

Lead Plaintiffs Deka Investment GmbH and City of Dearborn Heights Act 345 Police & Fire Retirement System (together, “Lead Plaintiffs”), Santander Consumer USA Holdings Inc., Thomas G. Dundon, Jason Kulas, Juan Carlos Alvarez, Roman Blanco, Gonzalo de Las Heras, Stephen A. Ferriss, Matthew Kabaker, Tagar Olson, Alberto Sanchez, Javier San Felix, Juan San Felix, Juan Andrew Yanes and Daniel Zilberman, Citigroup Global Markets Inc., J.P. Morgan Securities LLC, Merrill Lynch, Pierce, Fenner & Smith Incorporated, Deutsche Bank Securities Inc., Santander Investment Securities Inc., Barclays Capital Inc., Goldman, Sachs & Co., Morgan Stanley & Co. LLC, RBC Capital Markets, LLC, BMO Capital Markets Corp., Credit Suisse Securities (USA) LLC, UBS Securities LLC, Wells Fargo Securities LLC, KKR Capital Markets LLC, Sandler O’Neill & Partners, L.P., Stephens Inc. and LOYAL3 Securities, Inc. (collectively, the “Defendants,” and together with Lead Plaintiffs, the “Settling Parties”), by and through their undersigned counsel respectfully submit this agreed proposed order to hold the January 12, 2021 Settlement Hearing via Zoom:

WHEREAS the Settling Parties made an application pursuant to Federal Rule of Civil Procedure 23(e) for an order preliminarily approving the Settlement of this Action, in accordance with their Stipulation of Settlement dated July 28, 2020;

WHEREAS on August 13, 2020, this Court granted the Settling Parties’ motion for preliminary approval of the Settlement of this Action (the “Preliminary Approval Order”) (ECF No. 253);

WHEREAS pursuant to the Court’s order granting preliminary approval of the settlement Preliminary Approval Order, the Court scheduled a Settlement Hearing to be held before this Court on January 12, 2021, at 10:00 a.m. CST to determine whether the Settlement of the Action on the terms and conditions provided for in the Settlement Agreement is fair, reasonable, and adequate to the Classes and should be approved by the Court; to determine whether, for purposes of the

proposed Settlement only, the Action should be certified as a class action on behalf of the Classes, Lead Plaintiffs should be certified as Class Representatives for the Classes, and Lead Counsel should be appointed as Class Counsel for the Classes; to determine whether a Judgment as provided in ¶1.15 of the Stipulation of Settlement should be entered; to determine whether the proposed Plan of Allocation should be approved; to determine any amount of attorneys' fees and expenses that should be awarded to Lead Counsel for their service to the Classes; to hear any objections by Class Members to the Settlement Agreement or Plan of Allocation or any award of attorneys' fees and expenses to Lead Counsel and any award to the Lead Plaintiffs pursuant to 15 U.S.C. §77z-1(a)(4) and/or 15 U.S.C. §78u-4(a)((4); and to consider such other matters as the Court may deem appropriate (ECF No. 253 ¶ 2);

WHEREAS the Preliminary Approval Order further stated that “[t]he Court may adjourn the Settlement Hearing or decide to hold the Settlement Hearing telephonically without further notice to the Classes” (ECF No. 253 ¶ 3);

WHEREAS the Preliminary Approval Order further provided that any member of the Classes would be permitted to appear and object to the Settlement of the Action by providing written objections and copies such objection to Lead Plaintiff's counsel by no later than 21 calendar days before the Settlement Hearing, i.e., December 22, 2020, (ECF No. 253 ¶ 18), which deadline has passed with no objection from any party;

WHEREAS counsel for Lead Plaintiffs has consulted with counsel for Defendants, and they agree that given the risks associated with the Covid-19 pandemic, it would be in everyone's best interests to conduct the Settlement Hearing remotely, via Zoom;

WHEREAS on January 5, 2021, this Court entered an Order directing that the parties file a written agreement to conduct the Settlement Hearing via Zoom by no later than January 7, 2021, and further providing that the Zoom link would be accessible on the docket (ECF No. 259); and

WHEREAS the Court further directed Lead Plaintiffs to advise anyone objecting or opting out of the action that the Zoom link would be found on the Court's docket;

WHEREAS as reflected in Lead Plaintiffs' notice of non-opposition (ECF No. 258) no objections or opt-out requests have been received by Lead Plaintiffs;

IT IS NOW STIPULATED AND AGREED THAT the Settlement Hearing shall be conducted on January 12, 2021 at 10:00 a.m. CST via Zoom,

and it is further STIPULATED AND AGREED THAT upon entry of this order, counsel for Lead Plaintiffs will advise the public that the Settlement Hearing will be held via Zoom by posting such information on the settlement website and advise anyone who objects or requests to opt-out of the Zoom link on the Court's docket.

DATED: January 6, 2021

KENDALL LAW GROUP, PLLC

/s/ Joe Kendall

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Counsel for the Underwriter Defendants

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing document was served on all counsel of record on January 6, 2021 via CM/ECF, in accordance with the Federal Rules of Civil Procedure.

/s/ Joe Kendall

JOE KENDALL

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

DEKA INVESTMENT GMBH, Individually
and on Behalf of All Others Similarly Situated,

Plaintiffs,

vs.

SANTANDER CONSUMER USA
HOLDINGS INC., et al.,

Defendants.

§ Civil Action No. 3:15-cv-02129-K

§ CLASS ACTION

§ Hon. Ed Kinkeade

[PROPOSED] ORDER

On this day the Court considered the Agreed Motion to Hold Remote Hearing (the “Motion”), and the Court hereby ORDERS as follows:

After considering the Motion, it is hereby:

GRANTED _____

DENIED _____

It is so **ORDERED**.

Dated: January __, 2021

HON. ED KINKEADE
UNITED STATES DISTRICT JUDGE