

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

LORI BILEWICZ, <i>et al.</i> ,)	
and all others similarly situated,)	
)	
Plaintiffs,)	Civil Action No. 13-10636-DJC
vs.)	
)	
FMR LLC; FMR LLC INVESTMENT)	
COMMITTEE;)	
and John and Jane Does 1-25,)	
)	
Defendants.)	

AIDEN YEAW, ALEX C. BROWN,)	
and all others similarly situated,)	
)	
Plaintiffs,)	Civil Action No. 14-10035-DJC
vs.)	
)	
FMR LLC; FMR LLC RETIREMENT)	
COMMITTEE;)	
and John and Jane Does 1-25,)	
)	
Defendants.)	

~~PROPOSED~~ ORDER

WHEREAS, Plaintiffs (“Named Plaintiffs”) in the above-captioned Actions (the “Actions”) on behalf of themselves and the Settlement Class (defined below) and Defendant FMR LLC (“FMR”), (collectively, the “Settling Parties”) entered into a Class Action Settlement Agreement dated July 1, 2014 (the “Settlement Agreement”), that provides for a complete dismissal with prejudice of all claims asserted in the Actions against Defendants on the terms and conditions set forth in the Settlement Agreement, subject to the approval of this Court (the “Settlement”);

WHEREAS, by Order dated July 10, 2014 (Doc. 59) (the “Preliminary Approval Order”), the Court appointed Kurtzman Carson Consultants L.L.C. (KCC) as Settlement Administrator.

WHEREAS, on October 16, 2014, the Court entered a Judgment Approving Settlement of Class Actions. (Doc. 72) and the Settlement Effective Date is November 18, 2014; and

WHEREAS, the deadline to distribute payments to class members is January 17, 2015;

WHEREAS, Plaintiffs have moved for the entry of an order extending the deadline to distribute settlement proceeds to class members so that KCC can gather additional data from Defendants to complete the distribution;

NOW, THEREFORE, IT IS HEREBY ORDERED, ADJUDGED AND DECREED:

1. FMR LCC shall provide to KCC, subject to satisfactory completion of an audit of KCC's systems, the social security numbers and dates of birth of those class members to whom KCC will distribute settlement proceeds.

2. FMR LLC shall have thirty days from its receipt from KCC of the completed questionnaire which FMR LLC has provided it to complete the audit. If the audit is not satisfactory to FMR LLC, KCC shall have thirty days to rectify any audit issues.

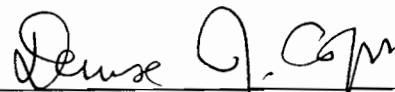
3. FMR LLC shall have ten days from the satisfactory completion of the audit to provide the social security numbers and dates of birth to KCC.

4. KCC shall utilize social security and date of birth data for class members solely to perform services necessary to implement the allocation of settlement proceeds to class members, including the filing of any related tax information with the Internal Revenue Service.

5. The deadline for completing distributions of settlement proceeds to class members by KCC will be extended to sixty days from the date KCC receives the social security numbers and dates of birth from FMR LLC.

6. Plaintiffs' counsel shall file a notice with the Court upon completion of the audit of KCC's systems and upon the distribution to class members.

SO ORDERED this 16th day of January, 2015.

A handwritten signature in black ink, appearing to read "Denise J. Casper", written over a horizontal line.

The Honorable Denise J. Casper
United States District Judge