

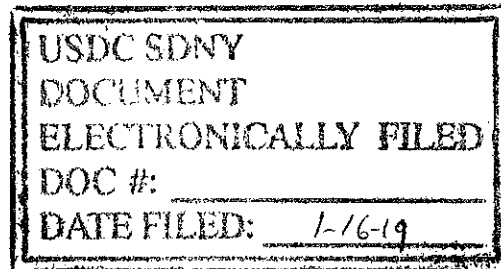
UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE CELADON GROUP, INC.
SECURITIES LITIGATION

No. 17-cv-02828-JFK



~~PROPOSED~~ ORDER APPROVING PLAN OF ALLOCATION



THIS MATTER having come before the Court on January 16, 2019, on the motion of Greater Pennsylvania Carpenters' Pension Fund and Arkansas Teacher Retirement System (collectively, "Lead Plaintiffs") for final approval of the proposed class action Settlement and approval of the Plan of Allocation for the proceeds of the Settlement; the Court having considered all papers filed and proceedings had herein and otherwise being fully informed;

IT IS HEREBY ORDERED, ADJUDGED AND DECREED:

1. This Order incorporates by reference the definitions in the Stipulation of Settlement, dated October 3, 2018 (the "Stipulation"), and all capitalized terms used, but not defined herein, shall have the same meanings as set forth in the Stipulation.

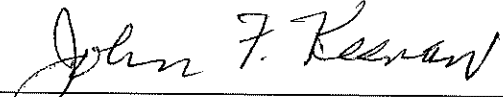
2. Pursuant to and in compliance with Rule 23 of the Federal Rules of Civil Procedure, this Court hereby finds and concludes that due and adequate notice was directed to Persons who are Settlement Class Members who could be identified with reasonable effort, advising them of the Plan of Allocation and of their right to object thereto, and a full and fair opportunity was accorded to Persons who are Settlement Class Members to be heard with respect to the Plan of Allocation. There were no objections to the Plan of Allocation.

3. The Court hereby finds and concludes that the Plan of Allocation for the calculation of the claims of Authorized Claimants that is set forth in the Notice of Pendency and of Proposed Class Action Settlement and Motion for Attorneys' Fees and Expenses (the "Notice") disseminated to Settlement Class Members, provides a fair and reasonable basis upon which to allocate the Net Settlement Fund among Settlement Class Members.

4. The Court hereby finds and concludes that the Plan of Allocation, as set forth in the Notice, is, in all respects, fair and reasonable and the Court hereby approves the Plan of Allocation.

IT IS SO ORDERED.

Dated January 16, 2019



Honorable John F. Keenan
UNITED STATES DISTRICT JUDGE