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**UNITED STATES DISTRICT COURT
DISTRICT OF ARIZONA**

Richard Di Donato, Individually and On
Behalf of All Others Similarly Situated,

Plaintiff,

v.

Insys Therapeutics, Inc.; Michael L. Babich;
Darryl S. Baker; and John N. Kapoor,

Defendants.

No. 16-cv-00302-NVW

CLASS ACTION

**[PROPOSED] ORDER
APPROVING PLANS FOR
ALLOCATING NET
SETTLEMENT FUNDS**

1 This matter came on for hearings in connection with separate settlements achieved
2 in the above-captioned class action (“Action”) with each of defendants Darryl S. Baker,
3 John N. Kapoor, and Michael L. Babich (collectively, the “Settlements”) on Class
4 Representative’s motions (Docs. 405, 409, 424) to determine whether the proposed plan
5 of allocation (“Plan of Allocation”) of the net settlement funds created by the Settlements
6 should be approved.¹ The Plan of Allocation is the same for all three Settlements. Docs.
7 407-2, Ex. B, App. A; 411-2, Ex. B, App. A, 426-2, Ex. B., App. A.

8 The Court having considered all matters submitted to it at the Settlement Fairness
9 Hearings and otherwise; and it appearing that notice of the Settlements and Settlement
10 Fairness Hearings substantially in the forms approved by the Court was mailed to all Class
11 Members who or which could be identified with reasonable effort, and that a summary
12 notice of the Settlements and Settlement Fairness Hearings substantially in the forms
13 approved by the Court were published in *Investor’s Business Daily* and transmitted over
14 *PR Newswire* pursuant to the specifications of the Court set forth in each of its Orders
15 preliminarily approving the Settlements (Docs. 347, 373, 402); and the Court having
16 considered and determined the fairness and reasonableness of the proposed Plan of
17 Allocation,

18 NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

19 1. This Order approving the proposed Plan of Allocation incorporates by
20 reference the definitions in: (i) the Stipulation and Agreement of Settlement Between
21 Lead Plaintiff and Defendant Darryl S. Baker dated May 22, 2020 (Doc. 341-1); (ii) the
22 Stipulation and Agreement of Settlement Between Lead Plaintiff and Defendant John N.
23 Kapoor dated July 1, 2020 (Doc. 371-1); and (iii) the Stipulation and Agreement of
24 Settlement Between Lead Plaintiff and Defendant Michael L. Babich dated July 21, 2020
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26 _____
27 ¹ The Court held a final hearing for each of the Settlements (collectively, the
28 “Settlement Fairness Hearings”). The final hearing for the Baker Settlement was held on
September 23, 2020 the final hearing for the Kapoor Settlement was held on October 15,
2020; and the final hearing for the Babich Settlement was held on November 18, 2020.

1 (Doc. 399-1) (collectively, the “Stipulations”) and all terms not otherwise defined herein
2 shall have the same meanings as set forth in the Stipulations.

3 2. The Court has jurisdiction to enter this Order approving the proposed Plan
4 of Allocation, and over the subject matter of the Action and all parties to the Action,
5 including all Class Members.

6 3. Notice of Class Representative’s motions for approval of the proposed Plan
7 of Allocation was given to all Class Members who or which could be identified with
8 reasonable effort. The forms and methods of notifying the Class of the motions for
9 approval of the proposed Plan of Allocation satisfied the requirements of Rule 23 of the
10 Federal Rules of Civil Procedure, the United States Constitution (including the Due
11 Process Clause), the Private Securities Litigation Reform Act of 1995 (15 U.S.C. §§ 77z-
12 1, 78u-4), as amended, and all other applicable law and rules, constituted the best notice
13 practicable under the circumstances, and constituted due and sufficient notice to all
14 persons and entities entitled thereto.

15 4. In the aggregate, more than 93,900 Postcard Settlement Notices and more
16 than 12,600 long-form Settlement Notices for the Settlements were mailed to potential
17 Class Members and nominees, and the long-form Settlement Notices for the Settlements,
18 which included the Plan of Allocation, were posted on the Website. Docs. 407-2, 411-2,
19 426-2. An additional 886 long-form Settlement Notices (including the Plan of Allocation)
20 were downloaded from the Website. Docs. 423-1, 426-2.

21 5. There are no objections to the Plan of Allocation.

22 6. The Court hereby finds and concludes that the formula for the calculation
23 of the claims of Claimants as set forth in the Plan of Allocation provides a fair and
24 reasonable basis upon which to allocate the proceeds of each Net Settlement Fund among
25 Class Members with due consideration having been given to administrative convenience
26 and necessity.

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1 7. The Court hereby finds and concludes that the Plan of Allocation is, in all
2 respects, fair and reasonable to the Class. Accordingly, the Court hereby approves the
3 Plan of Allocation proposed by Class Representative.

4 8. Any appeal or any challenge affecting this Court’s approval of the Plan of
5 Allocation shall in no way disturb or affect the finality of the Judgment.

6 9. There is no just reason for delay in the entry of this Order, and immediate
7 entry by the Clerk of the Court is expressly directed.

8 SO ORDERED.

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