

**IN THE UNITED STATES DISTRICT COURT  
FOR THE WESTERN DISTRICT OF TENNESSEE  
WESTERN DIVISION**

MICHAEL J. IANNONE, JR., )  
and NICOLE A. JAMES, as )  
plan participants, on behalf of the )  
AUTOZONE, INC. 401(k) Plan, )  
and on behalf of others similarly )  
situated, )

Plaintiffs, )

v. )

AUTOZONE, INC., as plan sponsor, )  
BILL GILES, BRIAN CAMPBELL, )  
STEVE BEUSSINK, KRISTIN WRIGHT, )  
MICHAEL WOMACK, KEVIN WILLIAMS, )  
and RICK SMITH, individually and as )  
members of the AUTOZONE, Inc. )  
Investment Committee, and NORTHERN )  
TRUST CORPORATION and )  
NORTHERN TRUST, INC., as )  
Investment fiduciaries, )

Defendants. )

CLASS ACTION

Case No.: 2:19-cv-02779-MSN-tmp

**UNOPPOSED MOTION FOR FINAL  
APPROVAL OF CLASS ACTION SETTLEMENT**

**COME NOW**, the “Class Representatives”, Michael J. Iannone, Jr. and Nicole A. James, on behalf of themselves and the Class, in the above-styled action, and hereby move this Court for an Order finally approving the class settlement (the “Settlement Agreement”) of the Plaintiffs’ Claims against Northern Trust Corporation and Northern Trust, Inc. (“Northern Trust”) and certifying the Settlement Class for settlement purposes only.

The Class Representatives seek final approval of their Class and Settlement Agreement. The Class and other terms of the Settlement Agreement were agreed upon after several years of intense litigation and arm's-length negotiations with the assistance of a highly respected mediator.

The Settlement Agreement is fair, reasonable, adequate, and likely to warrant final approval under the Sixth Circuit's long standing class settlement fairness factors as well as the requirements of Fed. R. Civ. P. 23(e). Moreover, the Settlement Class satisfies and is certifiable under Fed. R. Civ. P. 23(b)(1). The Plan of Distribution of settlement proceeds, and Notice should be approved because it is fair, adequate, and reasonable. No objections warrant disapproval of the Settlement.

In support of this Motion, the Class Representatives submit herewith their Memorandum of Law in Support of Unopposed Motion for Final Approval of Class Action Settlement, along with accompanying exhibits.

After the Court conducts its Final Approval Hearing on November 21, 2024, for these reasons, as well as those set forth in the supporting materials submitted herewith, the Class Representatives respectfully request that the Court finally approve the Settlement pursuant to Federal Rule of Civil Procedure 23(e) and enter the proposed Final Approval Order (Doc. 422-4).

RESPECTFULLY SUBMITTED,

/s/ D. G. Pantazis, Jr.

D. G. Pantazis

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**CERTIFICATE OF SERVICE**

I hereby certify that on October 24, 2024, the above and foregoing document was filed and served via the Court's CM/ECF system, which will automatically send email notification of such filing to all attorneys of record.

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