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ENDORSED
FILED
ALAMEDA COUNTY
SEP 10 2013
CLERK OF THE SUPERIOR COURT
YOLANDA ESTRADA Deputy

6 Attorneys for Plaintiff and the Settlement Class
7

8 SUPERIOR COURT OF THE STATE OF CALIFORNIA
9 FOR THE COUNTY OF ALAMEDA

10 NAVEEN VEMULAPATI, individually and on
11 behalf of others similarly situated,

12 Plaintiffs,
13 vs.

14 SIEBEL SYSTEMS, INC., ORACLE
CORPORATION, and DOES 1 through 10,
15 inclusive,

16 Defendants.

Case No.: RG 13662755

**[PROPOSED] ORDER FINALLY
APPROVING CLASS ACTION
SETTLEMENT AND JUDGMENT**

Date: September 10, 2013
Time: 2:30 p.m.
Dept: 17

Reservation Number: 1431049

SEP 10 2013

1 The Court, having considered whether to order final approval of the Settlement Agreement
2 filed on or about April 24, 2013, having granted preliminary approval on May 1, 2013, having directed
3 that notice be given to all Class Members of preliminary approval of the Settlement Agreement and the
4 final approval hearing and the right to be excluded from or object to the Settlement, having read and
5 considered all of the papers of the parties and their counsel, and having received no objections to the
6 Settlement, and good cause appearing,

7 **IT IS ORDERED, ADJUDGED, AND DECREED THAT:**

8 1. Terms used in this Order have the meaning assigned to them in the Settlement
9 Agreement and Class Notice.

10 2. The Court finds that the following individuals are members of the Class:

11
12 Individuals who Siebel Systems, Inc. employed in the positions of Quality Assurance
13 Engineer, Senior Quality Assurance Engineer, Quality Engineer, or Senior Quality
14 Engineer in California from February 5, 2003 to February 28, 2006 and who did not
15 previously execute a release of claims.

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17 3. The Court hereby finds that the Notice of Preliminary Approval of Settlement and Final
18 Approval Hearing has been mailed to all Class Members as previously ordered by the Court, and that
19 such Notice fairly and adequately described the terms of the proposed Settlement Agreement, the
20 manner in which Class Members could object to or participate in the settlement, and the manner in
21 which Class Members could opt out of the Class; was the best notice practicable under the
22 circumstances; was valid, due and sufficient notice to all Class Members; and complied fully with
23 Civil Code § 1781(e), Rule of Court 3.769, due process and all other applicable laws. The Court
24 further finds that a full and fair opportunity has been afforded to Class Members to participate in the
25 proceedings convened to determine whether the proposed Settlement Agreement should be given final
26 approval. Accordingly, the Court hereby determines that all Class Members who did not file a timely
27 and proper request to be excluded from the settlement are bound by this final Order.

28 4. The Court finds that the Settlement Agreement is fair, reasonable, and adequate as to

1 the Class, Plaintiff, and Defendant, and is the product of good faith, arm's-length negotiations between
2 the parties, and further, that the Settlement Agreement is consistent with public policy, and fully
3 complies with all applicable provisions of law. Accordingly, the Court hereby finally and
4 unconditionally approves the Settlement Agreement, and specifically:

5 a. Approves the Gross Settlement Fund of \$975,000.

6 b. Approves the payment of \$20,000 to the California Labor and Workforce
7 Development Agency to resolve the State's portion of the Labor Code Private Attorney General Act
8 claims. That amount will be paid ^gdirectly by Oracle outside of the Gross Settlement Fund.

9 c. Approves the application for class representative service award of \$10,000 to
10 Plaintiff Naveen Vemulapati, to be paid directly by Oracle outside of the Gross Settlement Fund.

11 d. Approves Class Counsel's attorneys' fee request of \$292,500 on a
12 lodestar/multiplier basis, finding that Class Counsel's 2013 hourly rates and the hours expended on the
13 litigation are reasonable. The fees shall be paid out of the Gross Settlement Fund.

14 e. Orders that ten percent (10%) of the amount awarded as attorneys' fees be
15 retained by the Settlement Administrator, to be paid out to Class Counsel on further order of the Court
16 after certification of completion of distribution of monies due to Class Members under the Settlement;

17 f. Approves Class Counsel's request for reimbursement of litigation expenses of
18 \$12,000, to be paid from the Gross Settlement Fund.

19 g. Approves payment to Rust Consulting, Inc., the Settlement Administrator, of
20 costs and expenses of settlement administration of no more than \$23,000 to be paid directly by Oracle
21 outside of the Gross Settlement Fund;

22 h. Approves payment from the Net Settlement Fund of amounts determined by the
23 Settlement Administrator to be due to Class Members who did not opt out, fifty percent (50%) to be
24 allocated as wages and fifty percent (50%) to be allocated as interest and penalties, as specified in the
25 Settlement Agreement;

26 i. Approves the parties' choice of cy pres beneficiaries, which will share equally
27 any remaining funds. The cy pres beneficiaries are: (1) Asian Americans Advancing Justice – Asian
28 Law Caucus, and (2) the Tenderloin Tech Lab of the St. Anthony Foundation in San Francisco.

1 5. The Court orders the following Implementation Schedule for further proceedings:

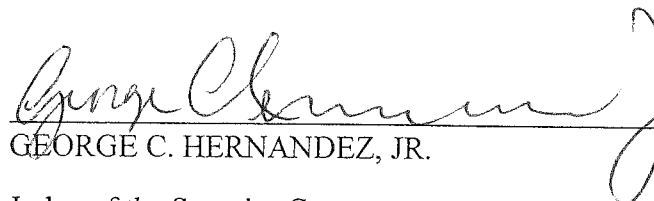
<p>2</p> <p>3 <i>October 10</i>, 2013</p> <p>4</p> <p>5 (Within 30 days of date of</p> <p>6 Court's Order of Final</p> <p>7 Approval)</p> <p>8</p> <p>9</p> <p>10</p> <p>11</p>	<p>Settlement Administrator to distribute: individual settlement allocation checks to Class Members, minus withholding taxes; service payment checks to Class Representatives as approved by Court; attorneys' fees and costs to Class Counsel (except for 10% holdback of attorneys' fees until Court reviews and approves report by Settlement Administrator reflecting funds distributed, checks cashed, checks cancelled and amount available for distribution to cy pres beneficiary) as approved by Court; and PAGA penalty payment to state.</p>
<p>12 30 days after distribution of</p> <p>13 settlement checks</p> <p>14</p> <p>15</p>	<p>Settlement Administrator will provide a declaration of payment, which will be filed with the Court and served on Class counsel and Defendant.</p>
<p>16 181 days after distribution of</p> <p>17 settlement checks</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p>	<p>Settlement Administrator will cancel unnegotiated settlement checks and begin to prepare accounting to Court reflecting funds distributed, checks cashed, checks cancelled, amount of Court approved Class Counsel's attorneys' fees held back, and amount available for distribution to cy pres beneficiaries, designated by the parties and approved by the Court.</p>
<p>23 200 days after distribution of</p> <p>24 settlement checks</p> <p>25</p>	<p>Settlement Administrator to submit final accounting to the Court.</p>

<p>1 Within 3 (three) business days 2 of Court review and approval of 3 final accounting 4 5</p>	<p>Settlement Administrator to pay Class Counsel the portion of attorneys' fees held back by order of Court, and Settlement Administrator to pay any remaining funds from checks not cashed or undeliverable to the cy pres beneficiaries in equal amounts, as approved by the Court.</p>
<p>6 Within 30 days of payment of 7 residual to cy pres beneficiaries 8 9</p>	<p>Settlement Administrator to file with the Court and serve on Class Counsel and Defendant's Counsel a declaration of payment to cy pres beneficiaries.</p>

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11 6. The Court enters judgment pursuant to Rule 3.769 of the California Rules of Court,
12 provided, however, that without affecting the finality of this Order, the Court retains exclusive and
13 continuing jurisdiction over the litigation for purposes of supervising, implementing, interpreting and
14 enforcing this Order and the Settlement Agreement, and in order to conduct further hearing(s) on
15 certification of distribution procedures as specified above.

16 **IT IS SO ORDERED.**

17 Dated: September 10, 2013

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19 GEORGE C. HERNANDEZ, JR.
20 Judge of the Superior Court
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