

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

IN RE ACUITY BRANDS, INC.
SECURITIES LITIGATION

Civil Action No. 1:18-cv-02140-MHC

**[PROPOSED] ORDER AUTHORIZING DISTRIBUTION OF
NET SETTLEMENT FUND**

WHEREAS, by its Judgment Approving Class Action Settlement dated June 7, 2022 (ECF No. 168) and its Order Approving Plan of Allocation of Net Settlement Fund dated June 7, 2022 (ECF No. 169), this Court approved the terms of the settlement set forth in the Stipulation and Agreement of Settlement dated as of December 2, 2021 (ECF No. 158-3) (“Settlement” or “Stipulation”) and the proposed plan for allocating the net settlement proceeds to eligible Class Members (“Plan of Allocation”);

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

WHEREAS, the Settlement provided for consideration of \$15,750,000 in cash (“Settlement Amount”) and, pursuant to the terms of the Stipulation, the Settlement Amount was deposited into an escrow account established by Class Counsel for the benefit of the Class;

WHEREAS, as set forth in the Notice of (I) Pendency of Class Action and Proposed Settlement; (II) Settlement Hearing; and (III) Motion for Attorneys' Fees and Litigation Expenses (ECF No. 165-3, Ex. A) ("Notice"), the deadline for Class Members to submit Claims to the Court-approved Claims Administrator for the Settlement, Strategic Claims Services ("SCS"), in order to be potentially eligible to participate in the distribution of the Net Settlement Fund has passed;

WHEREAS, in satisfaction of due process requirements, all Class Members who submitted Claims as of July 20, 2023 that were in any way ineligible or deficient were: (i) informed that their Claims were ineligible or deficient; and (ii) given opportunities to correct any curable deficiencies prior to their Claims being finally rejected, or to contest the determination as to such deficiencies, by requesting judicial review;

WHEREAS, the process of reviewing Claims has been completed;

WHEREAS, Class Representative, through Class Counsel, now seeks authorization to distribute the proceeds of the Settlement Fund to Authorized Claimants, after deduction of any taxes, fees, and expenses previously approved by the Court or approved by this Order ("Net Settlement Fund"); and

WHEREAS, this Court retained continuing and exclusive jurisdiction of this Action in connection with, among other things: (i) the disposition of the Settlement Fund; and (ii) any motion to approve the Class Distribution Order.

NOW, THEREFORE, upon careful consideration of: (i) the Declaration of Margery Craig in Support of Class Representative's Motion for Authorization to Distribute Net Settlement Fund submitted on behalf of SCS ("Craig Declaration"); (ii) the Memorandum in Support of Class Representative's Unopposed Motion for Authorization to Distribute Net Settlement Fund; and (iii) the other submissions and papers on file with the Court; and upon all prior proceedings heretofore and herein, and after due deliberation, it is hereby

ORDERED, that capitalized terms not otherwise defined herein shall have the same meanings set forth in the Stipulation and the Craig Declaration; and it is further

ORDERED, that the administrative determinations of SCS accepting the Claims described in the Craig Declaration and listed on Exhibits E-1 and E-2 thereto, calculated pursuant to the Court-approved Plan of Allocation set forth in the Notice, are hereby approved, and said Claims are hereby accepted; and it is further

ORDERED, that the administrative determinations of SCS rejecting the Claims described in the Craig Declaration and listed on Exhibits F and G thereto are hereby approved, and said Claims are hereby rejected; and it is further

ORDERED, that SCS be paid the sum of \$36,235.00 from the Net Settlement Fund as payment for the fees and expenses SCS expects to incur in connection with the Initial Distribution of the Net Settlement Fund; and it is further

ORDERED, that SCS conduct the Initial Distribution of the Net Settlement Fund as set forth in paragraph 16 of the Craig Declaration. Specifically, the Net Settlement Fund shall be distributed to the Authorized Claimants listed on Exhibits E-1 and E-2 to the Craig Declaration pursuant to the Court-approved Plan of Allocation in proportion to each Authorized Claimant's Recognized Claim as compared to the total Recognized Claims of all Authorized Claimants as shown on such Exhibits; and it is further

ORDERED, that all checks to Authorized Claimants issued in the Initial Distribution shall state: "CASH PROMPTLY, VOID AND SUBJECT TO RE-DISTRIBUTION 120 DAYS AFTER ISSUE DATE." Class Counsel and SCS are authorized to take appropriate actions to locate and/or contact any Authorized Claimant who has not cashed his, her or its check within said time; and it is further

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

ORDERED, that, after making reasonable and diligent efforts to have Authorized Claimants negotiate their Initial Distribution checks, SCS will, if cost-effective to do so, re-distribute any funds remaining in the Net Settlement Fund by reason of uncashed checks or otherwise no less than nine (9) months after the Initial Distribution to Authorized Claimants who have cashed their Initial Distribution

checks and who would receive at least \$10.00 from such re-distribution, after payment of any amounts to satisfy claim disputes, for good cause shown, and any unpaid fees and expenses incurred in administering the Settlement, including for such re-distribution; and it is further

ORDERED, that SCS may make additional redistributions of balances remaining in the Net Settlement Fund to Authorized Claimants who have cashed their prior checks and who would receive at least \$10.00 on such additional re-distributions if Class Counsel, in consultation with SCS, determine that additional re-distributions, after payment of any unpaid fees and expenses incurred in administering the Settlement, including for such re-distributions, would be cost-effective; and it is further

ORDERED, that, at such time as Class Counsel, in consultation with SCS, determine that further re-distribution of the funds remaining in the Net Settlement Fund is not cost-effective, the remaining balance will be contributed to non-sectarian, not-for-profit, 501(c)(3) organization(s), to be recommended by Class Counsel and approved by the Court; and it is further

ORDERED, that the Court finds that the administration of the Settlement and the proposed distribution of the Net Settlement Fund comply with the terms of the Stipulation and the Plan of Allocation and that all persons and entities involved in the review, verification, calculation, tabulation, or any other aspect of the processing

of the Claims submitted in connection with the Settlement of this Action, or who are otherwise involved in the administration or taxation of the Settlement Fund or the Net Settlement Fund are released and discharged from any and all claims arising out of such involvement, and, pursuant to the release terms of the Settlement, all Class Members, whether or not they are to receive payment from the Net Settlement Fund, are barred from making any further claims against the Net Settlement Fund or the parties released pursuant to the Settlement beyond the amount allocated to them pursuant to this Order; and it is further

ORDERED, that SCS is hereby authorized to destroy paper copies of the Claims and all supporting documentation one (1) year after the Initial Distribution of the Net Settlement Fund and electronic copies of the Claims and all supporting documentation one (1) year after all funds have been distributed; and it is further

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

ORDERED, that no Claim received or adjusted after July 20, 2023, or any responses to Deficiency and/or Rejection Notices received after September 21, 2023, be included in the Initial Distribution of the Net Settlement Fund.

SO ORDERED this 29th day of December 2023.


The Honorable Mark H. Cohen
United States District Judge