

# CARBONLESS PAPER SHEETS CLASS ACTIONS DISTRIBUTION PROTOCOL

The procedures set forth herein are intended to govern the administration of the Settlement Amount paid in accordance with the Settlement Agreement. The procedures shall be implemented by the Claims Administrator, subject to the ongoing authority and supervision of the Ontario Superior Court of Justice. The definitions set out in the Settlement Agreement apply to and are incorporated into this Distribution Protocol which operates with respect to Carbonless Paper Sheets and Carbonless Paper Sheets Products.

## **1. ALLOCATION OF SETTLEMENT AMOUNT**

1.1. Three Funds have been created from the Settlement Amount (plus accrued interest), as follows:

(1) Fund 1 will compensate Settlement Class Members who purchased Carbonless Paper Sheets in Ontario from the Defendants between October 1, 1999 and September 30, 2000 or in Quebec from the Defendants between January 1, 2000 and December 31, 2000;

(2) Fund 2 will compensate Settlement Class Members who purchased Carbonless Paper Sheets in Ontario from non-Defendants between October 1, 1999 and September 30, 2000 or from non-Defendants in Quebec between January 1, 2000 and December 31, 2000; and

(3) Fund 3 will be distributed *cy pres* for the benefit of Settlement Class Members who are not eligible for direct compensation from Fund 1 or Fund 2.

1.2 Prior to allocating the Settlement Amount to Funds 1, 2, and 3 the following expenses shall be deducted:

(1) legal fees, disbursements, taxes, and the cost of legal notice shall be deducted on a pro-rata basis as between each of the Funds;

(2) the cost of claims administration shall be deducted on a pro-rata basis as between Fund 1 and Fund 2.

1.3 The remaining monies in the Settlement Amount shall be allocated 55% to Fund 1, 10% to Fund 2, and 35% to Fund 3.

## **2 ELIGIBILITY FOR COMPENSATION**

2.1 **FUND 1:** Subject to the approval of the Claims Administrator, a Settlement Class Member shall be eligible for compensation out of Fund 1 upon filing a properly completed claim form postmarked on or before the Claims Deadline establishing that the Settlement Class Member had purchases of Carbonless Paper Sheets in Ontario from one or more Defendants between October 1, 1999 and September 30, 2000 or from one or more Defendants in Quebec between January 1, 2000 and December 31, 2000.

- 2.2** Settlement Class Members who are eligible for compensation from Fund 1 shall be entitled to the lesser of:
- (1) \$0.15 per dollar spent on Carbonless Paper Sheets purchased in Ontario from the Defendants between October 1, 1999 and September 30, 2000 or purchased in Quebec from the Defendants between January 1, 2000 and December 31, 2000; or
  - (2) a pro-rata share of Fund 1 with such share to be based upon the full dollar value of Carbonless Paper Sheets purchased in Ontario from the Defendants between October 1, 1999 and September 30, 2000 or purchased in Quebec from the Defendants between January 1, 2000 and December 31, 2000;
- 2.3** Settlement Class Members shall, to the extent possible, be provided with a letter from the Claims Administrator which details their purchases from the Defendants.
- 2.4** A Settlement Class Member may accept the Claims Administrator's record of purchases or may submit additional information in support of their claim. Any Settlement Class Member who does not receive a letter in the form referred to in section 2.3 but believes that they qualify for compensation from Fund 1 may submit a claim form with evidence of purchases from the Defendants.
- 2.5** **FUND 2:** Subject to the approval of the Claims Administrator, a Settlement Class Member shall be eligible for compensation out of Fund 2 upon filing a properly completed claim form postmarked on or before the claim deadline establishing that the Settlement Class Member had purchases of Carbonless Paper Sheets in Ontario from one or more non-Defendants between October 1, 1999 and September 30, 2000 or in Quebec from one or more non-Defendants between January 1, 2000 and December 31, 2000.
- 2.6** Settlement Class Members who are eligible for compensation from Fund 2 shall be entitled to the lesser of:
- (1) \$0.03 per dollar spent on Carbonless Paper Sheets purchased in Ontario from non-defendants between October 1, 1999 and September 30, 2000 or purchased in Quebec from non-Defendants between January 1, 2000 and December 31, 2000.; or
  - (2) a pro-rata share of Fund 2 with such share to be based upon the full dollar value of Carbonless Paper Sheets purchased in Ontario from the non-Defendants between October 1, 1999 and September 30, 2000 or purchased in Quebec from non-Defendants between January 1, 2000 and December 31, 2000.
- 2.7** Eligible Settlement Class Members may receive direct compensation from both Fund 1 and Fund 2.
- 2.8** The Claims Deadline is 90 days from the date of the first publication of the notice of settlement approval. The letters referenced in section 2.3 shall be sent within seven days after the publication of such notice.

- 2.9** A Settlement Class Member who opts out of the within proceeding or has settled their claim against any Defendant is ineligible for payment.
- 2.10** Each Defendant, the directors and officers of each Defendant, the subsidiaries or affiliates of each Defendant, the entities in which each Defendant or any of that Defendant's subsidiaries or affiliates have a controlling interest and the legal representatives, heirs, successors and assigns of any of the foregoing are ineligible for payment.
- 2.11 FUND 3:** The organizations specified below have been identified as appropriate recipients to receive *cy pres* settlement monies for the general benefit of Settlement Class Members not eligible for direct compensation from Fund 1 or Fund 2, including Settlement Class Members who purchased Carbonless Paper Sheets Products. The following organizations will share the Settlement Amount allocated to Fund 3 in the following percentages:
- |     |  |           |
|-----|--|-----------|
| (1) | United Way for the benefit of the Ontario and Quebec chapters -                | 48 %      |
| (2) | The Retail Council of Canada for the benefit of its Ontario and Quebec members | -<br>48 % |
| (3) | Fonds d'Aide   | 4 %       |
- 2.12** If there are funds remaining in Fund 1 and/or Fund 2 following payment to all eligible Settlement Class Members who claimed compensation from those Funds, such surplus will be added to Fund 3 and will be paid out in the manner described in section 2.11.

### **3 GENERAL CLAIMS PROCESSING GUIDELINES**

#### **3.1 Efficiency**

The Claims Administrator shall process all claims in a cost-effective and timely manner.

#### **3.2 Technical Deficiencies**

If during claims processing, the Claims Administrator finds that technical deficiencies exist in a claimant's claim form, the Claims Administrator shall notify the claimant of the deficiencies via regular mail and shall allow the claimant thirty (30) days from the date of mailing of such notice to correct the deficiencies. If the deficiencies are not corrected within the thirty (30) day period, the Claims Administrator shall reject the claim without prejudice to the right of the claimant to resubmit the claim provided the claimant is able to meet the filing deadlines and other requirements set forth in this Distribution Protocol.

Technical deficiencies shall not include missing the deadline for filing the claim form. In no event shall the Claims Administrator accept claim forms postmarked after the claim deadline.

**3.3 Notification and Payment of Claims**

The Claims Administrator shall notify via regular mail all claiming Settlement Class Members as to the approval or rejection of their claims under this Distribution Protocol.

The Claims Administrator shall make arrangements to pay approved claims as expeditiously as possible.

**3.4 Appeal of Claims**

Each claimant shall be granted thirty (30) days from the date it receives notice pursuant to section 3.3 of this Distribution Protocol, to appeal the rejection (in whole or in part) of its claim. Such appeal will be on the basis of written submissions, supported only by the documentation originally provided to the Claims Administrator. The appeals will be determined by the Ontario Superior Court of Justice.

The judgment of the Ontario Superior Court of Justice respecting any appeal from the Claims Administrator's decision is final and binding and shall not be subject to any further appeal or review whatsoever.