UNITED STATES DISTRICT COURT WESTERN DISTRICT OF KENTUCKY LOUISVILLE DIVISION

IN RE: SKECHERS TONING SHOES
PRODUCTS LIABILITY LITIGATION

MASTER FILE No. 3:11-MD-2308-TBR
MDL No. 2308

Honorable Thomas B. Russell

This document relates to:

Grabowski v. Skechers U.S.A., Inc., S.D.
California, C.A. No. 3:10-01300

Case No.: 3:12-CV-00204-TBR

NOTICE OF MOTION AND MOTION FOR FINAL APPROVAL OF CLASS ACTION SETTLEMENT AND FOR AN AWARD OF ATTORNEYS' FEES AND REIMBURSEMENT OF EXPENSES

TO: ALL PARTIES AND THEIR ATTORNEYS OF RECORD

PLEASE TAKE NOTICE that on March 19, 2013, at 1:00 p.m., before the Honorable Thomas B. Russell, Plaintiffs will and hereby move pursuant to Federal Rule of Civil Procedure 23 for an order:

- 1. Confirming Tamara Grabowski as plaintiff representative of the Class;
- 2. Confirming the appointment of Class Counsel;
- 3. Confirming certification of the following Class:

All persons or entities that during the Class Period – from August 1, 2008, until and including August 13, 2012 – purchased in the United States any Eligible Shoes. "Eligible Shoes" means the Skechers footwear sold in the following toning categories: (a) Shape-up rocker bottom shoes ("Shape-ups"); (b) Resistance Runner rocker bottom shoes ("Resistance Runner"); (c) Shape-up Toners/Trainers, and Tone-ups with podded outsoles ("Podded Sole Shoes"); and (d) Tone-ups non-podded sandals, boots, clogs, and trainers ("Tone-ups (Non-Podded Sole)"). Excluded from the Class are: (a) Skechers' Board members or executive-level officers, including its attorneys; (b) persons or entities who purchased the Eligible Shoes primarily for resale; (c) retailers or re-sellers of Eligible Shoes; (d) governmental entities; (e) persons or entities who purchased Eligible Shoes via the Internet or other remote means while not residing in the United States; and (f) any persons or entities who or which timely and properly excluded themselves from the Class.

- 4. Granting final approval of the settlement; and
- 5. Awarding attorneys' fees and expenses and incentive awards.

This motion is supported by Plaintiffs' memorandum in support of this motion and the declarations of Plaintiffs' Counsel, filed concurrently herewith.

The motion is also supported by the declarations of the notice administrator (Jeanne Finegan) and the claims administrator (Caroline Barazesh), filed concurrently herewith. The motion is also supported by the pleadings filed in support of preliminary approval of the class action settlement, including Plaintiffs' memorandum in support of preliminary approval, the Declaration of Timothy G. Blood, Plaintiffs' reply in support of preliminary approval, the Supplemental Declaration of Timothy G. Blood, and the other declarations filed in support of preliminary approval, as well as all other pleadings and records on file in this action and any argument or evidence that may be considered at a hearing on this motion.

Respectfully submitted,

Dated: December 28, 2012

BLOOD HURST & O'REARDON, LLP TIMOTHY G. BLOOD (149343) LESLIE E. HURST (178432) THOMAS J. O'REARDON II (247952)

By: s/ Timothy G. Blood
TIMOTHY G. BLOOD

701 B Street, Suite 1700 San Diego, CA 92101 Telephone: 619/338-1100 619/338-1101 (fax) tblood@bholaw.com lhurst@bholaw.com toreardon@bholaw.com

MILBERG LLP JANINE L. POLLACK One Pennsylvania Plaza, 49th Floor New York, NY 10119 Telephone: 212/594-5300 212/868-1229 (fax) ipollack@milberg.com

MILBERG LLP JEFF S. WESTERMAN One California Plaza 300 South Grand Avenue, Suite 3900 Los Angeles, CA 90071 Telephone: 213/617-1200 213/617-1975 (fax)

jweestermann@milberg.com

BONNETT, FAIRBOURN, FRIEDMAN & BALINT, P.C.
TODD D. CARPENTER (234464)
600 West Broadway, Suite 900
San Diego, CA 92101
Telephone: 619/756-7095
602/798-5860 (fax)
tcarpenter@bffb.com

BONNETT, FAIRBOURN, FRIEDMAN & BALINT, P.C.
ANDREW S. FRIEDMAN
ELAINE A. RYAN
PATRICIA N. SYVERSON (203111)
2325 E. Camelback Road, Suite 300
Phoenix, AZ 85016
Telephone: 602/274-1100
602/798-5860 (fax)
afriedman@bffb.com
eryan@bffb.com
psyverson@bffb.com

SHEPHERD, FINKELMAN, MILLER & SHAH, LLP JAMES C. SHAH (SBN 260435) JAYNE A. GOLDSTEIN 35 E. State Street Media, PA 19063 Telephone: 610/891-9880 610/891-9883 (fax)

EDGAR LAW FIRM, LLC JOHN F. EDGAR ANTHONY E. LACROIX 1032 Pennsylvania Avenue Kansas City, MO 64105 Telephone: 816/531-0033 816/531-3322 (fax)

CUNEO, GILBERT & LADUCA PAMELA GILBERT 507 C Street NE Washington, D.C. 20002 Telephone: (202) 789-3960 202/789-1813 (fax)

Attorneys for Plaintiffs

CERTIFICATE OF SERVICE

I hereby certify that on December 28, 2012, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the email addresses denoted on the Electronic Mail Notice List, and I hereby certify that I have mailed the foregoing document or paper via the United States Postal Service to the non-CM/ECF participants indicated on the Electronic Mail Notice List.

I certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed December 28, 2012.

s/ Timothy G. Blood
TIMOTHY G. BLOOD

BLOOD HURST & O'REARDON, LLP 701 B Street, Suite 1700 San Diego, CA 92101 Telephone: 619/338-1100 619/338-1101 (fax) tblood@bholaw.com