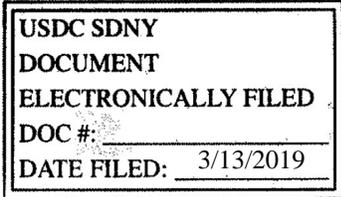


**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

*In re J.P. Morgan Stable Value Fund ERISA
Litigation*)) Master File No. 12-cv-2548-VSB

ORDER



VERNON S. BRODERICK, United States District Judge:

1. On November 3, 2017, Class Counsel filed a Motion for Preliminary Approval of Class Settlement on behalf of certain named plaintiffs (“Settling Plaintiffs”) and the Class. (Doc. 399.)
2. On December 7, 2017, other named plaintiffs (“Objecting Plaintiffs”) filed a Memorandum in Opposition to the Motion for Preliminary Approval. (Doc. 412.)
3. On December 19, 2017, Defendants filed a Response in Support of the Motion for Preliminary Approval, (Doc. 414), and Class Counsel filed a Reply Memorandum in Support of the Motion for Preliminary Approval, (Doc. 416).
4. On January 12, 2018, I held a Motion Hearing at which counsel for the Class, Defendants, and Objecting Plaintiffs appeared and presented arguments regarding Preliminary Approval of the Settlement.
5. On January 19, 2018, I issued an Order granting the Motion for Preliminary Approval of Class Settlement except with regard to the form and manner of the Notice of Settlement. (Doc. 425.) That Order directed the parties to either submit a joint proposed Notice of Settlement to be sent to class members or, if they could not agree on a form of Notice, to submit a joint letter stating their respective positions and proposed language regarding the form of Notice.

6. On January 30, 2018, Class Counsel submitted a letter agreed to by the Settling Parties that proposed a First Amendment to the Class Action Settlement Agreement to facilitate escrow arrangements for the Qualified Settlement Funding, shifting certain tax reporting duties from the “Escrow Agent” to the “Settlement Administrator.” (Doc. 426.) The Objecting Plaintiffs did not object to the proposed First Amendment.

7. On February 13, 2018, the parties submitted (1) a joint proposed publication notice that was agreeable to all parties, (Doc. 431-3), and (2) a joint letter motion stating their respective positions regarding the form of mailed notice to be sent to potential Class Members, (Doc. 431).

8. On August 8, 2018, Class Counsel submitted a letter motion requesting that the Court approve a proposed Second Amendment to the Class Action Settlement Agreement, which would provide for a supplemental notice and claims process for potential Class Members whose necessary contact and investment information no longer exists or is otherwise unavailable for collection. (Doc. 441.) Objecting Plaintiffs do not oppose this proposed Second Amendment or the updated publication notice, provided that the supplemental mailed notice otherwise comports with my ruling on the disputed issues presented in the parties’ February 13, 2018 letter motion, (Doc. 431).

9. On December 7, 2018, the parties submitted a second joint letter motion further clarifying and narrowing the disputed issues regarding the form of mailed notice and attaching a revised draft of same that reflects the parties’ updated positions and proposed alternative language/approaches. (Doc. 442.)

10. The following issue presented in the February 13, 2018 joint letter remains pending:

Must the mailed notice and the settlement website disclose that Objecting Plaintiffs oppose the Settlement, provide contact information for Objecting Plaintiffs' counsel, and require Class Members who file a Notice of Intention to Appear at the Fairness Hearing to directly mail a copy of same to Objecting Plaintiffs' counsel?

Wherefore, having considered all the above-referenced documents and the related arguments presented by counsel before this Court previously, IT IS HEREBY ORDERED that:

- (1) The proposed First Amendment to the Class Action Settlement Agreement, (Doc. 426-1), is approved as proposed by and agreed to by the Settling Parties;
- (2) The proposed Second Amendment to the Class Action Settlement Agreement, (Doc. 441-1), is approved, subject to my ruling below regarding the form of the mailed Notice to potential class members;
- (3) The form of the joint proposed publication notice agreed to by all parties, (Doc. 441-3), is approved; and
- (4) The form of the mailed Notice to all potential Class Members for whom contact information is available is approved as proposed by Class Counsel. The Notice to current participants, notice to former participants, and notice for participants requiring proof of eligibility, as proposed by Class Counsel and reflected in Exhibit A to this Order, may be issued pursuant to the terms of the proposed Settlement Agreement without the redline modifications. In other words, the mailed Notice and the settlement website need not disclose that Objecting Plaintiffs oppose the Settlement Agreement, provide contact information for Objecting Plaintiffs' counsel,

or require Class Members who file a Notice of Intention to Appear at the Fairness Hearing to directly mail a copy of same to Objecting Plaintiffs' counsel.

IT IS FURTHER ORDERED THAT the parties shall adhere to the schedule set forth in Exhibit B setting forth the deadlines for Notice to be provided to the Class and other dates leading to a final Fairness Hearing, which will be held on September 6, 2019 at 11:00 a.m. in Courtroom 518 of the Thurgood Marshall U.S. Courthouse, 40 Foley Square.

SO ORDERED

Dated: March 13, 2019
New York, New York


Vernon S. Broderick
United States District Judge