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**COMMONWEALTH OF KENTUCKY
FAYETTE CIRCUIT COURT
FOURTH DIVISION**

43025-4

Civil Action No. 20-CI-00332

**HAYNES PROPERTIES, LLC,
*et al.***

PLAINTIFFS

vs.

**Order re Co-op's
Remaining Net Operating Loss**

**BURLEY TOBACCO GROWERS
COOPERATIVE ASSOCIATION,
*et al.***

DEFENDANTS

Plaintiffs/Settlement Class Representatives, the Burley Tobacco Growers Cooperative Association ("Co-op"), and its Dissolution Committee having filed a Motion for Ruling about the Co-op's remaining net operating loss ("NOL"), the Motion having come on for hearing on January 5, 2024, as re-noticed, counsel having an opportunity to be heard, and the Court being duly and sufficiently advised, IT IS HEREBY FOUND and ORDERED as follows:

1. No feasible method, supported by any tax regulation or ruling, caselaw, or other legal authority, has been shown for pass-through or distribution of the Co-op's carried-forward NOL to Settlement Class members.

2. To avoid further delay in the final distribution to qualified, eligible Class members, Movants may proceed to calculate and plan for the third and final distribution of the Co-op's net dissolution proceeds without providing for a pass-through or distribution of the Co-op's remaining NOL to Class members. To the extent that any NOL remaining on the Co-op's books after the filing of its final tax return could be considered an "asset" or "property," the Co-op is permitted to abandon the same.

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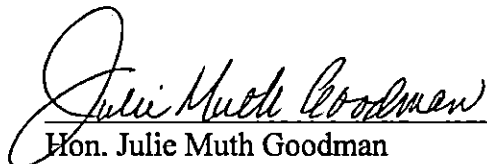
3. A party or Class member may propose that the Co-op make a communication or provide information to Class members about the remaining NOL for individual members' use as they choose in preparing their tax returns or taking positions about their tax liability. Any such proposal must:

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- a. be specific about the communication or information to be provided;
- b. set a time limit on its provision or availability;
- c. explain its potential usefulness, whether to the Class as a whole or to particular Class members;
- d. include a qualified tax-law opinion or citation to legal authority that supports the pass-through of NOL (or a portion thereof) to Class members; and
- e. itemize expected costs and make provision therefor, whether by having funds set aside that would otherwise be distributed among Class members or by imposition on the particular individual(s) seeking the information.

Furthermore, the proposal must be brought to this Court for review and approval.

Given under my hand this 5th day of January, 2024.



Hon. Julie Muth Goodman
Judge Fayette Circuit Court

PREPARED BY:

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CLERK'S CERTIFICATE OF SERVICE

I hereby certify that a true and accurate copy of the foregoing has been served on this 43025 day of January 2024, via U.S. Mail, first class, to the following counsel and unrepresented objectors to the proposed settlement:

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Clerk, Fayette Circuit Court

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