

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF TEXAS  
TYLER DIVISION**

ROBERTO RAMIREZ and THOMAS  
IHLE,

Plaintiffs,

-against-

J.C. PENNEY CORPORATION, INC.,  
MICHAEL DASTUGUE, JANET  
DHILLON, KENNETH HANNAH,  
MICHAEL KRAMER, RONALD  
JOHNSON, and MYRON E. ULLMAN, III,

Defendants.

Civil Action No. 6:14-cv-00601-RWS-KNM

CLASS ACTION

**PLAINTIFFS' UNOPPOSED MOTION FOR FINAL APPROVAL OF  
CLASS ACTION SETTLEMENT, CERTIFICATION OF SETTLEMENT CLASS  
AND APPROVAL OF PLAN OF ALLOCATION**

Pursuant to Rule 23(e) of the Federal Rules of Civil Procedure, Plaintiffs<sup>1</sup> Roberto Ramirez and Thomas Isle ("Named Plaintiffs") respectfully file this unopposed<sup>2</sup> motion for an Order entering the Order and Final Judgment negotiated by the Parties to settle Named Plaintiffs'

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<sup>1</sup> Capitalized terms used herein are defined in the Class Action Settlement Agreement and Release, dated May 31, 2016 (the "Settlement Stipulation") (Dkt. No. 68-1).

<sup>2</sup> The Parties conferred on June 23, 2017, and Defendants' Counsel agreed that Defendants would not oppose Plaintiffs' Motion. However, this Motion and the accompanying documents is filed only by Plaintiffs, and sets forth only the views of Plaintiffs about the strengths and weaknesses of the claims and defenses and the risks of further litigation. Unsurprisingly, there are significant differences between the views of Plaintiffs and Defendants about the strengths and weaknesses of Plaintiffs' claims and Defendants' defenses to those claims, as well as significant differences concerning the amount of recoverable damages if Plaintiffs prevailed. To be clear, Defendants deny any and all liability in the Action and disagree with many of the assertions made herein. Defendants also expressly disagree with the legal arguments made by Plaintiffs. The proposed Settlement is a compromise of those differences. Further, Defendants are unopposed to class certification in this case only for purposes of this settlement. Defendants do not agree that this case would warrant class action treatment outside of the context of this settlement.

and the Settlement Class's claims against Defendants. The [Proposed] Order and Final Judgment is attached hereto.<sup>3</sup>

Among other things, the Order and Final Judgment will:

- A. Certify as the Settlement Class “[a]ll Persons who were participants in or beneficiaries of the J. C. Penney Corporation, Inc. Savings, Profit Sharing and Stock Ownership Plan (“the Plan”) at any time from November 1, 2011 through Settlement Stipulation Execution Date, May 31, 2016 (the “Class Period”), and whose Plan accounts included investments in the J. C. Penney Common Stock Fund.”;
- B. Appoint Named Plaintiffs Roberto Ramirez and Thomas Isle as Class Representatives for the Settlement Class;
- C. Appoint Zamansky LLC as Class Counsel pursuant to Fed. R. Civ. P. 23(g);<sup>4</sup>
- D. Find that the Notice Plan has been effectuated and that it fully satisfied the requirements of Federal Rule of Civil Procedure 23 and the requirements of due process;
- E. Approve the proposed Settlement as fair, reasonable and adequate to the Settlement Class;
- F. Approve the Plan of Allocation as fair, reasonable and adequate to the Settlement Class; and
- G. Find that Defendants complied with the Class Action Fairness Act.

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<sup>3</sup> Blanks remain in ¶¶ 13 (amount of Case Contribution Awards), 14 (amount of attorneys' fees), 15 (amount of expenses reimbursed), and 16(d) (number of objections filed).

<sup>4</sup> By Order entered August 20, 2014, the Court previously appointed Zamansky LLC Interim Class Counsel (Dkt. No. 17).

The grounds for the Motion are set forth in the Declaration of Samuel E. Bonderoff In Support of Plaintiffs' (1) Unopposed Motion for Final Approval of Settlement, Certification of Settlement Class and Approval of the Plan of Allocation, and (2) Motion for An Award of Attorneys' Fees, Reimbursement of Expenses and Case Contribution Awards to Named Plaintiffs, and all of the exhibits attached thereto, and the supporting Memorandum of Law filed concurrently with this Motion.

Dated: June 23, 2017

By: /s/ Samuel E. Bonderoff

Samuel E. Bonderoff, admitted *pro hac vice*

**ZAMANSKY LLC**

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*Local Counsel for the  
Settlement Class*

**Certificate of Service**

I hereby certify that on June 23, 2017, a copy of the foregoing Plaintiffs' Unopposed Motion for Final Approval of Class Action Settlement, Certification of Settlement Class, and Approval of Plan of Allocation was filed electronically and served by mail on anyone unable to accept electronic filing. Notice of this filing will be sent by e-mail to all parties by operation of the Court's electronic filing system or by mail to anyone unable to accept electronic filing as indicated on the Notice of Electronic Filing. Parties may access this filing through the court's CM/ECF System. I further certify that the foregoing will be provided to the Settlement Administrator today for posting on the dedicated settlement website, [www.jcperisaclassaction.com](http://www.jcperisaclassaction.com).

*/s/ Samuel E. Bonderoff*  
Samuel E. Bonderoff  
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