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7 Berkeley, California 94710
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8 sgold@kalielgold.com

9 *Attorneys for Plaintiffs and the Class*

10 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**

11 **FOR THE COUNTY OF ALAMEDA**

12 AARON ASELTINE and JOHN DUNDON,
13 on behalf of themselves and all others
14 similarly situated,

15 Plaintiffs,

16 v.

17 CHIPOTLE MEXICAN GRILL, INC.,

18 Defendant.

Case No. RG21088118
Assigned for All Purposes to:
Hon. Evelio Grillo

19 CLASS ACTION

20 **NOTICE OF JOINT MOTION TO AMEND**
21 **FINAL APPROVAL ORDER OF CLASS**
22 **ACTION SETTLEMENT AND**
23 **INTEGRATED MEMORANDUM OF**
24 **POINTS AND AUTHORITIES IN**
25 **SUPPORT**

26 **[Declaration of Peter Sperry; [Proposed]**
27 **Amended Order filed concurrently herewith]**

Hearing Date: January 24, 2023
Time: 10:00 a.m.
Department: 21
Reservation No. 041865211544

Action filed: February 4, 2021
Trial date: None

1 **TO THE COURT, TO ALL PARTIES AND THEIR ATTORNEYS OF RECORD:**

2 PLEASE TAKE NOTICE that on January 24, 2023, at 10:00 a.m. or as soon thereafter as
3 counsel may be heard by this Court in Department 21, located at the Renè Davidson Courthouse,
4 1225 Fallon Street, Oakland, California 94612, Plaintiffs Aaron Aseltine and John Dundon and
5 Defendant Chipotle Mexican Grill, Inc. (collectively, the “Parties”) will and hereby do move for
6 an order increasing the authorized payment of notice and administration expenses from the common
7 fund to the Settlement Administrator, as follows:

- 8 1. The Court’s September 14, 2022 Final Approval Order authorized the payment of
9 notice and administration expenses from the common fund to the Settlement
10 Administrator, Epiq, in an amount not to exceed \$130,000.
- 11 2. For the reasons discussed in DECLARATION OF PETER SPERRY REGARDING
12 SETTLEMENT ADMINISTRATION COSTS, an unexpectly higher number of
13 claims and higher number of Settlement Class Member information requests had lead
14 to a slightly higher total settlement administration cost.
- 15 3. Accordingly, the Parties hereby request the Court authorize the the payment of notice
16 and administration expenses from the common fund to the Settlement Administrator,
17 Epiq, in an amount not to exceed \$150,000—a \$20,000 increase.

18 This Motion is based on this Notice of Joint Motion and Integrated Memorandum of Points
19 and Authorities; the Declaration of Peter Sperry, the papers and pleadings on file with the Court;
20 and on such other evidence, information, or material as may be presented to the Court.

21 Dated: January 4, 2023

Respectfully submitted,

22 **KALIELGOLD PLLC**

23 

24 By: _____

25 Jeffrey D. Kaliel
26 Sophia G. Gold

27 *Attorneys for Plaintiffs and the Classes*

1 **PROOF OF SERVICE**

2 **STATE OF CALIFORNIA, COUNTY OF ALAMEDA**

3 I am employed in the District of Columbia. I am over the age of 18 and not a party to the
4 within action. My business address is 1100 15th Street NW, 4th Floor, Washington, DC 20005.

5 On **January 4, 2023**, I served the document(s) described as:

6 **NOTICE OF MOTION AND JOINT MOTION TO AMEND FINAL APPROVAL**
7 **ORDER OF CLASS ACTION SETTLEMENT; INTEGRATED MEMORANDUM**
8 **OF POINTS AND AUTHORITIES IN SUPPORT**

9 on the interested parties in this action by sending [] the original [or] [✓] a true copy thereof
10 [✓] to interested parties as follows [or] [] as stated on the attached service list:

11 **DLA PIPER LLP (US)**
12 ANGELA C. AGRUSA (SBN 131337)
13 *angela.agrusa@us.dlapiper.com*
14 SHANNON E. DUDIC (SBN 261135)
15 *shannon.dudic@us.dlapiper.com*
2000 Avenue of the Stars
Suite 400 North Tower
Los Angeles, California 90067-4704

Attorneys for Defendant,
CHIPOLTE MEXICAN
GRILL, INC.

16 [] **BY MAIL (ENCLOSED IN A SEALED ENVELOPE):** I deposited the envelope(s)
17 for mailing in the ordinary course of business at Los Angeles, California. I am “readily
18 familiar” with this firm’s practice of collection and processing correspondence for
19 mailing. Under that practice, sealed envelopes are deposited with the U.S. Postal
20 Service that same day in the ordinary course of business with postage thereon fully
21 prepaid at Los Angeles, California.

22 [X] **BY E-MAIL:** I hereby certify that this document was served from Los Angeles,
23 California, by e-mail delivery on the parties listed herein at their most recent known e-
24 mail address or e-mail of record in this action.

25 [] **BY FAX:** I hereby certify that this document was served from Los Angeles, California,
26 by facsimile delivery on the parties listed herein at their most recent fax number of
27 record in this action.

28 [] **BY PERSONAL SERVICE:** I delivered the document, enclosed in a sealed envelope,
by hand to the offices of the addressee(s) named herein.

I declare under penalty of perjury under the laws of the State of California that the
foregoing is true and correct. Executed this **January 4, 2023**, at Los Angeles, California.

NEVA R. GARCIA



Signature

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**SUPERIOR COURT OF THE STATE OF CALIFORNIA
FOR THE COUNTY OF ALAMEDA**

AARON ASELTINE and JOHN DUNDON,
on behalf of themselves and all others
similarly situated,

Plaintiffs,

v.

CHIPOTLE MEXICAN GRILL, INC.,

Defendant.

Case No. RG21088118
Assigned for All Purposes to:
Hon. Evelio Grillo

CLASS ACTION

**[PROPOSED] ORDER AUTHORIZING
PAYMENT OF NOTICE AND
ADMINSTRATION EXPENSES FROM
THE COMMON FUND TO THE
SETTLEMNT ADMINISTRATOR**

**[Joint Motion to Amend Order on Final
Approval of Settlement; Declaration of
Peter Sperry filed concurrently herewith]**

Hearing Date: January 24, 2023
Time: 10:00 a.m.
Department: 21
Reservation No. 041865211544

Action filed: February 4, 2021
Trial date: None

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IT IS HEREBY ORDERED, ADJUDGED, AND DECREED AS FOLLOWS:

1. The Court authorizes the payment of notice and administration expenses from the common fund to the Settlement Administrator, Epiq, in an amount not to exceed \$150,000.

IT IS SO ORDERED ADJUDGED AND DECREED.

Dated: _____, 2023

Honorable Evelio Grillo
Judge of the Superior Court

1 **PROOF OF SERVICE**

2 **STATE OF CALIFORNIA, COUNTY OF ALAMEDA**

3 I am employed in the District of Columbia. I am over the age of 18 and not a party to the
4 within action. My business address is 1100 15th Street NW, 4th Floor, Washington, DC 20005.

5 On **January 4, 2023**, I served the document(s) described as:

6 **[PROPOSED] ORDER AUTHORIZING PAYMENT OF NOTICE AND**
7 **ADMINSTRATION EXPENSES FROM THE COMMON FUND TO THE**
8 **SETTLEMNT TO THE SETTLEMENT ADMINISTRATOR**

9 on the interested parties in this action by sending [] the original [or] [✓] a true copy thereof [✓]
10 to interested parties as follows [or] [] as stated on the attached service list:

11 **DLA PIPER LLP (US)**
12 ANGELA C. AGRUSA (SBN 131337)
angela.agrusa@us.dlapiper.com
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15 Suite 400 North Tower
Los Angeles, California 90067-4704

Attorneys for Defendant,
CHIPOLTE MEXICAN
GRILL, INC.

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17 for mailing in the ordinary course of business at Los Angeles, California. I am “readily
18 familiar” with this firm’s practice of collection and processing correspondence for
19 mailing. Under that practice, sealed envelopes are deposited with the U.S. Postal
20 Service that same day in the ordinary course of business with postage thereon fully
21 prepaid at Los Angeles, California.

22 [X] **BY E-MAIL:** I hereby certify that this document was served from Los Angeles,
23 California, by e-mail delivery on the parties listed herein at their most recent known e-
24 mail address or e-mail of record in this action.

25 I declare under penalty of perjury under the laws of the State of California that the foregoing
26 is true and correct. Executed this **January 4, 2023**, at Los Angeles, California.

27 NEVA R. GARCIA


28 _____
Signature

SUPERIOR COURT OF THE STATE OF CALIFORNIA

COUNTY OF ALAMEDA

AARON ASELTINE and JOHN DUNDON,
on behalf of themselves and all other similarly
situated,

Plaintiffs,

v.

CHIPOTLE MEXICAN GRILL.,

Defendant.

Case No. RG21088118

Assigned for All Purposes to: Hon. Evelio
Grillo, Dept. 21

**DECLARATION OF PETER SPERRY
REGARDING SETTLEMENT
ADMINISTRATION COSTS**

Hearing Date: January 24, 2023
Time: 10:00 a.m.
Dept. 21

Reservation No. 041865211544

I, Peter T. Sperry, hereby declare and state as follows:

1. I am a Senior Project Manager employed by Epiq Class Action & Claims Solutions, Inc. (“Epiq”). I have over seven years of experience handling all aspects of settlement administration. The statements of fact in this declaration are based on my personal knowledge, information provided to me by my colleagues in the ordinary course of business, and Epiq’s business records. If called on to do so, I could and would testify competently thereto.

2. Epiq is the global leader in comprehensive class action claims management and administration for class action and mass tort matters, having administered over 4,500 settlements over the past 19 years.

3. Epiq was engaged in this matter after a formal and competitive bid process by Class Counsel and for which price was a key consideration. For each case in which Epiq provides an estimate, we utilize our standard unit pricing and hourly rates (time and material) as well as an assumption about the time that will be required for the work that is based upon our prior experience in similar cases. In connection with this bid process, Epiq provided an estimate of approximately \$130,000 to complete all of the tasks required for the notice and administration of the Settlement. That estimate was based on the best information to Epiq at the time regarding the overall Class size

1 (the number of notices to be sent) as well as a reasonable projection of the numbers of claims
2 received.

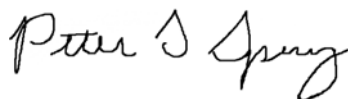
3 4. Epiq had estimated that 50 notices would be requested through the toll-free phone
4 number and mailed, however, Epiq received more than 430 requests for a mailed notice, resulting
5 in approximately \$3,031.02 in incurred postage, printing, and hourly time.

6 5. Epiq's initial estimate assumed that 55,622 class members would submit a claim.
7 Epiq actually received 92,908 claims, an almost 66% increase from the initial estimate. This
8 resulted in a total cost of \$17,652.52. The increase in claims submitted predictably resulted in more
9 voucher and cash payments to the Class – an increase from an approximate initial estimate of 63,807
10 to 92,908 voucher and cash payments, a 45% increase.

11 6. Epiq had estimated that handling class member communications would total
12 approximately 32 hours through the life of the administration but have currently spent over 175
13 hours. This was a result of individuals calling Epiq's general number to speak with a representative,
14 in addition to written correspondence received. This resulted in a total cost of \$11,443.05.

15 7. Overall, Epiq's fees and expenses in this matter will total \$150,000. Epiq believes
16 this amount is reasonable and proportionate given the increase in Class size, claims received,
17 payments/vouchers to be issued and Class Member communications received, as well as the
18 additional claim review work that was requested.

19 I declare under penalty of perjury that the foregoing is true and correct. Executed at Kent,
20 Washington on this 3rd day of January 2022.

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23 _____
Peter T. Sperry, Esq.

1 **PROOF OF SERVICE**

2 **STATE OF CALIFORNIA, COUNTY OF ALAMEDA**

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4 within action. My business address is 1100 15th Street NW, 4th Floor, Washington, DC 20005.

5 On **January 4, 2023**, I served the document(s) described as:

6 **DECLARATION OF PETER SPERRY RE SETTLEMENT ADMINISTRATION**
7 **COSTS**

8 on the interested parties in this action by sending [] the original [or] [✓] a true copy thereof [✓]
9 to interested parties as follows [or] [] as stated on the attached service list:

10
11 **DLA PIPER LLP (US)**
12 ANGELA C. AGRUSA (SBN 131337)
13 *angela.agrusa@us.dlapiper.com*
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Attorneys for Defendant,
CHIPOLTE MEXICAN
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23 is true and correct. Executed this **January 4, 2023**, at Los Angeles, California.

24
25 NEVA R. GARCIA


Signature