

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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CITY OF BROCKTON RETIREMENT
SYSTEM, Individually and on Behalf of all
Others Similarly Situated,

Plaintiffs,

Civil Action No. 11 Civ. 4665 (PGG)

-vs-

AVON PRODUCTS, INC., ANDREA
JUNG, and CHARLES W. CRAMB,

Defendants.

ORDER APPROVING PLAN OF ALLOCATION

THIS MATTER having come before the Court on December 1, 2015 on Plaintiffs' motion for final approval of the proposed Settlement set forth in the Stipulation and Agreement of Settlement dated July 22, 2015 and the Plan of Allocation; the Court having considered all papers filed and proceedings had herein and otherwise being fully informed;

NOW, THEREFORE, IT IS HEREBY ORDERED that:

1. Pursuant to and in compliance with Rule 23 of the Federal Rules of Civil Procedure, this Court hereby finds and concludes that due and adequate notice was directed to persons and entities who are Class Members, advising them of the Plan of Allocation and of their right to object thereto, and a full and fair opportunity was accorded to persons and entities who are Class Members to be heard with respect to the Plan of Allocation.

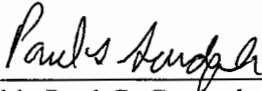
2. The Court hereby finds and concludes that the formula in the Plan of Allocation for the calculation of the claims of Authorized Claimants that is set forth in the Notice of (i) Pendency of Class Action, Certification of Class, and Proposed Settlement; (ii) Settlement Fairness Hearing; and (iii) Motion for an Award of Attorneys' Fees and Reimbursement of

Litigation Expenses (the "Notice") disseminated to Class Members, provides a fair and reasonable basis upon which to allocate the net settlement proceeds among Class Members.

3. The Court hereby finds and concludes that the Plan of Allocation set forth in the Notice is, in all respects, fair and reasonable and the Court hereby approves the Plan of Allocation.

IT IS SO ORDERED.

Dated: August 23, 2016



Honorable Paul G. Gardephe
UNITED STATES DISTRICT JUDGE