



GRANTED

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

CITY OF WARREN GENERAL
EMPLOYEES' RETIREMENT
SYSTEM, individually and on behalf of
all others similarly situated,

Plaintiff,

v.

TALBOTT ROCHE and WILLIAM Y.
TAUSCHER,

Defendants.

C.A. No. 2019-0740-PAF

[PROPOSED] AMENDED SCHEDULING ORDER

WHEREAS, the parties to the above-captioned action (the "Action") have entered into a Stipulation and Agreement of Compromise and Settlement dated June 28, 2022 (the "Stipulation"), which sets forth the terms and conditions for the proposed settlement and dismissal with prejudice of the Action, subject to review and approval by this Court pursuant to Court of Chancery Rules 23 and 23.1 upon notice to the Class;

WHEREAS, on July 12, 2022, the Court entered a Scheduling Order setting a Settlement Hearing for September 21, 2022, and providing for other deadlines based on that hearing date (D.I. 121 (the "Original Scheduling Order"));

WHEREAS, before Notice was disseminated as provided for under the Original Scheduling Order, the Court informed the parties that it has a scheduling

conflict on September 21, 2022, such that a new Settlement Hearing date is necessary,

NOW, THEREFORE, this ____ day of August, 2022, IT IS HEREBY ORDERED that:

1. Except as provided below, the Original Scheduling Order shall remain in full force and effect.

2. Paragraph 4 of the Original Scheduling Order is amended as follows: A hearing (the “Settlement Hearing”) will be held on October 5, 2022, at 11:00 a.m., in the Court of Chancery of the State of Delaware, Leonard L. Williams Justice Center, 500 North King Street, Wilmington, Delaware 19801, to: (a) determine whether the Class should be certified for settlement purposes pursuant to Delaware Court of Chancery Rules 23(a), 23(b)(1), and 23(b)(2); (b) determine whether Plaintiff and Plaintiff’s Counsel have adequately represented the interests of the Class in the Action; (c) determine whether the Court should approve the Settlement as fair, reasonable, and adequate and in the best interests of the Class; (d) determine whether the Action should be dismissed with prejudice by entry of the Judgment pursuant to the Stipulation, releasing the Released Plaintiff’s Claims and Released Defendant’s Claims against the respective released parties, and barring and enjoining prosecution of any and all released claims against any and all respective released parties; (e) consider the application by Plaintiff’s Counsel for attorneys’

fees, costs, and payment of expenses; (f) hear and determine any objections to the Settlement and/or to the application of Plaintiff's Counsel for an award of attorneys' fees, costs, and expenses; and (g) rule on such other matters as the Court may deem appropriate.

3. Paragraph 13 of the Original Scheduling Order is amended as follows: Within seven (7) calendar days from the date of entry of this Amended Scheduling Order, the Administrator shall cause the Notice, substantially in the form attached as Exhibit B to the Stipulation, to be mailed by first-class mail, to each Person who was a record holder of Blackhawk Network Holdings, Inc. common stock at any time from October 18, 2017 through and including June 15, 2018 at their last known address appearing in the stock transfer records maintained by or on behalf Blackhawk. All stockholders of record of Blackhawk who were not also the beneficiary of any shares of common stock held by them of record shall be directed in the Notice to forward promptly the Notice to the beneficial owners of those shares. The Administrator shall use reasonable efforts to give notice to such beneficial owners by (i) making additional copies of the Notice available to any record holder who, prior to the Settlement Hearing, requests the same for distribution to beneficial owners, or (ii) mailing additional copies of the Notice to beneficial owners as reasonably requested by record holders who provide names and addresses for such beneficial owners.

4. Paragraph 14 of the Original Scheduling Order is amended as follows:
The Parties shall provide further notice to the Class Members within ten (10) days of the entry of this Amended Scheduling Order by causing the Stipulation and the Notice to be placed on the Administrator's website.

5. The Court may, for good cause, extend any of the deadlines set forth in the Original Scheduling Order or this Amended Scheduling Order without further notice.

Vice Chancellor Paul A. Fioravanti, Jr.

This document constitutes a ruling of the court and should be treated as such.

Court: DE Court of Chancery Civil Action

Judge: Paul A Fioravanti Jr

File & Serve

Transaction ID: 67891024

Current Date: Aug 02, 2022

Case Number: 2019-0740-PAF

Case Name: CONF ORD /City of Warren General Employees' Retirement System v. Talbott Roche

Court Authorizer: Paul A Fioravanti Jr

/s/ Judge Paul A Fioravanti Jr