

of Sam's Club at any time during the Settlement Class Period and purchased from Sam's Club certain "Fresh Products" and returned such product to Sam's Club.

4. The Court further provisionally finds that, for settlement purposes only, the prerequisites to a class action under Rule 23 are satisfied in that:

- a. there are many geographically dispersed class members, making joinder of all members impracticable;
- b. there are questions of law and fact common to the class;
- c. the claims or defenses of the proposed class representatives are typical of the claims or defenses of the class;
- d. the proposed class representatives will fairly and adequately protect the interests of the class, and have retained counsel experienced in class action litigation who have, and will continue to, adequately represent the class;
- e. questions of law or fact common to class members predominate over any questions affecting only individual members; and
- f. a class action is superior to individual actions or other available methods for fairly and efficiently adjudicating the controversy.

5. The Court preliminarily finds that the proposed Settlement falls within the range of possible final approval and is fair, adequate, and reasonable for the class. The Court further finds that there is a sufficient basis for notifying the members of the class of the proposed Settlement and to schedule a final hearing.

6. The Court provisionally appoints Myriam Fejzulai, Monica Moore and Morgan Chikosi as representatives of the class.

7. The Court appoints the following attorneys as Class Counsel: Terry E. Richardson, Jr., and T. Christopher Tuck of Richardson, Patrick, Westbrook & Brickman, LLC; William D. Herlong of The Herlong Law Firm, LLC; and Ali Abtahi of the Abtahi Law Group.

8. The Court approves the proposed means for notice to the class and requires Defendants to carry out notice to the appropriate government officials as set forth by federal law.

9. The Court approves the format and content of the Class Action Settlement Notice (“Notice”) attached to the Settlement Agreement, as the means to provide notice to members of the class.

10. Having considered the manner of giving notice to class members as described in the Settlement, the Court finds that the Notice as set forth (i) is the best practicable notice; (ii) is reasonably calculated, under the circumstances, to apprise the class members of the proposed Settlement and of their right to object or to exclude themselves as provided in the Settlement; (iii) is reasonable and constitutes due, adequate, and sufficient notice to all persons entitled to receive notice; and (iv) meets all applicable requirements of due process and any other applicable requirements.

11. As provided in the Settlement, each member of the class will have the right to be excluded from the Settlement by mailing a request for exclusion (“Opt Out Letter”). Any class member shall be allowed to submit an Opt Out Letter. For an Opt Out Letter to be accepted it must be timely and valid. To be timely, it must be submitted by the deadline established in the Notice. To be valid, the Opt Out Letter shall contain a statement that the class member requests to be excluded from the Settlement and must also be signed by the class member and dated in accordance with the instructions in the Notice. If a class member submits both an Opt Out Letter and a claim, the claim will govern and the Opt Out Letter will be considered invalid.

12. RG2 is appointed as the Claims Administrator and shall have responsibility for administering the Notice as set forth in the Settlement.

13. The Court approves the establishment of a Qualified Settlement Fund pursuant to Treas. Reg. §1.468B-1 to receive, hold, and distribute the Class Settlement Amount in accordance with the terms of the Settlement Agreement and this Order, and that the Qualified

Settlement Fund and the Claims Administrator will be subject to the continuing jurisdiction of this Court.

14. Any class member who submits a timely an Opt Out Letter may not file an objection to the Settlement and shall be deemed to have waived any rights or benefits under this Settlement.

15. Plaintiffs shall report the names of all individuals who have submitted an Opt Out Letter no less than ten (10) days prior to the Final Approval Hearing.

16. The Court requires that any class member who wishes to be heard orally at the Final Approval Hearing, or who wishes for any objection to be considered, to file a written notice of objection with the Court by the objection date identified in the Notice, as well as a notice of intention to appear at the Final Approval Hearing. The objection date shall be set at 10 days following the filing of Plaintiffs' Motion for Final Approval and for an Award of Attorneys' Fees and Expenses. The objection must also be served on counsel of record by the objection date. To state a valid objection to the Settlement, an objecting class member must personally sign the objection and provide the following information in connection with and as part of any objection: (i) full name, current address, and current telephone number; (ii) documentation sufficient to establish membership in the class; (iii) a statement of the position the objector wishes to assert, including the factual and legal grounds for the position and objection; and (iv) copies of any other documents that the objector wishes to submit in support of his/her/its position. In addition, the objecting class member must identify any previously filed objections filed by the class member and his/her/its counsel in any state or federal court. This listing must contain (i) the name of the case; (ii) the case number; (iii) the court in which the objection was filed; and (iv) the outcome of the objection. Subject to approval of the Court, any objecting class

member may appear in person or by counsel at the Final Approval Hearing held by the Court to show cause why the proposed Settlement should not be approved as fair, reasonable, and adequate, or to object to any petitions for attorneys' fees, incentive awards, and reimbursement of reasonable litigation costs and expenses. In this respect, the objecting class member must file with the clerk of the Court, and serve on all counsel designated in the Notice, a notice of intention to appear by the objection deadline or on such other date that may be set forth in the Notice. The notice of intention to appear must include copies of any papers, exhibits, or other evidence that the objecting class member (or his/her/its counsel) will present to the Court in connection with the Final Approval Hearing. Any class member who does not provide a notice of intention to appear in complete accordance with the deadlines and other specifications set out in the Notice, and who has not filed an objection in complete accordance with the deadlines and other specifications set forth in this Settlement and the Notice, subject to the approval of the Court, will be deemed to have waived any objections to the Settlement and can be barred from speaking or otherwise presenting any views at the Final Approval Hearing.

17. The Court will conduct the Final Approval Hearing on **April 9, 2018, at 2:00 p.m., in Charleston South Carolina.** The Final Approval Hearing will be conducted to determine the following:

- a. Whether the proposed Settlement is fair, reasonable, and adequate and should be granted final approval;
- b. Whether final judgment should be entered dismissing all claims in this case with prejudice as required by the Settlement;
- c. Whether attorneys' fees, expenses, and costs should be awarded and, if so, the amount to be awarded;

d. Whether incentive awards should be awarded to the proposed class representatives and, if so, the amount to be awarded;

e. Whether a class should be certified for settlement purposes only; and

f. Such other matters as the Court may deem appropriate.

18. The Court has and retains exclusive jurisdiction over this action to consider all further matters arising out of or connected to the proposed Settlement.

IT IS SO ORDERED.

/s/Bruce Howe Hendricks
United States District Judge

November 9, 2017
Greenville, South Carolina