

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

LORI D. GORDON, on behalf of herself
and all others similarly situated,

Plaintiff,

vs.

THE HAIN CELESTIAL GROUP, a
Delaware corporation; JASON NATURAL
PRODUCTS, INC., a California
Corporation,

Defendants.

Case No. 16-CV-06526-KBF

~~PROPOSED~~ ORDER PRELIMINARILY
APPROVING CLASS ACTION,
CONDITIONALLY CERTIFYING THE
SETTLEMENT CLASS, PROVIDING
FOR NOTICE AND SCHEDULING
ORDER

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WHEREAS, Plaintiff Lori Gordon in this action titled *Gordon v. Hain Celestial*, No. 16-CV-06526-KBF (the “Litigation”) and The Hain Celestial Group and Jason Natural Products, Inc. (“Defendants”) have entered into a Stipulation of Settlement, filed April 20, 2017 (the “Stipulation”)¹, after lengthy arms-length settlement discussions; AND,

WHEREAS, the Court has received and considered the Stipulation, including the accompanying exhibits; AND,

WHEREAS, the Parties have made an application, pursuant to Federal Rules of Civil Procedure, Rule 23(e), for an order preliminarily approving the settlement of this Litigation, and for its dismissal with prejudice upon the terms and conditions set forth in the Stipulation; AND,

WHEREAS, the Court has reviewed the Parties’ application for such order, and has found good cause for same.

NOW, THEREFORE, IT IS HEREBY ORDERED:

I. THE SETTLEMENT CLASS IS CERTIFIED

1. Pursuant to Federal Rules of Civil Procedure, Rule 23, and for settlement purposes only, the Court hereby certifies this Litigation as a class action on behalf of the following Settlement Class:

All persons who purchased JASON Natural Product Long & Strong Jojoba Pure Natural Shampoo, JASON Volumizing Lavender Shampoo, JASON Normalizing Tea Tree Treatment Shampoo, JASON Dandruff Relief 2 in 1 Treatment Shampoo & Conditioner, and/or JASON Smoothing Coconut Body Wash in the United States between August 17, 2011 and the Notice Date.

Excluded from the Settlement Class are (a) Defendants’ employees, officers and directors; (b) persons or entities who purchased the above-referenced products for the purpose of re-sale; (c) governmental entities; (d) persons who timely and properly exclude themselves from the Class as provided herein; and (e) the Court, the Court’s immediate family, and Court staff.

2. With respect to the Settlement Class, the Court preliminarily finds the prerequisites for a class action under Rules 23(a) and (b)(3) of the Federal Rules of Civil Procedure have been met, in that: (a) the Settlement Class is so numerous that joinder of all individual Settlement Class Members in the Litigation is impracticable; (b) there are questions of law and fact common to the Settlement Class and those common questions of law and fact predominate over any individual questions; (c) the claims of the Settlement Class Representative is typical of the claims of the Settlement Class; (d) the Settlement Class

¹ All terms used in this order shall have the same meanings as set forth in the Stipulation unless set forth differently.

Representative and Class Counsel will fairly and adequately represent the interests of the Settlement Class; and (e) a class action is superior to other available methods for the fair and efficient adjudication of the controversy. The Court also finds that the class action is well suited for certification under Rule 23(b)(2) because Defendant has acted on grounds that apply generally to the Settlement Class, making injunctive relief or corresponding declaratory relief appropriate.

3. Pursuant to Rule 23 of the Federal Rules of Civil Procedure, the Court hereby appoints the Plaintiff in the Litigation as the Settlement Class Representative of the Settlement Class.
4. Having considered the factors set forth in Rule 23(g)(1) of the Federal Rules of Civil Procedure, the Court hereby appoints Class Counsel to represent the Settlement Class.

II. THE STIPULATION IS PRELIMINARILY APPROVED

5. The Court hereby preliminarily approves the Stipulation and the terms and conditions of the proposed Settlement set forth therein, subject to further consideration at the Settlement Hearing described below.
6. The Court has conducted a preliminary assessment of the fairness, reasonableness, and adequacy of the Stipulation, and hereby finds that the Settlement falls within the range of reasonableness meriting possible final approval. The Court therefore preliminarily approves the proposed Settlement as set forth in the Stipulation.
7. Pursuant to of the Federal Rules of Civil Procedure, Rule 23(e) the Court will hold a final approval hearing (the "Settlement Hearing") on July 31, 2017, at 9:00 am a.m./p.m., in the Courtroom of the Honorable Katherine B. Forrest, 500 Pearl Street, New York, New York, 10007, for the following purposes: (a) finally determining whether the Settlement Class meets all applicable requirements of Federal Rules of Civil Procedure, Rule 23 and, thus, the Settlement Class claims should be certified for purposes of effectuating the Settlement; (b) determining whether the proposed Settlement of the Litigation on the terms and conditions provided for in the Stipulation is fair, reasonable and adequate and should be approved by the Court; (c) considering the application of Class Counsel for a Fee and Expense Award as provided for under the Stipulation; (d) considering the application for an incentive award to the Settlement Class Representative for her service; (e) considering whether the Court should enter the [Proposed] Judgment, Final Order and Decree; (f) whether the release by the Settlement Class Members of the Released Claims as set forth in the Stipulation should be provided; and (g) ruling upon such other matters as the Court may deem just and appropriate.
8. The Court may adjourn the Settlement Hearing and later reconvene such hearing without further notice to the Settlement Class Members.

9. The Parties may further modify the Stipulation prior to the Settlement Hearing so long as such modifications do not materially change the terms of the Settlement provided thereunder. The Court may approve the Stipulation with such modifications as may be agreed to by the Parties, if appropriate, without further notice to Settlement Class Members.

10. Settlement Class members must file and serve any objections to the proposed Settlement no

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later than ~~thirty (30) days prior to the Settlement Hearing~~, including any memorandum and/or submissions in support of said objection, which deadline will be set forth in the Class Notice. *The procedures for objecting to the proposed settlement are set forth in paragraph 23.*

11. Opening papers in support of the Settlement and any application for a Fee and Expense Award and/or class representative incentive awards must be filed with the Court and served ~~at least thirty (30) days prior to the Settlement Hearing~~

not later than 6/15/17. Opposition due 7/13. Reply due 7/13/17.

III. THE COURT APPROVES THE FORM AND METHOD OF CLASS NOTICE

12. The Court approves, as to form and content, the proposed Notice of Class Action Settlement and Publication Notice (collectively the "Class Notice"), which are exhibits C and D, respectively, to the Stipulation.

13. The Court finds that the distribution of Class Notice substantially in the manner and form set forth in ¶¶15-16 of this Order and the Stipulation meet the requirements of Federal Rule of Civil Procedure 23 and due process, is the best notice practicable under the circumstances, and shall constitute due and sufficient notice to all Persons entitled thereto.

14. The Court approves the designation of Garden City Group, Inc., to serve as the Court-appointed Settlement Administrator for the Settlement. The Settlement Administrator shall disseminate Class Notice and supervise and carry out the notice procedure, the processing of claims, and other administrative functions, and shall respond to Settlement Class member inquiries, as set forth in the Stipulation and this Order under the direction and supervision of the Court.

15. The Court directs the Settlement Administrator to establish a Settlement Website, making available copies of this Order, the Stipulation and all Exhibits thereto, frequently asked questions, a toll-free hotline, and such other information as may be of assistance to Settlement Class Members or required under the Stipulation. The Claim Form shall be made available to Class members through the Settlement Website no later than the Notice Date, as defined below, and continuously thereafter through the claims period.

16. The Settlement Administrator is ordered to begin providing notice to the Settlement Class no later than ~~thirty (30) days after entry of this order~~. (the "Notice Date").

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17. The costs of the Class Notice, processing of claims, creating and maintaining the Settlement Website, and all other Settlement Administrator and Class Notice expenses shall be paid out of the Settlement Fund in accordance with the applicable provisions of the Stipulation.

IV. PROCEDURE FOR CLASS MEMBERS TO PARTICIPATE IN THE SETTLEMENT

18. The Court approves the Parties' proposed form of the Claim Form. Any Settlement Class member who wishes to receive money from the Settlement shall complete a Claim Form in accordance with the instructions contained therein and submit it to the Settlement Administrator no later than 120 days after the date the Court enters the Judgment ("Claim-In Period"). Such deadline may be further extended without notice to the Settlement Class by Court order.

19. The Settlement Administrator shall have the authority to accept or reject claims in accordance with the Stipulation, including the Claims Administration Protocols.

20. Any Class member may enter an appearance in the Litigation, at his or her own expense, individually or through counsel. All Class members who do not enter an appearance will be represented by Class Counsel.

V. PROCEDURE FOR REQUESTING EXCLUSION FROM THE SETTLEMENT CLASS

21. Any Person falling within the definition of the Settlement Class may, upon his or her request, be excluded from the Settlement Class. Any such Person must submit a completed request for exclusion to the Clerk of the Court postmarked or delivered no later than ~~30 days before the Settlement Hearing~~ (the "Opt-Out and Objection Deadline"), as set forth in the Class Notice. Requests for exclusion purportedly filed on behalf of groups of persons are prohibited and will be deemed to be void.

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22. A list reflecting all requests for exclusions shall be filed with the Court by Defendant at or before the Settlement Hearing.

VI. PROCEDURE FOR OBJECTING TO THE SETTLEMENT

23. Settlement Class members who have not excluded themselves shall be afforded an opportunity to object to the terms of the Settlement or Class Counsel's application for

attorneys' fees and expenses or for an incentive award to the Settlement Class Representative. Any objection must: (1) contain the full name, address, and telephone number of the Settlement Class Member objecting; (2) contain the signature of the Settlement Class Member objecting or a duly authorized representative; (3) state the specific reasons why the Settlement Class Member is objecting; (4) include the style of the Lawsuit; (5) contain the name, address, bar number and telephone number of counsel for the objecting member of the Settlement Class, if represented by an attorney; (6) state whether the objecting member of the Settlement Class intends to appear at the Settlement Hearing either in person or through counsel; and (7) be sent by U.S. mail, first class and postage prepaid, with a postmark on or before 7/31/17, 2017 (the "Exclusion/Objection Deadline") to the Clerk of the Court, Class Counsel, and Defendants' Counsel. In addition to the foregoing, if the Settlement Class Members intends to appear at the Settlement Hearing, the objection should also include (1) a statement of the Settlement Class Member's intent to appear, either in person or through counsel, (2) a list of any and all witnesses whom the Settlement Class Member may call at the Settlement Hearing, with the address of each witness and a summary of his or her proposed testimony, and (3) a detailed description of any all evidence the Settlement Class Member may offer at the Settlement Hearing, including photocopies of any all exhibits which the Settlement Class Member may introduce at the Settlement Hearing.

IT IS SO ORDERED.

DATED: 5/5/17

K.B. Forrest
The Honorable Katherine B. Forrest
United States District Court Judge

24. Replies, if any, to any settlement class member objections are due not later than 7/17/17 (to be filed with the Court).