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IN RE TREMONT SECURITIES LAW, :
STATE LAW AND INSURANCE :
LITIGATION :
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Master File No.:
08 Civ. 11117 (TPG)

This Document Relates to: All Actions :
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**[PROPOSED] ORDER GRANTING SETTling CLASS PLAINTIFFS' MOTION
FOR APPROVAL OF DISTRIBUTION OF NET SETTLEMENT FUND**

Settling Class Plaintiffs, on notice to Defendants' counsel, filed a motion with this Court (the "Motion") for an order approving the Distribution of Net Settlement Fund pursuant to the Net Settlement Fund Plan of Allocation ("NSF POA") (ECF No. 988-1) which was approved by Order dated December 22, 2014 (ECF No. 994) in the above-captioned class actions (the "Actions") and in connection therewith the proposed readmission of 146 parties (the "Settling Plaintiffs") to the Settlement Class, and the Court having considered all the submissions and arguments in support of the Motion, including the Affidavit of Stephanie Amin-Giwner of the Garden City Group, Inc. ("GCG"), the Court-appointed Claims Administrator, sworn to on February 27, 2015 with exhibits (the "Amin-Giwner Affidavit"), an additional submission made on behalf of the Settling Plaintiffs and the Memorandum in Support of Motion for Approval of Distribution of Net Settlement Fund;

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. This Order incorporates by reference the definitions in the Amin-Giwner Affidavit and in the Stipulation of Partial Settlement dated as of February 23, 2011 (the "Stipulation") (ECF No. 392-1), and all terms used herein shall have the meanings as set forth in the Amin-Giwner Affidavit and in the Stipulation and in the NSF POA.

2. This Court has jurisdiction over the subject matter of the Actions and over all parties to the Actions, including the Settlement Class Members.

3. Settling Class Plaintiffs' Motion is **GRANTED**. Accordingly,

a. The proposed Distribution Plan for the Net Settlement Fund is approved;

b. The proposed readmission to the Settlement Class of the Settling Plaintiffs, as set forth in the Amin-Giwner Affidavit and a further submission to the Court in support thereof, as in the best interests of the Settlement Class is approved;

c. The proposed Initial Distribution, NSF Reserve, Claims-in-Process Distribution and Second Distribution, as set forth in the Amin-Giwner Affidavit, are approved;

d. The administrative determinations by GCG with respect to eligibility of Proofs of Claim and calculation of Recognized Claims and Disbursements are approved;

e. Payments to Authorized Claimants by GCG pursuant to the NSF POA and Distribution Plan shall be conclusive against all Authorized Claimants. No Person shall have any claim against the State Law and Securities Plaintiffs, Plaintiffs' State Law and Securities Class Counsel or GCG based upon Disbursements or determinations made substantially in accordance with the NSF POA and Distribution Plan or orders of this Court, except in the case of fraud or willful misconduct;

f. GCG shall be paid the sum of \$ 555,461.23 from the Net Settlement Fund as payment for its outstanding fees and expenses incurred and to be incurred in connection with administration of the Settlement and the Distribution Plan;

g. GCG may destroy paper copies of Proofs of Claim and supporting documents not less than one (1) year after final distribution of the Net Settlement Fund and may discard electronic copies of the same not less than three (3) years after such final distribution.

4. The Court retains jurisdiction over the Actions and all parties thereto, including the Settlement Class Members and over any further application or matter which may arise herein.

SO ORDERED

Dated: New York, New York

_____, 2015

HONORABLE THOMAS P. GRIESA
UNITED STATES DISTRICT JUDGE