

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Richmond Division**

**IN RE: INTERIOR MOLDED DOORS
ANTITRUST LITIGATION**

Lead Civil Action No. 3:18-cv-00718-JAG

**DIRECT PURCHASER PLAINTIFFS' MOTION
TO APPROVE DISTRIBUTION OF SETTLEMENT PAYMENTS
AND ADDITIONAL CLAIMS ADMINISTRATION EXPENSES**

Direct Purchaser Plaintiffs Grubb Lumber Co., Inc. and Philadelphia Reserve Supply Company ("Plaintiffs") respectfully move the Court for an Order authorizing distribution of the Net Settlement Fund to Authorized Claimants based on the Plan of Distribution in accordance with the Court's June 3, 2021 Order approving the Revised Settlement Agreement and authorizing payment of additional claims administration expenses from the Settlement Fund.

In support of this motion, Plaintiffs rely upon the accompanying memorandum of law.

Dated: November 30, 2021

/s/ Wyatt B. Durette, Jr.

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Co-Lead Counsel for Plaintiffs and the Settlement Class

CERTIFICATE OF SERVICE

I hereby certify that on November 30, 2021, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which will automatically e-mail notification of such filing to all counsel of record.

To the best of my knowledge, there are no other attorneys or parties who require service by U.S. Mail.

Dated: November 30, 2021

/s/ Wyatt B. Durette, Jr.

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Lead Civil Action No. 3:18-cv-00718-JAG

[Proposed] ORDER

Upon consideration of Direct Purchaser Plaintiffs' Motion to Approve Distribution of Settlement Payments and Additional Claims Administration Expenses, it is ORDERED that the motion is GRANTED. Class Counsel are authorized to (1) pay an additional \$4,191.89 in claims administration expenses from the Settlement Fund, and (2) distribute the Net Settlement Fund to Authorized Claimants in accordance with the Plan of Distribution.

IT IS SO ORDERED.

BY THE COURT:

DATED: _____, 2021

Hon. John A. Gibney
United States District Judge

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**IN RE: INTERIOR MOLDED DOORS
ANTITRUST LITIGATION**

Lead Civil Action No. 3:18-cv-00718-JAG

**MEMORANDUM IN SUPPORT OF DIRECT PURCHASER PLAINTIFFS'
MOTION TO APPROVE DISTRIBUTION OF SETTLEMENT PAYMENTS AND
ADDITIONAL CLAIMS ADMINISTRATION EXPENSES**

Direct Purchaser Plaintiffs Grubb Lumber Co., Inc. and Philadelphia Reserve Supply Company, individually and as representatives of the Settlement Class,¹ submit this memorandum in support of their Motion to Approve Distribution of Settlement Payments and Additional Claims Administration Expenses.

In its order dated June 3, 2021, this Court gave final approval to the settlement between the Settlement Class and Defendants JELD-WEN, Inc. and Masonite Corporation (“Defendants”) totaling \$61,600,000 (hereinafter “the Settlement Fund”) (ECF No. 375). The claims review process has been completed, and Class Counsel recommend distribution of the Net Settlement Fund to Authorized Claimants as described below. Class Counsel also request authorization for payment of additional claims administration expenses in the amount of \$4,191.89 from the Settlement Fund.

In accordance with the previously approved Plan of Distribution, pre-populated claim forms containing the amount of Interior Molded Door (“IMD”) purchases derived from Defendants’ records were mailed and/or emailed to 467 Settlement Class members on July 26, 2021 by the court-approved Claims Administrator, RSM US LLP (“RSM”). *See* Declaration of

¹ Unless otherwise defined in this memorandum, capitalized terms have the same meaning here as they do in the Revised Settlement Agreement (“RSA”).

RSM US LLP Regarding Claims Administration (“RSM Decl.”) ¶ 3. RSM received and processed 214 claims. *Id.* ¶ 7. RSM, with Class Counsel’s assistance, carefully reviewed each of the claims submitted; responded to claimants’ written and telephone inquiries; reviewed supporting documentation to audit claims that disputed the pre-populated purchase amounts; and advised claimants of proposed allowances of disputed purchase amounts. *Id.* ¶¶ 7-9.

Of the submitted claims, 183 accepted the pre-populated purchase amounts. *Id.* ¶ 8. There were 8 submitted claims disputing the pre-populated purchase amount. *Id.* Based on a review of the supporting documentation of those 8 claims, an adjusted purchase amount was accepted for 3 of them. *Id.* It was determined that the other 5 disputed claims included purchases of ineligible products, and those claimants were informed that their claims would be allowed based on the original pre-populated purchase amount. *Id.* Additionally, 23 claimants who were not identified as Settlement Class members based on Defendants’ records submitted claim forms. *Id.* Those claimants either did not submit any documentation or submitted documentation that did not reflect the purchase of eligible products directly from any Defendant. *Id.* As such, those claimants were informed that their claims would be disallowed. *Id.*

In total, Class Counsel recommend the approval of 191 claims with eligible purchases totaling \$3,490,569,538.94. *Id.* ¶ 9 (A list of claimants showing their total eligible purchases is attached as Exhibit A to the RSM Declaration.) Thus, the claims submitted by Authorized Claimants comprise over 95% of the total eligible purchases made by the Settlement Class during the Class Period (\$3,655,512,847.98). *Id.* ¶¶ 3, 9.

The RSA initially established a Notice Fund of \$100,000 to pay for the distribution of notice and claims administration expenses. The claims administration expenses incurred to date and through the completion of the proposed distribution will exceed that amount by \$4,191.89.

Accordingly, Class Counsel request authorization to pay RSM an additional \$4,191.89 from the Settlement Fund. Even including this minimal additional amount, the total case expenses remain well below the \$5 million not-to-exceed expense amount included in the notice to potential Settlement Class members (*see, e.g.*, ECF No. 370-2, at 21), to which there were no objections.²

After deduction of court-awarded attorneys' fees, expenses (including the additional requested claims administration expenses), and service awards, the Net Settlement Fund to be distributed to the Authorized Claimants will be \$37,232,473.53, plus accruing interest. RSM Decl. ¶ 10. According to the court-approved Plan of Distribution, the Net Settlement Fund will be distributed *pro rata* to the 191 Authorized Claimants in accordance with their respective IMD purchase totals during the Class Period. *Id.*

For these reasons, Class Counsel respectfully request that this Court authorize (1) payment of the additional \$4,191.89 in claims administration expenses from the Settlement Fund, and (2) distribution of the Net Settlement Fund to Authorized Claimants in accordance with the Plan of Distribution.

Dated: November 30, 2021

/s/ Wyatt B. Durette, Jr.

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Liaison Counsel for Plaintiffs and the Settlement Class

² Indeed, total case expenses, including the additional notice and claims administration expense amount requested here, remain well below \$4 million (ECF No. 376).

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DECLARATION OF RSM US LLP REGARDING CLAIMS ADMINISTRATION

I, Risa Neiman, declare, pursuant to 28 U.S.C. §1746:

1. I am an employee of RSM US LLP (“RSM”), which was appointed as the claims administrator for the Settlement of this action. I am over 21 years of age and am not a party to this action. I have personal knowledge of the facts set forth herein, and, if called as a witness, could and would testify competently thereto.

2. RSM has processed claim forms and reviewed all claims for timeliness, completion, and accuracy and is prepared to distribute the Net Settlement Fund to Authorized Claimants upon Court approval.

3. In accordance with the Final Approval Order (ECF No. 375), RSM sent pre-populated claim forms containing the amount of eligible purchases of Interior Molded Doors (“IMDs”) derived from Defendants’ records to 467 Settlement Class members on July 26, 2021, by mail and/or email. Based upon Defendants’ records and approved disputes, the total IMD purchase amount for those 467 Settlement Class members during the relevant period was \$3,655,512,847.98.

4. RSM has received Settlement Class Member inquiries throughout the claims process by telephone, electronic mail, and postal mail. RSM maintains a case-specific toll-free telephone number established on February 18, 2021.

5. On February 18, 2021, a Settlement Website, <http://www.directpurchaserimdlitigation.com>, was established. The Settlement Website, which RSM maintains, enables Settlement Class members to obtain information about the Settlement and provides access to important dates relevant to the Settlement. The Settlement Website also provides important documents relevant to the Settlement. In addition, the Settlement Website allowed Settlement Class members to submit claim forms electronically through the claims filing period.

6. Settlement Class members were required to submit a claim form to the Claims Administrator postmarked or filed electronically no later than September 24, 2021. However, no claim was rejected solely because it was postmarked or electronically submitted after the claims filing deadline.

7. Through November 29, 2021, RSM received and processed 214 claims from potential Settlement Class members.

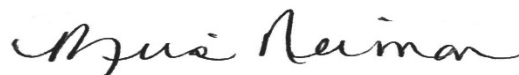
8. With the assistance of Class Counsel, RSM carefully reviewed each of the claims submitted; responded to claimants' written and telephone inquiries; reviewed supporting documentation to audit claims that disputed the pre-populated purchase amounts; and advised claimants of proposed allowances of disputed purchase amounts. Of the 214 claims received:

- 183 claims were submitted based on the pre-populated purchase amounts.
- 8 claims were submitted disputing the pre-populated purchase amount. Based on a review of the supporting documentation, an adjusted purchase amount was allowed for 3 of those claims. The other 5 disputed claims included purchases of ineligible products, and those claimants were informed that their claims would be allowed based on the original pre-populated claim amount.
- 23 claimants who were not identified as Settlement Class members based on Defendants' records submitted claim forms. Those claimants either did not submit any documentation or submitted documentation that did not reflect the purchase of eligible products directly from any Defendant. Those claimants were informed that their claims would be disallowed.

9. After all reviews were performed, RSM, in conjunction with Class Counsel, recommends that 191 claims be approved. The total eligible purchase amount for these approved claims is \$3,490,569,538.94, which is more than 95% of the total IMD purchase by all Settlement Class members during the relevant period (\$3,655,512,847.98). A listing of all claims recommended for approval showing their total eligible purchase is attached as Exhibit A.

10. RSM will coordinate with Class Counsel to determine the remaining balance in the Net Settlement Fund, which after deduction of court-awarded attorneys' fees, expenses (including the additional requested claims administration expenses), and service awards, is currently \$37,232,473.53, plus accruing interest. Assuming the Court approves the Motion for an Order Authorizing Distribution of the Settlement Fund, RSM will calculate the *pro-rata* distribution for each Authorized Claimant in accordance with their respective IMD purchase totals during the Class Period.

I declare under penalty of perjury that the foregoing is true and correct and that this Declaration was executed on November 29, 2021.



Risa Neiman

Exhibit A

Interior Molded Doors Antitrust Litigation

ID	Total Eligible Purchases
2	\$28,993,628.57
8	\$2,070,792.66
9	\$1,387,625.69
10	\$44,779.24
12	\$20,156.66
13	\$4,544,398.12
17	\$309,371.25
23	\$5,086,395.66
24	\$3,378,672.95
30	\$3,003,197.23
32	\$23,756,514.87
33	\$18,185.40
38	\$5,961,209.32
41	\$313,845.80
43	\$279,180.88
47	\$9,708,677.80
48	\$2,959,004.00
50	\$7,880,769.99
51	\$1,564,827.27
52	\$214,230.10
53	\$2,061,655.69
60	\$6,769,711.93
63	\$10,371,587.53
64	\$612,289.26
68	\$6,368,514.58
69	\$44,145,121.08
71	\$1,117,945.04
87	\$2,626,944.30
88	\$1,272,444.02
97	\$1,046,869.04
102	\$30,718,152.30
104	\$2,303,764.41
107	\$1,485,124.87
108	\$22,592,425.60
110	\$2,907,126.65
111	\$1,716,228.12
112	\$33,318.06
116	\$19,562,080.29
118	\$6,485,537.02
131	\$6,384.00
133	\$1,096,775.08
135	\$150,955.98

138	\$3,263,290.28
141	\$207,794.14
142	\$93,716.04
143	\$1,981,171.50
146	\$2,696,060.23
147	\$5,157,504.47
149	\$55.35
152	\$4,347.70
157	\$364,073.98
158	\$3,914,443.93
161	\$61,017,351.25
168	\$23,164,106.79
169	\$620,584.00
170	\$2,588,086.66
171	\$16,886.32
172	\$624,387.21
174	\$4,631,245.40
179	\$303,553.06
181	\$2,309,618.31
182	\$46,351.89
186	\$1,668,911.71
192	\$7,561.84
199	\$426,601.45
203	\$475,917.06
205	\$322,187.12
208	\$29,001,178.56
209	\$4,128,567.79
210	\$4,280,406.58
211	\$636,923.77
219	\$262,680.89
220	\$225,871.28
224	\$196,409,795.12
227	\$11,414,680.95
229	\$269,919.20
233	\$1,558,952.63
234	\$2,519.04
237	\$21,777,080.92
238	\$919,917.07
239	\$2,714,452.99
242	\$547.20
243	\$5,607,523.05
248	\$2,700.00
250	\$3,519,720.12
256	\$771,917.85

258	\$5,945,588.46
259	\$905,367.57
261	\$251,382.09
263	\$1,386,064.78
266	\$1,985,607.80
268	\$194,516.45
272	\$442,100,515.34
277	\$2,254,336.77
279	\$301,195.10
282	\$279,468.16
283	\$9,572.00
293	\$7,363,526.81
295	\$791,211.78
298	\$222,159.27
299	\$52,393,571.29
302	\$4,140,591.76
303	\$29,389,022.56
306	\$5,895,453.38
307	\$15,708,489.90
310	\$372,086.15
311	\$2,916,396.02
312	\$3,709,420.31
317	\$25,371.39
319	\$2,385,650.37
321	\$70,896.87
325	\$6,215,672.80
326	\$1,731,743.65
329	\$29,575,489.64
330	\$3,824,108.45
334	\$20,086.00
335	\$38,594,150.87
338	\$359,923.40
340	\$2,468,578.94
341	\$484,498.72
345	\$29,856,065.61
347	\$48,161.18
348	\$1,406,292.79
350	\$19,550.58
351	\$325,317.72
356	\$909,642.31
361	\$187,277.71
365	\$1,561,045.04
373	\$10,444,028.47
374	\$445,913.81

375	\$1,595,924.87
377	\$40,384.74
378	\$31,637.80
379	\$461,607.97
386	\$2,114,929.66
407	\$13,460,550.95
411	\$3,734,035.68
413	\$1,717,145.52
418	\$186,668.81
422	\$187,814.62
424	\$5,495,874.14
428	\$2,569,100.28
429	\$1,499,685.58
430	\$215,380.99
431	\$8,839,410.61
432	\$12,060,789.23
436	\$770.34
442	\$3,471,412.86
449	\$482,746.07
451	\$2,351,388.77
458	\$6,363,608.65
459	\$830,559.39
460	\$9,783,435.24
462	\$51,975,219.80
466	\$2,877,596.27
467	\$659,399.68
469	\$666,408.36
470	\$332,291.61
476	\$1,848,157.52
478	\$4,031,544.25
481	\$5,679,337.52
484	\$89,015.10
485	\$5,260,018.10
486	\$5,194,416.14
490	\$9,282,324.07
491	\$140,482.15
497	\$1,706,780.22
498	\$665,929.16
500	\$11,662,066.48
501	\$14,846,160.42
504	\$408,034.11
10002	\$65,479,999.63
10003	\$199,075,261.30
10005	\$6,253,407.40

10006	\$14,658,425.56
10008	\$21,268,462.62
10010	\$16,959,956.99
10011	\$108,956,797.92
10012	\$86,248,088.39
10013	\$5,632,312.94
10014	\$2,233,972.39
10015	\$996,704,394.45
10017	\$8,779,275.61
10020	\$46,875.67
10021	\$39,911,782.69
10022	\$96,652,727.33
10023	\$210,678,187.40
10024	\$11,742,516.73
10025	\$4,092,012.65
10026	\$4,406,161.43
10027	\$20,136,285.03

Total: \$3,490,569,538.94