

UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION

In re ENVISION HEALTHCARE) Civil Action No. 3:17-cv-01112
CORPORATION SECURITIES LITIGATION) (**Consolidated with Case Nos.**
) **3:17-cv-01323 and 3:17-cv-01397)**
)
)
This Document Relates To:) CLASS ACTION
)
)
ALL ACTIONS.) Honorable William L. Campbell, Jr.
) Magistrate Judge Jeffery S. Frensley
)
)

FINAL JUDGMENT AND ORDER OF DISMISSAL WITH PREJUDICE

This matter came before the Court pursuant to the Order Preliminarily Approving Settlement and Providing for Notice (“Notice Order”) dated November 20, 2023 (ECF 459), on the application of the parties for approval of the Settlement set forth in the Stipulation of Settlement, dated September 22, 2023 (the “Stipulation”) (ECF 451). Due and adequate notice having been given to the Class as required in said Notice Order, and the Court having considered all papers filed and proceedings had herein and otherwise being fully informed in the premises and good cause appearing therefore, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that:

1. This Judgment incorporates by reference the definitions in the Stipulation, and all capitalized terms used herein shall have the same meanings as set forth in the Stipulation, unless otherwise set forth herein.
2. This Court has jurisdiction over the subject matter of the Litigation and over all parties to the Litigation, including all Members of the Class.
3. Pursuant to Rule 23 of the Federal Rules of Civil Procedure, the Court hereby affirms its determination in the Notice Order and finally certifies, solely for purposes of effectuating the

Settlement, a Class defined as: all Persons who purchased or otherwise acquired the common stock of Envision Healthcare Corporation (“EHC”) and/or Envision Healthcare Holdings, Inc. (“EHH” and collectively with EHC, “Envision”) between February 3, 2014 and October 31, 2017, inclusive (the “Class Period”), including common stock purchased or otherwise acquired in or traceable to the December 1, 2016 merger between AmSurg Corp. and Envision Healthcare Holdings, Inc. Excluded from the Class are: (i) Defendants; (ii) members of the immediate families of each Individual Defendant; (iii) Envision’s subsidiaries or other entities owned or controlled by Envision; (iv) any entity in which any Defendant has a controlling interest; and (v) the legal representatives, heirs, successors, administrators, executors, and assigns of each Defendant. To the extent that an entity in which a Defendant has a controlling interest, purchased or acquired Envision common stock in a fiduciary capacity or otherwise on behalf of any third-party client, account, fund, trust, employee or employee benefit plan that otherwise falls within the Class, neither that entity nor the third-party client, account, fund, trust, employee or employee benefit plan shall be excluded from the Class. To the extent any Envision employee benefit plan receives a distribution from the Net Settlement Fund, no portion shall be allocated to any person or entity who is excluded from the Class by definition.

4. Also excluded from the Class is any Person who would otherwise be a Member of the Class but who validly and timely requested exclusion in accordance with the requirements set by the Court, as identified in Exhibit 1 hereto.

5. Solely for purposes of the Settlement of this Litigation, the Court finds that: (a) the Members of the Class are so numerous that joinder of all Class Members in the Class is impracticable; (b) there are questions of law and fact common to the Class which predominate over any individual question; (c) Plaintiffs’ claims are typical of the claims of the Class; (d) Plaintiffs and their counsel have fairly and adequately represented and protected the interest of Members of the

Class; and (e) a class action is superior to other available methods for the fair and efficient adjudication of the controversy, considering (i) the interests of the Members of the Class individually controlling the prosecution with separate actions; (ii) the extent and nature of any litigation concerning the controversy already commenced by Members of the Class; (iii) the desirability or undesirability of concentrating the litigation of these claims in this particular forum; and (iv) the difficulties likely to be encountered in the management of the class action.

6. Pursuant to Federal Rule of Civil Procedure 23, the Court hereby approves the Settlement set forth in the Stipulation and finds that:

(a) said Stipulation and the Settlement contained therein are, in all respects, fair, reasonable, and adequate and in the best interest of the Class;

(b) there was no collusion in connection with the Stipulation;

(c) the Stipulation was the product of informed, arm's-length negotiations among competent, able counsel; and

(d) the record is sufficiently developed and complete to have enabled Plaintiffs and Defendants to have adequately evaluated and considered their positions.

7. Accordingly, the Court authorizes and directs implementation and performance of all the terms and provisions of the Stipulation, as well as the terms and provisions hereof. Except as to any individual claim of those Persons (identified in Exhibit 1 attached hereto) who have validly and timely requested exclusion from the Class, the Court hereby dismisses the Litigation and all claims asserted therein with prejudice. The Settling Parties are to bear their own costs, except as and to the extent provided in the Stipulation and herein.

8. Upon the Effective Date, and as provided in the Stipulation, Plaintiffs shall, and each of the Class Members shall be deemed to have, and by operation of this Judgment shall have, fully,

finally, and forever waived, released, relinquished, and discharged all Released Claims (including Unknown Claims) against the Released Defendant Parties, whether or not such Class Member executes and delivers the Proof of Claim and Release form or shares in the Net Settlement Fund. Claims to enforce the terms of the Stipulation or any order of the Court in the Litigation are not released.

9. Upon the Effective Date, and as provided in the Stipulation, all Class Members and anyone claiming through or on behalf of any of them, will be forever barred and enjoined from commencing, instituting, asserting, maintaining, enforcing, prosecuting, or continuing to prosecute any action or other proceeding in any forum (including, but not limited to, any state or federal court of law or equity, arbitration tribunal, or administrative forum), asserting any of the Released Claims against any of the Released Defendant Parties, regardless of whether such Class Member executes and delivers a Proof of Claim and Release form.

10. Upon the Effective Date, and as provided in the Stipulation, each of the Released Defendant Parties shall be deemed to have, and by operation of this Judgment shall have, fully, finally, and forever released, relinquished, and discharged all Released Defendants' Claims (including Unknown Claims) against the Plaintiffs, each and all of the Class Members, and Plaintiffs' Counsel. Claims to enforce the terms of the Stipulation, the Joint Stipulation and Protective Order (ECF 175), the Joint Stipulation and Supplemental Protective Order for Non-Party Payment Rate Structures Produced by Defendants (ECF 304), the Second Supplemental Protective Order for Discovery (ECF 417), or the Joint Stipulation and Supplemental Protective Order for Discovery Produced by Non-Party Insurers (ECF 341), are not released.

11. Any and all claims, actions, allegations, causes of action, demands, or rights, however denominated and whether presently known or unknown, seeking contribution as that term is defined

for purposes of the PSLRA or other law, or seeking indemnification for claims arising under the federal securities laws or for state law claims arising out of any Released Claims (i) by any person or entity against any of Defendants' Released Persons and (ii) by any of Defendants' Released Persons against any person or entity, other than a person or entity whose liability has been extinguished by the Settlement, are hereby permanently barred, extinguished, discharged, satisfied, and unenforceable to the extent allowed by the Securities and Exchange Act of 1934, the Private Securities Litigation Reform Act of 1995 (the "PSLRA") and/or applicable law. Provided, however, that nothing in this paragraph or Stipulation shall preclude Defendants from seeking to enforce any remaining rights they may have under their applicable insurance policies or any remaining right of indemnification or contribution that the Individual Defendants may have.

12. The notice of the pendency and proposed Settlement given to the Class was the best notice practicable under the circumstances, including the individual notice to all Members of the Class who could be identified through reasonable effort. Said notice provided the best notice practicable under the circumstances of those proceedings and of the matters set forth therein, including the proposed Settlement set forth in the Stipulation, to all Persons entitled to such notice, and said notice fully satisfied the requirements of Federal Rule of Civil Procedure 23 and the requirements of due process. No Class Member is relieved from the terms of the Settlement, including the releases provided for therein, based upon the contention or proof that such Class Member failed to receive actual or adequate notice. A full opportunity has been offered to the Class Members to object to the proposed Settlement and to participate in the hearing thereon. The Court further finds that the notice provisions of the Class Action Fairness Act, 28 U.S.C. §1715, were fully discharged and that the statutory waiting period has elapsed. Thus, the Court hereby determines that all Class Members are bound by this Judgment.

13. The Escrow Agent shall maintain the Settlement Fund in accordance with the requirements set forth in the Stipulation. No Released Defendant Party shall have any liability, obligation, or responsibility whatsoever for the administration of the Settlement or disbursement of the Net Settlement Fund.

14. Any Plan of Allocation submitted by Class Counsel or any order entered regarding any attorneys' fee and expense application shall in no way disturb or affect this Judgment and shall be considered separate from this Judgment.

15. Neither the Stipulation nor the Settlement contained therein, nor any act performed or document executed pursuant to or in furtherance of the Stipulation or the Settlement: (a) is, or may be deemed to be, or may be used as an admission of, or evidence of, the validity of any Released Claim, or of any wrongdoing or liability of the Defendants or Defendants' Released Persons, or (b) is, or shall be deemed to be, or shall be used as an admission of any fault or omission of any Released Defendant Party in any statement, release, or written documents issued, filed, or made, or (c) is, or may be deemed to be, or may be used as an admission of, or evidence of, any fault or omission of any of the Defendants or Defendants' Released Persons in any civil, criminal, or administrative proceeding in any court, administrative agency, or other tribunal. The Defendants and/or their respective Released Persons may file the Stipulation and/or this Judgment from this Litigation in any other action that may be brought against them in order to support a defense or counterclaim based on principles of *res judicata*, collateral estoppel, release, good faith settlement, judgment bar or reduction, or any theory of claim preclusion or issue preclusion or similar defense or counterclaim.

16. Without affecting the finality of this Judgment in any way, this Court hereby retains continuing jurisdiction over: (a) implementation of this Settlement and any award or distribution of

the Settlement Fund, including interest earned thereon; (b) disposition of the Settlement Fund; (c) hearing and determining applications for attorneys' fees, expenses, and interest in the Litigation; and (d) all parties herein for the purpose of construing, enforcing, and administering the Stipulation.

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


18. The Court's orders entered during the course of the Litigation relating to the confidentiality of information shall survive this Settlement.

19. In the event that the Settlement does not become effective in accordance with the terms of the Stipulation, or the Effective Date does not occur, or in the event that the Settlement Fund, or any portion thereof, is returned to the Defendants or their insurers, then this Judgment shall be rendered null and void to the extent provided by and in accordance with the Stipulation and shall be vacated and, in such event, all orders entered and releases delivered in connection herewith shall be null and void to the extent provided by and in accordance with the Stipulation, and the Settling Parties shall revert to their respective positions in the Litigation as of August 29, 2023, as provided in the Stipulation.

20. Without further order of the Court, the Settling Parties may agree to reasonable extensions of time to carry out any of the provisions of the Stipulation.

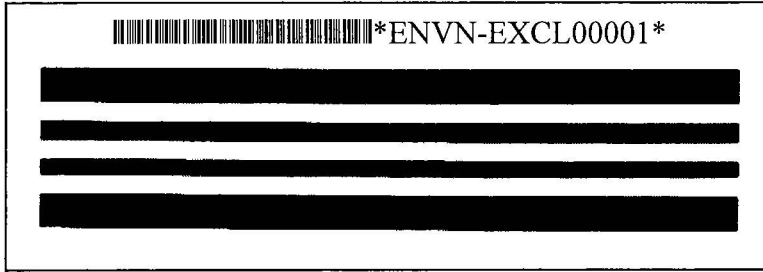
21. The Court directs immediate entry of this Judgment by the Clerk of the Court.
It is so **ORDERED**.

DATED: March 21, 2024



WILLIAM L. CAMPBELL, JR.
UNITED STATES DISTRICT JUDGE

EXHIBIT 1



RECEIVED
February 14, 2024
Claims Center

Exclusion Cover Page

Case Name: Envision Securities Litigation

Case Code: ENVN

Exclusion Deadline: February 29, 2024 (postmarked)

Name of Person Filing Exclusion: John S Thompson

John S. Thompson

February 5, 2024

Envision Securities Litigation:

Claims Administrator
c/o Gilardi & Co. LLC
P.O. Box 301170
Los Angeles, CA. 90030-1170

To Whom It May Concern:

Please be advised I have received your Important Legal Notice regarding the Envision Securities Litigation.

There are two points I wish to make regarding this matter:

1. My address has changed as follows:

Old Address:

[REDACTED]

New Address:

[REDACTED]

2. I do not wish to participate in this legal action and am hereby declaring my intent to exclude myself from further involvement in this matter.

If you have any questions, please advise.

Thank you.

Sincerely,

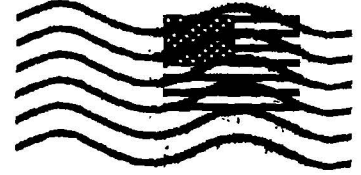


John S. Thompson

THOMPSON



8 FEB 2024 PM 4 L



KURTZMAN CARSON CONSULTANT

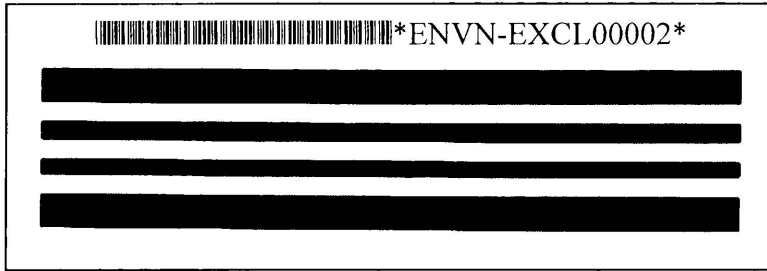
FEB 14 2024

RECEIVED

ENVISION SECURITIES LITIGATION
CLAIMS ADMINISTRATOR
C/O GILARDI & CO. LLC
P.O. BOX 301170
LOS ANGELES, CA 90030-1170

90030-117070





RECEIVED
February 21, 2024
Claims Center

Exclusion Cover Page

Case Name: Envision Securities Litigation

Case Code: ENVN

Exclusion Deadline: February 29, 2024. (postmarked)

Name of Person Filing Exclusion: Malta Pension Investments

Envision Securities Litigation
Claims Administrator
c/o Gilardi & Co. LLC
EXCLUSIONS
P.O. Box 5100
Larkspur, CA 94977-5100
USA

23rd January 2024

Request exclusion from the Class in the Envision Securities Litigation

Name: MALTA PENSION INVESTMENTS

Address:



Contact: Markus Pawlik, Managing Director

Email:



Telephone:



Trading history and proof of ownership being in the attached custodian certificate.

A handwritten signature in black ink, appearing to read 'Daniel Caruana'.

Markus Pawlik
Managing Director

Daniel Caruana
Authorised Signatory



State Street Bank International GmbH
Zweigniederlassung Luxemburg

49, avenue J.F. Kennedy
L-1855 Luxembourg

T +352 464 010 1
R.C.S. Luxembourg B 148186

www.statesstreet.com

Luxembourg, JAN 23th, 2024

**Re: Statement of positions Envision Healthcare Corporation
For the Claimant: Malta Pension Investments**

To Whom It May Concern,

We, State Street Bank International GmbH, Luxembourg branch, act or acted as the custodian bank for the securities listed in the attached Exhibit. We hereby certify that the transactions and holdings for the securities shown in the attached Exhibit are accurate for the dates indicated therein.

The Claimant is/was the legal and beneficial owner of the securities listed in the attached Exhibit and holds all rights and obligations relating to these securities.

State Street Bank International GmbH, Luxembourg Branch

Digitally signed by Rui
Machado
Date: 2024.01.23 12:00:22
+01'00'

Name:

Title:

State Street Bank International GmbH
Aufsichtsratsvorsitzender Jorg Ambrosius
Geschäftsführer Stefan Gmur Fabienne Baker Denis Dollaku James Fagan
Andreas Niklaus Kris Wulteputte
Sitz München Brienner Str 59 D-80333 München Registergericht München HRB 42872

					03-Feb-14	Opening balance							0.00							
MP51	Us Equity (Bnp)	29414D100	ENVISION HEALTHCARE CORP COMMON STOCK	Fri, 02-Dec-16	Fri, 02-Dec-16	DTC	BUY	1,000,000	72,900.00	0.00	72,900.00		1,000,000	03-Feb-14	31-Oct-17	MERGER	72.90	0.00	0.00	USD
MP51	Us Equity (Bnp)	29414D100	ENVISION HEALTHCARE CORP COMMON STOCK	Tue, 13-Dec-16	Tue, 13-Dec-16	DTC	SELL	(1,000,000)	-70,194.42	-14.04	-70,180.38		0.000	03-Feb-14	31-Oct-17	CITIGROUP GLOBAL MARKETS LIMITED	70.21	-2,549.67	1.54	USD
MP51	Us Equity (Bnp)	03232P405	AMSURG CORP COMMON STOCK	Fri, 20-May-16	Fri, 20-May-16	DTC	BUY	1,000,000	72,900.00	0.00	72,900.00		1,000,000			INCOMING C LIENT	72.90	0.00	0.00	USD
MP51	Us Equity (Bnp)	03232P405	AMSURG CORP COMMON STOCK	Fri, 02-Dec-16	Fri, 02-Dec-16	DTC	SELL	(1,000,000)	-72,900.00	0.00	-72,900.00		0.000			MERGER	72.90	0.00	0.00	USD
					31-Oct-17	Closing balance							0.00							

					03-Feb-14	Opening balance							0.00							
MP28	Transition	03232P405	AMSURG CORP COMMON STOCK	Wed, 18-May-16	Wed, 18-May-16	DTC	BUY	1,000,000	75,012.93	11.23	75,001.70		1,000,000			STATE STREET BANK AND TRUST COMPANY	75.00	0.00	0.00	USD
MP28	Transition	03232P405	AMSURG CORP COMMON STOCK	Fri, 20-May-16	Fri, 20-May-16	DTC	SELL	(1,000,000)	-72,900.00	0.00	-72,900.00		0.000			INCOMING C LIENT	72.90	-1,884.36	0.00	USD
					31-Oct-17	Closing balance							0.00							

State Street Bank International GmbH
Aufsichtsratsvorsitzender: Jörg Ambrosius
Geschäftsführer: Stefan Gmür, Fabienne Baker, Denis Dollaku, James Fagan,
Andreas Niklaus, Kris Wulteputte
Sitz München, Briener Str. 59, D-80333 München, Registergericht München HRB 42872

Information Classification: Limited Access

State Street Bank International GmbH
Aufsichtsratsvorsitzender: Jörg Ambrosius
Geschäftsführer: Stefan Gmür, Fabienne Baker, Denis Dollaku, James Fagan,
Andreas Niklaus, Kris Wulfeputte
Sitz München, Brienner Str. 59, D-80333 München, Registergericht München HRB 42872



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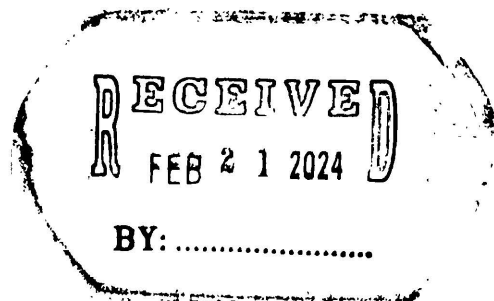
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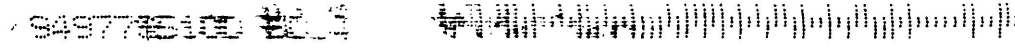


RR Registered Item
RR437916286MT



RR437916286MT

Customer's Signature and ID.



Malta Pension Investments