

**UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY**

CITY OF SOUTHFIELD FIRE AND  
POLICE RETIREMENT SYSTEM,  
Individually and on Behalf of All Others  
Similarly Situated,

Plaintiff,

v.

HAYWARD HOLDINGS, INC.,  
KEVIN HOLLERAN, EIFION  
JONES, CCMP CAPITAL  
ADVISORS, LP, CCMP CAPITAL  
INVESTORS III, L.P., CCMP  
CAPITAL INVESTORS III  
(EMPLOYEE), L.P., CCMP CAPITAL  
ASSOCIATES III, L.P., CCMP  
CAPITAL ASSOCIATES III GP,  
LLC, CCMP CAPITAL, LP, CCMP  
CAPITAL GP, LLC, MSD AQUA  
PARTNERS, LLC, MSD PARTNERS,  
L.P., MSD PARTNERS (GP), LLC,  
MARK MCFADDEN, GREG  
BRENNEMAN, TIMOTHY WALSH,  
CHRISTOPHER BERTRAND, and  
KEVIN BROWN

Defendants.

Civil Action No. 2:23-cv-04146

Hon. William J. Martini

**[PROPOSED] ORDER  
AWARDING ATTORNEYS'  
FEES, LITIGATION  
EXPENSES, AND LEAD  
PLAINTIFF AWARD  
PURSUANT TO 15 U.S.C. §78U-  
4(a)(4)**

This matter having come before the Court on July 28, 2026, on Lead Plaintiff's Motion for Attorneys' Fees, Litigation Expenses, and Lead Plaintiff Award Pursuant to 15 U.S.C. §78u-4(a)(7) (the "Fee Motion") in the above-captioned action (the "Action"), and the Court, having considered all papers filed and proceedings conducted herein, having found the Settlement of this Action to be fair, reasonable, and adequate, and otherwise being fully informed in the premises and good cause appearing therefore;

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

1. This Order incorporates by reference the definitions in the Stipulation of Settlement dated January 23, 2026 (the "Stipulation") (ECF No. 128-2), and all capitalized terms used in this Order, but not defined herein, shall have the same meanings as set forth in the Stipulation.

2. This Court has jurisdiction over the subject matter of this Order, the Fee Motion, and all matters relating thereto, including Settlement Class Members.

3. Pursuant to and in full compliance with Rule 23 of the Federal Rules of Civil Procedure, the Court finds and concludes that due and adequate notice was directed to all Settlement Class Members advising them: (a) that Plaintiff's Counsel would seek an award of attorneys' fees of up to 33 and 1/3% of the Settlement Fund and reimbursement of expenses incurred in connection with the prosecution of the Action not to exceed \$270,000, and that Lead Plaintiff would seek an award pursuant

to 15 U.S.C. §78u-4(a)(7) not to exceed \$10,000; and (b) that Class Members had a right to object to such application(s). A full and fair opportunity was given to all Persons who are Class Members to be heard with respect to the Fee Motion. .

4. The Court hereby awards Plaintiff's Counsel attorneys' fees in the amount of \$\_\_\_\_\_ and litigation expenses in the amount of \$\_\_\_\_\_ (which fees and expenses shall be paid from the Settlement Fund). The award of attorneys' fees shall also include interest earned thereon for the same time period and at the same net rate that is earned by the Settlement Fund until paid. The Court finds that the amount of fees awarded is appropriate and that the amount of fees awarded is fair and reasonable under the percentage-of-recovery method.

5. The awarded attorneys' fees and litigation expenses shall immediately be paid to Plaintiff's Counsel from the Settlement Fund, subject to the terms, conditions, and obligations of the Stipulation, which terms, obligations, and conditions are incorporated herein.

6. Any appeal or challenge affecting this Court's approval regarding the Fee Motion shall in no way disturb or affect the finality of the Judgment entered with respect to the Settlement.

7. Pursuant to 15 U.S.C. §78u-4(a)(4), Lead Plaintiff Fulton County Employees' Retirement System is awarded \$\_\_\_\_\_ from the Settlement

Fund related to its representation of the Settlement Class, which shall become payable upon the Effective Date. The payment to Lead Plaintiff is appropriate considering its active participation as Class Representative in this Action, as attested in its affirmation submitted to the Court.

8. In the event that the Settlement is terminated or the Judgment approving the Settlement does not become Final or the Effective Date does not occur in accordance with the terms of the Stipulation, this Order shall be rendered null and void to the extent provided in the Stipulation and shall be vacated in accordance with the Stipulation.

9. There is no just reason for delay in the entry of this Order, and immediate entry by the Clerk of the Court is expressly directed.

IT IS SO ORDERED.

DATED: \_\_\_\_\_

\_\_\_\_\_  
Hon. William J. Martini, U.S. District  
Court Judge