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UNITED STATES DISTRICT COURT
FOR THE CENTRAL DISTRICT OF CALIFORNIA

ANTONIO ACEVES JR. and JESSE
ALVAREZ, individually, and on behalf
of other members of the general public
similarly situated,

Plaintiffs,

vs.

AutoZone, INC, a Nevada corporation,
Defendant.

Case No.: 5:14-cv-02032-VAP-DTBx

CLASS ACTION

**[PROPOSED] ORDER GRANTING
MOTION FOR PRELIMINARY
APPROVAL OF CLASS ACTION
SETTLEMENT**

[Filed concurrently with the Declaration
of Robert K. Friedl; and [Proposed]
Order]

Date: May 2, 2016
Time: 2:00 p.m.
Place: Courtroom 780

Complaint Filed: September 30, 2014

ORDER

On May _ 2016, this Court conducted a hearing on Plaintiffs' Motion for Preliminary Approval of the Class Action Settlement (the "Motion"). Having considered the Motion and the points and authorities and declarations submitted in support of the Motion, including the Settlement Agreement and Release dated 1/26/16 ("Settlement Agreement") and exhibits, and **GOOD CAUSE** appearing, **IT IS HEREBY ORDERED** that the Motion is **GRANTED**, subject to the following findings and orders:

1. This Order incorporates by reference the Settlement Agreement, and all terms defined therein shall have the same meaning herein. In case of a conflict between a definition in this Order and in the Settlement Agreement, the definition in the Settlement Agreement should control.

2. The Settlement Class (excluding Adverse Action Subclass Members) shall be conditionally certified for settlement purposes only and, as completely defined in the Settlement Agreement, shall consist of all individuals for whom AutoZone ordered or obtained a background check from any third-party consumer reporting agency between September 30, 2012 and the Preliminary Approval Date, without (allegedly) fully complying with the disclosure and authorization requirements of the FCRA, the California Consumer Credit Reporting Agencies Act, the California Investigative Consumer Reporting Agencies Act, or any comparable federal, state or local law governing background checks, credit checks, consumer reports, investigative consumer reports, criminal history reports or reference checks.

3. The Adverse Action Subclass shall be conditionally certified for settlement purposes only and, as completely defined in the Settlement Agreement, shall consist of all individuals that AutoZone subjected to an adverse action (as defined by the Fair Credit Reporting Act, 15 U.S.C. section 1681, *et seq.*) including, without limitation, a decision not to offer employment, promotion or transfer or to terminate employment, at any time from September 30, 2012, through the

1 Preliminary Approval Date, based, in whole or in part, upon a background
2 check/report of any type (including, without limitation, a credit check or report, a
3 consumer credit report, an investigative consumer report, a criminal history report
4 and a reference check) that AutoZone ordered or obtained from any third party
5 including, without limitation, Edge, ADP, and/or J.J. Keller, without allegedly
6 complying fully with the disclosure and authorization requirements and/or the pre-
7 adverse action or adverse action notice requirements of the Fair Credit Reporting Act,
8 California Consumer Credit Reporting Agencies Act, the California Investigative
9 Consumer Reporting Agencies Act, or any comparable federal, state or local law
10 governing background checks, credit checks, consumer reports, investigative
11 consumer reports, criminal history reports or reference checks.

12 4. The class action settlement set forth in the Settlement Agreement,
13 entered into among the Parties and their counsel, is preliminarily approved as it
14 appears to be proper, to fall within the range of reasonableness, to be the product of
15 arm's-length and informed negotiations, to treat all Settlement Class Members fairly,
16 and to be presumptively valid, subject only to any objections that may be raised at or
17 before the final approval hearing. The Court further finds that Plaintiffs' counsel
18 conducted sufficient investigation and research, and that they were able to reasonably
19 evaluate Plaintiffs' position and the strengths and weaknesses of their claims and the
20 ability to certify them. Plaintiffs have provided the Court with enough information
21 about the nature and magnitude of the claims being settled, as well as the
22 impediments to recovery, to make an independent assessment of the reasonableness
23 of the terms to which the parties have agreed.

24 5. The Court also finds that settlement now will avoid additional and
25 potentially substantial litigation costs, as well as delay and risks if the Parties were to
26 continue to litigate the action.

27 6. The Court preliminarily approves the Settlement Agreement, including
28 all the terms and conditions set forth therein and the allocation of payments.

1 7. The rights of any potential dissenters to the proposed settlement are
2 adequately protected in that they may exclude themselves from the settlement and
3 proceed with any alleged claims they may have against Defendant, or they may
4 object to the settlement and appear before this Court. However, to do so they must
5 follow the procedures outlined in the Settlement Agreement and Notices. Failure to
6 follow the procedures outlined in the Settlement Agreement and the Notices for
7 making objections shall result in waiver and the objector shall be forever foreclosed
8 from challenging any of the terms of the settlement.

9 8. The Court approves, as to form and content, the proposed Notice of
10 Proposed Class Action Settlement to Settlement Class Members and the Notice of
11 Proposed Class Action Settlement to Adverse Action Subclass Members (“Notices”).

12 9. The Court directs the mailing, by First-Class U.S. mail, of the Notices to
13 Settlement Class Members and to Adverse Action Subclass Members in accordance
14 with the schedule set forth below and the other procedures described in the
15 Settlement Agreement. The Court finds that the method selected for communicating
16 the preliminary approval of the Settlement Agreement to Settlement Class Members
17 is the best notice practicable under the circumstances, constitutes due and sufficient
18 notice to all persons entitled to notice, and thereby satisfies due process.

19 10. The named Plaintiffs Antonio Aceves and Jesse Alvarez are suitable class
20 representatives and are appointed Class Representatives for the Settlement Class
21 Members conditionally certified by this Order.

22 11. The Court appoints Capstone Law APC as Class Counsel. The Court
23 finds that counsel have demonstrable experience litigating, certifying, and settling
24 class actions, and will serve as adequate counsel for the Settlement Class
25 conditionally certified by this Order.

26 12. The Court approves and appoints Simpluris, Inc. as the Settlement
27 Administrator.

28 13. The following dates shall govern for purposes of this Settlement:

| Date | Event |
|--|---|
| [Date] (or not later than 15 calendar days after the Court grants preliminary approval of the Settlement Agreement, if later) | Last day for Defendant to produce the Settlement Class List to the Settlement Administrator. |
| [Date] (or not later than 30 calendar days after the Court grants preliminary approval of the Settlement Agreement, if later) | Last day for the Settlement Administrator to mail the Notices to all Settlement Class Members. |
| [Date] | Last day for Class Counsel to file the Motion for Attorneys' Fees, Costs, and Class Representative Enhancement Payments. |
| [Date] (or not later than 60 calendar days after the Settlement Administrator mails the Notices, if later or 89 days if Notices are re-mailed) | Last day for Settlement Class Members to submit Requests for Exclusion or objections to the settlement. |
| [Date] | Last day for Plaintiffs to file the Motion for Final Approval of Class Action Settlement. |
| [Date] | Hearing on Motion for Final Approval of Class Action Settlement and Motion for Attorneys' Fees, Costs, and Class Representative Enhancement Payments. |

The Court expressly reserves the right to continue or adjourn the final approval hearing from time to time without further notice to the Settlement Class Members.

IT IS SO ORDERED.

Dated: _____

Hon. Virginia A. Phillips
United States District Judge