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**UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF CALIFORNIA**

IN RE REGULUS THERAPEUTICS INC.
SECURITIES LITIGATION

Case No. 3:17-cv-00182-BTM-RBB

**ORDER APPROVING
DISTRIBUTION PLAN**

Date: July 12, 2021
Time: 2:00 p.m.
Courtroom: 15B – 15th Floor
Judge: Hon. Barry Ted Moskowitz

Lead Plaintiffs Mark Appel and Michael Spitters (“Plaintiffs”), on notice to Defendants’ Counsel, moved this Court for an order approving the distribution plan for the Net Settlement Fund in the above-captioned class action (the “Action”), and the Court having considered all the materials and arguments submitted in support of the motion, including Plaintiff’s Notice of Motion and Unopposed Motion of Plaintiffs to Approve Distribution Plan, and Memorandum of Points and Authorities in Support Thereof; and the Declaration of Kari L. Schmidt in Support of Plaintiff’s Motion to Approve Distribution Plan (the “Schmidt Declaration”), submitted therewith;

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. This Order incorporates by reference the definitions in the Amended Stipulation of Settlement (“Stipulation”) and the exhibits filed therewith (ECF No. 40-2),

1 and all terms used herein shall have the same meanings as set forth in the Stipulation and
2 the Schmidt Declaration.

3 2. This Court has jurisdiction over the subject matter of the Action and over all
4 parties to the Action, including all Settlement Class members.

5 3. The administrative recommendations to accept claims, including the
6 otherwise valid claims filed after the original September 14, 2020 postmark deadline
7 (“Late Claims”), and to reject wholly ineligible or otherwise deficient claims, as
8 recommended by the Claims Administrator, Analytics Consulting, LLC (“Analytics”), as
9 stated in the Schmidt Declaration, are adopted;

10 4. Plaintiffs’ plan for distribution of the Net Settlement Fund to Authorized
11 Claimants is **APPROVED**. Accordingly,

12 A. Analytics will calculate award amounts to all Authorized Claimants by
13 calculating their *pro rata* share of the fund in accordance with the Court-approved Plan
14 of Allocation (the Claimant’s “Distribution Amount”).

15 B. Analytics will, pursuant to the terms of the Court-approved Plan of
16 Allocation, eliminate any Authorized Claimant whose Distribution Amount calculates to
17 less than \$10.00, when the exact distributable amount is determined. Such Claimants will
18 not receive any distribution from the Net Settlement Fund and Analytics will send letters
19 to those Authorized Claimants advising them of that fact.

20 C. After eliminating Claimants who would have received less than \$10.00,
21 Analytics will recalculate the *pro rata* distribution amounts for Authorized Claimants
22 who will receive \$10.00 or more pursuant to the calculations described in subparagraph
23 B. above.

24 D. Analytics will then conduct an initial distribution of the Net Settlement Fund
25 by distributing to Authorized Claimants who will receive \$10.00 or more their *pro rata*
26 distribution amounts (the “Initial Distribution”).

27 E. To encourage Authorized Claimants to promptly cash their payments, all
28 Initial Distribution checks will bear a notation “CASH PROMPTLY. VOID AND

1 SUBJECT TO REDISTRIBUTION IF NOT CASHED BY 90 DAYS AFTER ISSUE
2 DATE.”

3 F. Analytics will endeavor to make reasonable and diligent efforts to have
4 Authorized Claimants negotiate their initial distribution checks. Authorized Claimants
5 who do not negotiate their Initial Distribution checks within the time allotted will
6 irrevocably forfeit all recovery from the Settlement. The funds allocated to all such stale-
7 dated checks will be available in the re-distribution to other Authorized Claimants.
8 Similarly, Authorized Claimants who do not negotiate subsequent distributions within the
9 time allotted will irrevocably forfeit any further recovery from the Settlement.

10 G. After Analytics has made reasonable and diligent efforts to have Authorized
11 Claimants negotiate their Initial Distribution checks, but no earlier than six (6) months
12 after the Initial Distribution, Analytics, if Lead Counsel, in consultation with Analytics,
13 has determined that it is feasible and practicable in light of the amount of the remaining
14 Net Settlement Fund and Analytics’ estimated costs for the second distribution, will
15 conduct a second distribution of the Net Settlement Fund (the “Second Distribution”). If
16 Lead Counsel has determined that a Second Distribution is feasible and practicable, then
17 any amounts remaining in the Net Settlement Fund after the Initial Distribution, and after
18 deducting Analytics’ estimated fees and expenses incurred in connection with
19 administering the Second Distribution, and after the payment of any estimated taxes, the
20 costs of preparing appropriate tax returns, and any escrow fees, will be distributed to all
21 Authorized Claimants in the Initial Distribution who (1) cashed their Initial Distribution
22 payment; and (2) are entitled to at least \$10.00 from the redistribution based on their *pro*
23 *rata* share of the remaining funds.

24 H. Additional redistributions, after deduction of costs and expenses as described
25 above and subject to the same conditions, may occur thereafter until Lead Counsel, in
26 consultation with Analytics, determines that further redistribution is not cost-effective.

27 I. At such time as Analytics and Lead Counsel determine that further re-
28 distribution is not cost-effective, Lead Counsel will move the Court with respect to the

1 transfer of the balance of the Net Settlement Fund, if any, after payment of any unpaid
2 expenses or fees incurred in connection with administering the Net Settlement Fund the
3 costs of additional distributions, and after the payment of any estimated escrow fees or
4 taxes and the costs of preparing appropriate tax returns, to an appropriate *cy pres*
5 organization.

6 J. No further Proofs of Claim shall be accepted after June 8, 2021, and no
7 further adjustments to Proofs of Claim shall be made for any reason after June 8, 2021.

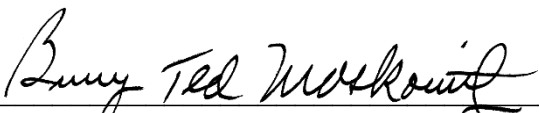
8 K. Analytics shall retain all paper and electronic copies of the Proofs of Claim
9 and all supporting documentation for at least four years after all the funds have been
10 distributed.

11 5. The Court authorizes payment of \$53,373.26 from the Settlement Fund to
12 the Claims Administrator for the balance of the fees and expenses incurred and to be
13 incurred in connection with the claims administration process, as described in the Schmidt
14 Declaration.

15 6. This Court retains jurisdiction to consider any further applications
16 concerning the administration of the Settlement, and such other and further relief as this
17 Court deems appropriate.

18
19 IT IS SO ORDERED.

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21 DATED: 07/12/2021

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23 THE HONORABLE BARRY TED MOSKOWITZ
24 UNITED STATES DISTRICT JUDGE
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