

*Forillo*

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

NEW JERSEY CARPENTERS HEALTH FUND, et  
al.,

Plaintiffs,

v.

RESIDENTIAL CAPITAL, LLC, et al.,

Defendants.

No. 08-CV-8781 (KPF)

~~PROPOSED~~ <sup>KPF</sup> ORDER APPROVING THE FORM AND METHOD OF DISTRIBUTION  
OF NOTICE OF PENDENCY OF CLASS ACTION

WHEREAS, on October 15, 2012 (Dkt. 185), the Court granted Plaintiffs' motion to certify a class "of purchasers who bought the security on the date of offering directly from the issuers" of the RALI Certificates as defined in Schedule A to the Class Notice (the "First Certification Order"); and

WHEREAS, on January 3, 2013 (Dkt 202), the Court granted Plaintiffs' motion for the modification of class definition to modify the certified class to encompass purchasers who bought within ten days of the offering dates of the RALI Certificates (the "Second Certification Order"); and

WHEREAS, on April 30, 2013 (Dkt 218), the Court granted Plaintiffs' motion to reinstate 37 of 55 dismissed offerings among the RALI Certificates subject to class certification and reaffirmed the class certification as modified by the Second Certification Order (the "Third Certification Order"); and

**WHEREAS**, on December 18, 2013 (Dkt 284), the Court granted Defendants' motion to dismiss six offerings from the RALI Certificates due to intervening precedent as held by the Second Circuit in *Police & Fire Ret. Sys. of City of Detroit v. IndyMac MBS, Inc.*, 721 F.3d 95 (2d Cir. June 27, 2013), and otherwise reaffirmed the class certification ruling as modified by the Second Certification Order (the "Fourth Certification Order"); and

**WHEREAS**, on December 27, 2013 (Dkt 285), the Court granted Plaintiffs' motion to add thirteen new offerings to the RALI Certificates and reaffirmed the class certification as modified by the Second Certification Order (the "Fifth Certification Order"); and

**WHEREAS**, the Parties have conferred regarding the form and method of distribution of the Notice of Pendency of Class Action ("Notice") annexed hereto as Exhibit A and the Summary Notice of Pendency of Class Action ("Summary Notice") annexed hereto as Exhibit B; and

**WHEREAS**, Plaintiff has engaged GCG Class Action & Claims Solutions Inc. ("GCG") to publish, disseminate and administer the proposed Notice Program described below:

**NOW, THEREFORE**, it is hereby **ORDERED** that:

**CLASS NOTICE:**

1. The form of the proposed Notice (Exhibit A) and Summary Notice (Exhibit B) complies with the requirements of Fed. R. Civ. P. 23(c)(2)(B) and due process and is therefore approved. Information regarding GCG's experience with providing notification and/or claims administration services in securities cases is attached hereto as Exhibit C.
2. GCG is approved as the Notice Administrator for the Class.

3. GCG will mail the Notice by First Class mail to all persons or entities that have been previously identified by Plaintiffs in discovery, and as custodians, nominees and beneficial holders of the RALI Certificates within ten (10) business days of receipt of a copy of this Order;

4. GCG will mail the Notice by First Class mail to all beneficial holders identified by any brokerage firm, bank, or nominee that provides GCG with a list of the names and addresses of such holders within 10 business days of receipt of such information; alternatively that Notice shall be provided by such brokerage firm, bank or nominee;

5. GCG will conduct an additional mailing of the Notice by First Class mail to its proprietary list of nominees, banks, brokers, custodians and other similar institutions which typically hold securities such as the RALI Certificates, and the provisions of paragraph 4 above shall apply equally with respect to any such nominees, banks, brokers, custodians and similar institutions;

6. GCG will provide printed Notices to all custodians or nominees who request additional copies (at no cost) for the purpose of mailing them to beneficial holders;

7. GCG will cause to be published the Summary Notice in *Investors' Business Daily*, which will provide class members with a toll free hotline number and information on how to obtain the Notice no later than ten (10) business days after entry of this Order ;


8. The Summary Notice will be made available on the DTC Electronic Legal Notice system;

9. The Notice Program shall commence no later than ten (10) days after entry of this Order and will continue for 60 days from commencement allowing any Class member who wishes to submit a request for exclusion from the Class.

10. The Court finds, pursuant to Fed. R. Civ. P. 23(c)(2)(B), that the proposed Notice Program is the best notice that is practicable under the circumstances and comports with due process, and hereby approves the Notice Program and forms of Notice and Summary Notice, annexed as Exhibits A and B hereto.

Dated: New York, New York  
September 25, 2014

SO ORDERED:



Hon. Katherine Polk Failla  
U.S.D.J.

