

UNITED STATES DISTRICT COURT
DISTRICT OF MARYLAND
BALTIMORE DIVISION

DAVID G. FEINBERG, et al., and all
others similarly situated,

Plaintiffs,

vs.

T. ROWE PRICE GROUP, INC., et al.,

Defendants.

Case No. 1:17-cv-00427-JKB

PLAN OF ALLOCATION

This *Plan of Allocation*¹ describes how the *Net Settlement Amount* is to be allocated to *Class* members.

The first step in the *Plan of Allocation* is to allocate \$20 to each *Class* member.

Next, the remainder of the *Net Settlement Amount* after making this payment will be allocated pro rata based on quarterly balances during the *Class Period* in the 39 *Challenged Funds*, all of which were offered in the T. Rowe Price Retirement Program (“*Plan*”) during the *Class Period*, which runs from February 14, 2011 through January 18, 2022.²

The pro rata allocation of the remainder of the *Net Settlement Amount* will then be reduced for those *Class* members who previously received a distribution of the 2019 *Special Payment*. Specifically, for any portion of a *Class* member’s pro rata allocation attributable to

¹ The capitalized italicized terms in this *Plan of Allocation* have the same meaning as in the *Settlement Agreement*, or, if not defined there, have the meaning ascribed to them here.

² For purposes of the *Plan of Allocation*, the partial quarters beginning and ending the *Class Period* are treated as full quarters because doing so has a *de minimis* effect on the allocation calculations and simplifies and streamlines administration and implementation of the *Plan of Allocation*.

their investments from 2011-2013, the amount of any distribution they received from the *Special Payment* will be subtracted. The sum of the offset amounts will be allocated pro rata in proportion to investments in the *Challenged Funds* but only to *Class* members who did not receive the *Special Payment*.

To be eligible for a distribution from the *Net Settlement Amount*, a *Class* member must be a *Current Participant*, a *Former Participant*, or a *Beneficiary* of such a person.

A *Beneficiary* will receive their payment as described in this *Plan of Allocation* in an amount corresponding to their entitlement as a *Beneficiary* of a *Current Participant* or of a *Former Participant* with respect to which the payment is made.

Allocation Method

Part One – Allocate the \$20 Minimum

- (a) Allocate \$20 to each *Class* member from the *Net Settlement Amount*. The remainder is the *Remaining Net Settlement Amount*.

Part Two – Determine Preliminary Allocations Relating to Investments in the Challenged Funds

- (b) Determine each *Challenged Fund Class* member quarterly balance for each of the *Challenged Funds* and for each *Class* member at the close of each quarter of the *Class Period* from the reasonably available data provided by *Defendants*.
- (c) Determine each individual *Class* member's total balance in all *Challenged Funds* at the close of each quarter of the *Class Period* by adding together balances for all *Challenged Funds* for a single quarter for each *Class* member from (b) above.
- (d) Determine each individual *Class* member's *Challenged Funds* aggregate balance by adding together all of the quarters in the *Class Period* for each *Class* member from (c) above.
- (e) Determine the aggregate *Challenged Funds* balance for all *Class* members by adding together each single *Class* member *Challenged Funds* aggregate balance from (d) above.

- (f) Determine each *Preliminary Class Member Allocation* by dividing each single *Class* member *Challenged Funds* aggregate balance by the aggregate *Challenged Funds* balance for all *Class* members, and multiply the result by the *Remaining Net Settlement Amount* (((d)/(e)) x *Remaining Net SA*)).

Part Three – Apply the *Special Payment* Offset to the Preliminary Allocations

- (g) Subtract from the portion of each *Preliminary Class Member Allocation* deriving from investments that *Class* member held in 2011, 2012, or 2013 all amounts that the *Class* member received from the *Special Payment* (any negative amount should be changed to zero). The *Preliminary Class Member Allocation* for each *Class* member partially offset in this fashion is the *Preliminary Adjusted Class Member Allocation*.
- (h) Subtract the aggregate of the *Preliminary Adjusted Class Member Allocations* for all *Class* members from the *Remaining Net Settlement Amount*. This is the *Total Special Payment Offset*.

Part Four – Determine the Final Allocation

- (i) Determine the *Final Class Member Allocation* for each *Class* member by adding to the *Preliminary Adjusted Class Member Allocation* for each *Class* member (1) the \$20 payment specified in (a), and (2) allocating pro rata the *Total Special Payment Offset* only to those *Class* members who did not receive the *Special Payment* using the same method specified in (f) that was used for allocating pro rata the *Remaining Net Settlement Amount*.

Neither *Defendants* nor *Defense Counsel* shall have any responsibility for or liability whatsoever with respect to the *Plan of Allocation*, including, but not limited to, the determination of the *Plan of Allocation* or the reasonableness of the *Plan of Allocation*.