

**UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

FUNICULAR FUNDS, LP, individually and
on behalf of all others similarly situated,

Plaintiff,

v.

PIONEER MERGER CORP., PIONEER
MERGER SPONSOR LLC, JONATHAN
CHRISTODORO, RICK GERSON, OSCAR
SALAZAR, RYAN KHOURY, SCOTT
CARPENTER, MATTHEW COREY,
MITCHELL CAPLAN, and TODD DAVIS,

Defendants.

Civil Action No. 22-10986-JSR

**ORDER APPROVING
PLAN OF ALLOCATION OF NET SETTLEMENT FUND**

This matter came on for hearing on June 26, 2024 (the “Settlement Fairness Hearing”) on Lead Plaintiff’s Motion for Final Approval of Settlement and Plan of Allocation (the “Approval Motion”) to determine whether to approve the proposed plan of allocation of the Net Settlement Fund (“Plan of Allocation”) created by the Settlement in the above-captioned class action (the “Action”). The Court has considered all matters submitted to it at the Settlement Fairness Hearing and it appears that the Notice of the Settlement and Settlement Fairness Hearing, substantially in the form approved by the Court, was transmitted to all Class Members, and that a summary notice of the Settlement Fairness Hearing substantially in the form approved by the Court was published in the *Investor’s Business Daily* and transmitted over the *Global Newswire*. The Court, having

considered and determined the fairness and reasonableness of the Plan of Allocation, holds as follows.

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. This Order incorporates by reference the definitions in the Stipulation and Agreement of Settlement, dated February 8, 2024 (the “Stipulation”), and all capitalized terms not otherwise defined in this Order shall have the same meaning as they have in the Stipulation.

2. The Court has jurisdiction to enter this Order and over the subject matter of the Action and all Parties to the Action, including all Class Members.

3. Notice of the Approval Motion, including the Plan of Allocation, was provided to all Class Members. The form and method of notifying the Class of the Plan of Allocation satisfied the requirements of Rule 23 of the Federal Rules of Civil Procedure, the United States Constitution (including the Due Process Clause), and all other applicable law and rules; and constituted due and sufficient notice to all persons and entities entitled thereto.

4. 247 copies of the Notice, which included the proposed Plan of Allocation, were transmitted to Class Members and there were no objections to the Plan of Allocation.

5. The Court hereby finds and concludes that a *pro rata* distribution of the Net Settlement Fund, as set forth in the Notice transmitted to Class Members, provides a fair and reasonable basis upon which to allocate the proceeds of the Net Settlement Fund among the Class.

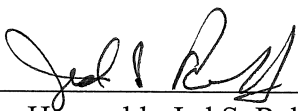
6. The Court hereby finds and concludes that the Plan of Allocation is, in all respects, fair and reasonable to the Class. Accordingly, the Court hereby approves the Plan of Allocation proposed by Lead Plaintiff.

7. Exclusive jurisdiction is hereby retained over the Parties, the Class Members, and all relevant persons for (i) the administration, interpretation, effectuation, or enforcement of the

Stipulation and this Order; and (ii) all matters and disputes relating to Continental Casualty Company Policy No. 652304448, as described in the Stipulation, including with respect to any further distribution of proceeds obtained thereunder.

8. This Order shall take effect on September 16, 2024, pursuant to Paragraph 15 of the Judgment and Order Approving Class Action Settlement entered contemporaneously herewith.

SO ORDERED this 27th day of June, 2024.



The Honorable Jed S. Rakoff
United States District Judge