

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA

IN RE TALIS BIOMEDICAL SECURITIES  
LITIGATION

Case No. 22-cv-00105-SI

CLASS ACTION

THIS DOCUMENT RELATES TO:  
  
ALL ACTIONS

**[PROPOSED] ORDER APPROVING  
DISTRIBUTION OF NET  
SETTLEMENT FUND**

Judge: Hon. Susan Illston

Lead Plaintiff and Class Representative Martin Dugan (“Plaintiff”), on behalf of himself and the Class, moved this Court for an order approving the distribution of the Net Settlement Fund pursuant to the Settlement of this Action.

Having considered all papers filed and proceedings had herein and otherwise being fully informed in the premises and good cause appearing therefor, IT IS HEREBY ORDERED THAT:

1. This Order incorporates by reference the definitions in the Stipulation of Settlement (the “Stipulation”) (ECF No. 181-2), and all terms used herein shall have the same meanings as set forth in the Stipulation, unless otherwise set forth herein.

2. This Court has jurisdiction over the subject matter of the Action and over all Parties to the Action, including all Members of the Settlement Class.

3. The administrative recommendations of the Court-approved Claims Administrator, A.B. Data, Ltd. (“A.B. Data” or the “Claims Administrator”), to accept the claims deemed acceptable in whole or in part, listed in Exhibits D and E to the Teichmiller Declaration, are adopted.

4. The Claims Administrator’s administrative recommendations to reject the claims that A.B. Data has wholly rejected, listed in Exhibit F to the Teichmiller Declaration, are adopted.

5. The proposed plan for distributing the Net Settlement Fund (the “Distribution Plan”) as set forth in the Teichmiller Declaration is APPROVED. Accordingly:

1 (a) A.B. Data will conduct an initial distribution (the “Initial Distribution”) of  
2 the available balance of the Net Settlement Fund, after deducting all  
3 payments previously approved by the Court and requested herein, and after  
4 deducting payment of any estimated taxes, the costs of preparing tax returns,  
5 and any escrow fees, as follows:

6 (i) Pursuant to the Court-approved Plan of Allocation, A.B. Data will  
7 calculate each Authorized Claimant’s *pro rata* share of the Net  
8 Settlement Fund based on the amount of the Authorized Claimant’s  
9 Recognized Claim in comparison to the total Recognized Claims of all  
10 Authorized Claimants.

11 (ii) A.B. Data will, pursuant to the Court-approved Plan of Allocation,  
12 eliminate from the distribution, any Authorized Claimant whose *pro*  
13 *rata* share of the Net Settlement Fund as calculated under subparagraph  
14 (a)(i) above is less than \$10.00. Such Claimants will not receive any  
15 payment from the Net Settlement Fund.

16 (iii) After eliminating Claimants who would have received less than  
17 \$10.00, A.B. Data will recalculate the *pro rata* share of the Net  
18 Settlement Fund for Authorized Claimants who would have received  
19 \$10.00 or more pursuant to the calculation described in subparagraph  
20 (a)(i) above. This *pro rata* share is the Authorized Claimant’s  
21 “Distribution Amount.”

22 (iv) To encourage Authorized Claimants to cash their distribution checks  
23 promptly, and to avoid or reduce future expenses relating to unpaid  
24 distribution checks, all Initial Distribution checks will bear the  
25 notation: “DEPOSIT PROMPTLY, VOID AND SUBJECT TO RE-  
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DISTRIBUTION IF NOT NEGOTIATED WITHIN 90 DAYS OF DISTRIBUTION.”<sup>1</sup>

(v) Authorized Claimants who do not cash their Initial Distribution checks within the time allotted, or pursuant to further action as set forth in footnote 1, will irrevocably forfeit all recovery from the Settlement.

(b) Consistent with the Court-approved Plan of Allocation, if any funds remain in the Net Settlement Fund after the Initial Distribution because of uncashed checks or otherwise, then, after A.B. Data has made reasonable and diligent efforts to have Authorized Claimants cash their distribution checks (which efforts shall consist of the extensive follow up efforts described in footnote 1), any balance remaining in the Net Settlement Fund six (6) months after the distribution or reasonably soon thereafter, shall, if Co-Lead Counsel, in consultation with A.B. Data, determine it to be cost effective to do so, be redistributed, after payment of any unpaid fees and expenses incurred in administering the Settlement, including for such redistribution and after deducting payment of any estimated taxes, the costs of preparing appropriate tax returns and any escrow fees, to Authorized Claimants who have cashed their distribution checks and who would receive at least \$10.00 from such redistribution, with additional distributions thereafter in six-month intervals,

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<sup>1</sup> In an effort to have as many Authorized Claimants as possible cash their checks, A.B. Data will perform follow-up with those Authorized Claimants whose checks are initially uncashed, either because they are returned to A.B. Data as undeliverable or because the Authorized Claimant simply did not cash the check after a period of time elapsed. For Authorized Claimants whose checks are returned as undeliverable, A.B. Data will endeavor to locate new addresses by running the undeliverable addresses through the U.S.P.S. National Change of Address database and, where appropriate, via Internet search techniques and by calling the Authorized Claimants. Where a new address is located, A.B. Data will update the database accordingly and re-issue a distribution check to the Authorized Claimant at the new address. For any Authorized Claimants whose checks are not returned but who simply do not cash their checks, A.B. Data will use a mix of automated calls, personalized telephone calls, and emails to urge such Authorized Claimants to cash their distribution checks. In the event an Authorized Claimant loses or damages his, her, or its check, or otherwise requires a new check, A.B. Data will issue replacement checks. Distribution reissues will be undertaken only upon written instructions from the Authorized Claimant, provided that the Authorized Claimant returns the previous check where appropriate. For all checks, A.B. Data will void the initial payment prior to reissuing a payment.

1 subject to the conditions previously noted, until Co-Lead Counsel, in  
2 consultation with A.B. Data, determine that further redistribution is not cost  
3 effective.

4 (c) At such time as Co-Lead Counsel, in consultation with A.B. Data,  
5 determines that the redistribution of funds remaining in the Net Settlement  
6 Fund is not cost effective, if sufficient funds remain to warrant the  
7 processing of Claims received after August 5, 2025, such Claims will be  
8 processed, and any such Claims that are otherwise valid, as well as any  
9 earlier received Claims for which a cure or adjustment was received after  
10 August 5, 2025, which resulted in an increased Recognized Claim, will be  
11 paid in accordance with paragraph (d) below. If any funds remain in the Net  
12 Settlement Fund after payment of such late or late-cured or adjusted Claims,  
13 the remaining balance shall be contributed to a non-profit, charitable  
14 organization serving the public interest and unaffiliated with the Parties or  
15 their counsel, selected by Co-Lead Counsel.

16 (d) No new Claims may be accepted after August 5, 2025, and no further cures  
17 or adjustments to Claims received on or before August 5, 2025, that would  
18 result in an increased Recognized Claim may be made for any reason after  
19 August 5, 2025, subject to the following exception: If Claims are received,  
20 cured or modified after August 5, 2025, that would be eligible for payment  
21 or additional payment under the Plan of Allocation if timely received, at the  
22 time that Co-Lead Counsel, in consultation with A.B. Data, determine that a  
23 redistribution is not cost effective as provided in paragraph (c) above, then,  
24 after payment of any unpaid fees or expenses incurred in connection with  
25 administering the Settlement and after the payment of any estimated taxes,  
26 the costs of preparing tax returns, and any escrow fees, such Claimants, at  
27 the discretion of Co-Lead Counsel, may be paid their distribution amounts  
28 or additional distribution amounts on a *pro rata* basis that would bring them

1 into parity with other Authorized Claimants who have cashed all of their  
2 prior distribution checks to the extent possible based on available funds.

3 6. Unless otherwise ordered by the Court, A.B. Data will dispose of the paper copies  
4 of Claims and all supporting documentation one (1) year from the final distribution date of the Net  
5 Settlement Fund and will dispose of electronic copies of the same three (3) years after the final  
6 distribution date of the Net Settlement Fund.

7 7. The Claims Administrator is directed to reject without further notice any new  
8 Claims, any further documentation to cure defective Claims, and any further adjustments to Claims  
9 that would result in an increased Recognized Claim that are received after August 5, 2025.

10 8. All persons involved in the review, verification, calculation, tabulation, or any other  
11 aspect of the processing of the claims submitted herein, or otherwise involved in the administration  
12 or taxations of the Net Settlement Fund, including Lead Plaintiff, Plaintiff's Counsel, the Claims  
13 Administrator, the Escrow Agents and any other agent designated by Co-Lead Counsel, are released  
14 and discharged from any and all claims arising out of such involvement, and all Settlement Class  
15 Members are barred from making any further claim against the Net Settlement Fund or the Released  
16 Parties, including the entities named in this Paragraph.

17 9. The Claims Administrator's fees and expenses for its work in connection with the  
18 administration of the Settlement (including estimated fees and expenses to conduct the Initial  
19 Distribution) are approved, and Co-Lead Counsel is directed to pay the Claims Administrator  
20 \$180,341.62 out of the Settlement Fund.

21 **IT IS SO ORDERED.**

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23 Dated: \_\_\_\_\_, 2025

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24 The Honorable Susan Illston  
25 United States District Judge  
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