

United States District Court, Northern District of Illinois

Name of Assigned Judge or Magistrate Judge	Matthew F. Kennelly	Sitting Judge if Other than Assigned Judge	
CASE NUMBER	95 C 7401	DATE	2/7/2003
CASE TITLE	Gerlib vs. R.R. Donnelley & Sons		


[In the following box (a) indicate the party filing the motion, e.g., plaintiff, defendant, 3rd party plaintiff, and (b) state briefly the nature of the motion being presented.]

MOTION:

DOCKET ENTRY:

- (1) Filed motion of [use listing in "Motion" box above.]
- (2) Brief in support of motion due _____.
- (3) Answer brief to motion due _____. Reply to answer brief due _____.
- (4) Ruling/Hearing on _____ set for _____ at _____.
- (5) Status hearing[held/continued to] [set for/re-set for] on _____ set for _____ at _____.
- (6) Pretrial conference[held/continued to] [set for/re-set for] on _____ set for _____ at _____.
- (7) Trial[set for/re-set for] on _____ at _____.
- (8) [Bench/Jury trial] [Hearing] held/continued to _____ at _____.
- (9) This case is dismissed [with/without] prejudice and without costs[by/agreement/pursuant to]
 - FRCP4(m) Local Rule 41.1 FRCP41(a)(1) FRCP41(a)(2).
- (10) [Other docket entry] Enter Order preliminarily approving settlement and notice and claim form to class members as approved by the Court.

(11) [For further detail see order attached to the original minute order.]

<input type="checkbox"/> No notices required, advised in open court. <input type="checkbox"/> No notices required. <input type="checkbox"/> Notices mailed by judge's staff. <input type="checkbox"/> Notified counsel by telephone. <input checked="" type="checkbox"/> Docketing to mail notices. <input type="checkbox"/> Mail AO 450 form. <input type="checkbox"/> Copy to judge/magistrate judge.	courtroom deputy's initials OR6	U.S. DISTRICT COURT FEB 11 PM 7:02 Date/time received in Central Clerk's Office	number of notices	Document Number 360
			FEB 12 2003 date docketed	
			 docketing deputy initials	
			date mailed notice	
			mailing deputy initials	

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

RONALD GERLIB, et al.,
Plaintiffs,

v.

R.R. DONNELLEY & SONS COMPANY, et al.,
Defendants.

No. 95 C 7401

Judge Kennelly

DOCKETED
FEB 12 2003

LOUIS JEFFERSON, et al.,
Plaintiffs,

v.

R.R. DONNELLEY & SONS COMPANY, et al.,
Defendants.

No. 00 C 8069

Judge Kennelly

**ORDER PRELIMINARILY APPROVING SETTLEMENT
AND NOTICE AND CLAIM FORM TO PLAINTIFFS**

This matter comes before the Court on the motion of Plaintiffs and Defendants (1) to give preliminary approval of the settlement of these actions, (2) to provisionally certify classes in the Jefferson lawsuit for purposes of settlement in accordance with the Agreement of the parties, (3) to approve the form, mailing and publication of a Notice and Claim Form to Class members, and (4) to set a date for a fairness hearing to determine whether to give final approval to the settlement. The Court, having reviewed the parties' motion and being fully advised, ORDERS as follows:

1. The Court gives preliminary approval to the Settlement Agreement of the parties.

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2. The Court further determines that the classes as defined in the Settlement Agreement of the parties satisfies the requirements of Fed. R. Civ. P. Rule 23(a), including typicality and commonality and is maintainable under Rule 23(b)(2), and provisionally certifies in the Jefferson lawsuit, for purposes of settlement in accordance with the terms of the parties' Settlement Agreement, the classes defined as follows:

1993 Pension Class

All Chicago Manufacturing Division ("CMD") employees whose employment by Donnelley terminated in 1993 as a result of the closing of the CMD, whose age and years of service equaled or exceeded 75 at the time of their termination and who are not already members of the *Gerlib* pension class.

1994 Pension Class

All CMD employees whose employment by Donnelley terminated in 1994 as a result of the closing of the CMD, who had earned a vested benefit at the date of their termination under the Retirement Benefit Plan, and who are not already members of the *Gerlib* pension class.

Retiree Insurance Class

All CMD employees whose employment by Donnelley terminated in 1993 or 1994 as a result of the closing to the CMD and who (a) had attained age 55 and completed 10 years of service at the time of their termination or (b) whose age and years of service equaled or exceeded 75 at the time of their termination.

3. The Court approves the form of the Notice attached as Exhibit B to the Settlement Agreement, to be mailed to Plaintiffs and Plaintiff Class members at their last known addresses on or before March 14, 2003.

4. All objections are to be filed by Plaintiff and Plaintiff Class members no later than March 31st, 2003.

5. A fairness hearing is set for April 30, 2003.


United States District Judge

Date: 2-7-03

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

RONALD GERLIB, et al.,
Plaintiffs,

v.

No. 95 C 7401

R.R. DONNELLEY & SONS COMPANY, et al.,
Defendants.

Judge Kennelly

LOUIS JEFFERSON, et al.,
Plaintiffs,

v.

No. 00 C 8069

R.R. DONNELLEY & SONS COMPANY, et al.,
Defendants.

Judge Kennelly

DOCKETED
FEB 12 2003

NOTICE OF PROPOSED SETTLEMENT
AND SETTLEMENT APPROVAL HEARING

This Notice is given pursuant to an Order of the United States District Court for the Northern District of Illinois and in accordance with Rule 23 of the Federal Rules of Civil Procedure and the Age Discrimination in Employment Act. These are lawsuits brought against R.R. Donnelley & Sons Company ("Donnelley"), the Retirement Benefit Plan of R.R. Donnelley & Sons Company ("RBP") and other Defendants, alleging claims for pension benefits, separation pay, retiree insurance benefits and of age discrimination arising out of the closing of Donnelley's Chicago Manufacturing Division ("CMD"). You have been identified as someone covered by these lawsuits as because you were employed at the CMD when it closed or

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because you have been identified as the surviving or representative of the estate of someone who was employed at the CMD when it closed and is now deceased.

1. The parties have reached a settlement of these cases and are requesting the Court to approve the settlement. As someone covered by these lawsuits, you have the right to object to the settlement. In addition, you may be eligible to receive money under the Settlement Agreement. Please read this notice carefully.

DESCRIPTION OF THE LITIGATION

2. The Gerlib lawsuit was filed on December 18, 1995 and alleged claims for employee pension and separation pay benefits for former CMD employees and that CMD employees over the age of 40 were discriminated against because of their age in connection with the closing of the CMD.

3. On August 14, 1997, the Court allowed the issuing of notice to potential age discrimination claimants allowing them to opt into the age discrimination claims.

4. On October 27, 1997, the Court certified two classes with respect to the pension and separation pay claims in the Gerlib case.

5. Subsequently, former CMD employees opted to join the age discrimination claims, with the result that there were 342 age discrimination Plaintiffs.

6. The Jefferson lawsuit was filed on December 22, 2000 and alleged retiree insurance benefit and additional pension benefit claims on behalf of former CMD employees.

7. Subsequently, the Court issued a number of rulings in the two lawsuits; and in July and August 2002, a jury trial was held on the age discrimination claim in July and August 2002. As a result of those rulings and the trial, the Plaintiffs prevailed on some claims and Defendants prevailed on other claims made in the lawsuits.

8. On Feb 7th 2003, the Court provisionally certified the Jefferson lawsuit as a class action under Rule 23(b)(2) of the Federal Rules of Civil Procedure for purposes of this settlement only.

9. Both sides have engaged in extensive discovery and investigation of the above claims. This discovery included extensive review and copying of personnel and other of Defendants' documents and numerous depositions and interviews by counsel.

10. Defendants have and continue to deny all allegations in both lawsuits.

DESCRIPTION OF SETTLEMENT

11. The proposed settlement, the details of which are contained in a settlement agreement signed by counsel for Plaintiffs and Defendants, consists of several basic parts.

12. An aggregate sum of \$9,000,000.00, less legally required taxes, will be paid from the RBP to eligible Plaintiff Class members in accordance with the Plan of Allocation which is attached to this Notice as Appendix A. Eligible Plaintiff class members will have the right to roll over amounts distributed to them as provided in the Retirement Plan and pursuant to applicable law.

13. An additional aggregate sum of \$6,000,000.00, less legally required taxes, will be paid by Donnelley to eligible Plaintiffs and Plaintiff Class members.

14. Before distribution of the settlement funds to the Plaintiffs and Plaintiff Class members, there will be deducted an amount for attorneys' fees to be paid to Plaintiffs' attorneys for their work in this case and the litigation expenses incurred. The total amount of fees and costs to be awarded will be determined by the Court, but the amount of fees to be awarded is not expected to exceed \$2,250,000.00.

EXHIBIT

THE SETTLEMENT HEARING

15. Pursuant to an order of the District Court dated Feb. 7, 2003, a hearing will be held on April 30th 2003, in the courtroom of the Honorable Judge Matthew J. Kennelly. At the hearing, the Court will decide whether the proposed settlement is fair, reasonable and adequate and whether judgment should be entered thereon dismissing the action with prejudice. In addition, the Court will also decide what amount to award from the settlement fund for attorneys' fees, costs, and payments to the individual Plaintiffs.

16. Any one covered by these lawsuits may file an objection to the proposed settlement or to any awards to the Plaintiffs' attorneys. Any such objection must be in writing and must identify the person objecting and state in detail the basis for the objection. The objection must be served on Plaintiffs' counsel, H. Candace Gorman, 542 South Dearborn Street, Suite 1060, Chicago, Illinois 60605, no later than March 31, 2003. This means that the objection must be received by counsel before March 31st 2003. Any Plaintiff or Plaintiff Class member who does not make his or her objection in accordance with the foregoing instruction shall be deemed to have waived any objection and shall forever be foreclosed from making any objection to the fairness, reasonableness or adequacy of the proposed settlement agreement.

17. Any Plaintiff or Plaintiff Class member covered by these lawsuits who timely files objections above may address the Court, personally or through an attorney, at the hearing on April 30th 2003. If you have timely made an objection, you do not have to appear in order for your objection to be considered by the Court. If you do not object to the settlement, you do not need to file anything or appear at the hearing.

18. The Court may not amend the Settlement Agreement; it may only approve or disapprove the Settlement Agreement as written. Should the Settlement Agreement not be approved by the Court, no monies will be distributed to any Class member.

19. If the Settlement Agreement is approved, the Settlement will bar and stop you from filing any and all individual claims which have been or could have been brought in the Gerlib lawsuit or in the Jefferson lawsuit.

REQUIRED RELEASE

20. In order to receive any money under the settlement, you will be required to sign a Release.

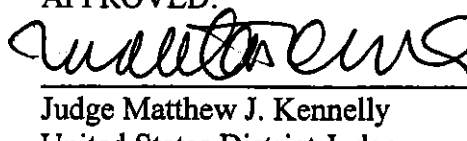
21. The Release will be provided to you for your execution if the Court approves the Settlement Agreement after the settlement hearing. The Release, generally summarized, will provide that by signing it and accepting funds under the Settlement Agreement, you release the Defendants in the lawsuits and other related parties from any claims made in the lawsuits and from any claim relating to employment or termination of employment by Donnelley, with certain limited exclusions.

MISCELLANEOUS

22. Should you have any questions concerning this settlement, you may contact class counsel either in writing at the above address or by telephone at (312) 427-2313 or you may also consult your own attorney. A copy of the settlement agreement and all other documents relating to the Court's review of proposed settlement are on file at the Clerk's Office in the Federal Courthouse and you may inspect those documents in the Clerk's Office.

23. Please do not call or write the Judge or the Clerk of the Court concerning this litigation.

APPROVED:



Judge Matthew J. Kennelly
United States District Judge

DATE: 27-03