

Exhibit B

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

MOLLY CRANE, Individually and on
Behalf of All Other Persons Similarly
Situated,

Plaintiff,

v.

SEXY HAIR CONCEPTS, LLC, and ULTA
SALON COSMETICS & FRAGRANCE,
INC.,

Defendants.

Case 1:17-cv-10300

DECLARATION OF CARLA PEAK

I, Carla Peak, declare as follows:

1. I have personal knowledge of the matters set forth herein, and I believe them to be true and correct.

INTRODUCTION

2. I am the Vice President of Legal Notification Services at KCC, LLC (“KCC”). KCC is a leading class action administration firm that provides comprehensive class action services, including legal notification, email and postal mailing, campaign implementation, website design, call center support, class member data management, claims processing, check and voucher disbursements, tax reporting, settlement fund escrow and reporting, and other related services critical to the effective administration of class action settlements.

3. With more than thirty years of industry experience, KCC has developed efficient, secure and cost-effective methods to properly handle the voluminous data and mailings associated with the noticing, claims processing and disbursement requirements of these matters to ensure the orderly and fair treatment of class members and all parties in interest. Since 1984,

KCC has been retained to administer more than 6,000 class actions and distributed settlement payments totaling well over \$20 billion in assets.

4. KCC has administered class action administrations for such defendants as HP-Compaq, LensCrafters, United Parcel Service, Ford, Mitsubishi, Nissan, Whirlpool, ATI Video Cards, and Twentieth Century Fox. Further, KCC has been retained as the administrator in a variety of consumer product matters. Some consumer case examples which KCC has been involved with include: *Morales v. Conopco Inc. d/b/a Unilever*, No. 2:13-cv-02213 (E.D. Cal.); *In Re: Rust-Oleum Restore Marketing, Sales Practices and Products Liability Litigation*, No. 1:15-cv-01364 (N.D. Ill.); *In re Toyota Motor Corp. Unintended Acceleration Marketing, Sales Practices, and Products Liability Litigation*, No. 8:10-ml-02151 (C.D. Cal.); *In re Sears, Roebuck and Co. Front-Loading Washer Products Liability Litigation*, No. 1:06-cv-07023 (N.D. Ill.); *Edwards v. National Milk Producers Federation*, No. 11-cv-04766 (N.D. Cal.); *Lerma v. Schiff Nutrition International, Inc.*, No. 1:13-CV-07747 (N.D. Ill.); *Cobb v. BSH Home Appliances Corp.*, No. 8:10-CV-00711 (C.D. Cal.); *Roberts v. Electrolux Home Products, Inc.*, No. 8:12-CV-01644 (C.D. Cal.); *Cappalli v. BJ's Wholesale Club, Inc.*, No. 1:10-CV-00407 (D. R.I.); *Stroud v. eMachines, Inc.*, No. CJ-2003-968 L (D. Ct. Cleveland Cnty, Okla.); and *Shames v. The Hertz Corporation*, No. 07cv2174-MMA (S.D. Cal.).

5. The proposed notice program (“Notice Plan”) relies upon individual notice and a consumer media campaign to reach the Class.

CLASS TARGET

6. The Class is defined as all purchasers of any of the Subject Products during the period between November 19, 2002 through the Effective Date, excluding any purchases made for purposes of resale. Excluded from the Class are (i) those Class Members who have

previously resolved their claims through return of product, settlement, or final judgment, (ii) all persons who are officers or directors of Defendant, and (iii) Judges of the Court.

7. Subject Products are any of Sexy Hair Concepts (“SHC”) products labeled as sulfate free or salt free, including the SHC products listed in Exhibit 1 to the Settlement Agreement and Release.

8. GfK Mediamark Research & Intelligence, LLC (MRI)¹ does not measure Sexy Hair brand products specifically; therefore, data was studied among hair care brands whose products have price points comparable to Sexy Hair hair-care products. MRI data was studied among a target of adults who use shampoo² or hair conditioner at home³ (“likely Class Members”).

9. Knowing the characteristics, demographics, interests, and media habits of a target group aids in the media planning and selection process. Demographic highlights of likely Class Members includes: 97.1% speak English most often; 89.8% have graduated from high school

¹ MRI is nationally accredited research firm that provides consumer demographics, product and brand usage, and audience/exposure in all forms of advertising media. Established in 1979, MRI measures the usage of nearly 6,000 product and service brands across 550 categories, along with the readership of hundreds of magazines and newspapers, internet usage, television viewership, national and local radio listening, yellow page usage, and out-of-home exposure. Based on a yearly face-to-face interview of 26,000 consumers in their homes, MRI’s Survey of the American Consumer™ is the primary source of audience data for the U.S. consumer magazine industry and the most comprehensive and reliable source of multi-media audience data available.

² The following shampoo brands were selected as a proxy to Sexy Hair shampoo: Aveda, Aveeno, Bed Head, Bumble and Bumble, GÜD, John Frieda Brilliant Brunette, John Frieda Frizz Ease, John Frieda Sheer Blonde, L’Oréal, Matrix, Neutrogena, Neutrogena T/Gel, Nexxus, OGX, Paul Mitchell, Redken, and Vidal Sassoon. MRI also measures the following shampoo brands, which were omitted from our selected target audience: Alberto VO5, Aussie, Avon, Axe, Baby Magic Shampoo, Bath & Body Works Shampoo, Clear Scalp & Hair, Dark & Lovely, Denorex, Dove, Finesse, Garnier Fructis, Head & Shoulders, Herbal Essences, Infusium 23, Johnson’s Baby Shampoo, Mane ‘n Tail, Motions, Pantene Pro-V, Pert Plus, Pert Plus Anti-Dandruff, Prell, Selsun Blue, Suave, Suave Men, TRESemmé, White Rain, and Other.

³ The following hair conditioner brands were selected as a proxy to Sexy Hair conditioner: Aveda, Aveeno, Bed Head, Biolage by Matrix, Bumble and Bumble, John Frieda Brilliant Brunette, John Frieda Frizz Ease, John Frieda Sheer Blonde, L’Oréal, Matrix, Neutrogena Conditioner, Nexxus, OGX, Paul Mitchell, Redken, and Vidal Sassoon Pro Series. MRI also measures the following hair conditioner brands, which were omitted from our selected target audience: Alberto VO5, Aussie, Avon, Clear Scalp & Hair, Dark & Lovely, Dove, Finesse, Garnier Fructis, Herbal Essences, Infusium 23, Motions, Pantene Pro-V, Suave, TRESemmé, Ultra Sheen, White Rain Conditioner, and Other.

and 64.2% have attended college; 89.4% live in a Metropolitan CBSA;⁴ 83.3% have a household income of \$30,000 or more, 75.9% have a household income of \$40,000 or more, and 68.7% have a household income of \$50,000 or more; 82.7% are 18-64 years of age and 69.5% are 25-64 years of age; 77.5% are white; 76.7% live in County Size A or B;⁵ and 69.8% are women.

10. On average, likely Class Members:⁶ are 46 years of age; have a household income of \$91,952; and own a home valued at \$301,200.

11. Compared to the general adult population, likely Class Members are: 43.9% more likely to be working women; 34.9% more likely to be women; 26.4% more likely to have a household income of \$150,000 or more, 18.8% more likely to have a household income between \$100,000-\$149,999, and 14.2% more likely to have a household income of \$60,000 or more; 16.7% more likely to have graduated from college; 12.1% more likely to live in County Size A;

⁴ Core Based Statistical Areas (CBSAs) consist of the county or counties or equivalent entities associated with at least one core (urbanized area or urban cluster) of at least 10,000 population, plus adjacent counties having a high degree of social and economic integration with the core as measured through commuting ties with the counties associated with the core. The general concept of a CBSA is that of a core area containing a substantial population nucleus, together with adjacent communities having a high degree of economic and social integration with that core. CBSAs are defined by the U.S. Office of Management and Budget to provide a nationally consistent set of geographic entities for the United States and Puerto Rico for use in tabulating and presenting statistical data. Metropolitan Statistical Areas are CBSAs associated with at least one urbanized area that has a population of at least 50,000. The metropolitan statistical area comprises the central county or counties or equivalent entities containing the core, plus adjacent outlying counties having a high degree of social and economic integration with the central county or counties as measured through commuting. Micropolitan Statistical Areas are CBSAs associated with at least one urban cluster that has a population of at least 10,000 but less than 50,000. The micropolitan statistical area comprises the central county or counties or equivalent entities containing the core, plus adjacent outlying counties having a high degree of social and economic integration with the central county or counties as measured through commuting.

⁵ Nielsen County Size classifications are based on Census household counts and metropolitan proximity. There are four county size classes, "A," "B," "C," and "D." "A" counties are highly urbanized areas and belong to the 21 largest Metropolitan Statistical Areas. The combined counties contain 40% of United States households. "B" counties are counties not defined as A counties that have more than 85,000 households. The combined counties contain 30% of United States households. "C" counties are counties not defined as A or B counties that have more than 20,000 households or are in Consolidated Metropolitan Areas or Metropolitan Statistical Areas with more than 20,000 households. The combined counties contain 15% of United States households. "D" counties are all counties not classified as A, B, or C counties. They are considered very rural. The combined counties contain 15% of United States households.

⁶ The average age for U.S. adults is 47, the average household income is \$78,940, and the average home value is \$259,873.

and 6.4% more likely to be 18-24 years of age, 2.8% more likely to be 18-34 years of age, and 2.1% more likely to be 35-44 years of age.

12. Among likely Class Members, 63.0% are considered to be moderate to heavy consumers of internet media. Internet usage of likely Class Members includes: 91.1% have access to the internet at home using a computer; 88.7% have looked at or used the internet in the last 30 days; 83.0% have used Google.com in the last 30 days; 78.5% have used their cellphone or smartphone to look at or use the internet in the last 30 days; and 67.4% have visited Facebook in the last 30 days.

NOTICE PLAN ELEMENTS

13. Defendant will provide KCC with the names of any Class Members that can be identified through Defendant and/or the currently available and agreed upon retailer records, as having purchased a Subject Product during the Class Period, any available physical mailing addresses and/or email address for such Class Members, and data identifying the number of Subject Products each such Class Member purchased during the Class Period that have not been returned. This data shall include (i) data on approximately 950,000 Class Members identified through the agreed upon retailer records, including approximately 900,000 Class Members for whom an email address will be provided and approximately 950,000 Class Members for whom a physical mail address will be provided.

14. KCC will cause an Email Notice containing a summary of the settlement in the body of the email, as well as a link to the case website to be sent to all available email addresses.

15. In addition, a Postcard Notice will be mailed to any Class Member for whom only a postal address is known.

16. Prior to mailing, the names and addresses will be checked against the United States Postal Service (USPS) National Change of Address (NCOA)⁷ database, certified via the Coding Accuracy Support System (CASS),⁸ and verified through Delivery Point Validation (DPV).⁹

17. Notices returned as undeliverable will be re-mailed to any address available through postal service information. For example, to the address provided by the USPS on returned pieces for which the automatic forwarding order has expired, but is still within the period that the USPS returns the piece with the new address indicated.¹⁰

18. KCC will implement a paid nationwide online advertising campaign consisting of internet banners on the Google Display Network, as well as on the social media site Facebook. Approximately 141 million internet impressions will be generated. The internet impressions will be targeted to likely Class Members and will be delivered on both desktop and mobile devices, including tablets and smartphones. The online ads will include an embedded link to the case website. Conversion tracking will be used to monitor and track online behavior, and, may also be used to retarget likely Class Members who file a claim or stop midway through the process.

19. Google Display Network is a vast ad network that reaches over 90% of Internet users and harnesses the power of advertising opportunities to over two million websites, including some of the most-visited websites and most recognizable properties on the entire

⁷ The NCOA database contains records of all permanent change of address submissions received by the USPS for the last four years. The USPS makes this data available to mailing firms and lists submitted to it are automatically updated with any reported move based on a comparison with the person's name and last known address.

⁸ Coding Accurate Support System is a certification system used by the USPS to ensure the quality of ZIP+4 coding systems.

⁹ Records that are ZIP+4 coded are then sent through Delivery Point Validation to verify the address and identify Commercial Mail Receiving Agencies. DPV verifies the accuracy of addresses and reports exactly what is wrong with incorrect addresses.

¹⁰ A Postcard Notice will not be sent to any Class Member whose last known street address, as updated through the National Change of Address registry, is determined to be undeliverable pursuant to one of the following mailing codes: F (foreign move, no new address available), G (postal box closed, no new address available), or K (move, left no forwarding address).

internet. Facebook is the largest social media platform in terms of both audience size and engagement, with the capability of reaching millions of users daily.

20. The digital media campaign will be routinely monitored by KCC's digital specialists to analyze key campaign performance indicators (KPIs), such as click-through rates (CTRs) and costs per action (CPAs). This knowledge will be leveraged to allocate placements to sites that have demonstrated successful KPIs throughout the duration of the campaign.

21. KCC will also utilize a digital media strategy known as "social media listening," a process of monitoring blogs, news sites, micro-blogs such as Twitter, social networking sites, video/photo sharing websites, forums, message boards, and other user-generated content to determine the volume and sentiment of online conversation about the settlement. If someone posts an inquiry or comment online, KCC will respond using an approved script or escalate the issue to counsel as needed.

22. KCC will create and maintain an informational case website that will allow Class Members to obtain additional information and documents about the litigation, as well as file a claim online.

23. The website address will be accessible through a hyperlink embedded in the Email Notices and online notices.

24. The proposed Notice Plan is expected to reach approximately 70% of likely Class Members via the notification methods described above.

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

Executed this 18 day of October, 2018.

A handwritten signature in black ink that reads "Carla Peak". The signature is written in a cursive style with a large, sweeping initial "C".

Carla Peak