

UNITED STATES DISTRICT COURT  
DISTRICT OF MINNESOTA

In re ST. JUDE MEDICAL, INC.  
SECURITIES LITIGATION

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This Document Relates To:

ALL ACTIONS.

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) Civ. No. 0:10-cv-00851-SRN-TNL  
)  
) CLASS ACTION  
)  
) 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 (“Order”) dated March 9, 2015, on the application of the Parties for approval of the Settlement set forth in the Stipulation and Agreement of Settlement dated February 18, 2015 (the “Stipulation”). Due and adequate notice having been given to the Class as required in said 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 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 Action and over all parties to the Action, including all members of the Class.

3. 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 the Lead Plaintiff and the Defendants to have adequately evaluated and considered their positions.

4. 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 Action and all Released Claims of the Class with prejudice. The Parties are to bear their own costs, except as and to the extent provided in the Stipulation and herein.

5. Upon the Effective Date, Lead Plaintiff and each of the other members of the Class on behalf of themselves, their heirs, executors, administrators, predecessors, successors and assigns, will fully and finally release, to the fullest extent that the law permits their release in this Action, as against the Defendants, their past and/or present directors, officers, employees, consultants, agents, distributors, attorneys, insurers, predecessors, successors, parents, subsidiaries, assigns, devisees, heirs, executors, trustees, and/or administrators, all Released Claims (including, without limitation, Unknown Claims), regardless of whether such Class Member executes and delivers a Proof of Claim Form.

6. Lead Plaintiff and all Class Members are hereby forever barred and enjoined from prosecuting any of the Released Claims against any of the Released Parties.

7. Upon the Effective Date, the Defendants and each of the other Released Parties on behalf of themselves, their heirs, executors, administrators, predecessors, successors and assigns, will fully and finally release as against all plaintiffs in the consolidated action, any

other Class Member and Plaintiffs' Counsel, and their respective past and/or present directors, officers, employees, consultants, agents, distributors, attorneys, predecessors, successors, parents, subsidiaries, assigns, devisees, heirs, executors, trustees, and/or administrators, all Released Parties' Claims.

8. The Notice of Proposed Settlement of Class Action 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.

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

10. 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 Released Parties, or (b) 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 their respective Released Parties in any civil, criminal, or administrative proceeding in any court, administrative agency, or other tribunal. The Parties may file the Stipulation and/or this Judgment from this Action 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.

11. 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 Action; and (d) all parties herein for the purpose of construing, enforcing, and administering the Stipulation.

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

13. 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' 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.

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

LET JUDGMENT BE ENTERED ACCORDINGLY.

DATED: June 12, 2015

s/Susan Richard Nelson  
SUSAN RICHARD NELSON  
United States District Judge

# EXHIBIT 1

# Exclusions Report

Exclusion ID	FirstName	LastName	Name1	Postmark Date	Common Stock Qty	Column1
1	Willie J.	Wise		1/2/2013	100	
2	Thomas A.	Butler	Viola	1/2/2013	no shares provided	
3	William H.	Wuebbels		1/8/2013	50	
4	Kathy A.	Wuebbels	IRA	1/8/2013	200	
5	William H.	Wuebbels		1/8/2013	100	
6	William H.	Wuebbels	IRA	1/8/2013	200	
7	Angela T.	Breidenbach		1/8/2013	no shares provided	
8	Martin J.	Patterson		1/11/2013	no shares provided	
9	Dianne H.	Patterson		1/11/2013	no shares provided	
10	Shirley L.	Wodrick		1/8/2013	no share provided	
11	Patricia A.	Abercrombie		1/12/2013	no shares provided	
12	Irene	Fleming		1/14/2013	no shares provided	
13	Norman	Flout Jr.		1/17/2013	70	
14	Suzanne T.	Gusman	David M.	1/17/2013	no shares purchased in Class	
15	Suzanne T.	Gusman		1/17/2013	no shares purchased in Class	
16	Janice K.	Crowley		1/18/2013	68	
17	Larry Doyle	May		1/18/2013	74	
18	Patrick	Gallagher		1/16/2013	shares unknown	
19	Debra L.	Gallagher		1/16/2013	shares unknown	
20	Gene S.	Norris		1/22/2013	9	
21	Billie	Martin	Jerry R.	1/23/2013	5	
22	Leland J.	Rosander			500	
23	Dennis J.	Rockenbach		1/24/2013	shares unknown	
24	Edward	Morgan		1/24/2013	135	
25	Herbert M.	Teuliner		1/28/2013	20	Late
26	Lawrence A.	Losleben		1/28/2013	54	Late
27	Rita C.	Greer		1/30/2013	no shares provided	Late
28	Melani	Traci TR	Lyndon Hardy	2/2/2013	200	Late
29	Mary Ann	Gaul		2/4/2013	150	Late
30	Allen	Payson		2/6/2013	no shares provided	Late
31	Malcom A.	Duffy		2/14/2013	1	Late
32	Pere Gaston	Ouellet		3/11/2013	34	Late
33	Jose L.	Ramirez		3/8/2013	48	Late
34	Richard C.	Krell	Eleanor S.	3/11/2013	7	Late
					2025 Shares	