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14 **Lead Counsel for Lead Plaintiff**  
15 **and the Class**

**Lead Counsel for Lead Plaintiff and**  
**Class**

16 **UNITED STATES DISTRICT COURT**  
17 **CENTRAL DISTRICT OF CALIFORNIA**  
18 **WESTERN DIVISION**

19 \_\_\_\_\_ ) Master File No.: CV 07-2030-GW (JC)  
20 )  
21 ) CLASS ACTION  
22 )  
23 In re: U.S. AUTO PARTS NETWORK, ) **FINAL ORDER AND JUDGEMENT**  
24 INC. SECURITIES LITIGATION ) **OF DISMISSAL WITH PREJUDICE**  
25 ) **OF CLASS ACTION, AND**  
26 ) **APPROVAL OF THE PLAN OF**  
27 ) **ALLOCATION**  
28 )  
\_\_\_\_\_ )

1 This matter came (the “Litigation ) before the Court for hearing on October 9,  
2 2008, pursuant to this Court’s Order Preliminarily Approving Settlement and  
3 Providing for Notice (the “Preliminary Approval Order ), to consider the (1)  
4 application of the Settling Parties for approval of the settlement (the “Settlement ) on  
5 the terms and conditions set forth in the Stipulation of Settlement dated as of May 1,  
6 2008 (the “Stipulation ); the application of Lead Plaintiff for approval of the plan of  
7 allocation of the proceeds of the Settlement set forth in the Stipulation (the “Plan of  
8 Allocation ); (3) the application of Lead Plaintiff’s counsel for an award of attorneys’  
9 fees and reimbursement of litigation expenses incurred in the prosecution of the  
10 Litigation (the “Fee Request ); and (4) Lead Plaintiff’s application for reimbursement  
11 of their time and expenses expended in prosecution of the Litigation.

12 Upon due and adequate notice having been given of the foregoing in  
13 compliance with the requirements of Fed. R. Civ. P. 23 and this Court’s Preliminary  
14 Approval Order, and the Court having considered all papers filed and proceedings  
15 held herein and otherwise being fully informed in the premises and good cause  
16 appearing therefore,

17 **IT IS HEREBY ORDERED, ADJUDGED AND DECREED** that:

18 1. This Judgment incorporates by reference the definitions in the  
19 Stipulation, and all terms used herein shall have the same meanings set forth in the  
20 Stipulation.

21 2. This Court has jurisdiction over the subject matter of the Litigation and  
22 over all parties to the Litigation, including all Members of the Class.

23 3. This Court finds that this litigation meets the requirements of Fed. R.  
24 Civ. P. 23(a) and 23(b)(3), because (1) Class Members are so numerous that joinder is  
25 impracticable; (2) the Litigation involves questions of law and fact that are common to  
26 all Class Members and such question of law and fact predominate over any questions  
27 affecting only individual Class members; (3) the Lead Plaintiff has claims that are  
28 typical of the claims of other Class Members and (4) the Lead Plaintiff has fairly and

1 adequately prosecuted claims of the Class Members; and, therefore, the Court finally  
2 certifies the Class and appoints Lead Plaintiff Sasco Investments, LP as the  
3 representatives of the Class.

4 4. This Court finds that the Notice of Pendency and Proposed Settlement of  
5 Class Action and the publication of the Summary Notice (“Class Notice”), as provided  
6 for in the Order Preliminary Approval Order, were distributed to Class Members as  
7 directed by the Court therein, that over 3,896 copies of the Class Notice were  
8 distributed to potential Class members, and that the distribution of the Class Notice as  
9 provided for in the Preliminary Approval Order constituted the best notice  
10 practicable under the circumstances, including individual notice to all Members of the  
11 Class who could be identified through reasonable effort, to provide notice to Class  
12 members of the proposed Settlement, the proposed Plan of Allocation, the proposed  
13 application of Lead Plaintiff’s counsel’s for an award of attorneys’ fees and  
14 reimbursement of expenses, and Lead Plaintiff’s application for reimbursement of  
15 their expenses, and fully satisfied the requirements of Fed. R. Civ. P. 23, the  
16 requirements of due process, and any other applicable law.

17 5. The Court finds that no Class Member has timely or untimely requested  
18 exclusion from the Class; that no Class member has timely or untimely objected to the  
19 proposed Settlement or the proposed Plan of Allocation; and that no Class Member  
20 has timely or untimely objected to the Fee Request.

21 6. Pursuant to Fed. R. Civ. P. 23(e) the Court finds that the settlement as set  
22 forth in the Stipulation is, in all respects, fair, reasonable and adequate to, is in the best  
23 interests of, the Lead Plaintiff, the Class, and each of the Class Members, and is  
24 approved and shall be consummated in accordance with its terms and provisions.

25 7. The Settling Parties are hereby directed to perform the terms of the  
26 Stipulation.

27 8. The Litigation and all claims contained therein, including all of the  
28 Released Claims, are dismissed with prejudice as to the Lead Plaintiff and the other

1 Class Members, and as against each and all of the Released Persons. The parties are  
2 to bear their own costs, except as otherwise provided in the Stipulation.

3 9. Upon the Effective Date, as defined in ¶1.9 of the Stipulation of  
4 Settlement, Lead Plaintiff and each of the Class Members shall be deemed to have,  
5 and by operation of the Judgment shall have, fully, finally, and forever released,  
6 relinquished and discharged all Released Claims (including Unknown Claims) against  
7 the Released Persons, whether or not such Class Member executes and delivers a  
8 Proof of Claim and Release form.

9 10. Upon the Effective Date, all Class Members and anyone claiming  
10 through or on behalf of any of them, will be forever barred and enjoined from  
11 commencing, instituting, prosecuting, or continuing to prosecute any action or other  
12 proceeding in any court of law or equity, arbitration tribunal, or administrative forum,  
13 asserting the Released Claims against any of the Released Persons.

14 11. Upon the Effective Date, as defined in ¶1.9 of the Stipulation, each of the  
15 Released Persons shall be deemed to have, and by operation of the Judgment shall  
16 have, fully, finally, and forever released, relinquished and discharged the Lead  
17 Plaintiff, each and all of the Class Members, and Lead Counsel from all claims  
18 (including Unknown Claims) arising out of, relating to, or in connection with the  
19 institution, prosecution, assertion, settlement or resolution of the Litigation or the  
20 Released Claims.

21 12. Neither the Stipulation nor the Settlement contained therein, nor any act  
22 performed or document executed pursuant to or in furtherance of the Stipulation or the  
23 settlement: (a) is or may be deemed to be or may be used as an admission of, or  
24 evidence of, the validity of any Released Claim, or of any wrongdoing or liability of  
25 the Defendants or their Related Parties; or (b) is or may be deemed to be or may be  
26 used as an admission of, or evidence of, any fault or omission of any of the  
27 Defendants or their Related Parties in any civil, criminal or administrative proceeding  
28 in any court, administrative agency or other tribunal. Defendants and/or their Related

1 Parties may file the Stipulation and/or this Judgment in any other action that may be  
2 brought against them in order to support a defense or counterclaim based on principles  
3 of *res judicata*, collateral estoppel, release, good faith settlement, judgment bar or  
4 reduction or any other theory of claim preclusion or issue preclusion or similar  
5 defense or counterclaim.

6 13. In the event that the Settlement does not become effective in accordance  
7 with the terms of the Stipulation or the Effective Date does not occur, or in the event  
8 that the Settlement Fund is returned to the Defendants, then this Final Judgment shall  
9 be rendered null and void to the extent provided by and in accordance with the  
10 Stipulation and shall be vacated and, in such event, all orders entered and releases  
11 delivered in connection herewith shall be null and void to the extent provided by and  
12 in accordance with the Stipulation.

13 14. The Court finds that the Plan of Allocation set forth in the Stipulation is  
14 fair and equitable and is approved.

15 15. The Court hereby finds and concludes that the requested payment of  
16 claims related expenses to Complete Claim Solutions, LLC is reasonable and the  
17 Court hereby approves payment of claims related expenses.

18 16. The Court finds that during the course of the Litigation, the Settling  
19 Parties and their respective counsel at all times complied with the requirements of  
20 Federal Rule of Civil Procedure 11.

21 17. There is no just reason for delay in the entry of this Order and Final  
22 Judgment and immediate entry by the Clerk of the Court is expressly directed  
23 pursuant to Rule 54 (b) of the Federal Rules of Civil Procedure.

24 18. Without affecting the finality of this Final Judgment in any way, this  
25 Court hereby retains continuing jurisdiction over (a) implementation of this settlement  
26 and any award or distribution of the Settlement Fund, including interest earned  
27 thereon; (b) disposition of the Settlement Fund; (c) hearing and determining  
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1 applications for attorneys' fees and expenses in the Litigation; and (d) all parties  
2 hereto for the purpose of construing, enforcing and administering the Stipulation.

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4 DATED: October 10, 2008

  
5 **THE HONORABLE GEORGE H. WU**  
6 **UNITED STATES DISTRICT JUDGE**

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