

IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF NORTH CAROLINA

IN RE: COTTON YARN ANTI-TRUST)
LITIGATION)
) CIVIL ACTION NO. 1:04MD1622
THIS DOCUMENT RELATES TO: ALL)
ACTIONS)
)

**ORDER GRANTING DISTRIBUTION OF THE NET SETTLEMENT FUND
AND PAYMENT OF SETTLEMENT-RELATED EXPENSES**

BEATY, Chief District Judge.

This matter is before the Court for consideration of Plaintiffs' Motion to Approve Distribution of the Net Settlement Fund and Payment of Settlement-Related Expenses [Document #102]. This Court previously approved the Settlement Agreement reached in this case between Plaintiffs, on behalf of themselves and a class of direct purchasers of cotton yarn (collectively, "Plaintiffs"), and Defendants Parkdale America, LLC and Parkdale Mills, Inc. In addition, the Court previously approved the Plan of Allocation of Settlement Proceeds and Distribution of Settlement Funds to Class Members. Plaintiffs now seek authorization to distribute the Settlement Funds to the Settlement Class Members and to distribute payment for Settlement-Related expenses, as set forth in Plaintiffs' instant Motion. Notice of the proposed Distribution of the Net Settlement Fund and Payment of Settlement-Related Expenses was given to all those Class members who filed a claim and/or all claimants for whom the Claims Administrator mailed a final determination letter for claims filed. The Court held a hearing on February 26, 2009, at which time all affected persons had the opportunity to be heard. At the hearing, the Court was fully apprised of the

relevant facts and circumstances relating to the proposed distribution of the Net Settlement Fund and the payment of Settlement-Related expenses. After consideration of the Motion and Exhibits, and arguments of counsel, the Court concludes that the Motion should be granted.

IT IS THEREFORE ORDERED as follows:

1. The Motion to Approve Distribution of the Net Settlement Fund and Payment of Settlement-Related Expenses is hereby GRANTED.

2. The Court's Order of December 30, 2008, outlined the form and manner by which Plaintiffs were to provide Class members who filed a claim and/or all claimants for whom the Claims Administrator mailed a final determination letter with notice of its Motion to Approve Distribution of the Net Settlement Fund and Payment of Settlement-Related Expenses, and notice of the hearing with respect thereto, including providing individual notices to these Class members, as well as posting a copy of the notice on the Claims Administrator's web site. Plaintiffs have now filed proof that Notice was given in substantial conformance with the Court's December 30, 2008 Order. The Court finds that the Notice provided meets the requirements of Rule 23 of the Federal Rules of Civil Procedure and due process, and was the best notice practicable under the circumstances and constitutes due and sufficient notice to all persons entitled thereto.

3. The Court notes that there was one objection filed as to Plaintiffs' Motion. Class member and potential claimant A Plus Fabric, Inc. filed an objection to using portions of the Net Settlement proceeds for purposes of payment of Settlement-Related expenses incurred in this case, noting that the services of the Claims Administrator and textile expert,

Dr. Jon Rust, were not necessary and vital to the decisions of the Court in this case. However, the Court overrules the objection in light of the presentation made by Plaintiffs' counsel at the hearing as to the necessity of the Claims Administrator and the expert to the management, claims administration, and distribution of the Net Settlement Fund. Therefore, the Court finds that to the extent that objections have been filed in this matter, all objections have been resolved.

4. The Court further finds that the proposed distribution of the Net Settlement Fund, including the processes and determinations made by the Claims Administrator, as set forth in the Motion and Exhibits thereto, is sufficiently fair, reasonable, and adequate to authorize distribution of the Net Settlement Fund. The Net Settlement Fund shall be distributed to qualifying Class members on a *pro rata* basis to the claimants identified on the "Payable Claims" listing attached to Exhibit C of the Motion. In addition, Class Counsel shall cause to be included with the Settlement payments mailed to claimants, an insert informing claimants of their rights and/or responsibilities as to the receipt of the Settlement payment.

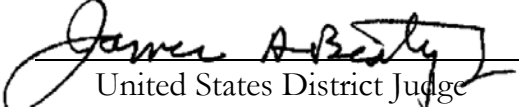
5. The Court further finds that the amounts to be paid for Settlement-related expenses, that is, to the Claims Administrator and Dr. Jon Rust, and the justifications therefor, as set forth in the Motion and Exhibits are sufficiently fair, reasonable, and adequate to authorize said payments. Class Counsel are authorized to disburse \$68,168.59 to the Claims Administrator for services rendered in connection with Settlement administration. The sum of \$14,874.00 from the Net Settlement Fund shall be retained in the Escrow Fund to address the fees and expenses incurred by the Claims Administrator in connection with

finalizing the management and distribution of the Net Settlement Fund. In addition, Class Counsel are further authorized to disburse up to an additional \$14,874.00 to the Claims Administrator for future activities related to management and disbursement of the Net Settlement Fund. Class Counsel are further authorized to disburse \$250.00 from the Net Settlement Fund to Dr. Jon Rust for services rendered in connection with administration of the Net Settlement Fund.

6. The Court directs that to the extent that any funds remain in the Net Settlement Fund after distribution to the claimants and payment for Settlement-Related expenses, Class Counsel shall file a motion with the Court requesting authorization to further disburse any remaining proceeds in the Net Settlement Fund.

7. Class Counsel shall cause to be filed with the Clerk of this Court, and served upon Counsel for Defendants, affidavits or declarations of the person under whose general direction the distribution of the Net Settlement Fund and payment of Settlement-Related expenses were made, showing that distribution and payment were made in accordance with this Order.

This, the 4 day of March, 2009.


United States District Judge