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**UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA**

DAVID RAMIREZ and MARION
LEMONS, on behalf of themselves and all
others similarly situated,

Plaintiffs,

vs.

RITE AID CORPORATION, THRIFTY
PAYLESS, INC., and DOES 1-10,
inclusive.

Defendants.

Case No. CV 20-3531-GW-SKx
(Consolidated with Case No. 2:20-cv-
07617-GW-SKx)

**REVISED ORDER GRANTING
PLAINTIFFS' MOTION FOR
PRELIMINARY APPROVAL OF
CLASS ACTION AND PAGA
REPRESENTATIVE ACTION
SETTLEMENT**

Date Action Filed: April 16, 2020

1 The Motion for Preliminary Approval of Class and PAGA Representative Action
2 Settlement, filed by Plaintiffs David Ramirez and Marion Lemons (“Plaintiffs”), came
3 on for hearing regularly in Courtroom 9D of the above captioned court, the Honorable
4 George H. Wu, presiding, on October 7, 2021. Defendants Rite Aid Corporation and
5 Thrifty Payless, Inc. (collectively “Defendants”) do not oppose the motion.

6 Having reviewed the papers and documents presented, having heard the
7 statements of counsel, having issued a Tentative Ruling dated October 6, 2021
8 (“Tentative Ruling”) attached hereto as **Exhibit 1**, and having considered the matter,
9 the Court HEREBY ORDERS THE FOLLOWING:

10 1. The Court hereby incorporates its Tentative Ruling and GRANTS
11 preliminary approval of the terms and conditions contained in the Settlement, attached
12 hereto as **Exhibit 2**. The Court preliminarily finds that the terms of the Settlement
13 appear to be within the range of possible approval, pursuant to Federal Rule of Civil
14 Procedure 23 and applicable law.

15 2. The Court finds on a preliminary basis that: (1) the settlement amount is
16 fair and reasonable when balanced against the probable outcome of further litigation
17 relating to class certification, liability and damages issues, and potential appeals; (2)
18 sufficient discovery, investigation, research, and litigation have been conducted such
19 that counsel for the Parties at this time are able to reasonably evaluate their respective
20 positions; (3) settlement at this time will avoid substantial costs, delay, and risks that
21 would be presented by the further prosecution of the litigation; and (4) the proposed
22 Settlement has been reached as the result of intensive, serious, and non-collusive
23 negotiations between the Parties. Accordingly, the Court preliminarily finds that the
24 Settlement was entered into in good faith.

25 3. The Court hereby GRANTS conditional certification of the provisional
26 Settlement Class, in accordance with the Settlement, for the purposes of this Settlement
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1 only. The Settlement Class is defined as those individuals who, according to TPI’s
2 [Thrifty Payless, Inc.’s] personnel and payroll records, worked for TPI as a non-exempt
3 associate in a Rite Aid retail store in California at any time during the period of April
4 16, 2016 through the date of the Court’s order granting preliminary approval of the
5 Settlement.

6 4. The Court hereby authorizes the retention of JND Legal Administration
7 (“JND”) as Settlement Administrator for the purpose of the Settlement, with reasonable
8 administration costs currently estimated at \$98,023.00.

9 5. The Court hereby conditionally appoints Schneider Wallace Cottrell
10 Konecky LLP and Aiman-Smith & Marcy PC as Counsel for the Class.

11 6. The Court hereby conditionally appoints Plaintiffs David Ramirez and
12 Marion Lemons as Representatives for the Class.

13 7. The Court hereby APPROVES the revised Notice of Settlement, which
14 incorporates the Court’s edits as outline in the Tentative Ruling, and is attached hereto
15 as **Exhibit 3**. The Court finds that the Notice of Settlement, along with the related
16 notification procedure contemplated by the Settlement, constitute the best notice
17 practicable under the circumstances and are in full compliance with the applicable laws
18 and the requirements of due process. The Court further finds that the Notice appears to
19 fully and accurately inform the Members of the Class of all material elements of the
20 proposed Settlement, of their right to be excluded from the Settlement, and of their right
21 and opportunity to object to the Settlement.

22 8. The Court hereby authorizes dissemination of the Notice of Settlement to
23 the Class. Subject to the terms of the Settlement, the Notice of Settlement shall be
24 mailed via first-class mail to the most recent known address of each Class Member
25 within the timeframe specified in the Settlement, and sent via email to all such persons
26 for whom Defendants have an email address. The Parties are authorized to make non-

1 substantive changes to the proposed Notice of Settlement that are consistent with the
2 terms of the Settlement and this Order.

3 9. The Court hereby APPROVES the proposed procedure for Members of the
4 Class to request exclusion from the Settlement, which is to submit a written statement
5 requesting exclusion to the Settlement Administrator during the time period permitted
6 under the Notice. Any Members of the Class who submit a written exclusion shall not
7 be a member of the Class, shall be barred from participating in the Settlement, and shall
8 receive no benefit from the Settlement.

9 10. The Court has reviewed the nature of the claims and the proposed
10 allocation and deems such allocation appropriate or reasonable. The Court hereby
11 conditionally approves the allocation of the Net Settlement Amount as follows: One-
12 quarter (1/4) of all Settlement Share payments to Participating Class Members shall be
13 considered wages and shall be subject to the withholding of all applicable local, state
14 and federal taxes. Three-quarters (3/4) of all Settlement Share payments to Participating
15 Class Members shall be considered non-wages for the settlement of interest claims,
16 statutory and civil penalty claims, and for attorneys' fees.

17 11. Class Counsel's requests for attorneys' fees in the amount of one-third
18 (33.33%) of the Gross Settlement Amount, or \$2,999,700.00, plus their costs, currently
19 estimated at \$27,000, will be included in Class Counsel's motion for attorneys' fees and
20 costs which will be heard by the Court at the time of the final fairness hearing.

21 12. The Court ORDERS that Class Counsel shall file a motion for final
22 approval of the Settlement, with the appropriate declarations and supporting evidence,
23 including a declaration setting forth the identity of any members of the Class who
24 request exclusion from the Settlement.

25 13. The Court ORDERS that Class Counsel shall file a motion for approval of
26 the fee and cost award and of the service awards to the Class Representatives, with the
27

1 appropriate declarations and supporting evidence, to be heard at the same time as the
2 motion for final approval of the Settlement.

3 14. The Court further ORDERS that each Member of Class shall be given a
4 full opportunity to object to the Settlement and request for attorneys' fees, and to
5 participate at a Final Approval Hearing, which the Court sets to commence on February
6 24, 2022, at 8:30 a.m. in Courtroom 9D of the United States District Court, Central
7 District of California. Any Class Member seeking to object to the proposed Settlement
8 may file such objection in writing with the Court and shall serve such objection on the
9 Settlement Administrator by the time specified in the Notice.

10 15. Accordingly, GOOD CAUSE APPEARING, the Court hereby
11 APPROVES the proposed Notice of Settlement and the proposed notice process, and
12 adopts the following dates and deadlines:

Date of preliminary approval of the Settlement as to the Class	October 12, 2021
Deadline for Defendants to provide to Administrator a list containing, for each Class Member, the following information: (1) name; (2) last known address, email address (to the extent such information is maintained in Defendants' Human Resources Information System) and phone number (to the extent such information is maintained in Defendants' Human Resources Information System); (3) number of weeks worked by each individual as a non-exempt associate in a Rite Aid retail store during the Class Period; and (4) Social Security number. Concurrently, Defendant shall provide Class Counsel a list containing, for each employee at issue, associate identification	Within 30 calendar days of the Court's Preliminary Approval Order

1	number, last four digits of the employee's	
2	Social Security number, and total number	
3	of workweeks.	
4	Deadline for Administrator to mail and	Within 10 business days after
5	email the Class Notice to Class Members	Administrator receives the Class List
6	Deadline for Settlement Class Members	Within 30 days after Notice is
7	to submit challenges regarding the	initially mailed to the class
8	number of workweeks worked	
9	Deadline for Settlement Class Members	Within 60 days after Notice is
10	to postmark request to opt-out or file	initially mailed to the class
11	objection to the Settlement	
12	Deadline for Administrator to provide the	At least 10 days prior to the Final
13	Court with a declaration attesting to	Approval Hearing
14	completion of the notice process	
15	Deadline for filing of Final Approval	According to Local Rule 6-1
16	Motion	
17	Final Approval Hearing	February 24, 2022
18	Effective Date	Upon execution by all Parties, Class
19		Counsel, Defendants' counsel, and
20		Final Approval from the Court,
21		following Notice to Class Members
22		and a formal fairness hearing and
23		entry of a final judgment by the Court
24	Deadline for Defendants to pay the	The latest of:
25	Administrator all amounts awarded and	• 14 calendar days following the
26	approved by the Court ("Payment Date")	entry of a Judgment finally
27		approving this Settlement
28		• If an objection is filed, 14
		calendar days after any
		deadline to file an appeal has
		expired
		• If an appeal has been taken or
		sought, 14 calendar days after
		the Judgment is finally
		affirmed by an appellate court
		with no possibility of
		subsequent appeal or judicial
		review, or the date the
		appeal(s) or reviews are finally

	dismissed
Deadline for Administrator to make all payments due under the Settlement	Within ten (10) business days of the Payment Date
Check-cashing deadline	180 days after issuance
Deadline for Administrator to either distribute uncashed check funds to <i>cy pres</i> recipient or redistribute such funds	As soon as practicable after check-cashing deadline
Deadline for Plaintiffs to file a Post-Distribution Accounting	Within 21 days after the distribution of any remaining monies to Class Members who cashed their Settlement Award check or to the <i>cy pres</i> recipient
Deadline for Plaintiff Ramirez to dismiss with prejudice the <i>Ramirez</i> PAGA action,	Within 5 days of the Court entering Judgment as to the Consolidated Action

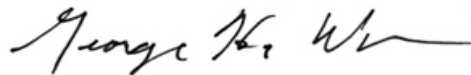
16. The Court further ORDERS that, pending further order of this Court, all proceedings in the Action, except those contemplated herein and in the Settlement, are stayed, and all deadlines are vacated.

17. If for any reason the Court does not execute and file a Final Approval Order and Judgment, the proposed Settlement subject to this Order and all evidence and proceedings had in connection with the Settlement shall be null and void.

18. The Court may, for good cause, extend any of the deadlines set forth in this Order or adjourn or continue the final approval hearing without further notice to the Class.

IT IS SO ORDERED.

Dated: October 12, 2021



HON. GEORGE H. WU
United States District Judge,