

# EXHIBIT D



1 This matter came on for hearing on April 23, 2026 (the “Settlement Hearing”)  
2 on Lead Counsel’s motion for an award of attorneys’ fees and reimbursement of  
3 Litigation Expenses. The Court having considered all matters submitted to it at the  
4 Settlement Hearing and otherwise; and it appearing that notice of the Settlement  
5 Hearing substantially in the form approved by the Court was mailed to all Settlement  
6 Class Members who or which could be identified with reasonable effort, and that a  
7 summary notice of the hearing substantially in the form approved by the Court was  
8 published in *The Wall Street Journal* and was transmitted over the *PR Newswire*  
9 pursuant to the specifications of the Court; and the Court having considered and  
10 determined the fairness and reasonableness of the award of attorneys’ fees and  
11 Litigation Expenses requested,

12 NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

13 1. This Order incorporates by reference the definitions in the Stipulation  
14 of Settlement dated October 27, 2025 (ECF No. 183-2) (the “Stipulation”) and all  
15 capitalized terms not otherwise defined herein shall have the same meanings as set  
16 forth in the Stipulation.

17 2. The Court has jurisdiction to enter this Order and over the subject  
18 matter of the Action and all parties to the Action, including all Settlement Class  
19 Members.

20 3. Notice of Lead Counsel’s motion for an award of attorneys’ fees and  
21 reimbursement of Litigation Expenses was given to all Settlement Class Members  
22 who could be identified with reasonable effort. The form and method of notifying  
23 the Settlement Class of the motion for an award of attorneys’ fees and expenses  
24 satisfied the requirements of Rule 23 of the Federal Rules of Civil Procedure, the  
25 Private Securities Litigation Reform Act of 1995 (15 U.S.C. § 78u-4(a)(7)), due  
26 process, and all other applicable law and rules, constituted the best notice practicable  
27 under the circumstances, and constituted due and sufficient notice to all persons and  
28 entities entitled thereto.

1           4.     Lead Counsel are hereby awarded attorneys' fees in the amount of 30%  
2 of the Settlement Fund (the Settlement Amount, plus interest accrued thereon), and  
3 \$602,359.78 in reimbursement of Plaintiff's Counsel's litigation expenses, plus all  
4 interest accrued thereon (which fees and expenses shall be paid from the Settlement  
5 Fund), which sums the Court finds to be fair and reasonable. In making this award  
6 of attorneys' fees and reimbursement of expenses to be paid from the Settlement  
7 Fund, the Court has considered and found that:

8           A.     The Settlement has created a fund consisting of \$65,000,000 in  
9 cash that has been funded into escrow pursuant to the terms of  
10 the Stipulation, and that numerous Settlement Class Members  
11 who submit acceptable Claim Forms will benefit from the  
12 Settlement that occurred because of the efforts of Plaintiff's  
13 Counsel;

14           B.     Copies of the Postcard Notice were mailed to over 244,000  
15 potential Settlement Class Members and nominees stating that  
16 Lead Counsel would apply for attorneys' fees in an amount not  
17 to exceed 30% of the Settlement Fund and reimbursement of  
18 Litigation Expenses in an amount not to exceed \$715,000. There  
19 were no objections to the requested attorneys' fees and expenses;

20           C.     Plaintiff's Counsel has conducted the litigation and achieved the  
21 Settlement with skill, perseverance and diligent advocacy;

22           D.     The Action raised a number of complex issues;

23           E.     Had Lead Counsel not achieved the Settlement there would  
24 remain a significant risk that Lead Plaintiff and the other  
25 members of the Settlement Class may have recovered less or  
26 nothing from Defendants;

27           F.     Lead Counsel undertook the Action on a fully contingent basis,  
28 thereby assuming the risk of loss;

1 G. Plaintiff's Counsel devoted over 12,300 hours, with a lodestar  
2 value of \$10,484,366.25 to achieve the Settlement; and

3 H. The amount of attorneys' fees awarded and expenses to be  
4 reimbursed from the Settlement Fund are fair and reasonable and  
5 consistent with awards in similar cases.

6 5. The fees and expenses shall be allocated among Plaintiff's Counsel in  
7 a manner which, in Lead Counsel's good-faith judgment, reflects each such  
8 counsel's contribution to the institution, prosecution, and resolution of the Action.

9 6. Lead Plaintiff is hereby awarded \$10,531.75 from the Settlement Fund  
10 as reimbursement for its reasonable costs and expenses directly related to its  
11 representation of the Settlement Class.

12 7. Any appeal or any challenge affecting this Court's approval regarding  
13 any attorneys' fees and expense application shall in no way disturb or affect the  
14 finality of the Judgment.

15 8. Exclusive jurisdiction is hereby retained over the parties and the  
16 Settlement Class Members for all matters relating to this Action, including the  
17 administration, interpretation, effectuation or enforcement of the Stipulation and this  
18 Order.

19 9. In the event that the Settlement is terminated or the Effective Date of  
20 the Settlement otherwise fails to occur, this Order shall be rendered null and void to  
21 the extent provided by the Stipulation.

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

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IT IS SO ORDERED.

DATED: \_\_\_\_\_

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THE HONORABLE GEORGE H. WU  
UNITED STATES DISTRICT JUDGE