

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE HONEST MARKETING LITIGATION

Civil Action No. 16-cv-01125-VM

AMENDMENT NO. 1 TO THE
SETTLEMENT AGREEMENT AND
RELEASE

RECITALS

WHEREAS, Rose Marcotrigiano, Aviva Kellman, Julie Hedges, Dreama Hembree, Candace Hiddlestone, Ethel Lung, Shane Michael, Jonathan D. Rubin, and Stavroula Da Silva (“Plaintiffs”) and defendant The Honest Company, Inc. (“Honest”) (collectively, the “Parties”) executed a Settlement Agreement and Release (the “Agreement”), and on June 30, 2017, Plaintiffs filed it with the Court in connection with their Motion for Preliminary Approval of Class Action Settlement.

WHEREAS, the Parties have agreed to revise the instructions for Class Members to submit objections, as stated in paragraph 6.2 of the Agreement, and recited in Section 15 of the Long Form Notice, attached as Exhibit B to the Agreement.

NOW THEREFORE, pursuant to section 11.12 of the Agreement and paragraph 14 of the Order Granting Preliminary Approval of Class Settlement and Class Certification (D.I. 70), this Amendment No. 1 to the Settlement Agreement and Release (“Amendment”) is entered into between Plaintiffs, individually and on behalf of themselves, and all others similarly situated, and Defendant The Honest Company, Inc., and amends and supplants the Agreement as follows:

AMENDMENT NO. 1 TO THE SETTLEMENT AGREEMENT AND RELEASE

1. Paragraph 6.2 is amended to state:

6.2 Objections. Any Class Member who has not submitted a timely written exclusion request pursuant to paragraph 6.1 of this Settlement Agreement and who wishes to object to the fairness, reasonableness, or adequacy of the Settlement Agreement or the proposed Settlement may do so according to the following instructions, or as otherwise ordered by the Court.

(a) Any objecting Settlement Class Members must deliver written objections to the Claims Administrator no later than the Response Deadline. The delivery date is deemed to be the date the objection is deposited in the U.S. Mail as evidenced by the postmark. It shall be the objector’s responsibility to ensure receipt of any objection by the Claims Administrator.

(b) Written objections must include: (a) the name and case number of the Action (“*In re Honest Marketing Litigation*, S.D.N.Y. Case No. 16-cv-01125”); (b) the full name and contact information (e.g., email and/or postal

address) for the person objecting; (c) the specific reasons, if any, for each objection, including any legal and factual support the objector wishes to bring to the Court's attention; and (d) facts indicating the person's status as a Settlement Class member—either (A) the unique identifier supplied by the Claims Administrator in the notice, for persons receiving direct notice under paragraphs 4.2(b)-(c), or (B) a proof of purchase or the approximate date, location and seller where the Class Member purchased the Product. The written objection must be signed and dated, and must include the following language immediately above the signature and date “I declare under penalty of perjury under the laws of the United States of America that the foregoing statements regarding class membership are true and correct to the best of my knowledge.”

(c) Any Settlement Class Member who files and serves a written objection, as described in this paragraph, has the option to appear at the Fairness Hearing, either in person or through personal counsel hired at the Settlement Class Member's expense, to object to the fairness, reasonableness, or adequacy of the Settlement Agreement or the proposed Settlement, or to the award of attorneys' fees. However, Settlement Class Members (with or without their attorneys) intending to make an appearance at the Fairness Hearing must include on a timely and valid objection a statement substantially similar to “Notice of Intention to Appear.” If the objecting Settlement Class Member intends to appear at the Fairness Hearing through counsel, he or she must also identify the attorney(s) representing the objector who will appear at the Fairness Hearing and include the attorney(s) name, address, phone number, e-mail address, and the state bar(s) to which counsel is admitted. If the objecting Settlement Class Member intends to request the Court to allow the Class Member to call witnesses at the Fairness Hearing, such request must be made in the Settlement Class Member's written objection, which must also contain a list of any such witnesses and a summary of each witness' expected testimony. Only Settlement Class Members who file and serve timely objections including Notices of Intention to Appear may speak at the Fairness Hearing. If a Settlement Class Member makes an objection through an attorney, the Settlement Class Member will be responsible for his or her personal attorney's fees and costs.

2. Section 15 of Exhibit B (Long Form Notice) shall be revised to state:

At the date, time, and location stated in Section 18 below, the Court will hold a Fairness Hearing to determine if the Settlement is fair, reasonable, and adequate, and to also consider the attorneys' who initiated the Action's request for an award of attorneys' fees and costs, and a service award to the Representative Plaintiffs.

If you wish to object to the fairness, reasonableness, or adequacy of the Settlement Agreement or the proposed Settlement, you must submit the

objection no later than (*i.e.*, postmarked by) [Month] [Day], [Year] to the Claims Administrator at:

Honest Marketing Litigation Settlement

c/o _____

[Address]

[City] [State], [Zip Code]

Any written objections must state: (a) the name and case number of the action – “*In re Honest Marketing Litigation*, S.D.N.Y. Case No. 16-cv-01125”; (b) your full name and contact information (e.g., email and/or postal address); (c) the specific reasons, if any, for each objection, including any legal and factual support you wish to bring to the Court’s attention; and (d) facts indicating your status as a Settlement Class member—either (A) the unique identifier supplied by the Claims Administrator in the email or postcard you received about the Settlement, or (B) a proof of purchase or the approximate date, location and seller where you purchased the Product. The written objection must be signed and dated, and must include the following language immediately above the signature and date “I declare under penalty of perjury under the laws of the United States of America that the foregoing statements regarding class membership are true and correct to the best of my knowledge.” You may, but need not, submit your objection through counsel of your choice. If you do make your objection through an attorney, you will be responsible for your personal attorney’s fees and costs.

IF YOU DO NOT TIMELY MAKE YOUR OBJECTION, YOU WILL BE DEEMED TO HAVE WAIVED ALL OBJECTIONS AND WILL NOT BE ENTITLED TO SPEAK AT THE FAIRNESS HEARING.

If you submit a written objection, you may appear at the Fairness Hearing, either in person or through personal counsel hired at your expense, to object to the Settlement Agreement. You are not required, however, to appear. If you, or your attorney, intend to make an appearance at the Fairness Hearing, you must include on your timely and valid objection a statement substantially similar to “Notice of Intention to Appear”.

If you intend to appear at the Fairness Hearing through counsel, you must also identify the attorney(s) representing you who will appear at the Fairness Hearing and include the attorney(s) name, address, phone number, e-mail address, and the state bar(s) to which counsel is admitted. Also, if you intend to request the Court to allow you to call witnesses at the Fairness Hearing, such request must be made in your written brief, which must also contain a list of any such witnesses and a summary of each witness’ expected testimony.

This Stipulation is agreed to by:

FINKELSTEIN, BLANKINSHIP, FREI-PEARSON & GARBER, LLP **COOLEY LLP**

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Dated: July 31, 2017

—and—

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Dated: July __, 2017

Attorney for Defendant

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Dated: July 28, 2017

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