

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF CALIFORNIA**

In re PETCO ANIMAL SUPPLIES, INC. SECURITIES )	Master File No.
LITIGATION )	98cv1521-L(POR)
)	
This Document Relates To: )	<u>CLASS ACTION</u>
)	
ALL ACTIONS. )	
)	

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**NOTICE OF PENDENCY AND PROPOSED SETTLEMENT OF CLASS ACTION**

**TO: ALL PERSONS WHO PURCHASED OR OTHERWISE ACQUIRED PETCO ANIMAL SUPPLIES, INC. ("PETCO") COMMON STOCK DURING THE PERIOD JANUARY 30, 1997 THROUGH JULY 10, 1998, INCLUSIVE**

PLEASE READ THIS NOTICE CAREFULLY AND IN ITS ENTIRETY. YOUR RIGHTS MAY BE AFFECTED BY PROCEEDINGS IN THIS LITIGATION. PLEASE NOTE THAT IF YOU ARE A SETTLEMENT CLASS MEMBER, YOU MAY BE ENTITLED TO SHARE IN THE PROCEEDS OF THE SETTLEMENT DESCRIBED IN THIS NOTICE. TO CLAIM YOUR SHARE OF THIS FUND, YOU MUST SUBMIT A VALID PROOF OF CLAIM POSTMARKED ON OR BEFORE MAY 7, 2001.

This Notice has been sent to you pursuant to Rule 23 of the Federal Rules of Civil Procedure and an Order of the United States District Court for the Southern District of California (the "Court"). The purpose of this Notice is to inform you of the proposed settlement of this class action litigation and of the hearing to be held by the Court to consider the fairness, reasonableness, and adequacy of the settlement. The proposed settlement would resolve the class action litigation regarding Petco pending in the federal court, as more fully described in Section III, below. This Notice is not intended to be, and should not be construed as, an expression of any opinion by the Court with respect to the truth of the allegations in the Litigation or the merits of the claims or defenses asserted. This Notice describes the rights you may have in connection with the settlement and what steps you may take in relation to the settlement and this class action litigation.

The proposed settlement creates a fund in the amount of \$8,900,000 (the "Settlement Fund") and will include interest that accrues on the Settlement Fund prior to distribution. Based on Representative Plaintiffs' estimate of the number of shares entitled to participate in the settlement, and the anticipated number of claims to be submitted by Class Members, the average distribution per share would be approximately \$0.35 before deduction of court-approved fees and expenses. However, your actual recovery from this fund will depend on a number of variables including the number of claimants, the number of shares you purchased or sold, the expense of administering the claims process, and the timing of your purchases and sales, if any.

Representative Plaintiffs and Defendants do not agree on the average amount of damages per share that would be recoverable if Representative Plaintiffs were to have prevailed on each claim asserted. The issues on which the parties disagree include (1) the appropriate economic model for determining the amount by which Petco common stock was allegedly artificially inflated (if at all) during the Class Period; (2) the amount by which Petco common stock was allegedly artificially inflated (if at all) during the Class Period; (3) the effect of various market forces influencing the trading price of Petco common stock at various times during the Class Period; (4) the extent to which external factors, such as general market conditions, influenced the trading price of Petco common stock at various times during the Class Period; (5) the extent to which the various matters that Representative Plaintiffs alleged were materially false or misleading influenced (if at all) the trading price of Petco common stock at various times during the Class Period; (6) the extent to which the various allegedly adverse material facts that Representative Plaintiffs alleged were omitted influenced (if at all) the trading price of Petco common stock at various times during the Class Period; and (7) whether the statements made or facts allegedly omitted were false, material or otherwise actionable under state law or the federal securities laws.

The Representative Plaintiffs believe that the proposed settlement is a good recovery and is in the best interests of the Class. Because of the risks associated with continuing to litigate and proceeding to trial, there was a danger that Representative Plaintiffs would not have prevailed on any of their claims, in which case the Class would receive nothing. In addition, the amount of damages recoverable by the Class was and is challenged by Defendants. Recoverable damages in this case are limited to losses caused by conduct actionable under applicable law and, had the litigation gone to trial, Defendants intended to assert that all of the losses of Class Members were caused by non-actionable market, industry or general economic factors and therefore that there were no recoverable damages per share. Defendants would also assert that throughout the Class Period the uncertainties and risks associated with Petco's business and financial condition were fully and adequately disclosed.

Representative Plaintiffs' Counsel have not received any payment for their services in conducting this Litigation on behalf of the Representative Plaintiffs and the members of the Settlement Class, nor have they been reimbursed for their out-of-pocket expenditures. If the settlement is approved by the Court, counsel for the plaintiffs will apply to the Court for attorneys' fees of 30% of the settlement proceeds and reimbursement of out-of-pocket expenses not to exceed \$150,000.00, to be paid from the settlement proceeds. If the amount requested by counsel is approved by the Court, the average cost per share would be \$0.25. The average cost per share could vary depending on the number of shares for which claims are filed.

For further information regarding this settlement you may contact: Rick Nelson, Milberg Weiss Bershad Hynes & Lerach LLP, 600 West Broadway, Suite 1800, San Diego, California 92101, Telephone: (619)231-1058. Please do not call any representative of Petco or the Court.

## I. NOTICE OF HEARING ON PROPOSED SETTLEMENT

A settlement hearing will be held on April 2, 2001, at 10:30 a. m., before the Honorable M. James Lorenz, United States District Judge, at the United States Courthouse, Southern District of California, 880 Front Street, San Diego, California (the "Settlement Hearing"). The purpose of the Settlement Hearing will be to determine: (1) whether the settlement consisting of \$8,900,000 in cash (plus accrued interest) should be approved as fair, just, reasonable and adequate to each of the parties; (2) whether the proposed plan to distribute the settlement proceeds (the "Plan of Allocation") is fair, just, reasonable, and adequate; (3) whether Representative Plaintiffs' Counsel have adequately represented the Class; (4) whether the application by Representative Plaintiffs' Counsel for an award of attorneys' fees and expenses should be approved; and (5) whether the Litigation should be dismissed with prejudice. The Court may adjourn or continue the Settlement Hearing without further notice to the Settlement Class.

## II. DEFINITIONS USED IN THIS NOTICE

1. "Defendants" means Petco Animal Supplies, Inc., Brian K. Devine, Larry D. Asselin, James M. Myers and Richard C. St. Peter.
2. "Related Parties" means each of a Defendant's past or present directors, officers, employees, partners, members, principals, agents, underwriters, insurers, co-insurers, reinsurers, controlling shareholders, attorneys, accountants or auditors, banks or investment banks, associates, personal or legal representatives, predecessors, successors, parents, subsidiaries, divisions, joint ventures, assigns, spouses, heirs, related or affiliated entities, any entity in which a Defendant has a controlling interest, any members of their immediate families, or any trust of which any Defendant is the settlor or which is for the benefit of any Defendant and/or members of his family.
3. "Released Claims" shall collectively mean all claims (including Unknown Claims as defined below), demands, rights, liabilities and causes of action of every nature and description whatsoever, known or unknown, whether or not concealed or hidden, asserted or that might have been asserted, including, without limitation, claims for negligence, gross negligence, breach of duty of care and/or breach of duty of loyalty, fraud, breach of fiduciary duty, or violations of any state or federal statutes, rules or regulations, by any Representative Plaintiff or Settlement Class Member against the Defendants arising out of, based upon or related to both the purchase of Petco common stock by any Settlement Class Member during the Class Period and the facts, transactions, events, occurrences, acts, disclosures, statements, omissions or failures to act which were or could have been alleged in the Litigation.
4. "Released Persons" means each and all of the Defendants and their Related Parties.
5. "Settlement Class" or "Settlement Class Member" consist of or mean all Persons (who do not request exclusion from the Class) who purchased or otherwise acquired Petco common stock during the period beginning January 30, 1997 through July 10, 1998, inclusive. Excluded from the Class are Defendants, members of the immediate family of any individual defendant, any entity in which any Defendant has or had a controlling interest, directors and officers of Petco, and the legal representatives, heirs, successors, or assigns of any such excluded Person or entity.
6. "Unknown Claims" means any Released Claims which any Representative Plaintiff or Settlement Class Member does not know or suspect to exist in his, her or its favor at the time of the release of the Released Persons which, if known by him, her or it, might have affected his, her or its settlement with and release of the Released Persons, or might have affected his, her or its decision not to object to this settlement. With respect to any and all Released Claims, the Settling Parties stipulate and agree that, upon the Effective Date, the Representative Plaintiffs shall expressly and each of the Settlement Class Members shall be deemed to have, and by operation of the Judgment shall have, expressly waived the provisions, rights and benefits of California Civil Code §1542, which provides:

A general release does not extend to claims which the creditor does not know or suspect to exist in his favor at the time of executing the release, which if known by him must have materially affected his settlement with the debtor.

The Representative Plaintiffs shall expressly and each of the Settlement Class Members shall be deemed to have, and by operation of the Judgment shall have, expressly waived any and all provisions, rights and benefits conferred by any law of any state or territory of the United States, or principle of common law, which is similar, comparable or equivalent to California Civil Code §1542. The Representative Plaintiffs and Settlement Class Members may hereafter discover facts in addition to or different from those which he, she or it now knows or believes to be true with respect to the subject matter of the Released Claims, but each Representative Plaintiff shall expressly and each Settlement Class Member, upon the Effective Date, shall be deemed to have, and by operation of the Judgment shall have, fully, finally, and forever settled and released any and all Released Claims, known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, which now exist, or heretofore have existed upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct which is negligent, intentional, with or without malice, or a breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts. The Representative Plaintiffs acknowledge, and the Settlement Class Members shall be deemed by operation of the Judgment to have acknowledged, that the foregoing waiver was separately bargained for and a key element of the settlement of which this release is a part.

## III. THE LITIGATION

On or after August 19, 1998, the following actions were filed in the United States District Court for the Southern District of California (the "Court") as securities class actions on behalf of purchasers of the common stock of Petco during the period January 30, 1997 through

July 10, 1998, inclusive: *Lerner v. Petco Animal Supplies, Inc., et al.*, 98cv1521-E(POR); *Cisinsky v. Petco Animal Supplies, Inc., et al.*, 98cv1553-BTM (LAB); *Comport v. Petco Animal Supplies, Inc., et al.*, 98cv1653-H(CGA) (collectively, the "Litigation"). On October 29, 1998, the Court consolidated the three actions.

On December 14, 1998, the Court granted the motion of the Lerner Plaintiffs Group in the Litigation to be appointed lead plaintiffs under §21D(a)(3)(B) of the Securities Exchange Act of 1934 (the "Exchange Act") and approved lead plaintiffs' selection of Milberg Weiss Bershad Hynes & Lerach LLP and Schiffrin Craig & Barroway, LLP<sup>1</sup> as Co-Lead Counsel pursuant to §21D(a)(3)(B)(v) of the Exchange Act.

The operative complaint in the Litigation is the Second Amended Class Action Complaint for Violation of the Securities Exchange Act of 1934 (the "Complaint"), filed January 14, 2000. The Complaint alleges violations of §§10(b) and 20(a) of the Exchange Act and Rule 10b-5 promulgated thereunder on behalf of a class of purchasers of Petco common stock during the period January 30, 1997 through July 10, 1998, inclusive.

#### **IV. CLAIMS OF THE REPRESENTATIVE PLAINTIFFS AND BENEFITS OF SETTLEMENT**

The Representative Plaintiffs believe that the claims asserted in the Litigation have merit and that the evidence developed to date supports the claims. However, counsel for the Representative Plaintiffs recognize and acknowledge the expense and length of continued proceedings necessary to prosecute the Litigation against the Defendants through pretrial motions, trial and appeals. Counsel for the Representative Plaintiffs also have taken into account the uncertain outcome and the risk of any litigation, especially in complex actions such as this Litigation, as well as the difficulties and delays inherent in such litigation. Counsel for the Representative Plaintiffs also are mindful of the inherent problems of proof under and possible defenses to the federal securities law violations asserted in the Litigation. Counsel for the Representative Plaintiffs believe that the settlement set forth in the Stipulation confers substantial benefits upon the Settlement Class. Based on their evaluation, counsel for the Representative Plaintiffs have determined that the settlement set forth in the Stipulation is in the best interests of the Representative Plaintiffs and the Settlement Class.

#### **V. DEFENDANTS' STATEMENT AND DENIALS OF WRONGDOING AND LIABILITY**

The Defendants have denied and continue to deny each and all of the claims and contentions alleged by the Representative Plaintiffs in the Litigation. The Defendants expressly have denied and continue to deny all charges of wrongdoing or liability against them arising out of any of the conduct, statements, acts or omissions alleged, or that could have been alleged, in the Litigation. The Defendants also have denied and continue to deny, *inter alia*, the allegations that the Representative Plaintiffs or the Class have suffered damage, that the price of Petco common stock was artificially inflated by reasons of alleged misrepresentations, non-disclosures or otherwise, or that the Representative Plaintiffs or the Class were harmed by the conduct alleged in the Litigation.

Nonetheless, the Defendants have concluded that further conduct of the Litigation would be protracted and expensive, and that it is desirable that the Litigation be fully and finally settled in the manner and upon the terms and conditions set forth in the Stipulation. The Defendants also have taken into account the uncertainty and risks inherent in any litigation, especially in complex cases like this Litigation. The Defendants have, therefore, determined that it is desirable and beneficial to them that the Litigation be settled in the manner and upon the terms and conditions set forth in the Stipulation.

#### **VI. TERMS OF THE PROPOSED SETTLEMENT**

The Defendants have paid or caused to be paid into an escrow account, pursuant to the terms of the Stipulation of Settlement dated as of January 5, 2001 (the "Stipulation"), cash in the amount of \$8,900,000 which has been earning and will continue to earn interest for the benefit of the Settlement Class.

A portion of the settlement proceeds will be used for certain administrative expenses, including costs of printing and mailing this Notice, the cost of publishing a newspaper notice, payment of any taxes assessed against the Settlement Fund and costs associated with the processing of claims submitted. In addition, as explained below, a portion of the Settlement Fund may be awarded by the Court to counsel for Representative Plaintiffs as attorneys' fees and for reimbursement of out-of-pocket expenses. The balance of the Settlement Fund (the "Net Settlement Fund") will be distributed according to the Plan of Allocation described below to Settlement Class Members who submit valid and timely Proof of Claim forms.

#### **VII. PLAN OF ALLOCATION**

The Net Settlement Fund will be distributed to Settlement Class Members who submit valid, timely Proof of Claim forms ("Authorized Claimants") under the Plan of Allocation described below. The Plan of Allocation provides that you will be eligible to participate in the distribution of the Net Settlement Fund only if you have a net loss on all transactions in Petco common stock during the Class Period.

For purposes of determining the amount an Authorized Claimant may recover under the Plan of Allocation, Representative Plaintiffs' Counsel have consulted with their damage consultants and the Plan of Allocation reflects an assessment of the damages that could have been recovered had Representative Plaintiffs prevailed at trial as well as Representative Plaintiffs' Counsel's assessment of the likelihood of establishing liability for various periods of the Class.

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<sup>1</sup> Schiffrin Craig & Barroway, LLP has since changed its name to Schiffrin & Barroway, LLP.

To the extent there are sufficient funds in the Net Settlement Fund, each Authorized Claimant will receive an amount equal to the Authorized Claimant's claim, as defined below. If, however, the amount in the Net Settlement Fund is not sufficient to permit payment of the total claim of each Authorized Claimant, then each Authorized Claimant shall be paid the percentage of the Net Settlement Fund that each Authorized Claimant's claim bears to the total of the claims of all Authorized Claimants. Payment in this manner shall be deemed conclusive against all Authorized Claimants.

The total of all profits shall be subtracted from the total of all losses from transactions during the Class Period to determine if a Settlement Class Member has a claim. Only if a Settlement Class Member had a net loss, after all profits from transactions in Petco stock during the Class Period are subtracted from all losses, will such Class Member be eligible to receive a distribution from the Net Settlement Fund.

A claim will be calculated as follows:

1. For shares of Petco common stock that were *purchased or otherwise acquired on January 30, 1997 through December 3, 1997*, and
  - (a) sold prior to December 4, 1997, the claim per share is \$0;
  - (b) sold from December 4, 1997 through February 23, 1998, the claim per share is the lesser of: (i) the purchase price less \$11.06 per share; or (ii) \$6.25 per share;
  - (c) sold from February 24, 1998 through July 9, 1998, the claim per share is the lesser of: (i) the purchase price less \$11.06 per share; or (ii) \$9.75 per share; or
  - (d) sold on or retained at the end of July 10, 1998, the claim per share is the lesser of: (i) the purchase price less \$11.06 per share; or (ii) 18.00 per share.
2. For shares of Petco common stock that were *purchased or otherwise acquired on December 4, 1997 through February 23, 1998*, and
  - (a) sold prior to February 24, 1998, the claim per share is \$0;
  - (b) sold from February 24, 1998 through July 9, 1998, the claim per share is the lesser of: (i) the purchase price less \$11.06 per share; or (ii) \$3.50 per share; or
  - (c) sold on or retained at the end of July 10, 1998, the claim per share is the lesser of: (i) the purchase price less \$11.06 per share; or (ii) 11.75 per share;
3. For shares of Petco common stock that were *purchased or otherwise acquired on February 24, 1998 through July 9, 1998*, and
  - (a) sold prior to July 10, 1998, the claim per share is \$0; or
  - (b) sold on or retained at the end of July 10, 1998, the claim per share is the lesser of: (i) the purchase price less \$11.06 per share; or (ii) 8.25 per share.
4. For shares of Petco common stock that were *purchased or otherwise acquired on July 10, 1998*, and
  - (a) sold prior to July 11, 1998, the claim per share is \$0;
  - (b) retained at the end of July 10, 1998, the claim per share is \$0.

The date of purchase or sale is the "contract" or "trade" date as distinguished from the "settlement" date. The determination of the price paid per share and the price received per share, shall be exclusive of all commissions, taxes, fees and charges.

For Settlement Class Members who made multiple purchases or multiple sales during the Class Period, the earliest subsequent sale shall be matched with the earliest purchase and chronologically thereafter for purposes of the claim calculations.

The Court has reserved jurisdiction to allow, disallow or adjust the claim of any Settlement Class Member on equitable grounds.

#### **VIII. ORDER CERTIFYING A CLASS FOR PURPOSES OF SETTLEMENT**

On January 22, 2001, the Court certified a class for settlement purposes only, as defined above.

#### **IX. PARTICIPATION IN THE CLASS**

If you fall within the definition of the Settlement Class, you will be bound by any judgment entered with respect to the settlement in the Litigation whether or not you file a Proof of Claim. If you choose, you may enter an appearance individually or through your own counsel at your own expense.

**TO PARTICIPATE IN THE DISTRIBUTION OF THE NET SETTLEMENT FUND, YOU MUST TIMELY COMPLETE AND RETURN THE PROOF OF CLAIM AND RELEASE FORM THAT ACCOMPANIES THIS NOTICE.** The Proof of Claim and Release must be postmarked on or before May 7, 2001, and delivered to the Claims Administrator at the address below. Unless the Court orders otherwise, if you do not timely submit a valid Proof of Claim, you will be barred from receiving any payments from the Net Settlement Fund, but will in all other respects be bound by the provisions of the Stipulation and the Judgment.

#### **X. EXCLUSION FROM THE CLASS**

You may request to be excluded from the Settlement Class. To do so, you must mail a written request to:

*Petco Securities Litigation*  
c/o Claims Administrator  
Gilardi & Co. LLC  
P.O. Box 8040  
San Rafael, CA 94912-8040

The request for exclusion must state: (1) your name, address, and telephone number; (2) all purchases and sales of Petco stock made during the Class Period, including the dates, the number of Petco shares and price paid or received per share for each such purchase or sale; and (3) that you wish to be excluded from the Settlement Class. TO BE VALID, A REQUEST FOR EXCLUSION MUST STATE ALL OF THE FOREGOING INFORMATION. YOUR EXCLUSION REQUEST MUST BE POSTMARKED ON OR BEFORE MARCH 7, 2001. If you submit a valid and timely request for exclusion, you shall have no rights under the settlement, shall not share in the distribution of the Net Settlement Fund, and shall not be bound by the Stipulation or the Judgment.

#### **XI. DISMISSAL AND RELEASES**

If the proposed settlement is approved, the Court will enter a Final Judgment and Order of Dismissal with Prejudice ("Judgment"). The Judgment will dismiss the Released Claims with prejudice as to all Defendants.

The Judgment will provide that all Settlement Class Members who do not validly and timely request to be excluded from the Settlement Class shall be deemed to have released and forever discharged all Released Claims (to the extent members of the Settlement Class have such claims) against all Released Persons.

#### **XII. APPLICATION FOR FEES AND EXPENSES**

At the Settlement Hearing, counsel for Representative Plaintiffs will request the Court to award attorneys' fees of 30% of the Settlement Fund, plus reimbursement of the expenses, not to exceed \$150,000.00, which were advanced in connection with the Litigation, plus interest thereon. Settlement Class Members are not personally liable for any such fees or expenses.

To date, Representative Plaintiffs' Counsel have not received any payment for their services in conducting this Litigation on behalf of Representative Plaintiffs and the Members of the Class, nor have counsel been reimbursed for their out-of-pocket expenses. The fee requested by Representative Plaintiffs' Counsel would compensate counsel for their efforts in achieving the Settlement Fund for the benefit of the Settlement Class, and for their risk in undertaking this representation on a contingency basis. The fee requested is within the range of fees awarded to plaintiffs' counsel under similar circumstances in litigation of this type.

#### **XIII. CONDITIONS FOR SETTLEMENT**

The settlement is conditioned upon the occurrence of certain events described in the Stipulation. Those events include, among other things: (1) entry of the Judgment by the Court, as provided for in the Stipulation; and (2) expiration of the time to appeal from or alter or amend the Judgment. If, for any reason, any one of the conditions described in the Stipulation is not met, the Stipulation might be terminated and, if terminated, will become null and void, and the parties to the Stipulation will be restored to their respective positions as of November 16, 2000.

#### **XIV. THE RIGHT TO BE HEARD AT THE HEARING**

Any Settlement Class Member who has not validly and timely requested to be excluded from the Settlement Class, and who objects to any aspect of the settlement, the Plan of Allocation, the adequacy of representation by Representative Plaintiffs' Counsel, or the application for attorneys' fees and expenses, may appear and be heard at the Settlement Hearing. Any such person must submit a written notice of objection, received on or before March 7, 2001, by each of the following:

CLERK OF THE COURT  
UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF CALIFORNIA  
880 Front Street, Suite 4290  
San Diego, California 92101-8900

***Counsel for Plaintiffs:***

MILBERG WEISS BERSHAD  
HYNES & LERACH LLP  
KEITH F. PARK  
JEFFREY D. LIGHT  
600 West Broadway  
Suite 1800  
San Diego, CA 92101

SCHIFFRIN & BARROWAY, LLP  
RICHARD S. SCHIFFRIN  
ANDREW L. BARROWAY  
DAVID KESSLER  
Three Bala Plaza East  
Suite 400  
Bala Cynwyd, PA 19004

***Counsel for Defendants:***

LATHAM & WATKINS  
PETER H. BENZIAN  
701 B Street  
Suite 2000  
San Diego, CA 92101

The notice of objection must demonstrate the objecting person's membership in the Settlement Class, including the number of Petco shares purchased and sold during the Class Period, and contain a statement of the reasons for objection. Only members of the Settlement Class who have submitted written notices of objection in this manner will be entitled to be heard at the Settlement Hearing, unless the Court orders otherwise.

#### **XV. SPECIAL NOTICE TO NOMINEES**

If you hold any Petco common stock purchased during the Class Period as nominee for a beneficial owner, then, within ten (10) days after you receive this Notice, you must either: (1) send a copy of this Notice and the Proof of Claim by first class mail to all such persons; or (2) provide a list of the names and addresses of such persons to the Claims Administrator:

***Petco Securities Litigation***  
c/o Claims Administrator  
Gilardi & Co. LLC  
P.O. Box 8040  
San Rafael, CA 94912-8040

If you choose to mail the Notice and Proof of Claim yourself, you may obtain from the Claims Administrator (without cost to you) as many additional copies of these documents as you will need to complete the mailing.

Regardless of whether you choose to complete the mailing yourself or elect to have the mailing performed for you, you may obtain reimbursement for or advancement of reasonable administrative costs actually incurred or expected to be incurred in connection with forwarding the Notice and Proof of Claim and which would not have been incurred but for the obligation to forward the Notice and Proof of Claim, upon submission of appropriate documentation to the Claims Administrator.

#### **XVI. EXAMINATION OF PAPERS**

This Notice is a summary and does not describe all of the details of the Stipulation. For full details of the matters discussed in this Notice, you may review the Stipulation filed with the Court, which may be inspected during business hours, at the office of the Clerk of the Court, United States Courthouse, Southern District of California, 880 Front Street, San Diego, California.

If you have any questions about the settlement of the Litigation, you may contact Plaintiffs' Settlement Counsel by writing:

MILBERG WEISS BERSHAD  
HYNES & LERACH LLP  
KEITH F. PARK  
JEFFREY D. LIGHT  
600 West Broadway, Suite 1800  
San Diego, CA 92101

SCHIFFRIN & BARROWAY, LLP  
RICHARD S. SCHIFFRIN  
ANDREW L. BARROWAY  
DAVID KESSLER  
Three Bala Plaza East, Suite 400  
Bala Cynwyd, PA 19004

**DO NOT TELEPHONE THE COURT REGARDING THIS NOTICE.**

DATED: January 22, 2001

BY ORDER OF THE COURT  
UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF CALIFORNIA