

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

USDC SDNY  
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SHELLEY HNOT and HEIDI SCHELLER, on  
behalf of themselves and all similarly situated  
persons,

Plaintiffs,

-v-

WILLIS GROUP HOLDINGS LTD., et al.,

Defendants.

01 Civ. 6558 (GEL)

**ORDER**

GERARD E. LYNCH, District Judge:

Upon consideration of Plaintiffs' Motion for Final Approval of the Consent Decree, and the entire record herein, IT IS ORDERED:

1. The Consent Decree was the result of *bona fide* and arm's-length negotiations conducted in good faith between Plaintiffs' counsel and counsel for Defendants.
2. Due and adequate notice of the proceedings has been given to the Class and a full opportunity has been offered to the Class to participate in the fairness hearing. Therefore, it is hereby determined that all Class members are bound by this Final Order and Judgment.
3. The Court is well familiar with the merits and risks in this case, as voluminous materials had been considered in connection with ruling on class certification, motions for summary judgment, and this case was within days of trial when the settlement was reached.
4. The Consent Decree is hereby approved and found to be, in all respects, fair, reasonable, adequate and in the best interests of the Class as a whole and in satisfaction of Rule 23 of the Federal Rules of Civil Procedure and due process requirements.
5. Plaintiffs' petition for attorneys' fees and expenses is taken under advisement and will be ruled upon separately.
6. Pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, the Court finds that there is no just reason for delay and therefore directs entry of this Final Order and Judgment as a final judgment.

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7. Without in any way affecting the finality of this Final Order and Judgment, the Court hereby retains jurisdiction over this action as set forth in the Consent Decree.

SO ORDERED.

Dated: New York, New York  
February 22, 2008

  
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GERARD E. LYNCH  
United States District Judge