

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

ERIE COUNTY EMPLOYEES' RETIREMENT
SYSTEM, Individually and on Behalf of All
Others Similarly Situated,

Plaintiff,

vs.

NN, INC., RICHARD D. HOLDER, THOMAS
C. BURWELL, JR., ROBERT E. BRUNNER,
WILLIAM DRIES, DAVID K. FLOYD, DAVID
L. PUGH, STEVEN T. WARSHAW, J.P.
MORGAN SECURITIES LLC, ROBERT W.
BAIRD & CO. INCORPORATED, KEYBANC
CAPITAL MARKETS INC., SUNTRUST
ROBINSON HUMPHREY, INC., LAKE
STREET CAPITAL MARKETS, LLC,
STEPHENS INC., WILLIAM BLAIR &
COMPANY, L.L.C., CJS SECURITIES, INC.,
and REGIONS SECURITIES LLC,

Defendants.

Index No. 656462/2019

(Borrok, J.)

Part 53

Motion Sequence No. 8

PROPOSED CLASS SETTLEMENT DISTRIBUTION ORDER

Plaintiff Erie County Employees' Retirement System ("Erie County" or "Plaintiff"),
having filed a Motion for Entry of Class Settlement Distribution Order, this Court, having
considered all the papers filed in connection therewith, and based upon all other prior proceedings
had herein, and good cause appearing:

IT IS HEREBY ORDERED¹ that:

¹ All capitalized terms used herein, to the extent not separately defined, shall have the same
meanings as given to them in the Parties' Stipulation and Agreement of Settlement, dated July 25,
2022 (the "Stipulation"), or in the Court's subsequent Orders dated September 1, 2022, and

1. The proposed final Plan of Distribution recommended by the Court-appointed claims administration firm in this matter, Kroll Settlement Administration LLC (“Kroll”), as set forth at ¶38 of the Affirmation of Justin R. Hughes in Support of Motion for Class Distribution Order, dated September 19, 2023 (the “Hughes Distribution Aff.”), is approved as fair and reasonable;

2. Kroll’s administrative determinations accepting the claims as set forth in Exhibit B-1 of the Hughes Distribution Aff., and accepting the additional late, but otherwise valid claim postmarked through and including September 15, 2023, as set forth in Exhibit B-2 of the Hughes Distribution Aff., are approved, and such claims are accepted;

3. The administrative determinations of Kroll rejecting other claims, as set forth on Exhibit B-3 to the Hughes Distribution Aff., are approved and such claims are rejected;

4. Any claims received after September 15, 2023, are, and shall be, rejected (as set forth in ¶27 of the Hughes Distribution Aff.);

5. The balance of the Net Settlement Fund (after deducting claims administration payments previously allowed and those approved herein) shall be distributed to the accepted Claimants listed on Exhibits B-1 and B-2 to the Hughes Distribution Aff., in accordance with the Distribution Plan;

6. The payments to be distributed to the accepted Claimants shall bear the notation “DEPOSIT PROMPTLY; VOID AND SUBJECT TO RE-DISTRIBUTION IF NOT NEGOTIATED WITHIN 60 DAYS OF DISTRIBUTION.” Kroll is authorized to take appropriate actions to locate and/or contact any eligible Claimant who has not cashed his, her, or its distribution within said time;

December 1, 2022, that, respectively, preliminarily and finally approved the Stipulation and Settlement.

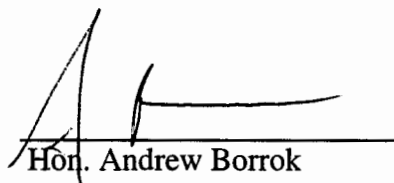
7. If there is any balance remaining in the Settlement Fund after three months after the Initial Distribution (whether by reason of tax refunds, uncashed checks, or otherwise), then, (1) if Kroll determines that it is cost-effective to do so, Kroll will conduct a second distribution and, if necessary, third distribution, of the Net Settlement Fund and (2), after any such reallocation (or if no such reallocation is undertaken), any *de minimis* remaining balance shall be distributed to The Legal Aid Society, a §501(c)(3) non-profit corporation, as provided in ¶5.9 of the Stipulation;

8. All persons involved in the review, verification, calculation, tabulation, or any other aspect of the processing of the claims submitted in this matter, or otherwise involved in the administration of the Settlement Fund, including Plaintiff's Counsel and Kroll, are hereby 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 Settlement Fund, are barred from making any further claim against the Settlement Fund or any of the Released Persons beyond the amount allocated to them pursuant to this Order;

9. One year after all funds have been distributed, Kroll is hereby authorized to destroy the paper and electronic copies of the Claims and all supporting documentation; and

10. This Court retains jurisdiction over any further application or matter which may arise in connection with this matter.

IT IS SO ORDERED this 11 day of ~~September~~, 2023.
December


Hon. Andrew Borrok