

SUPERIOR COURT OF THE STATE OF CALIFORNIA
COUNTY OF SAN FRANCISCO

**ERIC GRUBER, EVER GONZALES, and
JEREMY EARLS**

v.

YELP INC.

Case No. CGC-16-554784

NOTICE OF CLASS ACTION AND PROPOSED SETTLEMENT

TO: All individuals who, from October 12, 2015, to May 24, 2017 (the “Class Period”), while physically present in California and using a cellular device, received a call and participated in a telephone conversation with a sales representative of Yelp Inc. who one-way recorded the conversation without first informing the individual that the conversation was being recorded (“Class Members”).

IF YOU ARE A MEMBER OF THIS CLASS OF PERSONS, YOU SHOULD READ THIS NOTICE CAREFULLY.

A Settlement has been proposed in a class action lawsuit pending in San Francisco County Superior Court (“Court”) titled *Eric Gruber et al. v. Yelp Inc.*, Case No. CGC-16-554784 (the “Action”). If the Court gives final approval to the Settlement, Yelp Inc. (“Defendant” or “Yelp”) will fund the Settlement as set forth in this notice. Here is a summary of your rights and options; they are described in more detail later in this document. If you have any questions, please contact the Settlement Administrator at 1-888-505-5847. To obtain more information about the Settlement, including information about how to obtain a copy of the Settlement Agreement (which defines the capitalized terms that are not defined in this notice), see [Section 21](#) below.

Your estimated Settlement payment will be based on the number of calls you received on a cellular device from Yelp during the Class Period (“Cellular Calls”), as reflected in the Parties’ records.

SUMMARY OF YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT		
GET A PAYMENT	If you are a Class Member and you do nothing, you will automatically receive a payment if the Settlement is finally approved by the Court.	
SUBMIT A DISPUTE	If you believe that the number of Cellular Calls with which you have been credited is incorrect, you must submit a Dispute to the Settlement Administrator. Detailed instructions for this option are set forth in Section 10 below.	Deadline: March 28, 2024
EXCLUDE YOURSELF	If you wish to exclude yourself from the Settlement, you must submit to the Settlement Administrator a valid Request for Exclusion. If you exclude yourself from the Settlement, you will not receive any payment under the Settlement. Excluding yourself is the only option that allows you to bring or maintain your own claims or lawsuit against Yelp regarding the allegations in the Action. Detailed instructions for this option are set forth in Section 15 below.	Deadline: March 28, 2024
OBJECT	If you wish to object to the Settlement, you must file and serve an Objection or appear at the Final Approval Hearing. Objecting does not exclude you from the Settlement. Detailed instructions for this option are set forth in Section 16 below.	Deadline: March 28, 2024

APPEAR AT THE FINAL APPROVAL HEARING	<p>The Court will hold a Final Approval Hearing to consider the Settlement, the request for Attorneys' Fees and Expenses by counsel representing the Class in the Action, and the Named Plaintiffs' request for Service Award Payments for bringing the Action. You may, but are not required to, speak at the Final Approval Hearing about any Objection to the Settlement that you submitted. If you intend to speak at the Final Approval Hearing, we ask that you also provide to the Settlement Administrator a Notice of Intention to Appear indicating your intent to do so. Instructions for this option are set forth in <u>Section 18</u> below.</p>	Hearing Date: April 10, 2024
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The relief provided to Class Members will be provided only if the Court gives final approval to the Settlement and, if there are any appeals, after the appeals are resolved in favor of the Settlement. ***Please be patient.***

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BACKGROUND INFORMATION

1. Why did I get this notice?

You received this notice because a Settlement has been reached in this Action. According to the Parties' available records, you may be a member of the Class and, therefore, eligible for the relief detailed below.

This notice explains the nature of the Action, the general terms of the proposed Settlement, and your legal rights and obligations.

2. What is this lawsuit about?

The Named Plaintiffs allege that Yelp violated the California Invasion of Privacy Act by making one-sided recordings of its own employees (but not call recipients) during certain calls to individuals in California without notice to or consent from the call recipient.

Yelp denies each and every one of the allegations of unlawful conduct, any wrongdoing, and any liability whatsoever, and no court or other entity has made any judgment or other determination of any liability. Yelp further denies that any Class Member is entitled to any relief and, other than for Settlement purposes, that this Action is appropriate for certification as a class action.

The issuance of this notice is not an expression of the Court's opinion on the merits or the lack of merits of the Named Plaintiffs' claims in the Action.

To obtain more information about what has happened in the Action to date, please see [Section 21](#) below.

3. Why is this a class action?

In a class action lawsuit, one or more people called "plaintiffs" sue on behalf of other people who allegedly have similar claims. In this Action, Eric Gruber, Ever Gonzalez, and Jeremy Earls are the Named Plaintiffs. The company they sued (in this case, Yelp) is called the Defendant. One court will resolve the issues for all Class Members.

4. Why is there a Settlement?

The Named Plaintiffs have made claims against the Defendant. The Defendant denies that it has done anything wrong or illegal and admits no liability. **The Court has not decided that the Named Plaintiffs or the Defendant should win this Action. Instead, both sides agreed to a Settlement.** This way, both sides avoid the cost and uncertainty of a trial, and the Class Members will receive payment now rather than years from now, if at all.

5. How do I know if I am part of the Settlement?

The Court has decided that everyone who fits the following description is a Class Member for purposes of the proposed Settlement:

All individuals who, from October 12, 2015, to May 24, 2017, while physically present in California and using a cellular device, participated in an outbound telephone conversation with a sales representative of Yelp [i.e., received a call from Yelp and spoke to the representative] who one-way recorded the conversation without first informing the individual that the conversation was being recorded.

6. I'm still not sure if I am included.

If you are still not sure whether you are included, you can write to or call the Settlement Administrator for free help. The mailing address of the Settlement Administrator is P.O. Box 6425, Portland, OR 97228-6425. The email address is info@YelpCallSettlement.com. The phone number is 1-888-505-5847.

THE PROPOSED SETTLEMENT

7. What relief does the Settlement provide to the Class Members?

The Defendant has agreed to fund a Settlement of \$15,000,000. The Settlement amount will be used to pay the claims of Settlement Class Members, the cost of providing notice to the Class and administering the Settlement (\$600,000), any awards of the Court for attorneys' fees (an estimated \$5,000,000) and costs (\$350,000) to the Named Plaintiff's counsel, and any Service Award Payments the Court awards to the Named Plaintiffs (\$75,000, collectively).

Your estimated Settlement payment will be based on the number of Cellular Calls you received from Yelp during the Class Period as reflected in the Parties' records. Individual Settlement payments will be calculated and apportioned as follows:

(a) The "Net Settlement Fund" shall be calculated by subtracting, from the total of \$15,000,000, the payments to Class Counsel, the Named Plaintiffs, and the Settlement Administrator, and any payments the Court may order to be made from the Settlement amount.

(b) Settlement payments to Class Members will come out of the Net Settlement Fund. Each Class Member shall receive a minimum payment of \$5 from the Net Settlement Fund. Then, the amount that remains shall be divided among Class Members on a pro rata formula proportional to the number of calls that the Class Member received on his/her/their cell phone during the Class Period that were the subject of one-sided recording. (For example, if there were 100 calls received by all Class Members during the Class Period and Class Member #1 received 1 call during the Class Period, he/she/they would receive approximately 1/100 (one hundredth) of the remaining Net Settlement Fund plus a payment of \$5.

PAYMENT TO THE CLASS

8. How can I get a payment?

If you wish to remain a Settlement Class Member and obtain any share of the Settlement that you may be entitled to receive, you do not have to do anything. You will automatically receive a Settlement payment in the mail by check or by electronic distribution if the Court approves the proposed Settlement. You are not required to go to court or pay anything to the lawyers in this case. The Settlement payment you will receive will be a full and final settlement of your Released Claims described below.

9. When will I get a payment?

As described in Sections 18 and 19, the Court will hold a hearing on **April 10, 2024**, to decide whether to approve the Settlement. If the Court approves the Settlement, there may be appeals. It is always uncertain whether these appeals can be resolved, and resolving them can take time—perhaps more than a year. *Please be patient.*

10. What if I disagree with the Settlement Administrator's calculation regarding my estimated Settlement payment?

If you believe that the number of Cellular Calls with which you have been credited is incorrect, you may provide evidence to the Settlement Administrator by **March 28, 2024**, that such information is inaccurate. For a written Dispute to be valid, it must (a) state the case name and number (*Eric Gruber et al. v. Yelp Inc.*, Case No. CGC-16-554784); (b) set forth the Class Member's name, address, telephone number, and last four digits of his/her/their Social Security number; (c) be signed by the Class Member; (d) include any documentary evidence showing that the number of one-way recorded phone calls attributed to him/her/them is inaccurate; (e) be submitted to the Settlement Administrator at P.O. Box 6425, Portland, OR 97228-6425; and (f) be submitted with proof of the submission date (such as a U.S. Postal Service postmark or another delivery service date stamp) on or before **March 28, 2024**. The Settlement Administrator will evaluate any evidence you submit and will make the final decision as to the merits of the Dispute.

THE LAWYERS IN THIS CASE AND THE NAMED PLAINTIFFS

11. Do I have a lawyer in this case?

The Named Plaintiffs and other Class Members are represented by Da Vega Fisher Mechtenberg LLP, Jaurigue Law Group, and KP Law. You will not be separately charged for these lawyers. If you have a question about the case, you may contact Class Counsel by writing to them at Da Vega Fisher Mechtenberg LLP, 232 E. Anapamu St., Santa Barbara, CA 93101, emailing them at mfisher@mdmflaw.com or mdavega@mdmflaw.com, or calling them at 1-408-758-8974. If you want to be represented by your own lawyer, you may hire one at your own expense.

12. How will the lawyers be paid?

Class Counsel may receive attorneys' fees up to \$5,000,000 and expenses of up to \$350,000 for their services in litigating the Action, subject to approval by the Court. You will not be required to pay any attorneys' fees or expenses yourself.

13. Will the Named Plaintiffs receive any compensation for their efforts in bringing this Action?

The Named Plaintiffs will request Service Award Payments of up to \$45,000, collectively, for their services as class representatives and their efforts in bringing the Action. The Court will make the final decision as to the amount to be paid to each of the Named Plaintiffs.

RELEASE OF ALL CLAIMS

14. What will I give up if I do not exclude myself from the Settlement?

If the Court approves the proposed Settlement, unless you exclude yourself from the Settlement, you will be releasing your claims against the Defendant. This generally means that you will not be able to file a lawsuit, continue prosecuting a lawsuit, or be part of any other lawsuit against the Defendant regarding the allegations in the Action. The Settlement Agreement, which is available by contacting the Settlement Administrator as described in [Section 21](#) below, contains the full terms of the release.

HOW TO EXCLUDE YOURSELF FROM THE SETTLEMENT

15. How do I exclude myself from the Settlement?

You may exclude yourself from the Class and the Settlement. If you want to be excluded, you must send a letter or postcard (also known as a "Request for Exclusion") via U.S. Mail or other delivery service that states (a) the case name and number (*Eric Gruber et al. v. Yelp Inc.*, Case No. CGC-16-554784); (b) your full name, address, and telephone number and the last four digits of your Social Security number; and (c) a statement that you do not wish to participate in the Settlement and confirming you are aware that, by opting out, you will forgo any opportunity to receive money from the Settlement. You must sign and date the letter or postcard for it to be valid. The letter or postcard must be sent (i.e., postmarked or delivery date stamped) by no later than **March 28, 2024**, and sent to the Settlement Administrator at P.O. Box 6425, Portland, OR 97228-6425. A copy of the exclusion form is available at YelpCallSettlement.com. You may also submit a Request for Exclusion electronically at YelpCallSettlement.com no later than **March 28, 2024**.

If you timely request exclusion from the Class, you will be excluded from the Class, you will not be bound by the judgment entered in the Action; you will not be precluded from prosecuting any timely, individual claim against the Defendant based on the conduct complained of in the Action; and you will not receive an individual Settlement payment.

HOW TO OBJECT TO THE SETTLEMENT

16. How do I tell the Court if I do not like the Settlement?

At the date and location stated in Section 19 below, the Court will hold a Final Approval Hearing to determine whether the Settlement is fair, reasonable, and adequate, and to consider Class Counsel's request for an award of Attorneys' Fees and Expenses, and Service Award Payments to the Named Plaintiffs.

If you wish to object to the fairness, reasonableness, or adequacy of the Settlement Agreement or the proposed Settlement, you must file and serve a written Objection or appear at the Final Approval Hearing.

To be valid, any written Objection must (a) state the name and case number (*Eric Gruber et al. v. Yelp Inc.*, Case No. CGC-16-554784); (b) state your full name, mailing address, telephone number, and last four digits of your Social Security number; (c) state your objection to the Settlement and the legal and/or factual arguments supporting the objection; and (d) be submitted to the Settlement Administrator via U.S. Mail or other delivery service with proof of submission date (such as a U.S. Postal Service postmark or other delivery service date stamp) no later than **March 28, 2024**. You must sign and date the Objection for it to be valid. You may, but need not, submit your Objection through counsel of your choice. If you make your Objection through counsel, you will be responsible for your attorney's fees and costs. **If you wish to appear at the Final Approval Hearing** to object to the Settlement, either in person or through personal counsel hired at your expense, we ask that you include in your Objection the phrase "Notice of Intention to Appear at Final Approval Hearing" or that you otherwise provide to the Settlement Administrator a Notice of Intention to Appear indicating your intent to appear at the Final Approval Hearing. Doing so, however, does not obligate you to appear, nor are you required to provide such notice to appear.

IF YOU DO NOT TIMELY MAKE YOUR OBJECTION, YOU WILL BE DEEMED TO HAVE WAIVED ALL OBJECTIONS.

17. What is the difference between excluding myself and objecting to the Settlement?

Objecting is telling the Court that you don't like something about the Settlement. You can object only if you stay in the Settlement Class. Excluding yourself is telling the Court that you don't want to be part of the Settlement Class. If you exclude yourself, you have no basis to object because the Settlement no longer affects you.

FINAL APPROVAL HEARING

18. What is the Final Approval Hearing?

The Court has preliminarily approved the Settlement, meaning only that it concluded that there is sufficient evidence to suggest that the Settlement Agreement falls within the range of possible approval as fair, reasonable, and adequate, and that the final determination of these issues will be made at the Final Approval Hearing. The purpose of the Final Approval Hearing will be for the Court to determine whether the Settlement should be approved as fair, reasonable, adequate, and is in the best interests of the Settlement Class; to consider the award of Attorneys' Fees and Expenses to Class Counsel; and to consider the request for Service Award Payments to the Named Plaintiffs.

19. When and where will the Final Approval Hearing be held?

On **April 10, 2024**, a hearing will be held on the fairness of the proposed Settlement. At the hearing, the Court will be available to hear any Objections and arguments concerning the proposed Settlement's fairness. The hearing will take place in Department 613 of the California Superior Court for the County of San Francisco, 400 McAllister St., San Francisco, CA 94102. The hearing may be postponed to a different date, time, or location without notice.

20. May I speak at the hearing?

At the hearing, the Court will be available to hear any Objections and arguments concerning the fairness of the Settlement. You may attend, but you do not have to attend.

ADDITIONAL INFORMATION

21. How can I get more information?

To obtain copies of the Settlement Agreement, the Court's Preliminary Approval order, and the operative complaint filed in the Action, please contact Class Counsel by writing to them at Da Vega Fisher Mechtenberg LLP, 232 E. Anapamu St., Santa Barbara, CA 93101, emailing them at mfisher@mdmflaw.com or mdavega@mdmflaw.com, or calling them at 1-408-758-8974. Selected documents are also available online at YelpCallSettlement.com.

This description of this Action is general and does not cover all of the issues and proceedings that have occurred. To see the complete file, you may visit the Clerk's office at 400 McAllister St., Room 103, San Francisco, CA 94102, to obtain the file for inspection and copying at your own expense. Most documents are also available online at <https://sf.courts.ca.gov>.

22. What if my address or other information has changed?

It is your responsibility to inform the Settlement Administrator of your updated information. You may make corrections to your address by contacting the Settlement Administrator at *Gruber v. Yelp Inc.*, P.O. Box 6425, Portland, OR 97228-6425, or info@YelpCallSettlement.com.

PLEASE DO NOT ADDRESS ANY QUESTIONS ABOUT THE SETTLEMENT OR THE LITIGATION TO THE CLERK OF THE COURT OR THE JUDGE.