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GORDON PARK-LI, Clerk

BY: *[Signature]* Deputy Clerk

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SUPERIOR COURT OF THE STATE OF CALIFORNIA
IN AND FOR THE COUNTY OF SAN FRANCISCO

COORDINATION PROCEEDING
SPECIAL TITLE (RULE 1550(b))

VITAMIN CASES,

This Document Relates To:

ALL ACTIONS

Judicial Council Coordination Proceedings No.
4076

Master File No. 301803 (San Francisco County)

~~PROPOSED~~ ORDER GRANTING
MOTION FOR APPROVAL OF
DISTRIBUTION OF CONSUMER CLASS
SETTLEMENT FUNDS (ROUND 1)

Date: August 25, 2004
Time: 1:30 p.m.
Dept.: 505
Judge: Hon. John E. Munter

Plaintiffs' Co-Liaison Counsel ("PCC") and the California Attorney General ("AG") have moved for a proposed distribution of the Consumer Class Settlement Fund pursuant to the Settlement Agreement and the Plan of Distribution in this action. The Court-approved *Cy Pres* Fund Administrator, Harry M. Snyder, has reviewed the applications for *cy pres* fund distributions put forward by various entities, conducted due diligence on such applications, and has recommended an initial distribution to certain of these entities. After reviewing all papers submitted and for the reasons set forth by the Court at the hearing, the Court grants the motion of

1 PCC and the California AG that Round 1 *cypress* funds be distributed to the following applicants
2 and in the following amounts:

- 3 • Boys and Girls Club of Greater San Diego (\$140,000);
- 4 • California Food Bank System (\$7,213,278);
- 5 • Friends in Sonoma Helping (\$50,000);
- 6 • Friends in Service Here of Santa Rosa (\$50,000);
- 7 • Glide Foundation (\$200,000);
- 8 • Homeless Care Force (\$119,800);
- 9 • Italian American Community Services Agency (\$50,000);
- 10 • Institute on Aging (\$68,016);
- 11 • North of Market Senior Services (\$25,000);
- 12 • On Lok Day Services (\$145,000);
- 13 • Senior Meals and Services (\$240,000);
- 14 • Mama's Kitchen (\$100,000);
- 15 • Project Angel Food (\$100,000);
- 16 • Project Open Hand (\$100,000);
- 17 • Food for Thought (\$50,000);
- 18 • Catholic Charities of Stockton (\$45,000);
- 19 • Eastside College Preparatory (\$500,000);
- 20 • Sacred Heart/St. Dominic Elementary School (\$100,000);
- 21 • San Joaquin County Child Abuse Prevention Center (\$100,086);
- 22 • Sonoma Valley Hospital (\$34,190);
- 23 • St. Anthony Foundation (\$569,630);
- 24 • Fresno Metropolitan Ministry (\$500,000);
- 25 • California Food Policy Advocates (\$1,000,000);
- 26 • Foundation for Taxpayer and Consumer Rights (\$200,000);
- 27 • Volunteer Legal Services Program of the Bar Association of San Francisco
28 (\$80,000);

- 1 • American Antitrust Institute (\$496,800);
- 2 • California Center for Public Health Advocacy (\$801,130);
- 3 • Public Health Institute (\$200,000);
- 4 • Strategic Alliance to Prevent Childhood Obesity (\$200,000).

5 Further information concerning these projects is contained in the Declaration of Harry M. Snyder,
6 Fund Administrator, and the exhibits attached thereto, filed on July 30, 2004.

7 It is further ordered that the AG's Vitamins Settlement Special Deposit Fund, as described
8 in the attached Declaration of Kathleen Foote, be funded in the amount of \$1 million. A Special
9 Committee, consisting of the California Attorney General, the Senior Assistant Attorney General
10 for Antitrust in the Office of the California Attorney General, and the Fund Administrator ¹³ ~~are~~
11 directed to promulgate standards and procedures for the internal governance of the fund
12 including, but not limited to, those delineated, in the grant application for the Vitamins Settlement
13 Special Deposit Fund. This \$1 million grant to the California Attorney General's Office Antitrust
14 Section and Vitamins Settlement Special Fund shall be automatically revoked if the Legislature of
15 the State of California reduces the budget of the California Department of Justice to compensate
16 for the funds disbursed.

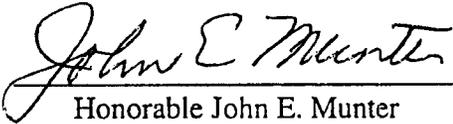
17 The Court has reviewed the submissions of PCC and the Declarations of Harry Snyder,
18 Carl K. Oshiro, and Matthew Iverson which reflect that they have spent a combined total of
19 1,310.7 hours on the due diligence project to date. In light of these submissions, this Court
20 approves an additional payment of \$120,000 to *Cy Pres* Fund Administrator Harry Snyder for the
21 work done to date on the due diligence project. With regard to the proposed Round Three *cy pres*
22 applications, which involve scientific and nutritional research, Mr. Snyder is directed to continue
23 interviewing professionals with expertise and experience in reviewing such research proposals
24 and submit a report and recommendation to the Court concerning any such technical review.
25 Such report and recommendation will include an estimate of how much such a technical review
26 would cost, and whether such costs would exceed the \$345,000 budget that has been approved in
27 this matter.

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The Court grants PCC's request to appoint Gilardi & Company to act as the consumer *cy pres* fund distribution administrator. As such, Gilardi & Company will be responsible for distributing the consumer *cy pres* funds as directed by this Court, and for ensuring that proper tax filing concerning the fund are made (including retaining tax counsel for advice and guidance, if appropriate). PCC is instructed to apply to the Court for authority to pay the fees and costs related to the distribution of the *Cy Pres* Fund once they are incurred. In accordance with the Settlement Agreement in this action, fees and costs related to the distribution of the *Cy Pres* Fund, including the costs to prepare and submit tax filings, are to be deducted from the Consumer *Cy Pres* Fund itself.

IT IS SO ORDERED.

Dated: Sept 8, 2004



Honorable John E. Munter
Superior Court Judge