

IN THE SUPERIOR COURT OF FULTON COUNTY
STATE OF GEORGIA

LARRIE GRANT PLYMEL,
et al.,

Plaintiffs,

v.

TEACHERS RETIREMENT
SYSTEM OF GEORGIA, *et al.*,

Defendants.

CIVIL ACTION
FILE NO. 2004-CV-84312

CLASS ACTION

NOTICE OF HEARING IN CLASS ACTION ON MAY 18, 2009
AND OF OBJECTIONS DUE ON MAY 14, 2009

A court authorized this notice. This is not a solicitation from a lawyer.

This notice relates to a class action in which retired members of the Teachers Retirement System of Georgia (TRS) who selected an option plan retirement seek to recover for miscalculation of their benefits. The class includes retirees who retired on or after August 1, 1983 but before February 1, 2003; persons named to receive benefits after those retirees' deaths if such persons survived the retirees who named them and in fact received benefits; beneficiaries of TRS members who died in service before retiring; and the estates of these persons. The Superior Court has previously ordered that notice be provided to class members about the case. You may already have received that notice, but if you have not or if you need an additional copy, you may obtain one by going to the website, www.trssuit.com, or by calling 1-888-420-1664. You should review that notice for additional background and information.

Two of the questions to be resolved in this class action are (1) the correct statute of limitations to be applied to the claims of class members; and (2) the time at which the statute of limitations begins to run on the claims of class members. Statutes of limitations are provisions that cut off or preclude a claim that arose at a time that, under the law, is considered to have been too long ago to be the subject of a lawsuit.

In this case, a number of class members have already received adjustments to their benefits because their claims fall within the period of a six-year statute of limitations that TRS does not contest. Resolution of the case for a number of other class members has been delayed pending the results of an appeal on the questions of (1) whether a longer twenty-year statute of limitations should be applied to the claims of the remaining class members; and (2) when the statute of limitations begins to run.

The Court of Appeals of Georgia has reached a decision that will provide for payments to class members for amounts that they should have been paid in the six years before the case was filed and amounts that they should have been paid in the years since the case was filed. In addition, the future benefits of all living class members would be eligible to be adjusted. The decision would also, however, cut off or limit the claims of some class members. The Court of Appeals also ruled on the rate of interest to be paid by TRS and on attorneys' fees to be paid from funds recovered for the Class.

The parties propose to resolve this matter by leaving the Court of Appeals' decision in place rather than by pursuing a further appeal to the Supreme Court of Georgia. This proposal is before the Superior Court for consideration and is the reason for this notice.

If you have already received an adjustment to your benefits because of this class action, the proposed agreement will not result in any reduction of the benefits that you have already received or are currently receiving. However, the agreement may result in your receiving an *additional* payment for added interest on underpaid back benefits that you have already received. Otherwise, the proposed agreement does not pertain to you.

If you are a class member and have not already received an adjustment to your benefits because of this class action, you should read the following carefully as the question before the Superior Court could affect whether you will be eligible for an adjustment to your benefits and, if so, the amount of any adjustment that may be available to you.

The Court of Appeals' Decision on the Statute of Limitations. The Court of Appeals ruled on February 19, 2009 that class members' claims are subject to a six-year statute of limitations. The Court of Appeals also ruled that the statute of limitations begins to run (or operates) such that, even if class members first began to receive benefits more than six years before the case was filed, they can recover amounts that they should have been paid beginning six years before the case was filed and coming forward to the present time. They can also recover an upward adjustment of their future benefits. Under the Court of Appeals' ruling, class members will not recover any amounts relating to benefits paid more than six years before the case was filed.

On March 23, 2009, the Court of Appeals denied the parties' requests that it should reconsider its rulings on the statute of limitations. You can review a copy of the Court of Appeals' opinion at the website at www.trssuit.com.

This case was filed on April 4, 2004 so that the date of April 4, 1998 begins the time for which recoveries are permitted under the Court of Appeals' decision. Under the Court of Appeals' ruling, class members who retired before April 4, 1998, as well as beneficiaries who first received benefits before April 4, 1998, should be able to seek some amount of increased back benefits but only for the period since April 4, 1998, as well as an adjustment of their future benefits. No estate of any TRS retiree or beneficiary who received benefits before April 4, 1998 and who also died before April 4, 1998 will receive any recovery under the Court of Appeals' ruling.

The following examples illustrate how the decision would be applied. They don't address all possible circumstances and are provided to assist with consideration of the impact of the decision on class members' individual circumstances:

Example 1. If a TRS retiree retired on January 1, 1995, and is still living, TRS would be responsible for underpayments accruing to this retiree, with interest, from April 4, 1998 through the date of TRS' payment. In addition, TRS would be responsible for future monthly increases to the retiree.

Example 2. If a TRS retiree retired on January 1, 1995 and died on January 1, 2000 but his or her beneficiary is alive and receiving monthly payments, TRS would be responsible to the estate of the deceased TRS retiree for underpaid back benefits from April 4, 1998 through January 1, 2000, and TRS would be responsible to the retiree's beneficiary for underpaid back benefits accruing from January 1, 2000 until the time of payment. In addition, TRS would be responsible for future monthly increases to the retiree's beneficiary.

Example 3. If a TRS member died in service in 1995 before retiring and the member's death-in-service beneficiary is still in life, TRS would be responsible to the beneficiary for all underpaid back payments accruing from April 4, 1998 through the time of payment, and TRS would also be responsible for future increases to the beneficiary.

Example 4. If the TRS retiree retired on January 1, 1990 and died on February 1, 1995, and the retiree's sole beneficiary died on January 1, 1998, no payments would be owed to the estate of either the retiree or the beneficiary.

Example 5. If a TRS member retired on or after May 1, 1998, TRS would be responsible for all underpaid back benefits, and TRS would also be responsible for future increases to the retiree, if the retiree is still living.

The Proposed Agreement. Both sides in the case could pursue a request that the Georgia Supreme Court accept a further appeal, and the Supreme Court would decide whether to accept the appeal or not. For example, the Plaintiffs could ask the Supreme Court to consider whether the twenty-year statute of limitations should be applied instead of the six-year statute of limitation. The Defendants could ask the Supreme Court to consider whether the Court of Appeals' ruling on when the statute of limitations begins to run is correct. If the Supreme Court were to consider either or both of these questions, its rulings could substantially alter the outcome for a number of class members.

The Defendants are willing **not** to pursue a further appeal if the Plaintiffs will also **not** pursue a further appeal. Class Counsel, on examining whether or not to pursue a further appeal, have recognized that some class members could benefit from an appeal if the Supreme Court were to rule that a twenty-year statute of limitations applies. However, a number of class members could lose the recovery that results from applying the Court of Appeals rulings if the Supreme Court were to apply a six-year statute of limitations but were to disagree with the Court of Appeals on the time at which the statute begins to run. In light of differing potential impacts of the appeal on class members, the uncertainty and inability to predict the outcome of a further appeal, and the risk that substantial benefits presently granted to class members under current rulings could be lost, Class Counsel have asked the Superior Court, in the exercise of its authority to supervise the handling of a class action, to consider whether or not this action may be resolved by Plaintiffs making an agreement with the Defendants whereby any further appeal will be dismissed or withdrawn and the matter will be permitted to become final on the terms and conditions provided in the opinion of the Court of Appeals. Class Counsel have recommended that the Superior Court approve an agreement on these terms. If the Superior Court approves such an agreement and that approval becomes final, then no party to the case will pursue an appeal from the Court of Appeals' decision.

Both the Plaintiffs and the Defendants have filed requests that ask the Supreme Court to consider taking a further appeal. These requests have been filed so that the time to do so will not expire while the Superior Court is considering the proposed agreement. If the proposed agreement is approved and that approval becomes final, the Plaintiffs and the Defendants will seek to withdraw or dismiss their requests.

The Superior Court has preliminarily approved the proposed agreement and has directed that class members be given this notice and an opportunity to be heard on the question of whether to finally approve the agreement. You can review and obtain a copy of the Superior Court's Order at the website at www.trssuit.com. By following the procedures described below, class members can file objections to the proposed agreement, and they may also appear at the hearing the Superior Court has set at 10:00 a.m. on May 18, 2009, in Courtroom 9J of the Superior Court, 136 Pryor Street, Atlanta, Georgia 30303. Further requirements for attorneys are contained in the Superior Court's Order. If you don't object and the Superior Court finally approves the agreement, you will be bound by its decision.

If class members wish to file objections or appear, they should file with the Clerk of Court and deliver to Class Counsel and Defendants' Counsel, at the addresses provided below, a written objection which references the name and case number that appears at the beginning of this Notice and that also contains a statement of each objection being made and a statement of whether you intend to appear at the hearing. Class members may object or appear either on their own or through an attorney hired at their individual expense. **The objection should be filed with the Clerk by 5:00 p.m. on May 14, 2009 and delivered to Class Counsel and Defendants' Counsel at the same time. Further requirements for attorneys are contained in the Superior Court's Order.** The addresses to use are as follows:

Court	Class Counsel	Defense Counsel
Clerk of Court Superior Court of Fulton County Attention: Keith Dennard 136 Pryor Street SW Atlanta, GA 30303	David A. Forehand, Jr., Esq. Gregory & Forehand 602 East 16th Avenue Suite D Cordele, GA 31015 Richard H. Sinkfield, Esq. Rogers & Hardin LLP 2700 International Tower 229 Peachtree St., NE Atlanta, GA 30303	Annette M. Cowart, Esq. Senior Assistant Attorney General Christopher A. McGraw, Esq. Assistant Attorney General Office of the Attorney General 40 Capital Square, S.W. Atlanta, GA 30334