

UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY

SHAWN SULLIVAN, *et al.*, on behalf of
themselves and all others similarly situated,

Plaintiffs,

v.

DB INVESTMENTS, INC., *et al.*,

Defendants.

Civil Action Index Nos.
04-CV-2819 (SRC)

**[PROPOSED] ORDER APPROVING DISTRIBUTION OF THE
INDIRECT PURCHASER CONSUMER SUBCLASS SETTLEMENT FUND
TO AUTHORIZED CONSUMER CLAIMANTS**

Before this Court is the Indirect Purchaser Consumer Plaintiffs' motion for entry of an order authorizing distribution of the Indirect Purchaser Consumer Subclass Net Settlement Funds to Authorized Consumer Claimants, in connection with the \$295 million settlement with defendants De Beers S.A. and certain of its affiliates.

Upon consideration of Plaintiffs' motion and supporting Declarations,

IT IS HEREBY ORDERED:

1. Claims filed by Consumer Subclass members after the claims filing deadline of May 19, 2008 ("Late Claims"), but on or before March 1, 2013, are hereby accepted and eligible for payment from the Consumer Subclass Settlement Fund, provided they have otherwise been determined to be eligible for payment.

2. The Court approves and adopts the administrative recommendations of the claims administrator, Complete Claim Solutions, LLC, Rust Consulting, Inc. and Kinsella Media (collectively, "Rust") concerning rejection of deficient and ineligible claims, as set forth in the Declaration of Amy Lake dated April 9, 2013 ("Lake Decl."). The Court finds that Rust has carried out the claims administration process in a reasonable manner and consistent with orders

of this Court. Rust has offered claimants reasonable notice of claim deficiencies and an opportunity to cure them.

3. Pursuant to the accounting and reconciliation performed by Damasco & Associates (“Damasco”) (the Settlement Fund’s accountancy firm) the cash balance of the Consumer Subclass Settlement Fund as of February 28, 2013 was \$108,727,148.77 (*see* Lake Decl. Ex. B, the “Damasco Accounting”). This was the net amount in the Consumer Subclass Settlement Fund as of that date after receipt of interest earned and the payment of charges for attorneys’ fees and costs, incentive awards to plaintiffs, taxes, and bank, administrative, accounting, claims processing and other costs. As reflected in the Damasco Accounting, as of February 28, 2013 there were also certain specified tax refunds expected, and additional accrued and anticipated expenses for final claims administration and check distribution, and for accountancy services.

4. The Court authorizes the following payments to Rust and Damasco, as specified in the Damasco Accounting, from the Consumer Subclass Settlement Fund, for accrued fees and expenses incurred as of February 28, 2013:

- (i) \$73,022.88 to Rust;
- (ii) \$9,181.86 to Damasco.

5. The Court authorizes Plaintiffs to reserve from the Consumer Subclass Settlement Fund, the following amounts, as specified in the Damasco Accounting, in estimated future claims administration expenses that Rust, Damasco, and Class Counsel reasonably expect will be incurred in connection with administering and distributing checks to Consumer Subclass members:

- (i) \$829,799 for Rust;

(ii) \$3,672.75 for Damasco.

6. Based on Rust's extensive experience in administering similar class settlement funds, the Court authorizes Plaintiffs to reserve from the Consumer Subclass Settlement Fund, the sum of \$18,075.00 for future unanticipated contingencies, including for purposes of considering payment to claimants who come forward and provide good cause as to why their previously rejected claim should be paid.

7. The net balance in the Consumer Subclass Settlement Fund as of February 28, 2013, after deduction of the amounts authorized in paragraphs 4, 5 and 6 above, and after inclusion of the expected tax refunds as specified in the Damasco Accounting, is \$107,929,082.45. The Court HEREBY ORDERS and directs distribution of this amount to eligible Consumer Subclass claimants according to the Plan of Allocation approved by this Court and consistent with this Distribution Order.

8. This Court retains continuing jurisdiction over the administration and distribution of the settlement proceeds.

Dated: _____, 2013

STANLEY R. CHESLER
UNITED STATES DISTRICT JUDGE