

**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION**

CITY OF SUNRISE GENERAL  
EMPLOYEES' RETIREMENT PLAN,  
on behalf of itself and all others similarly  
situated,

Plaintiff,

v.

FLEETCOR TECHNOLOGIES, INC.,  
RONALD F. CLARKE, and ERIC R. DEY,

Defendants.

Civ. A. No. 1:17-cv-02207-LMM

CLASS ACTION

**SUPPLEMENTAL DECLARATION OF ALEXANDER VILLANOVA  
REGARDING (A) MAILING OF NOTICE AND CLAIM FORM  
AND (B) REPORT ON REQUESTS FOR EXCLUSION RECEIVED**

I, ALEXANDER VILLANOVA, hereby declare as follows:

1. I am a Senior Project Manager employed by Epiq Class Action & Claims Solutions, Inc. ("Epiq").<sup>1</sup> Pursuant to the Court's December 12, 2019 Order Preliminarily Settlement and Providing for Notice (ECF No. 97) (the "Preliminary Approval Order"), Epiq was authorized to act as the Claims Administrator in

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<sup>1</sup> Unless otherwise defined in this Declaration, all capitalized terms have the meanings set out in the Stipulation and Agreement of Settlement dated November 6, 2019 (ECF No. 96-2).

connection with the Settlement of the above-captioned action. I submit this Declaration as a supplement to my earlier declaration, the Declaration of Alexander Villanova Regarding: (A) Mailing of the Notice and Claim Form; (B) Publication of the Summary Notice; and (C) Report on Requests for Exclusion Received to Date, dated March 10, 2020 (ECF No. 100-1) (the “Initial Mailing Declaration”). The following statements are based on my personal knowledge and information provided by other Epiq employees working under my supervision, and if called on to do so, I could and would testify competently thereto.

2. The Initial Mailing Declaration made reference to a cyber incident that Epiq experienced on February 29, 2020, which caused Epiq’s computer systems to be temporarily taken offline, which, in turn, temporarily affected access to the toll-free number and website dedicated to this Settlement and temporarily disrupted Epiq’s printing and mailing capabilities. *See* Initial Mailing Declaration ¶¶ 12-13. Since the filing of the Initial Mailing Declaration, all of Epiq computer systems have been returned to normal functioning. At this time and to the best of our knowledge, no client data has been accessed, viewed, copied, extracted or compromised, including data related to this Settlement.

**CONTINUED MAILING OF THE NOTICE PACKET**

3. As set forth in the Initial Mailing Declaration, as of February 21, 2020, Epiq had mailed a total of 59,889 copies of the Notice and Claim Form (the “Notice Packet”) to potential Class Members and nominees. Since that date, Epiq has continued to disseminate copies of the Notice Packet in response to requests from potential Class Members and nominees. From February 22, 2020 through March 2, 2020, Epiq mailed an additional 12,565 Notice Packets in response to additional requests from potential Class Members and nominees. From March 13, 2020 through March 23, 2020, Epiq mailed a total of 8,153 additional copies of the Notice Packet to fulfill late requests received from by brokers and nominees, including those received during the period when the cyber incident prevented normal printing and mailing of Notice Packets. An additional 3 Notice Packets were sent to potential Class Members based on their requests on March 30, 2020. Through April 6, 2020, Epiq has mailed a cumulative total of 80,610 Notice Packets to potential Class Members and nominees.

**TELEPHONE HELPLINE AND WEBSITE**

4. Epiq continues to maintain the toll-free telephone number (1-833-935-1366) and interactive voice response system to accommodate any inquiries from potential members of the Class. Epiq also continues to maintain the dedicated

website for the Action ([www.FleetCorSecuritiesLitigation.com](http://www.FleetCorSecuritiesLitigation.com)) in order to assist Class Members. On March 20, 2020, Epiq posted to the website copies of the papers filed in support of Lead Plaintiff's motion for final approval of the Settlement and Plan of Allocation and Lead Counsel's motion for an award of attorneys' fees and expenses. Epiq also updated the website to inform Class Members that the hearing concerning final approval of the Settlement would be conducted by telephone and to provide the dial-in number to participate in the hearing. Epiq will continue maintaining and, as appropriate, updating the website and toll-free telephone number until the conclusion of the administration.

**REPORT ON REQUESTS FOR EXCLUSION RECEIVED**

5. The Notice informed potential members of the Class that requests for exclusion from the Class were to be mailed or otherwise delivered, addressed to *FleetCor Technologies, Inc. Securities Litigation, EXCLUSIONS*, c/o Epiq, P.O. Box 2312, Portland, OR 97208-2312, such that they were received by no later than March 24, 2020. Epiq has been monitoring all mail delivered to that post office box. As of the date of this Declaration, Epiq has received three (3) requests for exclusion. Exhibit 1 attached hereto lists the names of the persons and entities who have requested exclusion from the Class and their city and state. Copies of the requests for exclusion received are attached as Exhibits 2, 3, and 4. In the interest of privacy

and security, the requests for exclusion have been redacted to remove the street addresses, telephone numbers, and financial account numbers of the persons requesting exclusion, as well as any other investment data unrelated to FleetCor.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge.

Executed on April 6, 2020, at Beaverton, Oregon.

A handwritten signature in black ink, appearing to read 'Alexander Villanova', written in a cursive style.

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Alexander Villanova

# **Exhibit 1**

**Exhibit 1**

1. Biniasz Family Trust  
Donald Biniasz, Trustee  
Highlands Ranch, CO
2. Lynda Nelson  
Costa Mesa, CA
3. Susan Pugatchenko  
The Villages, FL

# **Exhibit 2**



Exclusions

March 11, 2020

c/o Epiq

P.O. Box 2312

Portland, OR 97208-2312

Sirs:

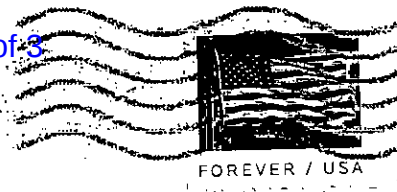
The Biniasz Family Trust would like to be excluded from the Class. My name is Donald Biniasz and I represent the trust. My address is: [REDACTED], Highlands Ranch, telephone: [REDACTED].

I am requesting exclusion from the Class in City of Sunrise General Employees Retirement Plan v. FleetCor Technologies, Inc., et al., Civil Action NO. 1:17-CV-02207- LMM. The number of shares of FleetCor common stock are unknown.

Sincerely,

*Donald Biniasz TTEE*  
Donald Biniasz Trustee

Mr. Donald Biniasz  
Highlands Ranch, CO



FleetCor Technologies, Inc.  
Exclusions  
c/o Epig  
P.O. Box 2312  
Portland, OR 97208-2312

97208-231212



# **Exhibit 3**

UNDER THE PENALTIES OF PERJURY, I (WE) CERTIFY THAT ALL OF THE INFORMATION PROVIDED BY ME (US) ON THIS CLAIM FORM IS TRUE, CORRECT, AND COMPLETE, AND THAT THE DOCUMENTS SUBMITTED HEREWITH ARE TRUE AND CORRECT COPIES OF WHAT THEY PURPORT TO BE.

Signature of claimant Lynda Nelson

Date 03 - 06 - 20  
MM DD YY

Print claimant name here Lynda Nelson

Signature of joint claimant, if any

Date  -  -   
MM DD YY

Print joint claimant name here

*If the claimant is other than an individual, or is not the person completing this form, the following also must be provided:*

Signature of person signing on behalf of claimant

Date  -  -   
MM DD YY

Print name of person signing on behalf of claimant here

Capacity of person signing on behalf of claimant, if other than an individual, e.g., executor, president, trustee, custodian, etc. (Must provide evidence of authority to act on behalf of claimant - see ¶ 10 on page 4 of this Claim Form.)

*I do not want to participate in this class action suit. I have included all info I could find. I hope this satisfies my requirements.*  
*Lynda Nelson*



**REMINDER CHECKLIST**

1. Sign the above release and certification. If this Claim Form is being made on behalf of joint claimants, then both must sign.
2. Attach only *copies* of acceptable supporting documentation as these documents will not be returned to you.
3. Do not highlight any portion of the Claim Form or any supporting documents.
4. Keep copies of the completed Claim Form and documentation for your own records.
5. The Claims Administrator will acknowledge receipt of your Claim Form by mail, within 30 days. Your claim is not deemed filed until you receive an acknowledgement postcard. **If you do not receive an acknowledgement postcard within 30 days, please call the Claims Administrator toll free at 1-833-935-1366.**
6. If your address changes in the future, or if this Claim Form was sent to an old or incorrect address, you must send the Claims Administrator written notification of your new address. If you change your name, inform the Claims Administrator.
7. If you have any questions or concerns regarding your claim, contact the Claims Administrator at the address below, by email at [info@FleetCorSecuritiesLitigation.com](mailto:info@FleetCorSecuritiesLitigation.com), or by toll-free phone at 1-833-935-1366, or you may visit [www.FleetCorSecuritiesLitigation.com](http://www.FleetCorSecuritiesLitigation.com). **DO NOT** call FleetCor or its counsel with questions regarding your claim.

**THIS CLAIM FORM MUST BE MAILED TO THE CLAIMS ADMINISTRATOR BY FIRST-CLASS MAIL, POSTMARKED NO LATER THAN MAY 13, 2020, ADDRESSED AS FOLLOWS:**

*FleetCor Technologies, Inc. Securities Litigation*  
c/o Epiq  
P.O. Box 2312  
Portland, OR 97208-2312  
1-833-935-1366  
[www.FleetCorSecuritiesLitigation.com](http://www.FleetCorSecuritiesLitigation.com)

A Claim Form received by the Claims Administrator shall be deemed to have been submitted when posted, if a postmark date on or before May 13, 2020 is indicated on the envelope and it is mailed First Class, and addressed in accordance with the above instructions. In all other cases, a Claim Form shall be deemed to have been submitted when actually received by the Claims Administrator.

You should be aware that it will take a significant amount of time to fully process all of the Claim Forms. Please be patient and notify the Claims Administrator of any change of address.



**PART IV – RELEASE OF CLAIMS AND SIGNATURE****YOU MUST ALSO READ THE RELEASE AND CERTIFICATION BELOW AND SIGN ON PAGE 7 OF THIS CLAIM FORM.**

I (we) hereby acknowledge that, pursuant to the terms set forth in the Stipulation, without further action by anyone, upon the Effective Date of the Settlement, I (we), on behalf of myself (ourselves) and my (our) (the claimant(s)') heirs, executors, administrators, predecessors, successors and assigns, in their capacities as such, shall be deemed to have, and by operation of law and of the judgment shall have, fully, finally, and forever compromised, settled, released, resolved, relinquished, waived, and discharged each and every Released Plaintiffs' Claim (including, without limitation, any Unknown Claims) against the Defendants' Releasees; and shall covenant not to, and shall forever be barred and enjoined from, commencing, instituting, prosecuting, or continuing to prosecute any action or other proceeding in any court of law or equity, arbitration tribunal, or administrative forum asserting any or all of the Released Plaintiffs' Claims against any of the Defendants' Releasees.

**CERTIFICATION**

By signing and submitting this Claim Form, the claimant(s) or the person(s) who represent(s) the claimant(s) agree(s) to the release above and certifies (certify) as follows:

1. that I (we) have read and understand the contents of the Notice and this Claim Form, including the releases provided for in the Settlement and the terms of the Plan of Allocation;
2. that the claimant(s) is a (are) Class Member(s), as defined in the Notice, and is (are) not excluded by definition from the Class as set forth in the Notice;
3. that the claimant(s) did *not* submit a request for exclusion from the Class;
4. that I (we) own(ed) the FleetCor common stock identified in the Claim Form and have not assigned the claim against any of the Defendants or any of the other Defendants' Releasees to another, or that, in signing and submitting this Claim Form, I (we) have the authority to act on behalf of the owner(s) thereof;
5. that the claimant(s) has (have) not submitted any other claim covering the same purchases of FleetCor common stock and knows (know) of no other person having done so on the claimant's (claimants') behalf;
6. that the claimant(s) submit(s) to the jurisdiction of the Court with respect to claimant's (claimants') claim and for purposes of enforcing the releases set forth herein;
7. that I (we) agree to furnish such additional information with respect to this Claim Form as Lead Counsel, the Claims Administrator, or the Court may require;
8. that the claimant(s) waive(s) the right to trial by jury, to the extent it exists, and agree(s) to the determination by the Court of the validity or amount of this Claim, and waives any right of appeal or review with respect to such determination;
9. that I (we) acknowledge that the claimant(s) will be bound by and subject to the terms of any judgment(s) that may be entered in the Action; and
10. that the claimant(s) is (are) NOT subject to backup withholding under the provisions of Section 3406(a)(1)(C) of the Internal Revenue Code because (i) the claimant(s) is (are) exempt from backup withholding or (ii) the claimant(s) has (have) not been notified by the IRS that he, she, or it is subject to backup withholding as a result of a failure to report all interest or dividends or (iii) the IRS has notified the claimant(s) that he, she, or it is no longer subject to backup withholding. **If the IRS has notified the claimant(s) that he, she, it, or they is (are) subject to backup withholding, please strike out the language in the preceding sentence indicating that the claim is not subject to backup withholding in the certification above.**



Schwab One® Trust Account  
 Account Number: [REDACTED]

Statement Period: January 5, 2017 to January 31, 2017  
 Page 1 of 8

*Protect your privacy and the environment.  
 Switch to eStatements at [schwab.com/lesspaper](http://schwab.com/lesspaper).  
 Questions? Call 1-877-316-6400  
 Banking Inquiries: Call 1-877-316-6400*

**Account Of**

LYNDA MCCARTY NELSON TTEE  
 LYNDA M NELSON REVOCABLE LIVIN  
 U/A DTD 07/01/1998

COSTA MESA CA [REDACTED]

Managed Account Connection  
 ThomasPartners, Inc.  
 TPI Balanced Income Strategy

**Mail To**

LYNDA MCCARTY NELSON TTEE  
 LYNDA M NELSON REVOCABLE LIVIN  
 U/A DTD 07/01/1998  
 [REDACTED]  
 COSTA MESA CA [REDACTED]

**Account Value Summary**

Cash & Sweep Money Market Funds	\$ [REDACTED]
Total Investments Long	\$ [REDACTED]
Total Investments Short	\$ [REDACTED]
<b>Total Account Value</b>	<b>\$ [REDACTED]</b>

**Change in Account Value**

Starting Account Value	\$ [REDACTED]
Transactions & Income	\$ [REDACTED]
Income Reinvested	\$ [REDACTED]
Change in Value of Investments	\$ [REDACTED]
<b>Ending Account Value</b>	<b>\$ [REDACTED]</b>
Year-to-Date Change in Value Since 1/5/17	\$ [REDACTED]

**Rate Summary**

Value Adv Money Fd SWVXX	[REDACTED] %
Sch Investor Money Fund	[REDACTED] %
Schwab Govt MMF <sup>f</sup>	[REDACTED] %

Please see "Endnotes For Your Account" section for an explanation of the endnote codes and symbols on this statement.

SIPC has taken the position that it will not cover the balances held in your deposit accounts maintained under programs like our Bank Sweep feature. Please see your Cash Feature Disclosure Statement for more information on insurance coverage.

01/31-67010-NRSJ1301-062225 \* #

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**Schwab One® Trust Account**  
**Account Number:** [REDACTED]

**Statement Period: January 5, 2017 to January 31, 2017**

**Page 2 of 8**

## Terms and Conditions

### GENERAL INFORMATION AND KEY TERMS:

All references to "Schwab" in this document refer to the broker-dealer Charles Schwab & Co., Inc. Unless otherwise defined herein, capitalized terms have the same meanings as in your Account Agreement.

If you receive any other communication from any source other than Schwab which purports to represent your holdings at Schwab you should verify its content with this statement.

Securities, products, and services are not available in all countries and are subject to country specific restrictions.

**AIP (Automatic Investment Plan) Customers:** Schwab receives remuneration in connection with certain transactions effected through Schwab. If you participate in a systematic investment program through Schwab, the additional information normally detailed on a trade confirmation will be provided upon request.

**Bank Sweep Feature:** Schwab acts as your agent and custodian in establishing and maintaining your Bank Sweep feature as a Schwab Cash Feature for your brokerage account. Deposit accounts held through the Bank Sweep feature constitute direct obligations of Charles Schwab Bank and are not obligations of Schwab. Deposit accounts are insured by the FDIC within applicable limits. The balance in the bank deposit accounts can be withdrawn on your order and the proceeds returned to your securities account or remitted to you as provided in your Account Agreement. For information on FDIC insurance and its limits, as well as other important disclosures about the Bank Sweep feature, please refer to the Cash Features Disclosure Statement available online or from a Schwab Representative.

**Cash:** Any free credit balance owed by us to you payable upon demand which, although accounted for on our books of record, is not segregated and may be used in the conduct of this firm's business.

**Dividend Reinvestment Customers:** Dividend reinvestment transactions were effected by Schwab acting as a principal for its own account, except for the reinvestment of Schwab dividends, for which an independent broker-dealer acted as the buying agent. The time of these transactions, the exchange upon which these transactions occurred and the name of the person from whom the security was purchased will be furnished upon written request.

**Interest:** For the Schwab One Interest feature and the Bank Sweep feature, interest is paid for a period that differs from the Statement Period. Balances include interest paid as indicated on your statement by Schwab or Charles Schwab Bank. These balances do not include interest that may have accrued during the Statement Period after interest is paid. The interest paid may include interest that accrued in the prior Statement Period.

For the Schwab One Interest feature, interest accrues daily from the second-to-last business day of the prior month and is posted on the second-to-last business day of the current month.

For the Bank Sweep feature, interest accrues daily from the 16th day of the prior month and is credited/posted on the first business day after the 15th of the current month.

If, on any given day, the interest that Schwab calculates for the Free Credit Balances in the Schwab One Interest feature in your brokerage account is less than \$.005, you will not accrue any interest on that day. For balances held at Charles Schwab Bank in the Bank Sweep feature, interest will accrue even if the amount is less than \$.005.

**Latest Price/Price (Investment Detail Section Only):** The most recent price evaluation available on the last business day of the statement period, normally the last trade price or bid. Unpriced securities denote that no market evaluation update is currently available. Price evaluations are obtained from outside parties. Schwab shall have no responsibility for the accuracy or timeliness of any such valuations. Pricing of assets not held at Schwab is for informational purposes only.

**Margin Account Customers:** This is a combined statement of your margin account and special memorandum account maintained for you under Section 220.5 of Regulation T issued by the Board of Governors of the Federal Reserve System. The permanent record of the separate account as required by Regulation T is available for your inspection.

**Non-Publicly Traded Securities:** All assets shown on this statement, other than certain direct investments which may be held by a third party, are held in your Account. Values of certain Non-Publicly Traded Securities may be furnished by a third party as provided in Schwab's Account Agreement.

Schwab shall have no responsibility for the accuracy or timeliness of such valuations. The Securities Investor Protection Corporation (SIPC) does not cover many limited partnership interests.

**Option Customers:** Be aware of the following: 1) Commissions and other charges related to the execution of option transactions have been included in confirmations of such transactions previously furnished to you and will be made available promptly upon request 2) You should advise us promptly of any material changes in your investment objectives or financial situation 3) Exercise assignment notices for option contracts are allocated among customer short positions pursuant to an automated procedure which randomly selects from among all customer short option positions those contracts which are subject to exercise, including positions established on the day of assignment.

**Schwab Sweep Money Funds:** Includes the primary money market funds into which Free Credit Balances may be automatically invested pursuant to your Account Agreement. Schwab or an affiliate acts and receives compensation as the Investment Advisor, Transfer Agent, Shareholder Service Agent and Distributor for the Schwab Sweep Money Funds. The amount of such compensation is disclosed in the prospectus. The yield information for Schwab Sweep Money Funds is the current 7-day yield as of the statement period. Yields vary. If, on any given day, the accrued daily dividend for your selected sweep money fund as calculated for your account is less than 1/2 of 1 cent (\$.005), your account will not earn a dividend for that day. In addition, if you do not accrue at least 1 daily dividend of \$.01 during a pay period, you will not receive a money market dividend for that period. Schwab and the Schwab Sweep Money Funds investment advisor may be voluntarily reducing a portion of a Schwab Sweep Money Fund's expenses. Without these reductions, yields would have been lower. The shares of the money market mutual fund can be liquidated on your order and the proceeds returned to your securities account or remitted to you as provided in your Account Agreement and the applicable prospectus.

**Securities Products and Services:** Securities products and services are offered by Charles Schwab & Co., Inc., Member SIPC. Securities products and services, including unswept intraday funds and net credit balances held in brokerage accounts are not guaranteed deposits or obligations of Charles Schwab Bank, and are subject to investment risk, are not FDIC insured, may lose value, and are not bank guaranteed. SIPC does not cover balances held at Charles Schwab Bank in the Bank Sweep feature.

**Short Positions:** Securities sold short will be identified through an "S" in Investment Detail. The market value of these securities will be expressed as a debit and be netted against any long positions in Total Account Value.

**IN CASE OF ERRORS OR DISCREPANCIES:** If you find an error or discrepancy relating to your brokerage activity (other than an electronic fund transfer) you must notify us promptly, but no later than 10 days after this statement is sent or made available to you. If this statement shows that we have mailed or delivered security certificate(s) that you have not received, notify Schwab immediately. You may call us at 800-435-4000. (Outside the U.S., call +1-415-667-8400.) Any oral communications should be re-confirmed in writing to further protect your rights, including rights under the Securities Investor Protection Act (SIPA). If you do not so notify us, you agree that the statement activity and Account balance are correct for all purposes with respect to those brokerage transactions.

**COMPLAINT CONTACT INFORMATION:** Complaints about Schwab statements, products or services may be directed to 1-800-435-4000. For clients residing outside of the U.S., call collect +1-415-667-8400. Please send any written complaints to the Client Advocacy Team, 211 Main St., San Francisco, CA 94105, USA.

**Address Changes:** It is your obligation to keep Schwab informed of any changes in your address, telephone number or other contact information. If you fail to notify Schwab of those changes, you may not receive important notifications about your Account, and trading or other restrictions might be placed on your Account. For assistance, you may contact Schwab at 1-800-435-4000. Clients residing outside of the U.S. may call Schwab collect at +1-415-667-8400.

**Additional Information:** A financial statement for your inspection is available at Schwab's offices or a copy will be mailed to you upon written request. Any third party trademarks appearing herein are the property of their respective owners.

(0814-3037)



Schwab One® Trust Account  
Account Number: [REDACTED]

Statement Period: January 5, 2017 to January 31, 2017  
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Transaction Detail (continued)

<i>Settle Trade</i>						
<i>Date</i>	<i>Date</i>	<i>Transaction</i>	<i>Description</i>	<i>Quantity</i>	<i>Price</i>	<i>Total</i>

Investments Activity (continued)

01/26	01/23	Sold	FLEETCOR TECHNOLOGIE: FLT	(54.0000)	149.4628	8,070.81
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Please see "Endnotes For Your Account" section for an explanation of the endnote codes and symbols on this statement.



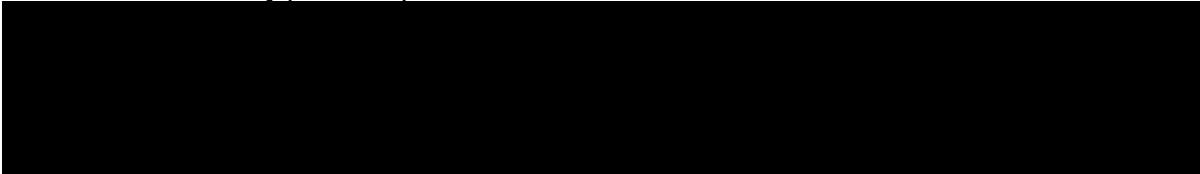
Schwab One® Trust Account  
Account Number: 5990-7316

Statement Period: January 5, 2017 to January 31, 2017  
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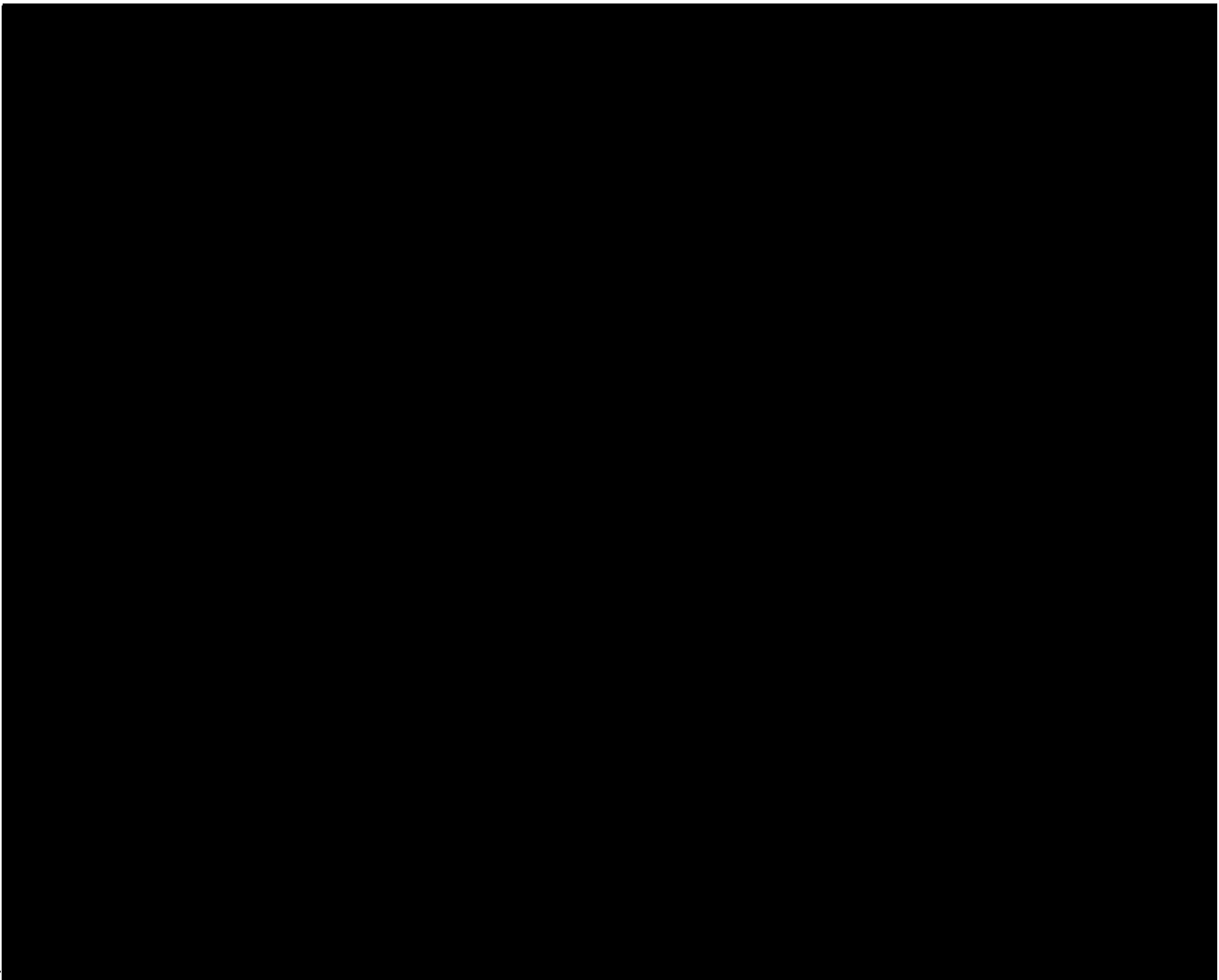
Transaction Detail (continued)

Settle Trade						
Date	Date	Transaction	Description	Quantity	Price	Total

Investments Activity (continued)



01/11	01/11	Account Transfer	FLEETCOR TECHNOLOGIE: FLT	54.0000	148.5000	
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Please see "Endnotes For Your Account" section for an explanation of the endnote codes and symbols on this statement.

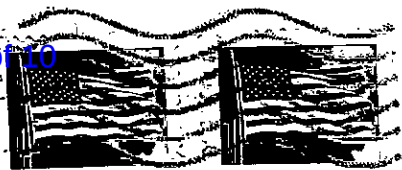
Nelson

[Redacted]

Costa Mesa, CA

[Redacted]

11 MAR 2020 PM 8 L

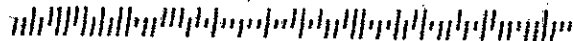


FOREVER / USA

FOREVER / USA

FleetCor Technologies, Inc.  
Securities Litigation  
Exclusion  
c/o Epig. P.O. Box 2312  
Portland, Oregon 97208-2312

97208-231212



# **Exhibit 4**

Request for Exclusion  
FleetCor Technologies, Inc.  
Securities Litigation EXCLUSIONS

% Epig  
P.O. Box 2312  
Portland, OR 97208-2312

I hereby request exclusion from the  
Class in "City of Sunrise" General  
Employees' Retirement Plan v. FleetCor  
Technologies, Inc., et al., Civil Action  
No. 1:17-cv-02207-LMM"

Susan Pugatchenko

[REDACTED]  
The Villages, FL [REDACTED]  
[REDACTED]

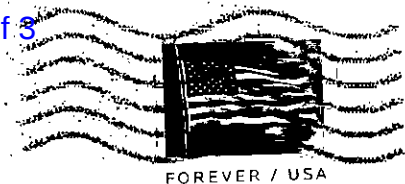
Susan Pugatchenko

Susan Pugatchenko

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The Villages, FL

DELIVERED FL 2020  
05 MAR 2020 PM 3:11



Fleet Car Technologies, Inc.  
Securities Litigation EXCLUSIONS  
c/o Epig  
P.O. Box 2312  
Portland, OR 97208-2312

97208-231212

