UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE LIBOR-BASED FINANCIAL INSTRUMENTS ANTITRUST LITIGATION	
THIS DOCUMENT RELATES TO:	No. 1:11-md-2262-NRB
The OTC Action	

OTC PLAINTIFFS' NOTICE OF MOTION AND MOTION FOR PRELIMINARY APPROVAL OF SETTLEMENT WITH DEFENDANTS MUFG BANK, LTD., THE NORINCHUKIN BANK, AND SOCIÉTÉ GÉNÉRALE

TO: ALL PARTIES AND THEIR RESPECTIVE COUNSEL OF RECORD

PLEASE TAKE NOTICE that, on a date and at a time to be determined by the Court, at the United States District Court for the Southern District of New York, Daniel Patrick Moynihan Courthouse, 500 Pearl Street, New York, New York 10007, in the Courtroom of the Honorable Naomi Reice Buchwald, OTC Plaintiffs will, and hereby do, move the Court, pursuant to Federal Rule of Civil Procedure 23(e), for an Order: (i) granting preliminary approval of the proposed settlement ("Settlement") reached between OTC Plaintiffs and Defendants MUFG Bank, Ltd. ("MUFG"), The Norinchukin Bank ("Norinchukin"), and Société Générale ("SocGen"), in the above-captioned action; (ii) certifying the proposed Settlement Class; (iii) appointing Hausfeld LLP and Susman Godfrey L.L.P. as Settlement Class Counsel, and (iv) granting preliminary approval of the proposed Plan of Distribution in connection with the Settlement.

Submitted in support of OTC Plaintiffs' Motion for Preliminary Approval of Settlement with MUFG, Norinchukin, and SocGen are: (i) the Memorandum of Law in Support of OTC Plaintiffs' Motion for Preliminary Approval of Settlement with Defendants MUFG, Norinchukin, and SocGen; (ii) the Declaration of Seth Ard in Support of OTC Plaintiffs' Motion

for Preliminary Approval of Settlement with Defendants MUFG, Norinchukin, and SocGen and the exhibits attached to that declaration; and (iii) the [Proposed] Order Preliminarily Approving Settlement.

Dated: May 19, 2023

By: /s/ Michael D. Hausfeld
Michael D. Hausfeld
Hilary Scherrer
Nathaniel C. Giddings
HAUSFELD LLP
1700 St. NW, Suite 650
Washington, D.C. 20006
Telephone: (202) 540-7200
Facsimile: (202) 540-7201
mhausfeld@hausfeldllp.com
hscherrer@hausfeldllp.com
ngiddings@hausfeldllp.com

Gary I. Smith
HAUSFELD LLP
600 Montgomery Street
Suite 3200
San Francisco, CA 94111
Telephone: 415-633-1908
Facsimile: 415-633-4980
GSmith@hausfeld.com

Counsel for Baltimore, Yale, New Britain, Vistra, and Jennie Stuart, and Co-Lead Counsel for the OTC Class

/s/ William Christopher Carmody
William Christopher Carmody (WC8478)
Seth Ard (SA1817)
Geng Chen (GC2733)
Amy B. Gregory (5663299)
SUSMAN GODFREY L.L.P.
1301 Avenue of the Americas, 32nd Fl.
New York, New York 10019
Telephone: 212-336-3330
Facsimile: 212-336-8340
bcarmody@susmangodfrey.com
sard@susmangodfrey.com
gchen@susmangodfrey.com
agregory@susmangodfrey.com

Marc M. Seltzer (CA State Bar No. 54534)
Glenn C. Bridgman (CA State Bar No. 270891)
SUSMAN GODFREY L.L.P.
1901 Avenue of the Stars
Los Angeles, California 90067-6029
Telephone: (310) 789-3100
mseltzer@susmangodfrey.com
gbridgman@susmangodfrey.com

Drew D. Hansen (WA State Bar No.: 30467)
Matthew R. Berry (WA State Bar No.: 37364)
SUSMAN GODFREY LLP
401 Union Street, Suite 3000
Seattle, WA 98101
Telephone: (206) 516-3880
Facsimile: (206) 516-3883
Email: dhansen@susmangodfrey.com
mberry@susmangodfrey.com

Barry C. Barnett (BB1984)
Karen A. Oshman (TX State Bar No.: 15335800)

Michael C. Kelso (TX State Bar No.: 24092617)
SUSMAN GODFREY L.L.P.
1000 Louisiana Street
Suite 5100
Houston, TX 77002-5096
Telephone: (713) 651-9366
Facsimile: (713) 654-6666
bbamett@susmangodfrey.com
koshman@susmangodfrey.com
mkelso@susmangodfrey.com

Counsel for Baltimore, Yale, New Britain, Vistra, and Jennie Stuart, and Co-Lead Counsel for the OTC Class

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE LIBOR-BASED FINANCIAL INSTRUMENTS ANTITRUST LITIGATION	No. 1:11-md-2262-NRB
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[PROPOSED] ORDER PRELIMINARILY APPROVING SETTLEMENT BETWEEN OTC PLAINTIFFS AND MUFG BANK, LTD., THE NORINCHUKIN BANK, AND SOCIÉTÉ GÉNÉRALE

THIS CAUSE came before the Court on OTC Plaintiffs' Motion for Preliminary Approval of Settlement with Defendants MUFG Bank, Ltd. ("MUFG"), The Norinchukin Bank ("Norinchukin"), and Société Générale ("SocGen"), filed May 19, 2023. OTC Plaintiffs have entered into a settlement agreement, dated May 12, 2023, with MUFG, Norinchukin, and SocGen ("Settlement Agreement"). The Court, having reviewed the Motion, its accompanying memorandum and declaration, the Settlement Agreement, the Proposed Plan of Distribution, and the file, hereby:

ORDERS AND ADJUDGES:

1. Terms used in this Order that are defined in the Settlement Agreement are, unless otherwise defined herein, used in this Order as defined in the Settlement Agreement.

Preliminary Approval of Settlement Agreement

2. The terms of the Settlement Agreement are hereby preliminarily approved, including the releases contained therein, as being fair, reasonable, and adequate to the OTC Class, subject to the Fairness Hearing described below.

Plan of Distribution

3. The Plan of Distribution set forth in Exhibit B to the Declaration of Seth Ard is preliminarily approved. The use of the modeling from Dr. Douglas Bernheim, as described in OTC Plaintiffs' Memorandum of Law in support of their motion and in the Plan of Distribution, is preliminarily approved only for purposes of the Plan of Distribution and not for any other purpose in this litigation.

Notice to OTC Class Members and Settlement Administration

4. At a later date, OTC Plaintiffs' Counsel shall submit to the Court for approval a notice plan for purposes of advising OTC Class Members, among other things, of the plan of distribution, their right to object to the Settlement Agreement, their right to exclude themselves from the OTC Class, the procedure for submitting a request for exclusion, the time, date, and location of the Fairness Hearing, and their right to appear at the Fairness Hearing. OTC Plaintiffs' Counsel shall submit to the Court for approval a proposal for a Settlement Administrator, Claims Administrator, and Escrow Agent.

Other Provisions

5. In the event that the Settlement Agreement is terminated in accordance with its provisions, the Settlement Agreement and all proceedings had in connection therewith shall be null and void, except insofar as expressly provided to the contrary in the Settlement Agreement, and without prejudice to the status quo ante rights of OTC Plaintiffs, MUFG, Norinchukin, and SocGen, and the members of the OTC Class.

6. This order is without prejudice to the non-settling Defendants seeking relief from the Court and an opportunity for briefing to the extent that this settlement attempts to deprive such Defendants of information to which they otherwise would be entitled under the Federal Rules.

IT IS SO ORDERED on this _____ day of _____, 2023.

_____
Hon. Naomi Reice Buchwald
UNITED STATES DISTRICT JUDGE