

**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 PLAN OF ALLOCATION

This matter came on for hearing on April 25, 2022 (the “Settlement Fairness Hearing”) on Plaintiffs’ Motion for Final Approval of Proposed Class Action Settlement and Plan of Allocation, which describes Plaintiff and Class Counsel’s proposal to allocate the Net Common Fund among Class Members according to the number of shares of Exactech common stock they held on the record date and the manner in which they voted those shares with regard to the Merger (the “Plan of Allocation”). The Court having considered all matters submitted to it at the Settlement Fairness Hearing and otherwise; and it appearing that notice of the Settlement Fairness Hearing substantially in the form approved by the Court was mailed to all Class Members who or which could be identified with reasonable effort, and that a summary notice of the hearing substantially in the form approved by the Court was released via *PR Newswire* on March 4, 2022 and published in *Investor’s Business Daily* on March 7, 2022, pursuant to the specifications of the Court; and the Court having considered and determined the fairness and reasonableness of the proposed Plan of Allocation;

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. This Order incorporates by reference the definitions in the Stipulation and Agreement of Compromise, Settlement and Release dated February 4, 2022 (“Stipulation”), filed with the

Court on February 10, 2022 as Exhibit 1 to the Declaration of Andrew J. Entwistle in Support of Motion for Preliminary Approval of Proposed Class Action Settlement (Dkt. No. 144), and all capitalized terms not otherwise defined herein have the same meaning as they have in the Stipulation.

2. The Court has jurisdiction to enter this Order and over the subject matter of the Action and all parties to the Action, including all Class Members.
3. Notice of Class Counsels' motion for approval of the proposed settlement and Plan of Allocation was given to all Class Members who could be identified with reasonable effort. The form and method of notifying the Class of the motion satisfied the requirements of Rule 1.220 and all other applicable law and rules; constituted the best notice practicable under the circumstances; and constituted due, adequate, and sufficient notice to all persons and entities entitled thereto.
4. Over 5,675 copies of the Notice, which included the Plan of Allocation, were mailed to potential Class Members and nominees and no objections to the Plan of Allocation have been received.
5. The Court hereby finds and concludes that the formula for the calculation of Authorized Claimants' Weighted Claim Value as set forth in the Plan of Allocation mailed to Class Members provides a fair and reasonable basis upon which to allocate the proceeds of the Settlement among Class Members with due consideration having been given to administrative convenience and necessity.
6. The Court hereby finds and concludes that the Plan of Allocation is, in all respects, fair and reasonable to the Class. Accordingly, the Court hereby approves the Plan of Allocation proposed by Plaintiff.
7. Any appeal or any challenge affecting this Court's approval of the Plan of Allocation shall in no way disturb or affect the finality of the Judgment.

8. There is no just reason for delay in the entry of this Order, and immediate entry by the Clerk of the Court is expressly directed.

DONE and **ORDERED** in Chambers at Miami-Dade County, Florida on this 27th day of April, 2022.

2018-004061-CA-01 04-27-2022 7:11 PM


2018-004061-CA-01 04-27-2022 7:11 PM

Hon. Alan Fine

CIRCUIT COURT JUDGE

Electronically Signed

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

CLERK TO **RECLOSE** CASE IF POST JUDGMENT

Electronically Served:

Andrew J Entwistle, aentwistle@entwistle-law.com
Andrew J Entwistle, ncasey@entwistle-law.com
Andrew J Entwistle, ffleming@entwistle-law.com
Andrew J. Entwistle, aentwistle@Entwistle-Law.com
Andrew J. Entwistle, bbrodeur@entwistle-law.com
Andrew J. Entwistle, rarnall@entwistle.com
Ashleigh C. Bennett, bennettas@gtlaw.com
Cbl Section 44 Case Mgr, cbl44@jud11.flcourts.org
David S Oliver, david.oliver@gray-robinson.com
David S Oliver, donna.flynn@gray-robinson.com
George Brock Magruder III, brock.magruder@gray-robinson.com
George Brock Magruder III, cindi.garner@gray-robinson.com
George Brock Magruder III, downs.litigation@gray-robinson.com
Gina Shlaferman, shlafermang@gtlaw.com
Gina Shlaferman, whitfieldd@gtlaw.com
Gina Shlaferman, FLService@gtlaw.com
Ira Schochet, ischochet@labaton.com
Jason A Zimmerman, jason.zimmerman@gray-robinson.com
Jason A Zimmerman, cindi.garner@gray-robinson.com
Jason A Zimmerman, downs.litigation@gray-robinson.com
Jeff Aaron, jeff.aaron@gray-robinson.com

Jerry R Linscott Mr., jlinscott@bakerlaw.com
Jerry R Linscott Mr., pkenaley@bakerlaw.com
Jerry R Linscott Mr., orlbakerdocket@bakerlaw.com
Joseph C Coates III, coatesj@gtlaw.com
Joseph C Coates III, hernandezt@gtlaw.com
Joseph C Coates III, FLService@gtlaw.com
Joseph Clay Coates III, coatesj@gtlaw.com
Joseph Clay Coates III, hernandezt@gtlaw.com
Julie Singer Brady, jsingerbrady@bakerlaw.com
Julie Singer Brady, cchaplan@bakerlaw.com
Julie Singer Brady, orlbakerdocket@bakerlaw.com
Mark D Schellhase, Mark.Schellhase@gray-robinson.com
Mark D Schellhase, Emily.Pineless@gray-robinson.com
Mark D Schellhase, MDS.Pleadings@gray-robinson.com
Maureen Berard Soles, msoles@bakerlaw.com
Maureen Berard Soles, smccoy@bakerlaw.com
Maureen Berard Soles, OrIBakerDocket@bakerlaw.com
New Weinberger, nweinberger@labaton.com
New Weinberger, tcurry@labaton.com

Physically Served: