

**IN THE CIRCUIT COURT OF THE ELEVENTH JUDICIAL
CIRCUIT IN AND FOR MIAMI-DADE COUNTY, FLORIDA**

CASE NO: 2018-004061-CA-01

SECTION: CA44

JUDGE: Alan Fine

The Arbitrage Fund et al

Plaintiff(s)

vs.

William Petty et al

Defendant(s)

_____ /

ORDER APPROVING THE DROPPING OF PARTY DEFENDANTS

Plaintiff, The Arbitrage Fund, on behalf of itself and all other similarly situated shareholders of Exactech, Inc., and Defendants, James G. Binch, Andrew Krusen, Jr., William B. Locander, Richard C. Smith, and Fern S. Watts (collectively, the “Outside Directors” and together with Plaintiff, the “Movants”), have applied (Dkt. No. 147, the “Motion”) for an order approving their Motion to drop the Outside Directors as defendants in the above-captioned action (the “Action”).

NOW, upon consent of the Movants, after review and consideration of the Motion, Stipulation, and Exhibits annexed thereto filed with this Court, after holding a hearing on April 25, 2022, and after due deliberation,

IT IS HEREBY ORDERED this 26th day of April, 2022, that:

1. Except for the terms defined herein, the Court adopts and incorporates the definitions in the Stipulation and Agreement of Compromise, Settlement, and Release, dated February 4, 2022 and filed with the Court (the “Stipulation”), and all terms used herein shall have the same meanings as set forth in the Stipulation.

2. The Court has jurisdiction over the subject matter of the Action and over all parties to the Action who have appeared therein.
3. The Notice and the method of its dissemination is hereby determined to have been fair, reasonable, and adequate notice under the circumstances and in full compliance with Florida law and the requirements of due process under the United States Constitution and other applicable laws.
4. The dropping of the Outside Directors as defendants prior to the entry of judgment is a negotiated term of the Settlement, which Settlement, if approved, will provide substantial benefits to the Class.
5. The dropping of the Outside Directors as defendants prior to the entry of judgment will not prejudice the Class, in light of their agreement to be added anew if the Settlement is canceled and/or terminated for any reason, or the Effective Date otherwise does not occur, and their waiver of temporally based defenses such as laches and any applicable statutes of limitation.

THEREFORE, the Court hereby **GRANTS** the Motion to drop the Outside Directors as defendants in this Action with all parties to bear their own costs and attorneys' fees. In the event the Settlement does not become effective, each and every one of the Outside Directors shall be added and named anew as defendants in this case.

DONE and **ORDERED** in Chambers at Miami-Dade County, Florida on this 26th day of April, 2022.

2018-004061-CA-01 04-26-2022 8:52 AM


2018-004061-CA-01 04-26-2022 8:52 AM

Hon. Alan Fine

CIRCUIT COURT JUDGE

Electronically Signed

No Further Judicial Action Required on **THIS MOTION**

CLERK TO **RECLOSE** CASE IF POST JUDGMENT

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