

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF KANSAS**

IN RE: URETHANE ANTITRUST LITIGATION)	MDL 1616
_____)	Civil No. 04-md-01616-JWL
)	
This Document Relates To:)	
The Polyether Polyol Cases)	
_____)	

**ORDER APPROVING DISTRIBUTION
FROM THE DOW SETTLEMENT FUND**

AND NOW, this 19th day of December, 2017, upon consideration of Class Plaintiffs' Motion To Approve Distributions From The Dow Settlement Fund, Dkt. No. 3281 ("Dow Distribution Motion"), Class Plaintiffs' Supplemental Report In Support of Motion to Approve Distributions from the Dow Settlement Fund, Dkt. No 3295 ("Supplemental Report"), the objections filed by eight class members, and the entire record in this matter, IT IS HEREBY ORDERED AND ADJUDGED as follows:

1. The procedures used, actions taken, and determinations made by Settlement Administrator Garden City Group, LLC ("GCG") and Plaintiffs' Class Counsel for the administration of the Dow Settlement are hereby adjudged to have been proper and complete, and the administrative determinations of GCG and Class Counsel accepting, modifying, and rejecting Claims filed in this matter are approved.

2. The Court has reviewed the Dow Distribution Motion and the Supplemental Report, including the exhibits thereto, and has considered the objections filed by the class members as well as the modifications recommended by Class Counsel to the Schedule of Distribution. After due consideration, the Court approves the

Recognized Loss Amounts set forth in the Recommended Schedule of Distribution submitted to the Court on December 8, 2017 as Exhibit 1 to the Supplemental Report (“Recommended Schedule of Distribution”), and the methodology for determining payment amounts for claimants, and overrules any and all objections filed in connection therewith.

3. The Eligible Claims listed in the Recommended Schedule of Distribution are approved, as are the Recognized Loss Amounts for each claim. These Eligible Claims are henceforth referred to as the Authorized Claims. The Authorized Claimants shall share in the distribution of the Dow Settlement Fund on a *pro rata* basis.

4. The Ineligible Claims listed in the Rejected Claims List, attached as Exhibit 2 to the Supplemental Report, are rejected and shall not receive a distribution of funds from the Dow Settlement Fund.

5. The fees invoiced by GCG were reasonable and necessary in connection with the administration of the Dow Settlement.

6. The fees invoiced by Info Tech, Inc. were reasonable and necessary in connection with the administration of the Dow Settlement.

7. Class Counsel reports that as of September 30, 2017, the balance of the Dow Settlement Fund, which is held in the Dow Settlement Escrow Account, totals \$556,980,141.

8. The Court finds that it is appropriate to distribute the Dow Settlement Funds in two installments as follows: 85% of the Dow Settlement Fund after the appeal period from this Order has run, and the remaining approximately 15% (after payment of any additional taxes, fees and expenses) at a point to be recommended to the Court by GCG and Class Counsel.

9. To effectuate the initial distribution, 85% of the current balance of the Dow Settlement Escrow Account, which equals \$473,433,120.57, shall be transferred into a Dow Distribution Fund. GCG is directed to distribute the monies in the Dow Distribution Fund to the Authorized Claimants listed in the Recommended Schedule of Distribution as approved by this Court, which complies with the Plan of Allocation approved by this Court. Each Authorized Claimant shall receive his/her/its share of the Dow Distribution Fund as calculated by GCG, based on the Authorized Claimant's Recognized Loss Amounts as a proportion of the Dow Distribution Fund.

10. All checks shall be made payable to the Authorized Claimant and mailed to the Authorized Claimant's address; provided, however, that for all Authorized Claimants that retained third-party claims filers the contracts for which retention provide that the checks should be sent to those third-party claims filers in a negotiable form (e.g., Payable to Third-Party Filer FBO (For the Benefit of) the Class Member), the checks shall be made payable jointly to both the Authorized Claimant and the corresponding third-party claim filer and mailed to the Authorized Claimant's address.

11. Checks for distribution to the Authorized Claimants shall bear the notation "Non-Negotiable After 90 Days," and no check shall be negotiated in the Dow Distribution Fund more than 120 days after the date of the check.

12. One year after this Action is terminated and any and all related appeals have been decided or the time for filing appeals has lapsed, the Settlement Administrator may destroy all claim forms and related correspondence. The Settlement Administrator shall, however, retain all administrative records, including its copy of the Estimated Recommended Schedule of Distribution, its claimants listings and its computer database and programs used to create the claimants listings, for a period of three (3) years after the

termination of this Action and the disposition of any related appeals, at which time the Settlement Administrator may destroy electronic copies of claims records.

BY THE COURT:

s/ John W. Lungstrum
John W. Lungstrum
United States District Judge