checks for distribution to the Authorized Claimants shall bear the
20 notation “CASH PROMPTLY, VOID AND SUBJECT TO RE-DISTRIBUTION IF NOT
21 CASHED WITHIN 120 DAYS AFTER ISSUE DATE.” Lead Counsel and GCG are authorized to
22 take appropriate actions to locate and/or contact any Authorized Claimant who has not cashed his,
23 her or its check within said time; and it is further

24 ORDERED, that Authorized Claimants who do not cash their checks within the time
25 allotted will irrevocably forfeit all recovery from the Settlement Fund; and it is further

26 ORDERED, that, any funds remaining in the Net Settlement Fund one (1) year after the
27 Initial Distribution of such funds, by reason of uncashed distributions or other reasons, and after
28

1 GCG has made reasonable and diligent efforts to have Authorized Claimants who are entitled to
2 participate in the distribution of the Net Settlement Fund cash their distribution checks, will be re-
3 distributed, along with the amount remaining in the Reserve, to Authorized Claimants who (i) were
4 not Claims Paid in Full; (ii) cashed their payment from the Initial Distribution; and (iii) would
5 receive at least \$10.00 from such re-distribution, after payment of any unpaid costs or fees incurred
6 in administering the Net Settlement Fund, including the costs or fees for such re-distribution; and it
7 is further

8 ORDERED, that, GCG may make further re-distributions of balances remaining in the Net
9 Settlement Fund to such Authorized Claimants to the extent such re-distributions are cost-effective;
10 and it is further

11 ORDERED, that, at such time as it is determined that the re-distribution of funds which
12 remain in the Net Settlement Fund is not cost-effective, Lead Counsel shall contribute the balance
13 to the Investor Protection Trust, or another non-profit organization that is approved by the Court;
14 and it is further

15 ORDERED, that the Court finds that the administration of the Settlement and the proposed
16 distribution of the Net Settlement Fund comply with the terms of the Stipulation and the Plan of
17 Allocation and that all persons involved in the review, verification, calculation, tabulation, or any
18 other aspect of the processing of the Claims submitted in connection with the Settlement of this
19 Action, or who are otherwise involved in the administration or taxation of the Settlement Fund or
20 the Net Settlement Fund are released and discharged from any and all claims arising out of such
21 involvement, and, pursuant to the release terms of the Settlement, all Settlement Class Members,
22 whether or not they are to receive payment from the Net Settlement Fund, are barred from making
23 any further claims against the Net Settlement Fund or the parties released pursuant to the Settlement
24 beyond the amount allocated to them pursuant to this Order; and it is further

25 ORDERED, that GCG is hereby authorized to destroy the paper copies and all supporting
26 documentation of the Claim Forms one (1) year after the Initial Distribution of the Net Settlement
27
28

1 Fund and all electronic copies of the same three (3) years after the Initial Distribution of the Net
2 Settlement Fund; and it is further

3 ORDERED, that this Court retain jurisdiction over any further application or matter which
4 may arise in connection with this Action; and it is further

5 ORDERED, that any Claim received after May 31, 2017 be rejected as untimely and not
6 included in the Initial Distribution of the Net Settlement Fund.

7
8 Dated: _____

The Honorable Charles R. Breyer
United States District Judge