

Exhibit 16

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

ARKANSAS TEACHER RETIREMENT SYSTEM,
on behalf of itself and all others similarly situated,

)
)

No. 11-cv-10230 MLW

Plaintiffs,

)
)

v.

)
)

STATE STREET BANK AND TRUST COMPANY,

)
)

Defendant.

)
)

ARNOLD HENRIQUEZ, MICHAEL T. COHN,
WILLIAM R. TAYLOR, RICHARD A. SUTHERLAND,
and those similarly situated,

)
)
)

No. 11-cv-12049 MLW

Plaintiffs,

)
)

v.

)
)

STATE STREET BANK AND TRUST COMPANY,
STATE STREET GLOBAL MARKETS, LLC and
DOES 1-20,

)
)
)
)

Defendants.

)
)

THE ANDOVER COMPANIES EMPLOYEE SAVINGS
AND PROFIT SHARING PLAN, on behalf of itself, and
JAMES PEHOUSHEK-STANGELAND, and all others
similarly situated,

)
)
)
)

No. 12-cv-11698 MLW

Plaintiffs,

)
)

v.

)
)

STATE STREET BANK AND TRUST COMPANY,

)
)

Defendant.

)
)

**DECLARATION OF GARRETT J. BRADLEY, ESQ. ON BEHALF OF
THORNTON LAW FIRM, LLP IN SUPPORT OF LEAD COUNSEL’S MOTION FOR
AN AWARD OF ATTORNEYS’ FEES AND PAYMENT OF EXPENSES**

Garrett J. Bradley, Esq., declares as follows, pursuant to 28 U.S.C. § 1746:

1. I am the Managing Partner of Thornton Law Firm, LLP. (“TLF”). I submit this declaration in support of Lead Counsel’s motion for an award of attorneys’ fees and payment of litigation expenses on behalf of all Plaintiffs’ counsel who contributed to the prosecution of the claims in the above-captioned class actions (the “Class Actions”) from inception through August 30, 2016 (the “Time Period”)

2. My firm is Liaison Counsel for Plaintiff Arkansas Teachers Retirement System (“ARTRS”) and the proposed Class. TLF substantially contributed to the prosecution of this Action and performed work on behalf of and for the benefit of the Class. TLF has been actively involved in the prosecution of this Action since its inception. Prior to this case being filed in this Court, TLF and others investigated and evaluated ARTRS’s and the putative Class's claims and damages. For instance, TLF, along with Lead Counsel and George Hopkins, Executive Director of ARTRS, met in Chicago with representatives of Ennis Knupp, a consultant engaged by ARTRS to oversee its investment managers, to discuss FX issues and potential claims against State Street. TLF participated in the drafting of the initial and amended complaints, participated in the briefing of the opposition to the motion to dismiss, and contributed to and attended all of the mediation sessions with the mediator, Jonathan Marks, and the Defendants. TLF participated extensively in offensive document discovery relating to issues of liability and damages. TLF also worked closely with the non-testifying consulting expert, FX Transparency, retained in the Action. Apart from the ARTRS action, TLF served as lead counsel representing multiple relators in false claims act cases involving standing instruction FX. TLF brought the first cases made public relating to the standing instruction FX schemes in 2008 and has been involved in foreign exchange litigation against custodial banks continually since that time.

3. The schedule attached hereto as Exhibit A is a summary indicating the amount of time spent by each attorney and professional support staff-member of my firm who was involved in the prosecution of the Class Actions, and the lodestar calculation based on my firm's current billing rates. For personnel who are no longer employed by my firm, the lodestar calculation is based upon the billing rates for such personnel in his or her final year of employment by my firm. The schedule was prepared from contemporaneous daily time records regularly prepared and maintained by my firm, which are available at the request of the Court. Time expended in preparing this application for fees and payment of expenses has not been included in this request.

4. The hourly rates for the attorneys and professional support staff in my firm included in Exhibit A are the same as my firm's regular rates charged for their services, which have been accepted in other complex class actions.

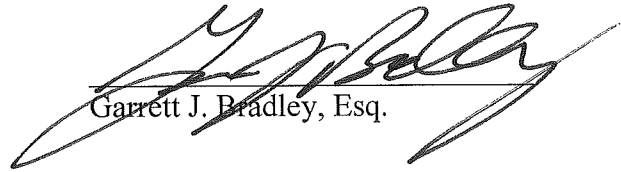
5. The total number of hours expended on this litigation by my firm during the Time Period is 15,302.5 hours. The total lodestar for my firm for those hours is \$7,460,139.

6. My firm's lodestar figures are based upon the firm's billing rates, which rates do not include charges for expenses items. Expense items are billed separately and such charges are not duplicated in my firm's billing rates.

7. As detailed in Exhibit B, my firm has incurred a total of \$295,315.50 in expenses in connection with the prosecution of the Class Actions. The expenses are reflected on the books and records of my firm. These books and records are prepared from expense vouchers, check records and other source materials and are an accurate record of the expenses incurred.

8. With respect to the standing of my firm, attached hereto as Exhibit C is a brief biography of my firm as well as biographies of the firm's partners and of counsels.

I declare under penalty of perjury that the foregoing is true and correct. Executed on
September 14, 2016.



Garrett J. Bradley, Esq.

Exhibit A

EXHIBIT A**STATE STREET INDIRECT FX TRADING CLASS ACTION
No. 11-cv-10230, No. 11-cv-12049, No. 12-cv-11698 MLW (D. Mass.)****LODESTAR REPORT****FIRM: THORNTON LAW FIRM, LLP****REPORTING PERIOD: INCEPTION THROUGH AUGUST 30, 2016**

PROFESSIONAL	STATUS*	HOURLY RATE	TOTAL HOURS TO DATE	TOTAL LODESTAR TO DATE
Michael P. Thornton	P	\$850	585.9	\$498,015
Garrett J. Bradley	P	\$800	734.9	\$587,920
Michael A. Lesser	P	\$700	1,433.8	\$1,003,660
Evan R. Hoffman	P	\$535	1,110.2	\$593,957
Jotham Kinder	A	\$450	328.3	\$147,735
Virginia Weiss	SA	\$425	454.00	\$192,950
Ann Ten Eyck	SA	\$425	514.60	\$218,450
Jonathan Zaul	SA	\$425	327.00	\$138,975
Michael Bradley	SA	\$500	406.40	\$203,200
Chris Jordan	SA	\$425	288.00	\$122,400
Andrew McClelland	SA	\$425	358.50	\$152,362
Rachel Wintterle	SA	\$425	552.80	\$234,940
David Alper	SA	\$425	959.30	\$407,702
Stephen Dolben	SA	\$425	420.90	\$178,882
Debra Fouchong	SA	\$425	914.80	\$388,790

Dorothy Hong	SA	\$425	521.10	\$221,467
Aron Rosenbaum	SA	\$425	540.90	\$229,882
Comfort Orji	SA	\$425	644.20	\$273,785
Albert Powell	SA	\$425	678.00	\$288,160
Jason Saad	SA	\$425	480.70	\$204,297
Roger Yamada	SA	\$425	147.10	\$62,517
Ebone Bishop	SA	\$425	464.70	\$197,497
Nicole Cameron	SA	\$425	132.00	\$56,100
Mashariki Daniels	SA	\$425	562.10	\$238,892
Jacqueline Grant	SA	\$425	415.80	\$176,715
Anuj Vaidya	SA	\$425	442.70	\$188,147
Betsy Schulman	SA	\$425	274.00	\$116,450
Ian Herrick	SA	\$425	18.20	\$7,735
David Packman	SA	\$425	20.10	\$8,542
Andrea Caruth	PL	\$210	571.50	\$120,015
TOTAL			15,302.5	\$7,460,139

Partner (P)
Of Counsel (OC)
Associate (A)
Staff Attorney (SA)

Paralegal (PL)
Investigator (I)
Research Analyst (RA)

Exhibit B

EXHIBIT B

STATE STREET INDIRECT FX TRADING CLASS ACTION
No. 11-cv-10230, No. 11-cv-12049, No. 12-cv-11698 MLW (D. Mass.)

EXPENSE REPORT

FIRM: THORNTON LAW FIRM, LLP
REPORTING PERIOD: INCEPTION THROUGH AUGUST 30, 2016

EXPENSE	TOTAL AMOUNT
Experts/Consultants	\$104,434.47
Work-Related Transportation/Meals/Lodging	\$85,631.03
Litigation Fund Contribution	\$98,000.00
Online Legal & Financial Research	\$7,250.00
TOTAL	\$295,315.50

Exhibit C

EXHIBIT C

THORNTON LAW FIRM, LLP

THORNTON LAW FIRM, LLP was founded in 1978, and was in the forefront of the battle to bring justice to asbestos victims in New England. It has since grown to be the largest plaintiffs' personal injury firm in New England. In addition to representing more than 10,000 workers and their families injured by dangerous products and toxic materials, the firm handles complex fraud litigation, including class actions involving violations of federal securities, consumer-protection and whistleblower laws in federal and state courts throughout the country.

The firm's efforts have focused on cutting edge litigation involving public health and corporate misconduct. For example, Thornton Law Firm, LLP led a team of lawyers representing the Commonwealth of Massachusetts in a landmark lawsuit against the Tobacco industry that resulted in a settlement which will pay Massachusetts hundreds of millions of dollars each year for over two decades (*Commonwealth of Massachusetts v. Philip Morris Inc., et al.*, C.A. No. 95-7378). In addition, the firm represents other states and municipalities against the lead industry, children with birth defects caused by chemical exposure, owners of property damaged by toxic waste, and individuals killed or injured in work related incidents.

Thornton Law Firm, LLP has also been active in class action litigation involving medical monitoring for tobacco users, insurance fraud, securities litigation on behalf of public authorities, credit card data security, automotive design, and litigation on behalf of public and private pension funds against the banking industry. Thornton Law Firm, LLP is active in supporting pioneering medical research to treat and cure environmentally caused cancer, and in promoting legislation to protect workers and their legal rights.

Among other matters, Thornton Law Firm, LLP has served as Liaison Counsel in: *Arkansas Teacher Retirement System v. State Street Corporation et al.*, C.A. No. 1:11-cv-10230(MLW)(D. Mass.); Liaison Counsel in: *IN RE: BIOGEN INC. SECURITIES LITIGATION*, No. 1:15-cv-13189(FDS)(D. Mass.); Plaintiff and Class Counsel in: *Donovan v. PM USA, Inc.*, C.A. 06-12234 (DJC)(D. Mass.); Class Counsel in: *Composite Company, Inc. v. American International Group, Inc.*, et al., C.A. No. 13-10491 (FDS)(D. Mass.); Co-Counsel for Lead Plaintiff in: *McGrath v. Monro Muffler Brake, Inc.*, 11-cv-40088(TSH) (D. Mass.); Local Counsel for Lead Plaintiff Steamship Trade Association-International Longshoremen's Association Pension Fund in: *IN RE AMERICAN TOWER CORPORATION SECURITIES LITIGATION*, No. 06-CV-10933 (MLW)(D. Mass.); Counsel for Consolidated Plaintiff in: *IN RE TJX COMPANIES RETAIL SECURITY BREACH LITIGATION*, C.A. No. 1:07-10162(WGY)(D. Mass.); Class Counsel in: *International Union of Operating Engineers, Stationary Engineers Local 39 Pension Trust Fund v. The Bank of New York Mellon Corporation, et al.*, C.A. No. 12 Civ. 3067 (LAK) (S.D.N.Y.)(*IN RE: BANK OF NEW YORK MELLON CORPORATION FOREIGN TRANSACTIONS LITIGATION*, 12-MDL-2335 (LAK)(S.D.N.Y.)); Class Counsel in: *Thrift Development Corporation v. American International Group, Inc., et al.*, C.A. No. 8:12-cv-00861(MGL)(D. S.C.); Counsel in: *IN RE: ARIAD PHARMACEUTICALS, INC. SECURITIES LITIGATION*, No. 1:13-cv-12544 (WGY)(D. Mass.); and Class counsel in: *Cashman v. Travelers Indemnity Company, et al.*, C.A. No. 02-2056-H (Mass. Sup. Ct.).

THE FIRM'S ATTORNEYS APPEARING IN THIS MATTER

MICHAEL P. THORNTON Michael Thornton is the Chairman and co-founder of Thornton Law Firm, LLP. A nationally recognized expert on toxic tort litigation, Mr. Thornton graduated from Dartmouth College and Vanderbilt Law School. In the 1970's he successfully undertook the representation of a number of shipyard and construction workers who had developed asbestos-related diseases. Over the years, the firm has grown to become the largest firm in the Northeast representing victims of asbestos and other toxic materials.

Mr. Thornton practices in the areas of class actions, Attorney General litigation, benzene, toxic substance and occupational disease claims, birth defects linked to chemicals, childhood lead poisoning, construction and jobsite accidents, Mesothelioma and asbestos claims, pharmaceutical drug and medical device litigation, product liability and personal injury, toxic tort and environmental litigation, wage and hour, and whistleblower litigation.

During the past decade, Mr. Thornton has lead the firm to support many charitable causes; the most visible and important project involves cancer research. Mr. Thornton was approached by clinicians and researchers at Brigham and Women's Hospital who were interested in studying mesothelioma, a then untreatable and invariably fatal form of asbestos related cancer. After making a multiyear commitment from his own firm, Mr. Thornton helped to recruit several other donors. The program, now in its seventh year, has made groundbreaking strides in cancer research generally, and has helped to revolutionize the treatment of mesothelioma, leading to longer survival and better quality of life for victims of this disease.

Mr. Thornton also responded to a call to help establish a place for the families of mesothelioma victims to stay, as the financial impact of staying in hotels can be devastating. The Thornton House was opened in 2008 and houses up to nine families at a time.

Mr. Thornton is a member of the Massachusetts, New Hampshire, and Maine bars. He has published a number of articles on legal subjects and has lectured at the Harvard School of Public Health, Harvard Medical School, and Yale Law School.

GARRETT J. BRADLEY Mr. Bradley is a graduate of Boston College and Boston College Law School and is the Managing Partner of Thornton Law Firm, LLP. Prior to joining Thornton Law Firm, LLP, Mr. Bradley worked as an Assistant District Attorney in the Plymouth County D.A.'s office. Mr. Bradley practices in the areas of class actions, construction and jobsite accidents, mesothelioma and asbestos claims, and workers compensation. Mr. Bradley is a member of the Massachusetts and the New York Bar.

MICHAEL A. LESSER Mr. Lesser is a Partner in the Firm, joining as an associate in 1995. He heads the firm's False Claims Act / Whistleblower litigation section, representing individuals that report fraud on the Federal and State governments. While practicing in traditional areas of False Claims litigation, including Medicare and Medicaid fraud, Mr. Lesser also handles False Claims Act litigation involving finance and bank fraud. During his time at Thornton Law Firm, LLP, Mr. Lesser has represented clients in all of the firm's practice areas,

including victims of exposure to asbestos, glycol ethers, and lead. Mr. Lesser was also part of the firm's litigation team that represented the Commonwealth of Massachusetts in its claims against the tobacco industry. Mr. Lesser was appointed Special Assistant Attorney General representing the Commonwealth from 1996 through 1999 for this purpose.

EVAN R. HOFFMAN Mr. Hoffman is a Partner at Thornton Law Firm, LLP, joining as an associate in 2010, after previously clerking for the Firm beginning in 2008. Mr. Hoffman's practice areas include qui tam, class action litigation, complex financial fraud, asbestos and mesothelioma claims, and birth defects. Since joining Thornton Law Firm, LLP, Mr. Hoffman has represented whistleblowers and pension funds asserting claims in state and federal courts throughout the country against several large global custodial banks for foreign exchange fraud, recovering hundreds of millions of dollars for affected clients as a result. Mr. Hoffman also represents individuals making claims under the SEC's Dodd-Frank and the DOJ's FIRREA whistleblowing statutes. A graduate of American University and Suffolk University Law School, Mr. Hoffman is admitted to the Massachusetts Bar and the United States District Court for the District of Massachusetts.

JOTHAM C. KINDER Mr. Kinder is an associate at Thornton Law Firm, LLP and joined the Firm in 2011. He practices in the Firm's birth defects, qui tam, false claims, and whistleblower areas, as well as workers compensation and asbestos and mesothelioma claims. Mr. Kinder is a graduate of the Royal Holloway College at the University of London and of Northeastern University Law School. He is a member of the Massachusetts and New York Bar.

Exhibit 17

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

ARKANSAS TEACHER RETIREMENT SYSTEM,)	
on behalf of itself and all others similarly situated,)	No. 11-cv-10230 MLW
)	
Plaintiffs,)	
)	
v.)	
)	
STATE STREET BANK AND TRUST COMPANY,)	
)	
Defendant.)	

ARNOLD HENRIQUEZ, MICHAEL T. COHN,)	
WILLIAM R. TAYLOR, RICHARD A. SUTHERLAND,)	No. 11-cv-12049 MLW
and those similarly situated,)	
)	
Plaintiffs,)	
)	
v.)	
)	
STATE STREET BANK AND TRUST COMPANY,)	
STATE STREET GLOBAL MARKETS, LLC and)	
DOES 1-20,)	
)	
Defendants.)	

THE ANDOVER COMPANIES EMPLOYEE SAVINGS)	
AND PROFIT SHARING PLAN, on behalf of itself, and)	No. 12-cv-11698 MLW
JAMES PEHOUSHEK-STANGELAND, and all others)	
similarly situated,)	
)	
Plaintiffs,)	
)	
v.)	
)	
STATE STREET BANK AND TRUST COMPANY,)	
)	
Defendant.)	

**DECLARATION OF DANIEL P. CHIPLOCK ON BEHALF OF
LIEFF CABRASER HEIMANN & BERNSTEIN, LLP IN SUPPORT OF LEAD
COUNSEL'S MOTION FOR AN AWARD OF
ATTORNEYS' FEES AND PAYMENT OF EXPENSES**

Daniel P. Chiplock, Esq., declares as follows, pursuant to 28 U.S.C. § 1746:

1. I am a partner with the law firm of Lief Cabraser Heimann & Bernstein, LLP (“Lief Cabraser”). I submit this declaration in support of Lead Counsel’s motion for an award of attorneys’ fees and payment of litigation expenses on behalf of all Plaintiffs’ counsel who contributed to the prosecution of the claims in the above-captioned class actions (the “Class Actions”) from inception through August 31, 2016 (the “Time Period”).

2. Since the outset of this action, my firm has served as additional counsel for Plaintiff Arkansas Teachers Retirement System (“ARTRS”) and the proposed class in the first-filed class action (Case No. 11-cv-10230). These roles were first memorialized by order of the Court dated January 12, 2012. [Dkt. No. 28].

3. As described in the accompanying papers filed in support of both final approval of the proposed Settlement of the Class Actions and Plaintiffs’ counsel’s requested fee award, Lief Cabraser has been involved since 2008 in investigating and pursuing claims of alleged deceptive practices and overcharges by custodial banks related to the foreign currency exchange (“FX”) products and services offered by such banks to their custodial customers. More than two years before the Class Actions were filed, Lief Cabraser, along with co-counsel the Thornton Law Firm LLP (“TLF”), was counsel of record in *qui tam* lawsuits originally filed under seal in California (the “California Action”), as well as other states, against State Street Bank & Trust Co. (“State Street”). The California Action ultimately was unsealed in October 2009 by the intervention of the Attorney General for the State of California. Before that point and afterwards, Lief Cabraser investigated possible claims to be brought on a class basis for the benefit of custodial customers who would not otherwise benefit from any unsealed *qui tam* lawsuits. Based on its institutional knowledge and expertise in the area, Lief Cabraser was

eventually associated in to the customer class lawsuit being investigated by Labaton Sucharow LLP (“Labaton”) on behalf of ARTRS. Lieff Cabraser was listed as counsel on the first-filed Complaint in this Action, and has worked side-by-side with Labaton and TLF, starting in the months leading up to the filing of that Complaint and continuing through the present. Specific tasks performed by Lieff Cabraser during the more than six years of investigation, litigation, and mediation of this Action are too numerous to list *seriatim*, but broadly speaking, included but were not limited to the following:

- Factual investigation, including researching and reconstructing thousands of FX price movements for major currencies during fixed time periods prior to 2009 for several large institutional customers of State Street;
- Researching and drafting proposed class claims for inclusion in the Complaint, including (specifically) claims under M.G.L. ch. 93A;
- Briefing Defendants’ motion to dismiss, with specific responsibility for defending Plaintiffs’ M.G.L. ch. 93A claims and opposing Defendants’ statute of limitations defense;
- Preparing for and attending Court hearings, including the hearing on Defendants’ motion to dismiss;
- Preparing for and attending every mediation session held in this Action, in addition to countless phone calls between and among Plaintiffs’ counsel, Defense counsel, government regulators, and/or State Street’s counsel; in-person meetings between and amongst the same; and strategy sessions amongst Plaintiffs’ counsel;
- Drafting discovery and information requests to State Street;
- Researching and arguing the merits of class certification in the context of mediation discussions;
- Analyzing State Street’s recorded margins on indirect FX trades throughout the proposed class period, sorted by customer “bucket,” including total volumes attributable to registered investment companies (“RICs”), ERISA plans, and public pension plans;
- Reviewing and closely analyzing, along with co-counsel, more than 9 million pages of documents and data produced by State Street, in preparation for deposition discovery and trial;
- Drafting, along with co-counsel, the term sheet and eventual settlement documentation (including proposed Notices) related to the \$300 million class Settlement;
- Negotiating, along with co-counsel, any additional terms of the global settlement required thereafter by any government regulator (including the United States Department of Labor (“DoL”)); and
- Briefing preliminary and final approval of the Settlement.

4. The schedule attached hereto as Exhibit A is a summary indicating the amount of time spent by each attorney and professional support staff-member of my firm who was involved in the prosecution of the Class Actions, and the lodestar calculation based on my firm's current billing rates. For personnel who are no longer employed by my firm, the lodestar calculation is based upon the billing rates for such personnel in his or her final year of employment by my firm. The schedule was prepared from contemporaneous daily time records regularly prepared and maintained by my firm, which are available at the request of the Court. Time expended in preparing this application for fees and payment of expenses has not been included in this request. Additionally, any personnel who billed fewer than 5 hours in the litigation have not been included in my firm's total.

5. The hourly rates for the attorneys and professional support staff in my firm included in Exhibit A are the same as my firm's regular rates charged for their services, which have been accepted in other complex class actions.

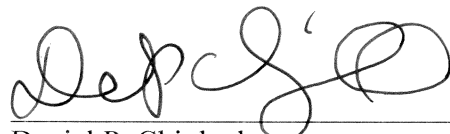
6. The total number of hours expended on this litigation by my firm during the Time Period, with the adjustment(s) referenced above, is 20,458.50 hours. The total lodestar for my firm for those hours is \$9,800,487.50.

7. My firm's lodestar figures are based upon the firm's billing rates, which rates do not include charges for expenses items. Expense items are billed separately and such charges are not duplicated in my firm's billing rates.

8. As detailed in Exhibit B, my firm has incurred a total of \$271,944.53 in expenses in connection with the prosecution of the Class Actions. The expenses are reflected on the books and records of my firm. These books and records are prepared from expense vouchers, check records and other source materials and are an accurate record of the expenses incurred.

9. With respect to the standing of my firm, attached hereto as Exhibit C is a brief biography of my firm as well as biographies of the firm's partners and of counsels.

I declare under penalty of perjury that the foregoing is true and correct. Executed on September 14, 2016.



Daniel P. Chiplock

Exhibit A

EXHIBIT A**STATE STREET INDIRECT FX TRADING CLASS ACTION
No. 11-cv-10230, No. 11-cv-12049, No. 12-cv-11698 MLW (D. Mass.)****LODESTAR REPORT****FIRM: Lief Cabraser Heimann & Bernstein, LLP****REPORTING PERIOD: INCEPTION THROUGH AUGUST 30, 2016**

PROFESSIONAL	STATUS	HOURLY RATE	TOTAL HOURS TO DATE	TOTAL LODESTAR TO DATE
ELIZABETH CABRASER	(P)	1,000.00	29.50	\$ 29,500.00
RICHARD HEIMANN	(P)	1,000.00	22.60	22,600.00
STEVEN FINEMAN	(P)	875.00	72.20	63,175.00
DAVID STELLINGS	(P)	825.00	8.10	6,682.50
DANIEL CHIPLOCK	(P)	675.00	1,357.90	916,582.50
NICHOLAS DIAMAND	(P)	625.00	32.30	20,187.50
LEXI HAZAM	(P)	650.00	53.30	34,645.00
JOY KRUSE	(P)	825.00	174.40	143,880.00
MICHAEL MIARMI	(P)	575.00	239.50	137,712.50
DANIEL SELTZ	(P)	605.00	6.50	3,932.50
JENNIFER GROSS	(A)	425.00	7.90	3,357.50
DANIEL LEATHERS	(A)	435.00	20.90	9,091.50
TANYA ASHUR	(SA)	415.00	843.50	350,052.50
JOSHUA BLOOMFIELD	(SA)	515.00	2,033.20	1,047,098.00
ELIZABETH BREHM	(SA)	415.00	1,682.90	698,403.50
JADE BUTMAN	(SA)	515.00	24.00	12,360.00
JAMES GILYARD	(SA)	415.00	882.00	366,030.00
KELLY GRALEWSKI	(SA)	415.00	1,478.90	613,743.50
CHRISTOPHER JORDAN	(SA)	415.00	899.40	373,251.00
JASON KIM	(SA)	415.00	904.00	375,160.00
JAMES LEGGETT	(SA)	415.00	893.00	370,595.00
COLEEN LIEBMANN	(SA)	415.00	24.00	9,960.00
ANDREW MCCLELLAND	(SA)	415.00	58.00	24,070.00
SCOTT MIORO	(SA)	415.00	658.80	273,402.00
LEAH NUTTING	(SA)	415.00	1,940.10	805,141.50
MARISSA OH	(SA)	515.00	800.30	412,154.50
PETER ROOS	(SA)	415.00	780.00	323,700.00
RYAN STURTEVANT	(SA)	415.00	796.00	330,340.00
ANN L. TEN EYCK	(SA)	515.00	490.70	252,710.50
VIRGINIA WEISS	(SA)	415.00	473.50	196,502.50
RACHEL WINTTERLE	(SA)	515.00	580.60	299,009.00
JONATHAN ZAUL	(SA)	415.00	822.20	341,213.00
NEHA GUPTA	(LC)	330.00	44.10	14,553.00
MELISSA MATHENY	(PL)	270.00	12.80	3,456.00

PROFESSIONAL	STATUS	HOURLY RATE	TOTAL HOURS TO DATE	TOTAL LODESTAR TO DATE
ROBERT LIEFF	(OC)	1,000.00	665.90	665,900.00
LYDIA LEE	(OC)	475.00	36.50	17,337.50
WILLOW ASHLYNN	(RA)	360.00	76.70	27,612.00
MARGIE CALANGIAN	(RA)	360.00	6.10	2,196.00
ROBERT DE MARIA	(RA)	335.00	30.00	10,050.00
KIRTI DUGAR	(RA)	450.00	290.50	130,725.00
ANTHONY GRANT	(RA)	360.00	25.00	9,000.00
ARRA KHARARJIAN	(RA)	270.00	116.90	31,563.00
MAJOR MUGRAGE	(RA)	320.00	17.40	5,568.00
RENEE MUKHERJI	(RA)	310.00	8.40	2,604.00
ANIL NAMBIAR	(RA)	360.00	38.00	13,680.00
TOTAL			20458.50	\$9,800,487.50

Partner (P)	Law Clerk (LC)
Of Counsel (OC)	Paralegal (PL)
Associate (A)	Investigator (I)
Staff Attorney (SA)	Research Analyst/Litigation Support (RA)

Exhibit B

EXHIBIT B***STATE STREET INDIRECT FX TRADING CLASS ACTION***
No. 11-cv-10230, No. 11-cv-12049, No. 12-cv-11698 MLW (D. Mass.)**EXPENSE REPORT****FIRM: Lief Cabraser Heimann & Bernstein, LLP****REPORTING PERIOD: INCEPTION THROUGH AUGUST 31, 2016**

EXPENSE	TOTAL AMOUNT
Duplicating / Printing	\$8,514.00
Long-Distance Telephone / Fax / Conference Calls	\$1,247.56
Filing / Service / Witness Fees	\$0
Court Hearing & Deposition Transcripts	\$84.60
Online Legal & Financial Research	\$17,605.25
Overnight Delivery/Messenger Services	\$93.80
Experts/Consultants/Professional Fees	\$26,358.58
Litigation Support/Electronic Database	\$14,054.11
Work-Related Transportation/Meals/Lodging	\$95,999.30
Litigation Fund Contribution	\$98,000.00
Mediation Expenses	\$9,987.33
TOTAL	\$271,944.53

Exhibit C

Lieff Cabraser Heimann & Bernstein

Attorneys at Law

275 Battery Street, 29th Floor
San Francisco, CA 94111-3339
Telephone: 415.956.1000
Facsimile: 415.956.1008

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FIRM PROFILE:

Lieff Cabraser Heimann & Bernstein, LLP, is a seventy-attorney, AV-rated law firm founded in 1972 with offices in San Francisco, New York, Nashville, and Seattle. We have a diversified practice, successfully representing plaintiffs in the fields of personal injury and mass torts, securities and financial fraud, employment discrimination and unlawful employment practices, product defect, consumer protection, antitrust and intellectual property, environmental and toxic exposures, False Claims Act, digital privacy and data security, and human rights. Our clients include individuals, classes or groups of persons, businesses, and public and private entities.

Lieff Cabraser has served as Court-appointed Plaintiffs' Lead or Class Counsel in state and federal coordinated, multi-district, and complex litigation throughout the United States. With co-counsel, we have represented clients across the globe in cases filed in American courts.

Lieff Cabraser is among the largest firms in the United States that only represent plaintiffs. Described by *The American Lawyer* as "one of the nation's premier plaintiffs' firms," Lieff Cabraser enjoys a national reputation for professional integrity and the successful prosecution of our clients' claims. We possess sophisticated legal skills and the financial resources necessary for the handling of large, complex cases, and for litigating against some of the nation's largest corporations. We take great pride in the leadership roles our firm plays in

many of this country's major cases, including those resulting in landmark decisions and precedent-setting rulings.

Lieff Cabraser has litigated and resolved thousands of individual lawsuits and hundreds of class and group actions, including some of the most important civil cases in the United States over the past four decades. We have assisted our clients in recovering over \$98 billion in verdicts and settlements. Twenty-five cases were resolved for over \$1 billion; another 42 have resulted in verdicts or settlements at or in excess of \$100 million.

The National Law Journal has recognized Lieff Cabraser as one of the nation's top plaintiffs' law firms for fourteen years, including for 2016, and we are a member of its Plaintiffs' Hot List Hall of Fame. In compiling the list, *The National Law Journal* examines recent verdicts and settlements and looks for firms "representing the best qualities of the plaintiffs' bar and that demonstrated unusual dedication and creativity." In 2014, *The National Law Journal* further recognized Lieff Cabraser as one of the 50 Leading Plaintiffs Firms in America.

U.S. News and Best Lawyers have selected Lieff Cabraser as a national "Law Firm of the Year" each year the publications have given this award to law firms. For 2011, 2012, 2014, and 2015, we were recognized in the category of Mass Torts Litigation/Class Actions – Plaintiffs. For 2013, the publications selected our firm as the nation's premier plaintiffs' law firm in the category of Employment Law – Individuals. For 2016, we were again recognized in the category of Mass Torts Litigation/Class Actions – Plaintiffs. Only one law firm in each practice area receives the "Law Firm of the Year" designation.

In 2016, *Law360* selected Lieff Cabraser as one of the Top 50 Law Firms Nationwide for Litigation. This "Litigation Powerhouse" distinction was further extended to include our firm as the first among five elite "Small(er) But Mighty" litigation heavyweights with fewer than 200 attorneys, victorious in case after case "against some of the largest and strongest defense law firms in the world." The publication separately noted that our firm "persists as a formidable agency of change, producing world class legal work against some of the most powerful corporate players in the world today."

CASE PROFILES:

I. Personal Injury and Products Liability Litigation

A. Current Cases

1. ***In re Toyota Motor Corp. Unintended Acceleration Marketing, Sales Practices, and Products Liability Litigation***, MDL No. 2151 (C.D. Cal.). Lieff Cabraser serves as Co-Lead Counsel for the plaintiffs in the Toyota injury cases in federal court representing individuals injured, and families of loved ones who died, in Toyota unintended acceleration accidents. The complaints charge that Toyota took no action despite years of complaints that its vehicles accelerated suddenly and could not be stopped by proper application of the brake pedal. The complaints further allege that Toyota breached its duty to manufacture and sell safe

automobiles by failing to incorporate a brake override system and other readily available safeguards that could have prevented unintended acceleration.

In December 2013, Toyota announced its intention to begin to settle the cases. In 2014, Lief Cabraser played a key role in turning Toyota's intention into a reality through assisting in the creation of an innovative resolution process that has settled scores of cases in streamlined, individual conferences. The settlements are confidential. Before Toyota agreed to settle the litigation, plaintiffs' counsel overcame significant hurdles in the challenging litigation. In addition to defeating Toyota's motion to dismiss the litigation, Lief Cabraser and co-counsel demonstrated that the highly-publicized government studies that denied unintended acceleration, or attributed it to mechanical flaws and driver error, were flawed and erroneous.

2. ***Individual General Motors Ignition Switch Defect Injury Lawsuits.*** Lief Cabraser represents over 100 persons injured nationwide, and families of loved ones who died, in accidents involving GM vehicles sold with a defective ignition switch. Without warning, the defect can cause the car's engine and electrical system to shut off, disabling the air bags. For over a decade GM was aware of this defect and failed to inform government safety regulators and public. The defect has been has been implicated in the deaths of over 300 people in crashes where the front air bags did not deploy. On August 15, 2014, U.S. District Court Judge Jesse M. Furman appointed Elizabeth J. Cabraser as Co-Lead Plaintiffs' Counsel in the GM ignition switch litigation in federal court.
3. ***Injury and Death Lawsuits Involving Wrongful Driver Conduct and Defective Tires, Transmissions, Cars and/or Vehicle Parts (Seat Belts, Roof Crush, Defective seats, and Other Defects).*** Lief Cabraser has an active practice prosecuting claims for clients injured, or the families of loved ones who have died, by wrongful driver conduct and by unsafe and defective vehicles, tires, restraint systems, seats, and other automotive equipment. We also represent clients in actions involving fatalities and serious injuries from tire and transmission failures as well as rollover accidents (and defective roofs, belts, seat back and other parts) as well as defective transmissions and/or shifter gates that cause vehicles to self-shift from park or false park into reverse. Our attorneys have received awards and recognition from California Lawyer magazine (Lawyer of the Year Award), the Consumer Attorneys of California, and the San Francisco Trial Lawyers Association for their dedication to their clients and outstanding success in vehicle injury cases.

4. ***In re Engle Cases***, No. 3:09-cv-10000-J-32 JBT (M.D. Fl.). Lieff Cabraser represents Florida smokers, and the spouses and families of loved ones who died, in litigation against the tobacco companies for their 50-year conspiracy to conceal the hazards of smoking and the addictive nature of cigarettes.

On February 25th, 2015, a settlement was announced of more than 400 Florida smoker lawsuits against the major cigarette companies Philip Morris USA Inc., R.J. Reynolds Tobacco Company, and Lorillard Tobacco Company. As a part of the settlement, the companies will collectively pay \$100 million to injured smokers or their families.

Lieff Cabraser attorneys tried over 20 cases in Florida federal court against the tobacco industry on behalf of individual smokers or their estates, and with co-counsel obtained over \$105 million in judgments for our clients. Two of the jury verdicts Lieff Cabraser attorneys obtained in the litigation were ranked by *The National Law Journal* as among the Top 100 Verdicts of 2014.

5. ***In re Takata Airbag Litigation***, MDL No. 2599 (S.D. Fl.). Lieff Cabraser serves on the Plaintiffs' Steering Committee in the national litigation against Takata Corporation. Nearly 34 million vehicles, mostly manufactured prior to 2009, have been recalled worldwide due to defective and dangerous airbags manufactured by Japanese-based Takata Corporation. This is the largest automotive recall in U.S. history. At least six deaths and more than 100 injuries have been linked to the airbag defect. The recalled Takata airbags contain a propellant that may cause the airbag to explode upon impact in an accident, shooting out metal debris from the casing towards drivers and passengers. The complaints charge that the company knew of defects in its airbags a decade ago, after conducting secret tests of the products that showed dangerous flaws. Rather than alert federal safety regulators to these risks, Takata allegedly ordered its engineers to delete the test data.
6. ***Stryker Metal Hip Implant Litigation***. Lieff Cabraser represents over 60 hip replacement patients nationwide who received the recalled Stryker Rejuvenate and ABG II modular hip implant systems. Wendy Fleishman serves on the Plaintiffs' Lead Counsel Committee of the multidistrict litigation cases. These patients have suffered tissue damage and have high metal particle levels in their blood stream. For many patients, the Stryker hip implant failed necessitating painful revision surgery to extract and replace the artificial hip.

On November 3, 2014, a settlement was announced in the litigation against Stryker Corporation for the recall of its Rejuvenate and ABG II artificial hip implants. Under the settlement, Stryker will provide a base payment of \$300,000 to patients that received the Rejuvenate or ABG II

hip systems and underwent revision surgery by November 3, 2014, to remove and replace the devices. Stryker's liability is not capped. It is expected that the total amount of payments under the settlement will far exceed \$1 billion dollars. Payments under the settlement program are projected for disbursement at the end of 2015.

7. ***In re Actos (Pioglitazone) Products Liability Litigation***, MDL No. 2299. Lieff Cabraser represents 90 diabetes patients who developed bladder cancer after exposure to the prescription drug pioglitazone, sold as Actos by Japan-based Takeda Pharmaceutical Company and its American marketing partner, Eli Lilly.

Lieff Cabraser is a member of the Plaintiffs' Steering Committee in the Actos MDL. In 2014, Lieff Cabraser served on the trial team in the case of *Allen v. Takeda*, working closely with lead trial counsel in federal court in Louisiana. The jury awarded \$9 billion in punitive damages, finding that Takeda and Lilly failed to adequately warn about the bladder cancer risks of Actos and had acted with wanton and reckless disregard for patient safety. The trial judge reduced the punitive damage award but upheld the jury's findings of misconduct, and ruled that a multiplier of 25 to 1 for punitive damages was justified.

In April 2015, Takeda agreed to settle all bladder cancer claims brought by Type 2 diabetes patients who took Actos prior to December 1, 2011 and who were diagnosed with bladder cancer on or before April 28, 2015 and were represented by counsel by May 1, 2015. The settlement amount is \$2.4 billion. Average payments of about \$250,000 per person will be increased for more severe injuries.

8. ***Fen-Phen ("Diet Drugs") Litigation***. Since the recall was announced in 1997, Lieff Cabraser has represented individuals who suffered injuries from the "Fen-Phen" diet drugs fenfluramine (sold as Pondimin) and/or dexfenfluramine (sold as Redux). We served as counsel for the plaintiff who filed the first nationwide class action lawsuit against the diet drug manufacturers alleging that they had failed to adequately warn physicians and consumers of the risks associated with the drugs. In *In re Diet Drugs (Phentermine / Fenfluramine / Dexfenfluramine) Products Liability Litigation*, MDL No. 1203 (E.D. Pa.), the Court appointed Elizabeth J. Cabraser to the Plaintiffs' Management Committee which organized and directed the Fen-Phen diet drugs litigation in federal court. In August 2000, the Court approved a \$4.75 billion settlement offering both medical monitoring relief for persons exposed to the drug and compensation for persons with qualifying damage. We represented over 2,000 persons that suffered valvular heart disease, pulmonary hypertension or other problems (such as needing echocardiogram screening for damage) due to and/or

following exposure to Fen-Phen and obtained more than \$350 million in total for clients in individual cases and/or claims. We continue to represent persons who suffered valvular heart disease due to Fen-Phen and received compensation under the Diet Drugs Settlement who now require heart valve surgery. These persons may be eligible to submit a new claim and receive additional compensation under the settlement.

9. ***DePuy Metal Hip Implants Litigation.*** Lieff Cabraser represents nearly 200 patients nationwide who received the ASR XL Acetabular and ASR Hip Resurfacing systems manufactured by DePuy Orthopedics, a unit of Johnson & Johnson. In 2010, DePuy Orthopedics announced the recall of its all-metal ASR hip implants, which were implanted in approximately 40,000 U.S. patients from 2006 through August 2010. The complaints allege that DePuy Orthopedics was aware its ASR hip implants were failing at a high rate, yet continued to manufacture and sell the device. In January 2011, in *In re DePuy Orthopaedics, Inc. ASR Hip Implant Products*, MDL No. 2197, the Court overseeing all DePuy recall lawsuits in federal court appointed Lieff Cabraser attorney Wendy R. Fleishman to the Plaintiffs' Steering Committee for the organization and coordination of the litigation. In July 2011, in the coordinated proceedings in California state court, the Court appointed Lieff Cabraser attorney Robert J. Nelson to serve on the Plaintiffs' Steering Committee. In 2013, Johnson & Johnson announced its agreement to pay at least \$2.5 billion to resolve thousands of defective DePuy ASR hip implant lawsuits. Under the settlement, J&J offers to pay a base award of \$250,000 to U.S. citizens and residents who are more than 180 days from their hip replacement surgery, and prior to August 31, 2013, had to undergo revision surgery to remove and replace their faulty DePuy hip ASR XL or ASR resurfacing hip. The \$250,000 base award payment will be adjusted upward or downward depending on medical factors specific to each patient. We also represent nearly 100 patients whose DePuy Pinnacle artificial hip with the metal insert, called the Ultamet metal liner, has prematurely failed.
10. ***Mirena Litigation.*** A widely-used, plastic intrauterine device (IUD) that releases a hormone into the uterus to prevent pregnancy, Mirena is manufactured by Bayer Healthcare Pharmaceuticals. Lieff Cabraser represents patients who have suffered serious injuries linked to the IUD. These injuries include uterine perforation (the IUD tears through the cervix or the wall of the uterus), ectopic pregnancy (when the embryo implants outside the uterine cavity), pelvic infections and pelvic inflammatory disease, and thrombosis (blood clots).
11. ***Birth Defects Litigation.*** Lieff Cabraser represents children and their parents who have suffered birth defects as a result of problematic pregnancies and improper medical care, improper prenatal genetic

screening, ingestion by the mother of prescription drugs during pregnancy which had devastating effects on their babies. These birth defects range from heart defects, physical malformations, and severe brain damage associated with complex emotional and developmental delays. Taking of antidepressants during pregnancy has been linked to multiple types of birth defects, neonatal abstinence syndrome from experiencing withdrawal of the drug, and persistent pulmonary hypertension of the newborn (PPHN).

12. ***Vaginal Surgical Mesh Litigation.*** Lief Cabraser represents more than 300 women nationwide who have been seriously injured as a result of polypropylene vaginal surgical mesh implantation as a treatment for pelvic organ prolapse or stress urinary incontinence. Manufactured by Johnson & Johnson, Boston Scientific, AMS, Bard, Caldera, Coloplast, and others, these products have been linked to serious side effects including erosion into the vaginal wall or other organs, infection, internal organ damage, and urinary problems. As of early 2016, we are in all phases of litigation and settlement on these cases.
13. ***Xarelto Litigation.*** We represent patients prescribed Xarelto sold in the U.S. by Janssen Pharmaceuticals, a subsidiary of Johnson & Johnson. The complaints charge that Xarelto, approved to prevent blood clots, is a dangerous and defective drug because it triggers in certain patients uncontrolled bleeding and other life-threatening complications. Unlike Coumadin, an anti-clotting drug approved over 50 years ago, the concentration of Xarelto in a patient's blood cannot be reversed in the case of overdose or other serious complications. If a Xarelto patient has an emergency bleeding event -- such as from a severe injury or major brain or GI tract bleeding -- the results can be fatal.
14. ***Benicar Litigation.*** We represent patients prescribed the high blood pressure medication Benicar who have experienced chronic diarrhea with substantial weight loss, severe gastrointestinal problems, and the life-threatening conditions of sprue-like enteropathy and villous atrophy in litigation against Japan-based Daiichi Sankyo, Benicar's manufacturer, and Forest Laboratories, which marketed Benicar in the U.S.

The complaints allege that Benicar was insufficiently tested and not accompanied by adequate instructions and warnings to apprise consumers of the full risks and side effects associated with its use. Plaintiffs recently filed motions to compel defense to produce additional discovery. The judge ruled with plaintiffs in the fall of 2015, and discovery is ongoing.

15. ***Risperdal Litigation.*** In 2013, Johnson & Johnson and its subsidiary Janssen Pharmaceuticals, the manufacture of the antipsychotic prescription drugs Risperdal and Invega, entered into a \$2.2 billion

settlement with the U.S. Department of Justice for over promoting the drugs. The government alleged that J&J and Janssen knew Risperdal triggered the production of prolactin, a hormone that stimulates breast development (gynecomastia) and milk production.

We represent parents whose sons developed abnormally large breasts while prescribed Risperdal and Invega in lawsuits charging that Risperdal is a defective and dangerous prescription drug and seeking monetary damages for the mental anguish and physical injuries the young men suffered. As of 2016, we are still filing new Risperdal cases in federal court in the Central District of California.

16. ***Power Morcellators Litigation.*** We represent women who underwent a hysterectomy (the removal of the uterus) or myomectomy (the removal of uterine fibroids) in which a laparoscopic power morcellator was used. In November 2014, the FDA warned surgeons that they should avoid the use of laparoscopic power morcellators for removing uterine tissue in the vast majority of cases due to the risk of the devices spreading unsuspected cancer. Based on current data, the FDA estimates that 1 in 350 women undergoing hysterectomy or myomectomy for the treatment of fibroids have an unsuspected uterine sarcoma, a type of uterine cancer that includes leiomyosarcoma.

17. ***In re New England Compounding Pharmacy Inc. Products Liability Litigation,*** MDL No. 2419. Loeff Cabraser represents patients injured or killed by a nationwide fungal meningitis outbreak in 2012. More than 14,000 patients across the U.S. were injected with a contaminated medication that caused the outbreak. The New England Compounding Center ("NECC") in Framingham, Massachusetts, manufactured and sold the drug – an epidural steroid treatment designed to relieve back pain. The contaminated steroid was sold to patients at a number of pain clinics. Nearly 800 patients developed fungal meningitis, and more than 70 patients died.

Loeff Cabraser is a member of the Plaintiffs' Steering Committee in the multi-district litigation, and our attorneys act as federal-state liaison counsel. In May 2015, the U.S. Bankruptcy Court approved a \$200 million partial settlement for victims of the outbreak. Bellwether trials against remaining defendants have been set for 2016. Loeff Cabraser is expected to play a lead role in the bellwether trials.

18. ***Yaz and Yasmin Litigation.*** Loeff Cabraser represents women prescribed Yasmin and Yaz oral contraceptives who suffered blood clots, deep vein thrombosis, strokes, and heart attacks, as well as the families of loved ones who died suddenly while taking these medications. The complaints allege that Bayer, the manufacturer of Yaz and Yasmin, failed to adequately warn patients and physicians of the increased risk of serious

adverse effects from Yasmin and Yaz. The complaints also charge that these oral contraceptives posed a greater risk of serious side effects than other widely available birth control drugs.

B. Successes

1. ***Multi-State Tobacco Litigation***. Loeff Cabraser represented the Attorneys General of Massachusetts, Louisiana and Illinois, several additional states, and 21 cities and counties in California, in litigation against Philip Morris, R.J. Reynolds and other cigarette manufacturers. The suits were part of the landmark \$206 billion settlement announced in November 1998 between the tobacco industry and the states' attorneys general. The states, cities and counties sought both to recover the public costs of treating smoking-related diseases and require the tobacco industry to undertake extensive modifications of its marketing and promotion activities in order to reduce teenage smoking. In California alone, Loeff Cabraser's clients were awarded an estimated \$12.5 billion to be paid through 2025.
2. ***In re Vioxx Products Liability Litigation***, MDL No. 1657 (E.D. La.). Loeff Cabraser represented patients who suffered heart attacks or strokes, and the families of loved ones who died, after having been prescribed the arthritis and pain medication Vioxx. In individual personal injury lawsuits against Merck, the manufacturer of Vioxx, our clients allege that Merck falsely promoted the safety of Vioxx and failed to disclose the full range of the drug's dangerous side effects. In April 2005, in the federal multidistrict litigation, the Court appointed Elizabeth J. Cabraser to the Plaintiffs' Steering Committee, which has the responsibility of conducting all pretrial discovery of Vioxx cases in federal court and pursuing all settlement options with Merck. In August 2006, Loeff Cabraser was co-counsel in *Barnett v. Merck*, which was tried in the federal court in New Orleans. Loeff Cabraser attorneys Don Arbitblit and Jennifer Gross participated in the trial, working closely with attorneys Mark Robinson and Andy Birchfield. The jury reached a verdict in favor of Mr. Barnett, finding that Vioxx caused his heart attack, and that Merck's conduct justified an award of punitive damages. In November 2007, Merck announced it had entered into an agreement with the executive committee of the Plaintiffs' Steering Committee as well as representatives of plaintiffs' counsel in state coordinated proceedings. Merck paid \$4.85 billion into a settlement fund for qualifying claims.
3. ***In re Silicone Gel Breast Implants Products Liability Litigation***, MDL No. 926 (N.D. Ala.). Loeff Cabraser served on the Plaintiffs' Steering Committee and was one of five members of the negotiating committee which achieved a \$4.25 billion global settlement with certain defendants of the action. This was renegotiated in 1995, and

is referred to as the Revised Settlement Program (“RSP”). Over 100,000 recipients have received initial payments, reimbursement for the explanation expenses and/or long term benefits.

4. ***Sulzer Hip and Knee Prosthesis Liability Litigation.*** In December 2000, Sulzer Orthopedics, Inc., announced the recall of approximately 30,000 units of its Inter-Op Acetabular Shell Hip Implant, followed in May 2001 with a notification of failures of its Natural Knee II Tibial Baseplate Knee Implant. In coordinated litigation in California state court, *In re Hip Replacement Cases*, JCCP 4165, Lieff Cabraser served as Court-appointed Plaintiffs’ Liaison Counsel and Co-Lead Counsel. In the federal litigation, *In re Sulzer Hip Prosthesis and Knee Prosthesis Liability Litigation*, MDL No. 1410, Lieff Cabraser played a significant role in negotiating a revised global settlement of the litigation valued at more than \$1 billion. The revised settlement, approved by the Court in May 2002, provided patients with defective implants almost twice the cash payment as under an initial settlement. On behalf of our clients, Lieff Cabraser objected to the initial settlement.

5. ***In re Bextra/Celebrex Marketing Sales Practices and Products Liability Litigation***, MDL No. 1699 (N.D. Cal.). Lieff Cabraser served as Plaintiffs’ Liaison Counsel and Elizabeth J. Cabraser chaired the Plaintiffs’ Steering Committee (PSC) charged with overseeing all personal injury and consumer litigation in federal courts nationwide arising out of the sale and marketing of the COX-2 inhibitors Bextra and Celebrex, manufactured by Pfizer, Inc. and its predecessor companies Pharmacia Corporation and G.D. Searle, Inc.

Under the global resolution of the multidistrict tort and consumer litigation announced in October 2008, Pfizer paid over \$800 million to claimants, including over \$750 million to resolve death and injury claims.

In a report adopted by the Court on common benefit work performed by the PSC, the Special Master stated:

[L]eading counsel from both sides, and the attorneys from the PSC who actively participated in this litigation, demonstrated the utmost skill and professionalism in dealing with numerous complex legal and factual issues. The briefing presented to the Special Master, and also to the Court, and the development of evidence by both sides was exemplary. The Special Master particularly wishes to recognize that leading counsel for both sides worked extremely hard to minimize disputes, and when they arose, to make sure that they were raised with a minimum of rancor and a maximum of candor before the Special Master and Court.

6. ***In re Guidant Implantable Defibrillators Products Liability Litigation***, MDL No. 1708. Lief Cabraser serves on the Plaintiffs' Lead Counsel Committee in litigation in federal court arising out of the recall of Guidant cardiac defibrillators implanted in patients because of potential malfunctions in the devices. At the time of the recall, Guidant admitted it was aware of 43 reports of device failures, and two patient deaths. Guidant subsequently acknowledged that the actual rate of failure may be higher than the reported rate and that the number of associated deaths may be underreported since implantable cardio-defibrillators are not routinely evaluated after death. In January 2008, the parties reached a global settlement of the action. Guidant's settlements of defibrillator-related claims will total \$240 million.

7. ***In re Copley Pharmaceutical, Inc., "Albuterol" Products Liability Litigation***, MDL No. 1013 (D. Wyo.). Lief Cabraser served on the Plaintiffs' Steering Committee in a class action lawsuit against Copley Pharmaceutical, which manufactured Albuterol, a bronchodilator prescription pharmaceutical. Albuterol was the subject of a nationwide recall in January 1994 after a microorganism was found to have contaminated the solution, allegedly causing numerous injuries including bronchial infections, pneumonia, respiratory distress and, in some cases, death. In October 1994, the District Court certified a nationwide class on liability issues. *In re Copley Pharmaceutical*, 161 F.R.D. 456 (D. Wyo. 1995). In November 1995, the District Court approved a \$150 million settlement of the litigation.

8. ***In re Teletronics Pacing Systems Inc., Accufix Atrial "J" Leads Products Liability Litigation***, MDL No. 1057 (S.D. Ohio). Lief Cabraser served on the Court-appointed Plaintiffs' Steering Committee in a nationwide products liability action alleging that defendants placed into the stream of commerce defective pacemaker leads. In April 1997, the District Court re-certified a nationwide class of "J" Lead implantees with subclasses for the claims of medical monitoring, negligence and strict product liability. A summary jury trial, utilizing jury instructions and interrogatories designed by Lief Cabraser, occurred in February 1998. A partial settlement was approved thereafter by the District Court but reversed by the Court of Appeals. In March 2001, the District Court approved a renewed settlement that included a \$58 million fund to satisfy all past, present and future claims by patients for their medical care, injuries, or damages arising from the lead.

9. ***Mraz v. DaimlerChrysler***, No. BC 332487 (Cal. Supr. Ct.). In March 2007, the jury returned a \$54.4 million verdict, including \$50 million in punitive damages, against DaimlerChrysler for intentionally failing to cure a known defect in millions of its vehicles that led to the death of Richard Mraz, a young father. Mr. Mraz suffered fatal head injuries when

the 1992 Dodge Dakota pickup truck he had been driving at his work site ran him over after he exited the vehicle believing it was in park. The jury found that a defect in the Dodge Dakota's automatic transmission, called a park-to-reverse defect, played a substantial factor in Mr. Mraz's death and that DaimlerChrysler was negligent in the design of the vehicle for failing to warn of the defect and then for failing to adequately recall or retrofit the vehicle.

For their outstanding service to their clients in Mraz and advancing the rights of all persons injured by defective products, Lieff Cabraser partners Robert J. Nelson, the lead trial counsel, received the 2008 California Lawyer of the Year (CLAY) Award in the field of personal injury law, and were also selected as finalists for attorney of the year by the Consumer Attorneys of California and the San Francisco Trial Lawyers Association.

In March 2008, a Louisiana-state jury found DaimlerChrysler liable for the death of infant Collin Guillot and injuries to his parents Juli and August Guillot and their then 3-year-old daughter, Madison. The jury returned a unanimous verdict of \$5,080,000 in compensatory damages. The jury found that a defect in the Jeep Grand Cherokee's transmission, called a park-to-reverse defect, played a substantial factor in Collin Guillot's death and the severe injuries suffered by Mr. and Mrs. Guillot and their daughter. Lieff Cabraser served as co-counsel in the trial.

10. ***Craft v. Vanderbilt University***, Civ. No. 3-94-0090 (M.D. Tenn.). Lieff Cabraser served as Lead Counsel of a certified class of over 800 pregnant women and their children who were intentionally fed radioactive iron isotopes without consent while receiving prenatal care at the Vanderbilt University hospital as part of a study on iron absorption during pregnancy. The women were not informed of the nature and risks of the study. Instead, they were told that the solution they were fed was a "vitamin cocktail." In the 1960's, Vanderbilt conducted a follow-up study to determine the health effects of the plaintiffs' prior radiation exposure. Throughout the follow-up study, Vanderbilt concealed from plaintiffs the fact that they had been involuntarily exposed to radiation, and that the purpose of the follow-up study was to determine whether there had been an increased rate of childhood cancers among those exposed *in utero*. Vanderbilt also did not inform plaintiffs of the results of the follow-up study, which revealed a disproportionately high incidence of cancers among the children born to the women fed the radioactive iron.

The facts surrounding the administration of radioactive iron to the pregnant women and their children in utero only came to light as a result of U.S. Energy Secretary Hazel O'Leary's 1993 disclosures of government-sponsored human radiation experimentation during the Cold War. Defendants' attempts to dismiss the claims and decertify the class were

unsuccessful. 18 F. Supp.2d 786 (M.D. Tenn. 1998). The case was settled in July 1998 for a total of \$10.3 million and a formal apology from Vanderbilt.

11. **Simply Thick Litigation.** Loeff Cabraser represented parents whose infants died or suffered gave injuries linked to Simply Thick, a thickening agent for adults that was promoted to parents, caregivers, and health professional for use by infants to assist with swallowing. The individual lawsuits alleged that Simply Thick when fed to infants caused necrotizing enterocolitis (NEC), a life-threatening condition characterized by the inflammation and death of intestinal tissue. In 2014, the litigation was resolved on confidential terms.
12. **Medtronic Infuse Litigation.** Loeff Cabraser represented patients who suffered serious injuries from the off-label use of the Infuse bone graft, manufactured by Medtronic Inc. The FDA approved Infuse for only one type of spine surgery, the anterior lumbar fusion. Many patients, however, received an off-label use of Infuse and were never informed of the off-label nature of the surgery. Serious complications associated with Infuse included uncontrolled bone growth and chronic pain from nerve injuries. In 2014, the litigation was settled on confidential terms.
13. **Wright Medical Hip Litigation.** The Profemur-Z system manufactured by Wright Medical Technology consisted of three separate components: a femoral head, a modular neck, and a femoral stem. Prior to 2009, Profemur-Z hip system included a titanium modular neck adapter and stem which was implanted in 10,000 patients. Loeff Cabraser represented patients whose Profemur-Z hip implant fractured, requiring a revision surgery. In 2013 and 2014, the litigation was resolved on confidential terms.
14. **In re Zimmer Durom Cup Product Liability Litigation**, MDL No. 2158. Loeff Cabraser served as Co-Liaison Counsel for patients nationwide injured by the defective Durom Cup manufactured by Zimmer Holdings. First sold in the U.S. in 2006, Zimmer marketed its ‘metal-on-metal’ Durom Cup implant as providing a greater range of motion and less wear than traditional hip replacement components. In July 2008, Zimmer announced the suspension of Durom sales. The complaints charged that the Durom cup was defective and led to the premature failure of the implant. In 2011 and 2012, the patients represented by Loeff Cabraser settled their cases with Zimmer on favorable, confidential terms.
15. **Luisi v. Medtronic**, No. 07 CV 4250 (D. Minn.). Loeff Cabraser represented over seven hundred heart patients nationwide who were implanted with recalled Sprint Fidelis defibrillator leads manufactured by Medtronic Inc. Plaintiffs charge that Medtronic has misrepresented the safety of the Sprint Fidelis leads and a defect in the device triggered their

receiving massive, unnecessary electrical shocks. A settlement of the litigation was announced in October 2010.

16. ***Blood Factor VIII And Factor IX Litigation.*** Working with counsel in Asia, Europe, Central and South America and the Middle East, Lieff Cabraser represented over 1,500 hemophiliacs worldwide, or their survivors and estates, who contracted HIV and/or Hepatitis C (HCV), and Americans with hemophilia who contracted HCV, from contaminated and defective blood factor products produced by American pharmaceutical companies. In 2004, Lieff Cabraser was appointed Plaintiffs' Lead Counsel of the "second generation" Blood Factor MDL litigation presided over by Judge Grady in the Northern District of Illinois. The case was resolved through a global settlement signed in 2009.
17. ***In Re Yamaha Motor Corp. Rhino ATV Products Liability Litigation,*** MDL No. 2016 (W.D. Ky.) Lieff Cabraser served as Plaintiffs' Lead Counsel in the litigation in federal court and Co-Lead Counsel in coordinated California state court litigation arising out of serious injuries and deaths in rollover accidents involving the Yamaha Rhino. The complaints charged that the Yamaha Rhino contained numerous design flaws, including the failure to equip the vehicles with side doors, which resulted in repeated broken or crushed legs, ankles or feet for riders. Plaintiffs alleged also that the Yamaha Rhino was unstable due to a narrow track width and high center of gravity leading to rollover accidents that killed and/or injured scores of persons across the nation. On behalf of victims and families of victims and along with the Center for Auto Safety, and the San Francisco Trauma Foundation, Lieff Cabraser advocated for numerous safety changes to the Rhino in reports submitted to the U.S. Consumer Product Safety Commission (CPSC). On March 31, 2009, the CPSC, in cooperation with Yamaha Motor Corp. U.S.A., announced a free repair program for all Rhino 450, 660, and 700 models to improve safety, including the addition of spacers and removal of a rear only anti-sway bar.
18. ***Advanced Medical Optics Complete MoisturePlus Litigation.*** Lieff Cabraser represented consumers nationwide in personal injury lawsuits filed against Advanced Medical Optics arising out of the May 2007 recall of AMO's Complete MoisturePlus Multi-Purpose Contact Lens Solution. The product was recalled due to reports of a link between a rare, but serious eye infection, *Acanthamoeba keratitis*, caused by a parasite and use of AMO's contact lens solution. Though AMO promoted Complete MoisturePlus Multi-Purpose as "effective against the introduction of common ocular microorganisms," the complaints charged that AMO's lens solution was ineffective and vastly inferior to other multipurpose solutions on the market. In many cases, patients were forced to undergo painful corneal transplant surgery to save their vision

and some have lost all or part of their vision permanently. The patients represented by Lief Cabraser resolved their cases with AMO on favorable, confidential terms.

19. ***Gol Airlines Flight 1907 Amazon Crash.*** Lief Cabraser served as Plaintiffs' Liaison Counsel and represents over twenty families whose loved ones died in the Gol Airlines Flight 1907 crash. On September 29, 2006, a brand-new Boeing 737-800 operated by Brazilian air carrier Gol plunged into the Amazon jungle after colliding with a smaller plane owned by the American company ExcelAire Service, Inc. None of the 149 passengers and six crew members on board the Gol flight survived the accident.

The complaint charged that the pilots of the ExcelAire jet were flying at an incorrect altitude at the time of the collision, failed to operate the jet's transponder and radio equipment properly, and failed to maintain communication with Brazilian air traffic control in violation of international civil aviation standards. If the pilots of the ExcelAire aircraft had followed these standards, the complaint charged that the collision would not have occurred.

At the time of the collision, the ExcelAire aircraft's transponder, manufactured by Honeywell, was not functioning. A transponder transmits a plane's altitude and operates its automatic anti-collision system. The complaint charged that Honeywell shares responsibility for the tragedy because it defectively designed the transponder on the ExcelAire jet, and failed to warn of dangers resulting from foreseeable uses of the transponder. The cases settled after they were sent to Brazil for prosecution.

20. ***Comair CRJ-100 Commuter Flight Crash in Lexington, Kentucky.*** A Bombardier CRJ-100 commuter plane operated by Comair, Inc., a subsidiary of Delta Air Lines, crashed on August 27, 2006 shortly after takeoff at Blue Grass Airport in Lexington, Kentucky, killing 47 passengers and two crew members. The aircraft attempted to take off from the wrong runway. The families represented by Lief Cabraser obtained substantial economic recoveries in a settlement of the case.
21. ***In re ReNu With MoistureLoc Contact Lens Solution Products Liability Litigation,*** MDL No. 1785 (D. S.C.). Lief Cabraser served on the Plaintiffs' Executive Committee in federal court litigation arising out of Bausch & Lomb's 2006 recall of its ReNu with MoistureLoc contact lens solution. Consumers who developed *Fusarium keratitis*, a rare and dangerous fungal eye infection, as well as other serious eye infections, alleged the lens solution was defective. Some consumers were forced to undergo painful corneal transplant surgery to save their vision; others lost

all or part of their vision permanently. The litigation was resolved under favorable, confidential settlements with Bausch & Lomb.

22. ***Helios Airways Flight 522 Athens, Greece Crash.*** On August 14, 2005, a Boeing 737 operating as Helios Airways flight 522 crashed north of Athens, Greece, resulting in the deaths of all passengers and crew. The aircraft was heading from Larnaca, Cyprus to Athens International Airport when ground controllers lost contact with the pilots, who had radioed in to report problems with the air conditioning system. Press reports about the official investigation indicate that a single switch for the pressurization system on the plane was not properly set by the pilots, and eventually both were rendered unconscious, along with most of the passengers and cabin crew.

Lieff Cabraser represented the families of several victims, and filed complaints alleging that a series of design defects in the Boeing 737-300 contributed to the pilots' failure to understand the nature of the problems they were facing. Foremost among those defects was a confusing pressurization warning "horn" which uses the same sound that alerts pilots to improper takeoff and landing configurations. The families represented by Lieff Cabraser obtained substantial economic recoveries in a settlement of the case.

23. ***Legend Single Engine "Turbine Legend" Kit Plane Crash.*** On November 19, 2005, a single engine "Turbine Legend" kit plane operated by its owner crashed shortly after takeoff from a private airstrip in Tucson, Arizona, killing both the owner/pilot and a passenger. Witnesses report that the aircraft left the narrow runway during the takeoff roll and although the pilot managed to get the plane airborne, it rolled to the left and crashed.

Lieff Cabraser investigated the liability of the pilot and others, including the manufacturer of the kit and the operator of the airport from which the plane took off. The runway was 16 feet narrower than the minimum width recommended by the Federal Aviation Administration. Lieff Cabraser represented the widow of the passenger, and the case was settled on favorable, confidential terms.

24. ***Manhattan Tourist Helicopter Crash.*** On June 14, 2005, a Bell 206 helicopter operated by Helicopter Flight Services, Inc. fell into the East River shortly after taking off for a tourist flight over New York City. The pilot and six passengers were immersed upside-down in the water as the helicopter overturned. Lieff Cabraser represented a passenger on the helicopter and the case was settled on favorable, confidential terms.

25. ***U.S. Army Blackhawk Helicopter Tower Collision.*** Lieff Cabraser represented the family of a pilot who died in the November 29, 2004

crash of a U.S. Army Black Hawk Helicopter. The Black Hawk was flying during the early morning hours at an altitude of approximately 500 feet when it hit cables supporting a 1,700 foot-tall television tower, and subsequently crashed 30 miles south of Waco, Texas, killing both pilots and five passengers, all in active Army service. The tower warning lights required by government regulations were inoperative. The case was resolved through a successful, confidential settlement.

26. ***Air Algeria Boeing 737 Crash.*** Together with French co-counsel, Lief Cabraser represented the families of several passengers who died in the March 6, 2003 crash of a Boeing 737 airplane operated by Air Algeria. The aircraft crashed soon after takeoff from the Algerian city of Tamanrasset, after one of the engines failed. All but one of the 97 passengers were killed, along with six crew members. The families represented by Lief Cabraser obtained economic recoveries in a settlement of the case.
27. ***In re Baycol Products Litigation,*** MDL No. 1431 (D. Minn.). Baycol was one of a group of drugs called statins, intended to reduce cholesterol. In August 2001, Bayer A.G. and Bayer Corporation, the manufacturers of Baycol, withdrew the drug from the worldwide market based upon reports that Baycol was associated with serious side effects and linked to the deaths of over 100 patients worldwide. In the federal multidistrict litigation, Lief Cabraser served as a member of the Plaintiffs' Steering Committee (PSC) and the Executive Committee of the PSC. In addition, Lief Cabraser represented approximately 200 Baycol patients who suffered injuries or family members of patients who died allegedly as a result of ingesting Baycol. In these cases, our clients reached confidential favorable settlements with Bayer.
28. ***United Airlines Boeing 747 Disaster.*** Lief Cabraser served as Plaintiffs' Liaison Counsel on behalf of the passengers and families of passengers injured and killed in the United Airlines Boeing 747 cargo door catastrophe near Honolulu, Hawaii on February 24, 1989. Lief Cabraser organized the litigation of the case, which included claims brought against United Airlines and The Boeing Company.

Among our work, we developed a statistical system for settling the passengers' and families' damages claims with certain defendants, and coordinated the prosecution of successful individual damages trials for wrongful death against the non-settling defendants.

29. ***Aeroflot-Russian International Airlines Airbus Disaster.*** Lief Cabraser represented the families of passengers who were on Aeroflot-Russian International Airlines Flight SU593 that crashed in Siberia on March 23, 1994. The plane was en route from Moscow to Hong Kong. All passengers on board died.

According to a transcript of the cockpit voice recorder, the pilot's two children entered the cockpit during the flight and took turns flying the plane. The autopilot apparently was inadvertently turned off during this time, and the pilot was unable to remove his son from the captain's seat in time to avert the plane's fatal dive.

Lieff Cabraser, alongside French co-counsel, filed suit in France, where Airbus, the plane's manufacturer, was headquartered. The families Lieff Cabraser represented obtained substantial economic recoveries in settlement of the action.

30. ***Lockheed F-104 Fighter Crashes.*** In the late 1960s and extending into the early 1970s, the United States sold F-104 Star Fighter jets to the German Air Force that were manufactured by Lockheed Aircraft Corporation in California. Although the F-104 Star Fighter was designed for high-altitude fighter combat, it was used in Germany and other European countries for low-level bombing and attack training missions.

Consequently, the aircraft had an extremely high crash rate, with over 300 pilots killed. Commencing in 1971, the law firm of Belli Ashe Ellison Choulos & Lieff filed hundreds of lawsuits for wrongful death and other claims on behalf of the widows and surviving children of the pilots.

Robert Lieff continued to prosecute the cases after the formation of our firm. In 1974, the lawsuits were settled with Lockheed on terms favorable to the plaintiffs. This litigation helped establish the principle that citizens of foreign countries could assert claims in United States courts and obtain substantial recoveries against an American manufacturer, based upon airplane accidents or crashes occurring outside the United States.

II. Securities and Financial Fraud

A. Current Cases

1. ***Houston Municipal Employees Pension System v. BofI Holding, Inc., et al.***, No. 3:15-cv-02324-GPC-KSC (S.D. Cal.). Lieff Cabraser serves as lead counsel for court-appointed lead plaintiff, Houston Municipal Employees Pension System (“HMEPS”), in this securities fraud class action against BofI Holding, Inc. and certain of its senior officers. HMEPS filed a consolidated amended class action complaint in April 2016 that charges defendants with issuing materially false and misleading statements and failing to disclose material adverse facts about BofI’s business, operations, prospects and performance. A hearing on defendants’ motion to dismiss is scheduled for September 2016.

2. ***Lord Abbett Affiliated Fund, Inc., et al. v. Navient Corporation, et al.***, No. 1:16-cv-112-GMS (D. Del.). Lief Cabraser serves as lead counsel for the court-appointed lead plaintiff, a group of Lord Abbett funds, in this securities fraud class action arising under the PSLRA against Navient, certain of Navient’s senior officers and directors, and the underwriters of certain of Navient’s public debt offerings. The consolidated actions allege that defendants misrepresented or failed to disclose that (i) Navient’s loan-servicing practices violated applicable federal regulations and jeopardized a contingency collection contract with the U.S. Department of Education (“DOE”); (ii) the Company had an increased number of higher-risk borrowers who were not repaying their loans and Navient failed to properly account for this increased risk of loss in its reported financial results; (iii) Navient’s operating structure was inefficient as a result of its spin-off from Sallie Mae; and (iv) a significant portion of the Company’s low-rate credit facilities were at risk of being reduced or eliminated. A consolidated amended class action complaint is scheduled to be filed in September 2016.

3. ***Normand, et al. v. Bank of New York Mellon Corp.***, No. 1:16-cv-00212-LAK-JLC (S.D.N.Y.). Lief Cabraser, together with co-counsel, represents a proposed class of holders of American Depositary Receipts (“ADRs”) (negotiable U.S. securities representing ownership of publicly traded shares in a non-U.S. corporation), for which BNY Mellon served as the depositary bank. Plaintiffs allege that under the contractual agreements underlying the ADRs, BNY Mellon was responsible for “promptly” converting cash distributions (such as dividends) received for ADRs into U.S. dollars for the benefit of ADR holders, and was required to act without bad faith. Plaintiffs allege that, instead, when doing the ADR cash conversions, BNY Mellon used the range of exchange rates available during the trading session in a manner that was unfavorable for ADR holders, and in doing so, improperly skimmed profits from distributions owed and payable to the class.

4. ***Arkansas Teacher Retirement System v. State Street Corp.***, No. 11cv10230 (MLW) (D. Mass.). Lief Cabraser is co-counsel for a proposed nationwide class of institutional custodial customers of State Street, including public pension funds and ERISA plans, who allege that defendants deceptively charged class members on FX trades done in connection with the purchase and sale of foreign securities.

Similar to the action against BNY Mellon described below, the complaint charges that between 1999 and 2009, State Street consistently incorporated hidden and excessive mark-ups or mark-downs relative to the actual FX rates applicable at the times of the trades conducted for State Street’s custodial FX clients. State Street allegedly kept for itself, as an unlawful profit, the “spread” between the prices for foreign currency

available to it in the FX marketplace and the rates it charged to its customers.

Plaintiffs seek recovery under Massachusetts' Consumer Protection Law and common law tort and contract theories. In May 2012, the Court denied State Street's motion to dismiss in all substantive respects. Since that time, the parties have been engaged in mediation and discovery. Lief Cabraser is also actively involved in counseling other state pension and ERISA funds with respect to their potential exposure to FX manipulation by custodial service providers.

5. ***In re Facebook, Inc. IPO Securities And Derivative Litigation***, MDL No. 12-2389 (RWS) (S.D.N.Y.). Lief Cabraser is counsel for two individual investor class representatives in the securities class litigation arising under the Private Securities Litigation Reform Act of 1995 (the "PSLRA") concerning Facebook's initial public offering in May 2012. In December 2013, the court denied defendants' motions to dismiss plaintiffs' consolidated class action complaint. The parties subsequently engaged in discovery and briefing.

In December, 2015, the court granted the investors' motion for class certification. The litigation is ongoing.

6. ***Janus Overseas Fund, et al. v. Petróleo Brasileiro S.A. - Petrobras, et al.***, No. 1:15-cv-10086-JSR (S.D.N.Y.); ***Dodge & Cox Global Stock Fund, et al. v. Petróleo Brasileiro S.A. - Petrobras, et al.***, No. 1:15-cv-10111-JSR (S.D.N.Y.). Lief Cabraser represents several funds managed by Janus and several funds managed by Dodge & Cox in individual securities cases arising from the massive fraud at Petrobras, a state-run semi-public energy and oil-production company headquartered in Rio de Janeiro, Brazil. Plaintiffs seek recovery under the federal securities laws for damages they suffered on transactions in Petrobras securities during the period December 29, 2010 through July 28, 2015 due to a pervasive and long-running scheme of bribery and corruption at Petrobras.

Plaintiffs allege that beginning around 2005 and continuing through the relevant period, the Company engaged in a scheme whereby contractors paid bribes to Petrobras executives and others in exchange for the award of lucrative oil and gas construction contracts. Some of the bribes were passed on to Brazilian politicians and political parties. The Company then paid the contractors inflated amounts under the contracts in order to repay them for the bribes. When the fraud was finally revealed beginning in May 2014, it sent shockwaves through the Brazilian government and economy, and caused Petrobras's market capitalization to plummet. Authorities estimate the scheme has diverted up to, or more than, \$28 billion from the Company's coffers.

Lieff Cabraser's cases are part of consolidated proceedings before Judge Jed S. Rakoff in the Southern District of New York. The cases are in the discovery phase, with trial set for September 2016.

7. ***The Charles Schwab Corp. v. BNP Paribas Sec. Corp.***, No. CGC-10-501610 (Cal. Super. Ct.); ***The Charles Schwab Corp. v. J.P. Morgan Sec., Inc.***, No. CGC-10-503206 (Cal. Super. Ct.); ***The Charles Schwab Corp. v. J.P. Morgan Sec., Inc.***, No. CGC-10-503207 (Cal. Super. Ct.); and ***The Charles Schwab Corp. v. Banc of America Sec. LLC***, No. CGC-10-501151 (Cal. Super. Ct.). Lieff Cabraser, along with co-counsel, represents Charles Schwab in four separate individual securities actions against certain issuers and sellers of mortgage-backed securities ("MBS") for materially misrepresenting the quality of the loans underlying the securities in violation of California state law. Charles Schwab Bank, N.A., a subsidiary of Charles Schwab, suffered significant damages by purchasing the securities in reliance on defendants' misstatements.

The court largely overruled defendants' demurrers in January 2012. Settlements have been reached with certain defendants for confidential amounts. Trials against remaining defendants Morgan Stanley & Co. Inc. and UBS Securities, LLC are scheduled for July 2016 and February 2017, respectively. Motions for summary judgment by defendant Goldman, Sachs & Co. are currently being briefed.

8. ***Honeywell International Inc. Defined Contribution Plans Master Savings Trust. v. Merck & Co.***, No. 14-cv 2523-SRC-CLW (S.D.N.Y.); ***Janus Balanced Fund v. Merck & Co.***, No. 14-cv-3019-SRC-CLW (S.D.N.Y.); ***Lord Abbett Affiliated Fund v. Merck & Co.***, No. 14-cv-2027-SRC-CLW (S.D.N.Y.); ***Nuveen Dividend Value Fund (f/k/a Nuveen Equity Income Fund), on its own behalf and as successor in interest to Nuveen Large Cap Value Fund (f/k/a First American Large Cap Value Fund) v. Merck & Co.***, No. 14-cv-1709-SRC-CLW (S.D.N.Y.). Lieff Cabraser represents Lord Abbett, Janus, and Nuveen funds and Honeywell trusts in separate, individual actions against Merck and certain of its officers for allegedly misrepresenting and omitting material information about the adverse cardiovascular effects of Merck's pharmaceutical drug Vioxx. The complaints charge defendants with violations of the Exchange Act. Fact discovery in the cases has been completed and the parties are preparing for trial in 2016.

B. Successes

1. ***In re First Capital Holdings Corp. Financial Products Securities Litigation***, MDL No. 901 (C.D. Cal.). Lieff Cabraser served as Co-Lead Counsel in a class action brought to recover damages

sustained by policyholders of First Capital Life Insurance Company and Fidelity Bankers Life Insurance Company policyholders resulting from the insurance companies' allegedly fraudulent or reckless investment and financial practices, and the manipulation of the companies' financial statements. This policyholder settlement generated over \$1 billion in restored life insurance policies. The settlement was approved by both federal and state courts in parallel proceedings and then affirmed by the Ninth Circuit on appeal.

2. ***In re Bank of New York Mellon Corp. Foreign Exchange Transactions Litigation***, Case No. MD-12-2335-LAK (S.D.N.Y.). Lieff Cabraser served as co-lead class counsel for a proposed nationwide class of institutional custodial customers of The Bank of New York Mellon Corporation ("BNY Mellon"). The litigation stemmed from alleged deceptive overcharges imposed by BNY Mellon on foreign currency exchanges (FX) that were done in connection with custodial customers' purchases or sales of foreign securities. Plaintiffs alleged that for more than a decade, BNY Mellon consistently charged its custodial customers hidden and excessive mark-ups on exchange rates for FX trades done pursuant to "standing instructions," using "range of the day" pricing, rather than the rates readily available when the trades were actually executed.

In addition to serving as co-lead counsel for a nationwide class of affected custodial customers, which included public pension funds, ERISA funds, and other public and private institutions, Lieff Cabraser was one of three firms on Plaintiffs' Executive Committee tasked with managing all activities on the plaintiffs' side in the multidistrict consolidated litigation. Prior to the cases being transferred and consolidated in the Southern District of New York, Lieff Cabraser defeated, in its entirety, BNY Mellon's motion to dismiss claims brought on behalf of ERISA and other funds under California's and New York's consumer protection laws.

The firm's clients and class representatives in the consolidated litigation included the Ohio Police & Fire Pension Fund, the School Employees Retirement System of Ohio, and the International Union of Operating Engineers, Stationary Engineers Local 39 Pension Trust Fund.

In March 2015, a global resolution of the private and governmental enforcement actions against BNY Mellon was announced, in which \$504 million will be paid back to BNY Mellon customers (\$335 million of which is directly attributable to the class litigation).

On September 24, 2015, U.S. District Court Judge Lewis A. Kaplan granted final approval to the settlement. Commenting on the work of plaintiffs' counsel, Judge Kaplan stated, "This really was an extraordinary case in which plaintiff's counsel performed, at no small risk, an

extraordinary service. They did a wonderful job in this case, and I've seen a lot of wonderful lawyers over the years. This was a great performance. They were fought tooth and nail at every step of the road. It undoubtedly vastly expanded the costs of the case, but it's an adversary system, and sometimes you meet adversaries who are heavily armed and well financed, and if you're going to win, you have to fight them and it costs money. This was an outrageous wrong committed by the Bank of New York Mellon, and plaintiffs' counsel deserve a world of credit for taking it on, for running the risk, for financing it and doing a great job. ”

3. ***In re Broadcom Corporation Derivative Litigation***, No. CV 06-3252-R (C.D. Cal.). Lief Cabraser served as Court-appointed Lead Counsel in a shareholders derivative action arising out of stock options backdating in Broadcom securities. The complaint alleged that defendants intentionally manipulated their stock option grant dates between 1998 and 2003 at the expense of Broadcom and Broadcom shareholders. By making it seem as if stock option grants occurred on dates when Broadcom stock was trading at a comparatively low per share price, stock option grant recipients were able to exercise their stock option grants at exercise prices that were lower than the fair market value of Broadcom stock on the day the options were actually granted. In December 2009, U.S. District Judge Manuel L. Real granted final approval to a partial settlement in which Broadcom Corporation's insurance carriers paid \$118 million to Broadcom. The settlement released certain individual director and officer defendants covered by Broadcom's directors' and officers' policy.

Plaintiffs' counsel continued to pursue claims against William J. Ruehle, Broadcom's former Chief Financial Officer, Henry T. Nicholas, III, Broadcom's co-founder and former Chief Executive Officer, and Henry Samuelli, Broadcom's co-founder and former Chief Technology Officer. In May 2011, the Court approved a settlement with these defendants. The settlement provided substantial consideration to Broadcom, consisting of the receipt of cash and cancelled options from Dr. Nicholas and Dr. Samuelli totaling \$53 million in value, plus the release of a claim by Mr. Ruehle, which sought damages in excess of \$26 million.

Coupled with the earlier \$118 million partial settlement, the total recovery in the derivative action was \$197 million, which constitutes the third-largest settlement ever in a derivative action involving stock options backdating.

4. ***In re Scorpion Technologies Securities Litigation I***, No. C-93-20333-EAI (N.D. Cal.); ***Dietrich v. Bauer***, No. C-95-7051-RWS (S.D.N.Y.); ***Claghorn v. Edsaco***, No. 98-3039-SI (N.D. Cal.). Lief Cabraser served as Lead Counsel in class action suits arising out of an

alleged fraudulent scheme by Scorpion Technologies, Inc., certain of its officers, accountants, underwriters and business affiliates to inflate the company's earnings through reporting fictitious sales. In *Scorpion I*, the Court found plaintiffs had presented sufficient evidence of liability under Federal securities acts against the accounting firm Grant Thornton for the case to proceed to trial. *In re Scorpion Techs.*, 1996 U.S. Dist. LEXIS 22294 (N.D. Cal. Mar. 27, 1996). In 1988, the Court approved a \$5.5 million settlement with Grant Thornton. In 2000, the Court approved a \$950,000 settlement with Credit Suisse First Boston Corporation. In April 2002, a federal jury in San Francisco, California returned a \$170.7 million verdict against Edsaco Ltd. The jury found that Edsaco aided Scorpion in setting up phony European companies as part of a scheme in which Scorpion reported fictitious sales of its software to these companies, thereby inflating its earnings. Included in the jury verdict, one of the largest verdicts in the U.S. in 2002, was \$165 million in punitive damages. Richard M. Heimann conducted the trial for plaintiffs.

On June 14, 2002, U.S. District Court Judge Susan Illston commented on Lief Cabraser's representation: "[C]ounsel for the plaintiffs did a very good job in a very tough situation of achieving an excellent recovery for the class here. You were opposed by extremely capable lawyers. It was an uphill battle. There were some complicated questions, and then there was the tricky issue of actually collecting anything in the end. I think based on the efforts that were made here that it was an excellent result for the class. . . [T]he recovery that was achieved for the class in this second trial is remarkable, almost a hundred percent."

5. ***In re Diamond Foods, Inc., Securities Litigation***, No. 11-cv-05386-WHA (N.D. Cal.). Lief Cabraser served as local counsel for Lead Plaintiff Public Employees' Retirement System of Mississippi ("MissPERS") and the class of investors it represented in this securities class action lawsuit arising under the PSLRA. The complaint charged Diamond Foods and certain senior executives of the company with violations of the Exchange Act for knowingly understating the cost of walnuts Diamond Foods purchased in order to inflate the price of Diamond Foods' common stock. In January 2014, the Court granted final approval of a settlement of the action requiring Diamond Foods to pay \$11 million in cash and issue 4.45 million common shares worth \$116.3 million on the date of final approval based on the stock's closing price on that date.
6. ***Merrill Lynch Fundamental Growth Fund and Merrill Lynch Global Value Fund v. McKesson HBOC***, No. 02-405792 (Cal. Supr. Ct.). Lief Cabraser served as counsel for two Merrill Lynch sponsored mutual funds in a private lawsuit alleging that a massive accounting fraud occurred at HBOC & Company ("HBOC") before and following its 1999

acquisition by McKesson Corporation (“McKesson”). The funds charged that defendants, including the former CFO of McKesson HBOC, the name McKesson adopted after acquiring HBOC, artificially inflated the price of securities in McKesson HBOC, through misrepresentations and omissions concerning the financial condition of HBOC, resulting in approximately \$135 million in losses for plaintiffs. In a significant discovery ruling in 2004, the California Court of Appeal held that defendants waived the attorney-client and work product privileges in regard to an audit committee report and interview memoranda prepared in anticipation of shareholder lawsuits by disclosing the information to the U.S. Attorney and SEC. *McKesson HBOC, Inc. v. Supr. Court*, 115 Cal. App. 4th 1229 (2004). Lief Cabraser’s clients recovered approximately \$145 million, representing nearly 104% of damages suffered by the funds. This amount was approximately \$115-120 million more than the Merrill Lynch funds would have recovered had they participated in the federal class action settlement.

7. ***Informix/Illustra Securities Litigation***, No. C-97-1289-CRB (N.D. Cal.). Lief Cabraser represented Richard H. Williams, the former Chief Executive Officer and President of Illustra Information Technologies, Inc. (“Illustra”), and a class of Illustra shareholders in a class action suit on behalf of all former Illustra securities holders who tendered their Illustra preferred or common stock, stock warrants or stock options in exchange for securities of Informix Corporation (“Informix”) in connection with Informix’s 1996 purchase of Illustra. Pursuant to that acquisition, Illustra stockholders received Informix securities representing approximately 10% of the value of the combined company. The complaint alleged claims for common law fraud and violations of Federal securities law arising out of the acquisition. In October 1999, U.S. District Judge Charles E. Breyer approved a global settlement of the litigation for \$136 million, constituting one of the largest settlements ever involving a high technology company alleged to have committed securities fraud. Our clients, the Illustra shareholders, received approximately 30% of the net settlement fund.

8. ***In re Qwest Communications International Securities and “ERISA” Litigation (No. II)***, No. 06-cv-17880-REB-PAC (MDL No. 1788) (D. Colo.). Lief Cabraser represented the New York State Common Retirement Fund, Fire and Police Pension Association of Colorado, Denver Employees’ Retirement Plan, San Francisco Employees’ Retirement System, and over thirty BlackRock managed mutual funds in individual securities fraud actions (“opt out” cases) against Qwest Communications International, Inc., Philip F. Anschutz, former co-chairman of the Qwest board of directors, and other senior executives at Qwest. In each action, the plaintiffs charged defendants with massively overstating Qwest’s publicly-reported growth, revenues, earnings, and

earnings per share from 1999 through 2002. The cases were filed in the wake of a \$400 million settlement of a securities fraud class action against Qwest that was announced in early 2006. The cases brought by Lief Cabraser's clients settled in October 2007 for recoveries totaling more than \$85 million, or more than 13 times what the clients would have received had they remained in the class.

9. ***In re AXA Rosenberg Investor Litigation***, No. CV 11-00536 JSW (N.D. Cal). Lief Cabraser served as Co-Lead Counsel for a class of institutional investors, ERISA-covered plans, and other investors in quantitative funds managed by AXA Rosenberg Group, LLC and its affiliates ("AXA"). Plaintiffs alleged that AXA breached its fiduciary duties and violated ERISA by failing to discover a material computer error that existed in its system for years, and then failing to remedy it for months after its eventual discovery in 2009. By the time AXA disclosed the error in 2010, investors had suffered losses and paid substantial investment management fees to AXA. After briefing motions to dismiss and working with experts to analyze data obtained from AXA relating to the impact of the error, we reached a \$65 million settlement with AXA that the Court approved in April 2012.
10. ***In re National Century Financial Enterprises, Inc. Investment Litigation***, MDL No. 1565 (S.D. Ohio). Lief Cabraser served as outside counsel for the New York City Employees' Retirement System, Teachers' Retirement System for the City of New York, New York City Police Pension Fund, and New York City Fire Department Pension Fund in this multidistrict litigation arising from fraud in connection with NCFE's issuance of notes backed by healthcare receivables. The New York City Pension Funds recovered more than 70% of their \$89 million in losses, primarily through settlements achieved in the federal litigation and another NCFE-matter brought on their behalf by Lief Cabraser.
11. ***BlackRock Global Allocation Fund v. Tyco International Ltd., et al.***, No. 2:08-cv-519 (D. N.J.); ***Nuveen Balanced Municipal and Stock Fund v. Tyco International Ltd., et al.***, No. 2:08-cv-518 (D. N.J.). Lief Cabraser represented multiple funds of the investment firms BlackRock Inc. and Nuveen Asset Management in separate, direct securities fraud actions against Tyco International Ltd., Tyco Electronics Ltd., Covidien Ltd, Covidien (U.S.), L. Dennis Kozlowski, Mark H. Swartz, and Frank E. Walsh, Jr. Plaintiffs alleged that defendants engaged in a massive criminal enterprise that combined the theft of corporate assets with fraudulent accounting entries that concealed Tyco's financial condition from investors. As a result, plaintiffs purchased Tyco common stock and other Tyco securities at artificially inflated prices and suffered losses upon disclosures revealing Tyco's true financial condition and defendants' misconduct. In 2009, the parties settled the claims against

the corporate defendants (Tyco International Ltd., Tyco Electronics Ltd., Covidien Ltd., and Covidien (U.S.)). The litigation concluded in 2010. The total settlement proceeds paid by all defendants were in excess of \$57 million.

12. ***Kofuku Bank and Namihaya Bank v. Republic New York Securities Corp.***, No. 00 CIV 3298 (S.D.N.Y.); and *Kita Hyogo Shinyo-Kumiai v. Republic New York Securities Corp.*, No. 00 CIV 4114 (S.D.N.Y.). Loeff Cabraser represented Kofuku Bank, Namihaya Bank and Kita Hyogo Shinyo-Kumiai (a credit union) in individual lawsuits against, among others, Martin A. Armstrong and HSBC, Inc., the successor-in-interest to Republic New York Corporation, Republic New York Bank and Republic New York Securities Corporation for alleged violations of federal securities and racketeering laws. Through a group of interconnected companies owned and controlled by Armstrong—the Princeton Companies—Armstrong and the Republic Companies promoted and sold promissory notes, known as the “Princeton Notes,” to more than eighty of the largest companies and financial institutions in Japan. Loeff Cabraser’s lawsuits, as well as the lawsuits of dozens of other Princeton Note investors, alleged that the Princeton and Republic Companies made fraudulent misrepresentations and non-disclosures in connection with the promotion and sale of Princeton Notes, and that investors’ monies were commingled and misused to the benefit of Armstrong, the Princeton Companies and the Republic Companies. In December 2001, the claims of our clients and those of the other Princeton Note investors were settled. As part of the settlement, our clients recovered more than \$50 million, which represented 100% of the value of their principal investments less money they received in interest or other payments.
13. ***Alaska State Department of Revenue v. America Online***, No. 1JU-04-503 (Alaska Supr. Ct.). In December 2006, a \$50 million settlement was reached in a securities fraud action brought by the Alaska State Department of Revenue, Alaska State Pension Investment Board and Alaska Permanent Fund Corporation against defendants America Online, Inc. (“AOL”), Time Warner Inc. (formerly known as AOL Time Warner (“AOLTW”)), Historic TW Inc. When the action was filed, the Alaska Attorney General estimated total losses at \$70 million. The recovery on behalf of Alaska was approximately 50 times what the state would have received as a member of the class in the federal securities class action settlement. The lawsuit, filed in 2004 in Alaska State Court, alleged that defendants misrepresented advertising revenues and growth of AOL and AOLTW along with the number of AOL subscribers, which artificially inflated the stock price of AOL and AOLTW to the detriment of Alaska State funds.

The Alaska Department of Law retained Lieff Cabraser to lead the litigation efforts under its direction. “We appreciate the diligence and expertise of our counsel in achieving an outstanding resolution of the case,” said Mark Morones, spokesperson for the Department of Law, following announcement of the settlement.

14. ***Allocco v. Gardner***, No. GIC 806450 (Cal. Supr. Ct.). Lieff Cabraser represented Lawrence L. Garlick, the co-founder and former Chief Executive Officer of Remedy Corporation and 24 other former senior executives and directors of Remedy Corporation in a private (non-class) securities fraud lawsuit against Stephen P. Gardner, the former Chief Executive Officer of Peregrine Systems, Inc., John J. Moores, Peregrine’s former Chairman of the Board, Matthew C. Gless, Peregrine’s former Chief Financial Officer, Peregrine’s accounting firm Arthur Andersen and certain entities that entered into fraudulent transactions with Peregrine. The lawsuit, filed in California state court, arose out of Peregrine’s August 2001 acquisition of Remedy. Plaintiffs charged that they were induced to exchange their Remedy stock for Peregrine stock on the basis of false and misleading representations made by defendants. Within months of the Remedy acquisition, Peregrine began to reveal to the public that it had grossly overstated its revenue during the years 2000-2002, and eventually restated more than \$500 million in revenues.

After successfully defeating demurrers brought by defendants, including third parties who were customers of Peregrine who aided and abetted Peregrine’s accounting fraud under California common law, plaintiffs reached a series of settlements. The settling defendants included Arthur Andersen, all of the director defendants, three officer defendants and the third party customer defendants KPMG, British Telecom, Fujitsu, Software Spectrum and Bindview. The total amount received in settlements was approximately \$45 million.

15. ***In re Cablevision Systems Corp. Shareholder Derivative Litigation***, No. 06-cv-4130-DGT-AKT (E.D.N.Y.). Lieff Cabraser served as Co-Lead Counsel in a shareholders’ derivative action against the board of directors and numerous officers of Cablevision. The suit alleged that defendants intentionally manipulated stock option grant dates to Cablevision employees between 1997 and 2002 in order to enrich certain officer and director defendants at the expense of Cablevision and Cablevision shareholders. According to the complaint, Defendants made it appear as if stock options were granted earlier than they actually were in order to maximize the value of the grants. In September 2008, the Court granted final approval to a \$34.4 million settlement of the action. Over \$24 million of the settlement was contributed directly by individual defendants who either received backdated options or participated in the backdating activity.

16. ***In re Media Vision Technology Securities Litigation***, No. CV-94-1015 (N.D. Cal.). Lief Cabraser served as Co-Lead Counsel in a class action lawsuit which alleged that certain Media Vision's officers, outside directors, accountants and underwriters engaged in a fraudulent scheme to inflate the company's earnings and issued false and misleading public statements about the company's finances, earnings and profits. By 1998, the Court had approved several partial settlements with many of Media Vision's officers and directors, accountants and underwriters which totaled \$31 million. The settlement proceeds have been distributed to eligible class members. The evidence that Lief Cabraser developed in the civil case led prosecutors to commence an investigation and ultimately file criminal charges against Media Vision's former Chief Executive Officer and Chief Financial Officer. The civil action against Media Vision's CEO and CFO was stayed pending the criminal proceedings against them. In the criminal proceedings, the CEO pled guilty on several counts, and the CFO was convicted at trial. In October 2003, the Court granted Plaintiffs' motions for summary judgment and entered a judgment in favor of the class against the two defendants in the amount of \$188 million.

17. ***In re California Micro Devices Securities Litigation***, No. C-94-2817-VRW (N.D. Cal.). Lief Cabraser served as Liaison Counsel for the Colorado Public Employees' Retirement Association and the California State Teachers' Retirement System, and the class they represented. Prior to 2001, the Court approved \$19 million in settlements. In May 2001, the Court approved an additional settlement of \$12 million, which, combined with the earlier settlements, provided class members an almost complete return on their losses. The settlement with the company included multi-million dollar contributions by the former Chairman of the Board and Chief Executive Officer.

Commenting in 2001 on Lief Cabraser's work in Cal Micro Devices, U.S. District Court Judge Vaughn R. Walker stated, "It is highly unusual for a class action in the securities area to recover anywhere close to the percentage of loss that has been recovered here, and counsel and the lead plaintiffs have done an admirable job in bringing about this most satisfactory conclusion of the litigation." One year later, in a related proceeding and in response to the statement that the class had received nearly a 100% recovery, Judge Walker observed, "That's pretty remarkable. In these cases, 25 cents on the dollar is considered to be a magnificent recovery, and this is [almost] a hundred percent."

18. ***In re Network Associates, Inc. Securities Litigation***, No. C-99-1729-WHA (N.D. Cal.). Following a competitive bidding process, the Court appointed Lief Cabraser as Lead Counsel for the Lead Plaintiff and the class of investors. The complaint alleged that Network Associates

improperly accounted for acquisitions in order to inflate its stock price. In May 2001, the Court granted approval to a \$30 million settlement.

In reviewing the *Network Associates* settlement, U.S. District Court Judge William H. Alsup observed, “[T]he class was well served at a good price by excellent counsel . . . We have class counsel who’s one of the foremost law firms in the country in both securities law and class actions. And they have a very excellent reputation for the conduct of these kinds of cases . . .”

19. ***In re FPI/Agretech Securities Litigation***, MDL No. 763 (D. Haw., Real, J.). We served as Lead Class Counsel for investors defrauded in a “Ponzi-like” limited partnership investment scheme. The Court approved \$15 million in partial, pretrial settlements. At trial, the jury returned a \$24 million verdict, which included \$10 million in punitive damages, against non-settling defendant Arthur Young & Co. for its knowing complicity and active and substantial assistance in the marketing and sale of the worthless limited partnership offerings. The Appellate Court affirmed the compensatory damages award and remanded the case for a retrial on punitive damages. In 1994, the Court approved a \$17 million settlement with Ernst & Young, the successor to Arthur Young & Co.
20. ***Nguyen v. FundAmerica***, No. C-90-2090 MHP (N.D. Cal., Patel, J.), 1990 Fed. Sec. L. Rep. (CCH) ¶¶ 95,497, 95,498 (N.D. Cal. 1990). Lief Cabraser served as Plaintiffs’ Class Counsel in this securities/RICO/tort action seeking an injunction against alleged unfair “pyramid” marketing practices and compensation to participants. The District Court certified a nationwide class for injunctive relief and damages on a mandatory basis and enjoined fraudulent overseas transfers of assets. The Bankruptcy Court permitted class proof of claims. Lief Cabraser obtained dual District Court and Bankruptcy Court approval of settlements distributing over \$13 million in FundAmerica assets to class members.
21. ***In re Brooks Automation, Inc. Securities Litigation***, No. 06 CA 11068 (D. Mass.). Lief Cabraser served as Court-Appointed Lead Counsel for Lead Plaintiff the Los Angeles County Employees Retirement Association and co-plaintiff Sacramento County Employees’ Retirement System in a class action lawsuit on behalf of purchasers of Brooks Automation securities. Plaintiffs charged that Brooks Automation, its senior corporate officers and directors violated federal securities laws by backdating company stock options over a six-year period, and failed to disclose the scheme in publicly filed financial statements. Subsequent to Lief Cabraser’s filing of a consolidated amended complaint in this action, both the Securities and Exchange Commission and the United States Department of Justice filed complaints against the Company’s former

C.E.O., Robert Therrien, related to the same alleged practices. In October 2008, the Court approved a \$7.75 million settlement of the action.

22. ***In re A-Power Energy Generation Systems, Ltd. Securities Litigation***, No. 2:11-ml-2302-GW- (CWx) (C.D. Cal.). Loeff Cabraser served as Court-appointed Lead Counsel for Lead Plaintiff in this securities class action that charged defendants with materially misrepresenting A-Power Energy Generation Systems, Ltd.'s financial results and business prospects in violation of the antifraud provisions of the Securities Exchange Act of 1934. The Court approved a \$3.675 million settlement in August 2013.
23. ***The Regents of the University of California v. American International Group***, No. 1:14-cv-01270-LTS-DCF (S.D.N.Y.). Loeff Cabraser represented The Regents of the University of California in this individual action against American International Group, Inc. ("AIG") and certain of its officers and directors for misrepresenting and omitting material information about AIG's financial condition and the extent of its exposure to the subprime mortgage market. The complaint charged defendants with violations of the Exchange Act, as well as common law fraud and unjust enrichment. The litigation settled in 2015.
24. ***Biotechnology Value Fund, L.P. v. Celera Corp.***, 3:13-cv-03248-WHA (N.D. Cal.). Loeff Cabraser represented a group of affiliated funds investing in biotechnology companies in this individual action arising from misconduct in connection with Quest Diagnostics Inc.'s 2011 acquisition of Celera Corporation. Celera, Celera's individual directors, and Credit Suisse were charged with violations of Sections 14(e) and 20(a) of the Exchange Act and breach of fiduciary duty. In February 2014, the Court denied in large part defendants' motion to dismiss the second amended complaint. In September 2014, the plaintiffs settled with Credit Suisse for a confidential amount. After the completion of fact and expert discovery, and prior to a ruling on defendants' motion for summary judgment, the plaintiffs settled with the Celera defendants in January 2015 for a confidential amount.
25. ***Bank of America-Merrill Lynch Merger Securities Cases***. In two cases -- *DiNapoli, et al. v. Bank of America Corp.*, No. 10 CV 5563 (S.D. N.Y.) and *Schwab S&P 500 Index Fund, et al. v. Bank of America Corp., et al.*, No. 11-cv- 07779 PKC (S.D. N.Y.). -- Loeff Cabraser sought recovery on a direct, non-class basis for losses that a number of public pension funds and mutual funds incurred as a result of Bank of America's alleged misrepresentations and concealment of material facts in connection with its acquisition of Merrill Lynch & Co., Inc. Loeff Cabraser represented the New York State Common Retirement Fund, the New York State Teachers' Retirement System, the Public Employees' Retirement Association of

Colorado, and fourteen mutual funds managed by Charles Schwab Investment Management. Both cases settled in 2013 on confidential terms favorable for our clients.

26. ***Albert v. Alex. Brown Management Services; Baker v. Alex. Brown Management Services*** (Del. Ch. Ct.). In May 2004, on behalf of investors in two investment funds controlled, managed and operated by Deutsche Bank and advised by DC Investment Partners, Lieff Cabraser filed lawsuits for alleged fraudulent conduct that resulted in an aggregate loss of hundreds of millions of dollars. The suits named as defendants Deutsche Bank and its subsidiaries Alex. Brown Management Services and Deutsche Bank Securities, members of the funds' management committee, as well as DC Investments Partners and two of its principals. Among the plaintiff-investors were 70 high net worth individuals. In the fall of 2006, the cases settled by confidential agreement.

III. Employment Discrimination and Unfair Employment Practices

A. Current Cases

1. ***Chen-Oster v. Goldman Sachs***, No. 10-6950 (S.D.N.Y.). Lieff Cabraser serves as Co-Lead Counsel for plaintiffs in a gender discrimination class action lawsuit against Goldman Sachs. The complaint alleges that Goldman Sachs has engaged in systemic and pervasive discrimination against its female professional employees in violation of Title VII of the Civil Rights Act of 1964 and the New York City Human Rights Law. The complaint charges that, among other things, Goldman Sachs pays its female professionals less than similarly situated males, disproportionately promotes men over equally or more qualified women, and offers better business opportunities and professional support to its male professionals. In 2012, the Court denied defendant's motion to strike class allegations. On March 10, 2015, Magistrate Judge James C. Francis IV issued a recommendation against certifying the class. Review of the Magistrate Judge's recommendation to deny plaintiffs' motion for class certification is pending before U.S. District Court Judge Analisa Torres.
2. ***Moussouris v. Microsoft Corp.***, No. 15-cv-01483 (W.D. Wash.). Lieff Cabraser and co-counsel represent a former female Microsoft technical professional in a gender discrimination class action lawsuit on behalf of herself and all current and former female technical professionals employed by Microsoft in the U.S. since September 16, 2009. The complaint alleges that Microsoft has engaged in systemic and pervasive discrimination against female employees in technical and engineering roles with respect to performance evaluations, pay, promotions, and other terms and conditions of employment. The unchecked gender bias that pervades Microsoft's corporate culture has resulted in female technical

professionals receiving less compensation than similar men, the promotion of men over equally or more qualified women, and less favorable performance evaluation of female technical professionals compared to male peers. Microsoft's continuing policy, pattern, and practice of sex discrimination against female technical employees, the complaint alleges, violates federal and state laws, including Title VII of the Civil Rights Act of 1964 and the Washington Law Against Discrimination.

3. ***Benedict v. Hewlett-Packard Company***, No. C13-0119 (N.D. Cal.). Lief Cabraser represents former Hewlett-Packard ("HP") technical support employees who filed a nationwide class action lawsuit charging that HP failed to pay them and other former and current technical support employees for all overtime hours worked in violation of the federal Fair Labor Standards Act ("FLSA") and state law. The complaint charges that HP has a common practice of misclassifying its technical support workers as exempt and refusing to pay them overtime. On February 13, 2014, the Court granted plaintiffs' motion for conditional certification of a FLSA overtime action.

4. ***Kassman v. KPMG, LLP***, Case No. 11-03743 (S.D.N.Y.). Lief Cabraser serves as Co-Lead Counsel for plaintiffs in a gender discrimination class and collective action lawsuit alleging that KPMG has engaged in systemic and pervasive discrimination against its female Client Service and Support Professionals in pay and promotion, discrimination based on pregnancy, and chronic failure to properly investigate and resolve complaints of discrimination and harassment. The complaint alleges violations of the Equal Pay Act, Title VII of the Civil Rights Act of 1964, the New York Executive Law § 296, and the New York City Administrative Code § 8-107. For purposes of the Equal Pay Act claim, plaintiffs represent a conditionally-certified collective of over 1,300 female Client Service and Support Professionals who have opted in to the lawsuit. In addition to bringing the Title VII and New York statutory claims on their own behalf, plaintiffs seek to represent a class of current and former exempt female Client Service and Support Professionals, including Associates, Senior Associates, Managers, Senior Managers, and Managing Directors in KPMG's Tax and Advisory functions.

5. ***Zaborowski v. MHN Government Services***, No. 12-CV-05109-SI (N.D. Cal.) Lief Cabraser represents current and former Military and Family Life Consultants ("MFLCs") in a class action lawsuit against MHN Government Services, Inc., ("MHN") and Managed Health Network, Inc., seeking overtime pay under the federal Fair Labor Standards Act and state laws. The complaint charges that MHN has misclassified the MFLCs as independent contractors and as "exempt" from overtime and failed to pay them overtime pay for hours worked over 40 per week. In April 2013,

the Court denied MHN's motion to compel arbitration and granted plaintiff's motion for conditional certification of a FLSA collective action. In December 2014, the U.S. Court of Appeals for the Ninth Circuit upheld the district court's determination that the arbitration clause in MHN's employee contract was procedurally and substantively unconscionable. MHN appealed to the United States Supreme Court.

MHN did not contest that its agreement had several unconscionable components; instead, it asked the Supreme Court to sever the unconscionable terms of its arbitration agreement and nonetheless send the MFLCs' claims to arbitration. The Supreme Court granted MHN's petition for certiorari on October 1, 2015, and was scheduled to hear the case in the 2016 spring term in *MHN Gov't Servs., Inc. v. Zaborowski*, No. 14-1458. While the matter was pending before the Supreme Court, a \$15 million settlement of the litigation was reached on behalf of 2,808 Class Members who worked for MHN MFLCs. The final approval hearing will take place in March 2016.

6. ***Tatum v. R.J. Reynolds Tobacco Company***, No. 1:02-cv-00373-NCT (M.D. N.C.). Lief Cabraser serves as Co-Lead Trial Counsel in this class action on behalf of over 3,500 employees of R.J. Reynolds Tobacco Company ("RJR") brought under the Employment Retirement Income Security Act. Plaintiffs allege that RJR breached its duty of prudence in administering the employee 401(k) retirement plan when it liquidated two funds held by the plan on an arbitrary timeline without conducting a thorough investigation, thereby causing a substantial loss to the plan. The 6-week bench trial occurred in January-February 2010 and December 2010, and post-trial briefing concluded in February 2011.

In February 2013, the District Court issued a decision in favor of RJR. The District Court found that RJR breached its fiduciary duty of procedural prudence but concluded that a reasonable and prudent fiduciary could have made the same decision as RJR made. Plaintiffs appealed. In August 2014, the U.S. Court of Appeals for the Fourth Circuit affirmed the holding that RJR breached its duty of procedural prudence and therefore bore the burden of proof as to causation. The Court of Appeals found that the District Court failed to apply the correct legal standard in assessing RJR's liability, reversed the judgment in favor of RJR, and remanded the case to the District Court for further proceedings.

RJR sought review by the U.S. Supreme Court of the appellate court's fiduciary duty standard. On June 29, 2015, the Court denied RJR's petition for a writ of certiorari. Following a new liability verdict from the District Court, the matter has not yet been resolved.

7. ***Strauch v. Computer Sciences Corporation***, No. 2:14-cv-00956 (D. Conn.). In 2005, Computer Sciences Corporation (“CSC”) settled for \$24 million a nationwide class and collective action lawsuit alleging that CSC misclassified thousands of its information technology support workers as exempt from overtime pay in violation of in violation of the federal Fair Labor Standards Act (“FLSA”) and state law. Notwithstanding that settlement, a complaint filed on behalf of current and former CSC IT worker in 2014 by Lief Cabraser and co-counsel alleges that CSC misclassifies many information technology support workers as exempt even though they perform primarily nonexempt work. Plaintiffs are current and former CSC System Administrators assigned the primary duty of the installation, maintenance, and/or support of computer software and/or hardware for CSC clients. On June 9, 2015, the Court granted plaintiffs’ motion for conditional certification of a FLSA collective action.
8. ***Senne v. Major League Baseball***, No. 14-cv-00608 (N.D. Cal.). Lief Cabraser represents current and former Minor League Baseball players employed under uniform player contracts in a class and collective action seeking unpaid overtime and minimum wages under the Fair Labor Standards Act and state laws. The complaint alleges that Major League Baseball (“MLB”), the MLB franchises, and other defendants paid minor league players a uniform monthly fixed salary that, in light of the hours worked, amounts to less than the minimum wage and an unlawful denial of overtime pay.
9. ***Jang v. E.I. Du Pont De Nemours & Co.***, No. 15-03719-NC (N.D. Cal.). Lief Cabraser represents certain former DuPont employees in a breach of contract action alleging that DuPont unlawfully terminated employees’ unvested stock options. DuPont’s standard stock option award contract states that unvested options will continue to vest in accordance with their vesting schedule. In practice, however, DuPont unilaterally cancelled unvested stock options one year from employees’ termination, regardless of whether the options had vested.

The complaint was filed on August 15, 2015. DuPont filed a motion to dismiss the complaint, which was granted by United States Magistrate Judge Nathanael Cousins on November 19, 2015. Plaintiffs have appealed the decision to the Ninth Circuit Court of Appeals.

B. Successes

1. ***Butler v. Home Depot***, No. C94-4335 SI (N.D. Cal.). Lief Cabraser and co-counsel represented a class of approximately 25,000 female employees and applicants for employment with Home Depot’s West Coast Division who alleged gender discrimination in connection with hiring, promotions, pay, job assignment, and other terms and conditions of employment. The class was certified in January 1995. In January 1998,

the Court approved a \$87.5 million settlement of the action that included comprehensive injunctive relief over the term of a five-year Consent Decree. Under the terms of the settlement, Home Depot modified its hiring, promotion, and compensation practices to ensure that interested and qualified women were hired for, and promoted to, sales and management positions.

On January 14, 1998, U.S. District Judge Susan Illston commented that the settlement provides “a very significant monetary payment to the class members for which I think they should be grateful to their counsel. . . . Even more significant is the injunctive relief that’s provided for . . .” By 2003, the injunctive relief had created thousands of new job opportunities in sales and management positions at Home Depot, generating the equivalent of over approximately \$100 million per year in wages for female employees.

In 2002, Judge Illston stated that the injunctive relief has been a “win/win . . . for everyone, because . . . the way the Decree has been implemented has been very successful and it is good for the company as well as the company’s employees.”

2. ***Rosenburg v. IBM***, No. C 06-0430 PJH (N.D. Cal.). In July 2007, the Court granted final approval to a \$65 million settlement of a class action suit by current and former technical support workers for IBM seeking unpaid overtime. The settlement constitutes a record amount in litigation seeking overtime compensation for employees in the computer industry. Plaintiffs alleged that IBM illegally misclassified its employees who install or maintain computer hardware or software as “exempt” from the overtime pay requirements of federal and state labor laws.
3. ***Satchell v. FedEx Express***, No. C 03-2659 SI; C 03-2878 SI (N.D. Cal.). In 2007, the Court granted final approval to a \$54.9 million settlement of the race discrimination class action lawsuit by African American and Latino employees of FedEx Express. The settlement requires FedEx to reform its promotion, discipline, and pay practices. Under the settlement, FedEx will implement multiple steps to promote equal employment opportunities, including making its performance evaluation process less discretionary, discarding use of the “Basic Skills Test” as a prerequisite to promotion into certain desirable positions, and changing employment policies to demonstrate that its revised practices do not continue to foster racial discrimination. The settlement, covering 20,000 hourly employees and operations managers who have worked in the western region of FedEx Express since October 1999, was approved by the Court in August 2007.
4. ***Gonzalez v. Abercrombie & Fitch Stores***, No. C03-2817 SI (N.D. Cal.). In April 2005, the Court approved a settlement, valued at

approximately \$50 million, which requires the retail clothing giant Abercrombie & Fitch to provide monetary benefits of \$40 million to the class of Latino, African American, Asian American and female applicants and employees who charged the company with discrimination. The settlement included a six-year period of injunctive relief requiring the company to institute a wide range of policies and programs to promote diversity among its workforce and to prevent discrimination based on race or gender. Lief Cabraser served as Lead Class Counsel and prosecuted the case with a number of co-counsel firms, including the Mexican American Legal Defense and Education Fund, the Asian Pacific American Legal Center and the NAACP Legal Defense and Educational Fund, Inc.

5. ***Giles v. Allstate***, JCCP Nos. 2984 and 2985. Lief Cabraser represented a class of Allstate insurance agents seeking reimbursement of out-of-pocket costs. The action settled for approximately \$40 million.
6. ***Calibuso v. Bank of America Corporation, Merrill Lynch & Co.***, No. CV10-1413 (E.D. N.Y.). Lief Cabraser served as Co-Lead Counsel for female Financial Advisors who alleged that Bank of America and Merrill Lynch engaged in a pattern and practice of gender discrimination with respect to business opportunities and compensation. The complaint charged that these violations were systemic, based upon company-wide policies and practices. In December 2013, the Court approved a \$39 million settlement. The settlement included three years of programmatic relief, overseen by an independent monitor, regarding teaming and partnership agreements, business generation, account distributions, manager evaluations, promotions, training, and complaint processing and procedures, among other things. An independent consultant also conducted an internal study of the bank's Financial Advisors' teaming practices.
7. ***Frank v. United Airlines***, No. C-92-0692 MJJ (N.D. Cal.). Lief Cabraser and co-counsel obtained a \$36.5 million settlement in February 2004 for a class of female flight attendants who were required to weigh less than comparable male flight attendants. Former U.S. District Court Judge Charles B. Renfrew (ret.), who served as a mediator in the case, stated, "As a participant in the settlement negotiations, I am familiar with and know the reputation, experience and skills of lawyers involved. They are dedicated, hardworking and able counsel who have represented their clients very effectively." U.S. District Judge Martin J. Jenkins, in granting final approval to the settlement, found "that the results achieved here could be nothing less than described as exceptional," and that the settlement "was obtained through the efforts of outstanding counsel."
8. ***Barnett v. Wal-Mart***, No. 01-2-24553-SNKT (Wash.). The Court approved in July 2009 a settlement valued at up to \$35 million on behalf

of workers in Washington State who alleged they were deprived of meal and rest breaks and forced to work off-the-clock at Wal-Mart stores and Sam's Clubs. In addition to monetary relief, the settlement provided injunctive relief benefiting all employees. Wal-Mart was required to undertake measures to prevent wage and hour violations at its 50 stores and clubs in Washington, measures that included the use of new technologies and compliance tools.

Plaintiffs filed their complaint in 2001. Three years later, the Court certified a class of approximately 40,000 current and former Wal-Mart employees. The eight years of litigation were intense and adversarial. Wal-Mart, currently the world's third largest corporation, vigorously denied liability and spared no expense in defending itself.

This lawsuit and similar actions filed against Wal-Mart across America served to reform the pay procedures and employment practices for Wal-Mart's 1.4 million employees nationwide. In a press release announcing the Court's approval of the settlement, Wal-Mart spokesperson Daphne Moore stated, "This lawsuit was filed years ago and the allegations are not representative of the company we are today." Lief Cabraser served as Court-appointed Co-Lead Class Counsel.

9. ***Amochaev. v. Citigroup Global Markets, d/b/a Smith Barney***, No. C 05-1298 PJH (N.D. Cal.). In August 2008, the Court approved a \$33 million settlement for the 2,411 members of the Settlement Class in a gender discrimination case against Smith Barney. Lief Cabraser represented Female Financial Advisors who charged that Smith Barney, the retail brokerage unit of Citigroup, discriminated against them in account distributions, business leads, referral business, partnership opportunities, and other terms of employment. In addition to the monetary compensation, the settlement included comprehensive injunctive relief for four years designed to increase business opportunities and promote equality in compensation for female brokers.
10. ***Vedachalam v. Tata Consultancy Services***, C 06-0963 CW (N.D. Cal.). Lief Cabraser served as Co-Lead Counsel for 12,700 foreign nationals sent by the Indian conglomerate Tata to work in the U.S. After 7 years of hard-fought litigation, the District Court in July 2013 granted final approval to a \$29.75 million settlement. The complaint charged that Tata breached the contracts of its non-U.S.-citizen employees by requiring them to sign over their federal and state tax refund checks to Tata, and by failing to pay its non-U.S.-citizen employees the monies promised to those employees before they came to the United States. In 2007 and again in 2008, the District Court denied Tata's motions to compel arbitration of Plaintiffs' claims in India. The Court held that no arbitration agreement existed because the documents purportedly requiring arbitration in India

applied one set of rules to the Plaintiffs and another set to Tata. In 2009, the Ninth Circuit Court of Appeals affirmed this decision. In July 2011, the District Court denied in part Tata's motion for summary judgment, allowing Plaintiffs' legal claims for breach of contract and certain violations of California wage laws to go forward. In 2012, the District Court found that the plaintiffs satisfied the legal requirements for a class action and certified two classes.

11. ***Giannetto v. Computer Sciences Corporation***, No. 03-CV-8201 (C.D. Cal.). In one of the largest overtime pay dispute settlements ever in the information technology industry, the Court approved a \$24 million settlement with Computer Sciences Corporation in 2005. Plaintiffs charged that the global conglomerate had a common practice of refusing to pay overtime compensation to its technical support workers involved in the installation and maintenance of computer hardware and software in violation of the Fair Labor Standards Act, California's Unfair Competition Law, and the wage and hour laws of 13 states.
12. ***Curtis-Bauer v. Morgan Stanley & Co.***, Case No. C-06-3903 (TEH). In October 2008, the Court approved a \$16 million settlement in the class action against Morgan Stanley. The complaint charged that Morgan Stanley discriminated against African-American and Latino Financial Advisors and Registered Financial Advisor Trainees in the Global Wealth Management Group of Morgan Stanley in compensation and business opportunities. The settlement included comprehensive injunctive relief regarding account distributions, partnership arrangements, branch manager promotions, hiring, retention, diversity training, and complaint processing, among other things. The settlement also provided for the appointment of an independent Diversity Monitor and an independent Industrial Psychologist to effectuate the terms of the agreement.
13. ***Church v. Consolidated Freightways***, No. C90-2290 DLJ (N.D. Cal.). Lief Cabraser was the Lead Court-appointed Class Counsel in this class action on behalf of the exempt employees of Emery Air Freight, a freight forwarding company acquired by Consolidated Freightways in 1989. On behalf of the employee class, Lief Cabraser prosecuted claims for violation of the Employee Retirement Income Security Act, the securities laws, and the Age Discrimination in Employment Act. The case settled in 1993 for \$13.5 million.
14. ***Gerlach v. Wells Fargo & Co.***, No. C 05-0585 CW (N.D. Cal.). In January 2007, the Court granted final approval to a \$12.8 million settlement of a class action suit by current and former business systems employees of Wells Fargo seeking unpaid overtime. Plaintiffs alleged that Wells Fargo illegally misclassified those employees, who maintained and updated Wells Fargo's business tools according to others' instructions, as

“exempt” from the overtime pay requirements of federal and state labor laws.

15. ***Buccellato v. AT&T Operations***, No. C10-00463-LHK (N.D. Cal.). Lief Cabraser represented a group of current and former AT&T technical support workers who alleged that AT&T misclassified them as exempt and failed to pay them for all overtime hours worked, in violation of federal and state overtime pay laws. In June 2011, the Court approved a \$12.5 million collective and class action settlement.
16. ***Buttram v. UPS***, No. C-97-01590 MJJ (N.D. Cal.). Lief Cabraser and several co-counsel represented a class of approximately 14,000 African-American part-time hourly employees of UPS’s Pacific and Northwest Regions alleging race discrimination in promotions and job advancement. In 1999, the Court approved a \$12.14 million settlement of the action. Under the injunctive relief portion of the settlement, Class Counsel monitored the promotions of African-American part-time hourly employees to part-time supervisor and full-time package car drivers.
17. ***Goddard, et al. v. Longs Drug Stores Corporation, et al.***, No. RG04141291 (Cal. Supr. Ct.). Store managers and assistant store managers of Longs Drugs charged that the company misclassified them as exempt from overtime wages. Managers regularly worked in excess of 8 hours per day and 40 hours per week without compensation for their overtime hours. Following mediation, in 2005, Longs Drugs agreed to settle the claims for a total of \$11 million. Over 1,000 current and former Longs Drugs managers and assistant managers were eligible for compensation under the settlement, over 98% of the class submitted claims.
18. ***Trotter v. Perdue Farms***, No. C 99-893-RRM (JJF) (MPT) (D. Del.). Lief Cabraser represented a class of chicken processing employees of Perdue Farms, Inc., one of the nation’s largest poultry processors, for wage and hour violations. The suit challenged Perdue’s failure to compensate its assembly line employees for putting on, taking off, and cleaning protective and sanitary equipment in violation of the Fair Labor Standards Act, various state wage and hour laws, and the Employee Retirement Income Security Act. Under a settlement approved by the Court in 2002, Perdue paid \$10 million for wages lost by its chicken processing employees and attorneys’ fees and costs. The settlement was in addition to a \$10 million settlement of a suit brought by the Department of Labor in the wake of Lief Cabraser’s lawsuit.
19. ***Gottlieb v. SBC Communications***, No. CV-00-04139 AHM (MANx) (C.D. Cal.). With co-counsel, Lief Cabraser represented current and former employees of SBC and Pacific Telesis Group (“PTG”) who participated in AirTouch Stock Funds, which were at one time part of

PTG's salaried and non-salaried savings plans. After acquiring PTG, SBC sold AirTouch, which PTG had owned, and caused the AirTouch Stock Funds that were included in the PTG employees' savings plans to be liquidated. Plaintiffs alleged that in eliminating the AirTouch Stock Funds, and in allegedly failing to adequately communicate with employees about the liquidation, SBC breached its duties to 401k plan participants under the Employee Retirement Income Security Act. In 2002, the Court granted final approval to a \$10 million settlement.

20. ***Ellis v. Costco Wholesale Corp.***, No. 04-03341-EMC (N.D. Cal.). Loeff Cabraser served as Co-Lead Counsel for current and former female employees who charged that Costco discriminated against women in promotion to management positions. In January 2007, the Court certified a class consisting of over 750 current and former female Costco employees nationwide who were denied promotion to General Manager or Assistant Manager since January 3, 2002. Costco appealed. In September 2011, the U.S. Court of Appeals for the Ninth Circuit remanded the case to the District Court to make class certification findings consistent with the U.S. Supreme Court's ruling in *Wal-Mart v. Dukes*, 131 S.Ct. 2541 (2011). In September 2012, U.S. District Court Judge Edward M. Chen granted plaintiffs' motion for class certification and certified two classes of over 1,250 current and former female Costco employees, one for injunctive relief and the other for monetary relief. On May 27, 2014, the Court approved an \$8 million settlement.
21. ***In Re Farmers Insurance Exchange Claims Representatives' Overtime Pay Litigation***, MDL No. 1439 (D. Ore.). Loeff Cabraser and co-counsel represented claims representatives of Farmers' Insurance Exchange seeking unpaid overtime. Loeff Cabraser won a liability phase trial on a classwide basis, and then litigated damages on an individual basis before a special master. The judgment was partially upheld on appeal. In August 2010, the Court approved an \$8 million settlement.
22. ***Zuckman v. Allied Group***, No. 02-5800 SI (N.D. Cal.). In September 2004, the Court approved a settlement with Allied Group and Nationwide Mutual Insurance Company of \$8 million plus Allied/Nationwide's share of payroll taxes on amounts treated as wages, providing plaintiffs a 100% recovery on their claims. Plaintiffs, claims representatives of Allied / Nationwide, alleged that the company misclassified them as exempt employees and failed to pay them and other claims representatives in California overtime wages for hours they worked in excess of eight hours or forty hours per week. In approving the settlement, U.S. District Court Judge Susan Illston commended counsel for their "really good lawyering" and stated that they did "a splendid job on this" case.

23. ***Thomas v. California State Automobile Association***, No. CH217752 (Cal. Supr. Ct.). With co-counsel, Lief Cabraser represented 1,200 current and former field claims adjusters who worked for the California State Automobile Association (“CSAA”). Plaintiffs alleged that CSAA improperly classified their employees as exempt, therefore denying them overtime pay for overtime worked. In May 2002, the Court approved an \$8 million settlement of the case.
24. ***Higazi v. Cadence Design Systems***, No. C 07-2813 JW (N.D. Cal.). In July 2008, the Court granted final approval to a \$7.664 million settlement of a class action suit by current and former technical support workers for Cadence seeking unpaid overtime. Plaintiffs alleged that Cadence illegally misclassified its employees who install, maintain, or support computer hardware or software as “exempt” from the overtime pay requirements of federal and state labor laws.
25. ***Sandoval v. Mountain Center, Inc., et al.***, No. 03CC00280 (Cal. Supr. Ct.). Cable installers in California charged that defendants owed them overtime wages, as well as damages for missed meal and rest breaks and reimbursement for expenses incurred on the job. In 2005, the Court approved a \$7.2 million settlement of the litigation, which was distributed to the cable installers who submitted claims.
26. ***Lewis v. Wells Fargo***, No. 08-cv-2670 CW (N.D. Cal.). Lief Cabraser served as Lead Counsel on behalf of approximately 330 I/T workers who alleged that Wells Fargo had a common practice of misclassifying them as exempt and failing to pay them for all overtime hours worked in violation of federal and state overtime pay laws. In April 2011, the Court granted collective action certification of the FLSA claims and approved a \$6.72 million settlement of the action.
27. ***Kahn v. Denny’s***, No. BC177254 (Cal. Supr. Ct.). Lief Cabraser brought a lawsuit alleging that Denny’s failed to pay overtime wages to its General Managers and Managers who worked at company-owned restaurants in California. The Court approved a \$4 million settlement of the case in 2000.
28. ***Wynne v. McCormick & Schmick’s Seafood Restaurants***, No. C 06-3153 CW (N.D. Cal.). In August 2008, the Court granted final approval to a settlement valued at \$2.1 million, including substantial injunctive relief, for a class of African American restaurant-level hourly employees. The consent decree created hiring benchmarks to increase the number of African Americans employed in front of the house jobs (*e.g.*, server, bartender, host/hostess, waiter/waitress, and cocktail server), a registration of interest program to minimize discrimination in promotions, improved complaint procedures, and monitoring and enforcement mechanisms.

29. ***Sherrill v. Premera Blue Cross***, No. 2:10-cv-00590-TSZ (W.D. Wash.). In April 2010, a technical worker at Premera Blue Cross filed a lawsuit against Premera seeking overtime pay from its misclassification of technical support workers as exempt. In June 2011, the Court approved a collective and class action settlement of \$1.45 million.
30. ***Holloway v. Best Buy***, No. C05-5056 PJH (N.D. Cal.). Lieff Cabraser, with co-counsel, represented a class of current employees of Best Buy that alleged Best Buy stores nationwide discriminated against women, African Americans, and Latinos. The complaint charged that these employees were assigned to less desirable positions and denied promotions, and that class members who attained managerial positions were paid less than white males. In November 2011, the Court approved a settlement of the class action in which Best Buy agreed to changes to its personnel policies and procedures that will enhance the equal employment opportunities of the tens of thousands of women, African Americans, and Latinos employed by Best Buy nationwide.
31. ***Lyon v. TMP Worldwide***, No. 993096 (Cal. Supr. Ct.). Lieff Cabraser served as Class Counsel for a class of certain non-supervisory employees in an advertising firm. The settlement, approved in 2000, provided almost a 100% recovery to class members. The suit alleged that TMP failed to pay overtime wages to these employees.
32. ***Lusardi v. McHugh, Secretary of the Army***, No. 0120133395 (U.S. EEOC). Lieff Cabraser and the Transgender Law Center represent Tamara Lusardi, a transgender civilian software specialist employed by the U.S. Army. In a groundbreaking decision in April 2015, the Equal Employment Opportunity Commission reversed a lower agency decision and held that the employer subjected Lusardi to disparate treatment and harassment based on sex in violation of Title VII of the Civil Rights Act of 1964 when (1) the employer restricted her from using the common female restroom (consistent with her gender identity) and (2) a team leader intentionally and repeatedly referred to her by male pronouns and made hostile remarks about her transition and gender.

Lieff Cabraser attorneys have had experience representing employees in additional cases, including cases involving race, gender, sexual orientation, gender identity, and age discrimination; False Claims Act (whistleblower) claims; breach of contract claims; unpaid wages or exempt misclassification (wage/hour) claims; pension plan abuses under ERISA; and other violations of the law. For example, as described in the Antitrust section of this resume, Lieff Cabraser serves as plaintiffs' Co-Lead Counsel in a class action charging that Adobe Systems Inc., Apple Inc., Google Inc., and Intel Corporation violated antitrust laws by conspiring to suppress the wages of certain salaried employees.

Lieff Cabraser is currently investigating charges of discrimination, wage/hour violations, and wage suppression claims against several companies. In addition, our attorneys frequently write amicus briefs on cutting-edge legal issues involving employment law.

In 2015, *The Recorder* named Lieff Cabraser's employment group as a Litigation Department of the Year in the category of California Labor and Employment Law. The Litigation Department of the Year awards recognize "California litigation practices that deliver standout results on their clients' most critical matters." *The Recorder* editors consider the degree of difficulty, dollar value and importance of each matter to the client; the depth and breadth of the practice; and the use of innovative approaches.

U.S. News and Best Lawyers selected Lieff Cabraser as a 2013 national "Law Firm of the Year" in the category of Employment Law – Individuals. *U.S. News* and Best Lawyers ranked firms nationally in 80 different practice areas based on extensive client feedback and evaluations from 70,000 lawyers nationwide. Only one law firm in the U.S. in each practice area receives the "Law Firm of the Year" designation.

Benchmark Plaintiff, a guide to the nation's leading plaintiffs' firms, has given Lieff Cabraser's employment practice group a Tier 1 national ranking, its highest rating. *The Legal 500* guide to the U.S. legal profession has recognized Lieff Cabraser as having one of the leading plaintiffs' employment practices in the nation for the past four years.

Kelly M. Dermody chairs the firm's employment practice group and leads the firm's employment cases. She also serves as Managing Partner of Lieff Cabraser's San Francisco office.

In 2015, the College of Labor and Employment Lawyers named Ms. Dermody a Fellow. Nomination to the College is by ones colleagues only, and recognizes those lawyers who have demonstrated sustained and exceptional services to their clients, bar, bench, and public, and the highest level of character, integrity, professional expertise, and leadership.

The Daily Journal has selected Ms. Dermody as one of the top 100 attorneys in California (2012-2015), top 75 labor and employment lawyers in California (2011-2015), and top 100 women litigators in California (2007, 2010, 2012-2015). She has been named a Northern California "Super Lawyer" every year since 2004, including being named a "Top 10 Lawyer" in 2014.

Since 2010, Ms. Dermody has annually been recognized by her peers for inclusion in *The Best Lawyers in America* in the fields of Employment Law – Individuals and Litigation – Labor and Employment. In 2014, she was named "Lawyer of the Year" by Best Lawyers in the category of Employment Law – Individuals in San Francisco. In 2007, *California Lawyer* magazine awarded Ms. Dermody its prestigious California Lawyer Attorney of the Year (CLAY) Award.

IV. Consumer Protection

A. Current Cases

1. ***In re Checking Account Overdraft Litigation***, MDL No. 2036 (S.D. Fl.). Lieff Cabraser serves on the Plaintiffs' Executive Committee ("PEC") in Multi-District Litigation against 35 banks, including Bank of America, Chase, Citizens, PNC, Union Bank, and U.S. Bank. The complaints alleged that the banks entered debit card transactions from the "largest to

the smallest” to draw down available balances more rapidly and maximize overdraft fees. In March 2010, the Court denied defendants’ motions to dismiss the complaints. The Court has approved nearly \$1 billion in settlements with the banks.

In November 2011, the Court granted final approval to a \$410 million settlement of the case against Bank of America. Lief Cabraser was the lead plaintiffs’ law firm on the PEC that prosecuted the case against Bank of America. In approving the settlement with Bank of America, U.S. District Court Judge James Lawrence King stated, “This is a marvelous result for the members of the class.” Judge King added, “[B]ut for the high level of dedication, ability and massive and incredible hard work by the Class attorneys . . . I do not believe the Class would have ever seen . . . a penny.”

In September 2012, the Court granted final approval to a \$35 million of the case against Union Bank. In approving the settlement, Judge King again complimented plaintiffs’ counsel for their outstanding work and effort in resolving the case: “The description of plaintiffs’ counsel, which is a necessary part of the settlement, is, if anything, understated. In my observation of the diligence and professional activity, it’s superb. I know of no other class action case anywhere in the country in the last couple of decades that’s been handled as efficiently as this one has, which is a tribute to the lawyers.”

2. ***Hansell v. TracFone Wireless***, No. 13-cv-3440-EMC (N.D. Cal.); ***Blaqmoor v. TracFone Wireless***, No. 13-cv-05295-EMC (N.D. Cal.); ***Gandhi v. TracFone Wireless***, No. 13-cv-05296-EMC (N.D. Cal.). In January 2015, Michael W. Sobol, the chair of Lief Cabraser’s consumer protection practice group, announced that consumers nationwide who purchased service plans with “unlimited data” from TracFone Wireless, Inc., were eligible to receive payments under a \$40 million settlement of a series of class action lawsuits. One of the nation’s largest wireless carriers, TracFone uses the brands Straight Talk, Net10, Telcel America, and Simple Mobile to sell mobile phones with prepaid wireless plans at Walmart and other retail stores nationwide. The class action alleged that TracFone falsely advertised its wireless mobile phone plans as providing “unlimited data,” while actually maintaining monthly data usage limits that were not disclosed to customers. It further alleged that TracFone regularly throttled (*i.e.* significantly reduces the speed of) or terminated customers’ data plans pursuant to the secret limits. Approved by the Court in July 2015, the settlement permanently enjoins TracFone from making any advertisement or other representation about amount of data its cell phone plans offer without disclosing clearly and conspicuously all material restrictions on the amount and speed of the data plan. Further, TracFone and its brands may not state in their advertisements and

marketing materials that any plan provides “unlimited data” unless there is also clear, prominent, and adjoining disclosure of any applicable throttling caps or limits. The litigation is notable in part because, following two years of litigation by class counsel, the Federal Trade Commission joined the litigation and filed a Consent Order with TracFone in the same federal court where the class action litigation is pending. All compensation to consumers will be provided through the class action settlement.

3. ***Dover v. British Airways***, Case No. 1:12-cv-05567 (E.D.N.Y.). Loeff Cabraser represents participants in British Airways’ (“BA”) frequent flyer program, known as the Executive Club, in a breach of contract class action lawsuit. BA imposes a very high “fuel surcharge,” often in excess of \$500, on Executive Club reward tickets. Plaintiffs allege that the “fuel surcharge” is not based upon the price of fuel, and that it therefore violates the terms of the contract.
4. ***Telephone Consumer Protection Act Litigation***. Loeff Cabraser serves as a leader in nationwide Telephone Consumer Protection Act (“TCPA”) class actions challenging abusing and harassing automated calls. Based on Loeff Cabraser’s experience and expertise in these cases, Judge Amy J. St. Eve appointed Loeff Cabraser as lead counsel in consolidated TCPA class actions against State Farm. ***Smith v. State Farm Mut. Auto. Ins. Co.***, 301 F.R.D. 284 (N.D. Ill. 2014). Loeff Cabraser also maintains leadership roles in ongoing nationwide class actions against American Express (***Ossola v. American Express Co., et al.***, Case No. 1:13-CV-4836 (N.D. Ill)), DirectTV (***Brown v. DirectTV LLC***, Case No. 2:13-cv-01170-DMG-E (C.D. Cal.)), National Grid (***Jenkins v. National Grid USA, et al.***, Case No. 2:15-cv-01219-JS-GRB (E.D.N.Y.)), and several other companies that make automated debt-collection or telemarketing calls.
5. ***Moore v. Verizon Communications***, No. 09-cv-01823-SBA (N.D. Cal.); ***Nwabueze v. AT&T***, No. 09-cv-1529 SI (N.D. Cal.); ***Terry v. Pacific Bell Telephone Co.***, No. RG 09 488326 (Alameda County Sup. Ct.). Loeff Cabraser, with co-counsel, represents nationwide classes of landline telephone customers subjected to the deceptive business practice known as “cramming.” In this practice, a telephone company bills customers for unauthorized third-party charges assessed by billing aggregators on behalf of third-party providers. A U.S. Senate committee has estimated that Verizon, AT&T, and Qwest place 300 million such charges on customer bills each year (amounting to \$2 billion in charges), many of which are unauthorized. Various sources estimate that 90-99% of third-party charges are unauthorized. Both Courts have granted preliminary approval of settlements that allow customers to receive 100% refunds for all unauthorized charges from 2005 to the present, plus

extensive injunctive relief to prevent cramming in the future. The Nwabueze and Terry cases are ongoing.

6. ***James v. UMG Recordings, Inc.***, No. CV-11-1613 (N.D. Cal); ***Zombie v. UMG Recordings, Inc.***, No. CV-11-2431 (N.D. Cal). Lieff Cabraser and its co-counsel represent music recording artists in a proposed class action against Universal Music Group. Plaintiffs allege that Universal failed to pay the recording artists full royalty income earned from customers' purchases of digitally downloaded music from vendors such as Apple iTunes. The complaint alleges that Universal licenses plaintiffs' music to digital download providers, but in its accounting of the royalties plaintiffs have earned, treats such licenses as "records sold" because royalty rate for "records sold" is lower than the royalty rate for licenses. Plaintiffs legal claims include breach of contract and violation of California unfair competition laws. In November 2011 the Court denied defendant's motion to dismiss plaintiffs' unfair competition law claims.

7. ***White v. Experian Information Solutions***, No. 05-CV-1070 DOC (C.D. Cal.). In 2005, plaintiffs filed nationwide class action lawsuits on behalf of 750,000 claimants against the nation's three largest repositories of consumer credit information, Experian Information Solutions, Inc., Trans Union, LLC, and Equifax Information Services, LLC. The complaints charged that defendants violated the Fair Credit Reporting Act ("FCRA") by recklessly failing to follow reasonable procedures to ensure the accurate reporting of debts discharged in bankruptcy and by refusing to adequately investigate consumer disputes regarding the status of discharged accounts. In April 2008, the District Court approved a partial settlement of the action that established an historic injunction. This settlement required defendants comply with detailed procedures for the retroactive correction and updating of consumers' credit file information concerning discharged debt (affecting one million consumers who had filed for bankruptcy dating back to 2003), as well as new procedures to ensure that debts subject to future discharge orders will be similarly treated. As noted by the District Court, "Prior to the injunctive relief order entered in the instant case, however, no verdict or reported decision had ever required Defendants to implement procedures to cross-check data between their furnishers and their public record providers." In 2011, the District Court approved a \$45 million settlement of the class claims for monetary relief. In April 2013, the Court of Appeals for the Ninth Circuit reversed the order approving the monetary settlement and remanded the case for further proceedings.

8. ***Healy v. Chesapeake Appalachia***, No. 1:10cv00023 (W.D. Va.); ***Hale v. CNX Gas***, No. 1:10cv00059 (W.D. Va.); ***Estate of Holman v. Noble Energy***, No. 03 CV 9 (Dist. Ct., Co.); ***Droegemueller v.***

Petroleum Development Corporation, No. 07 CV 2508 JLK (D. Co.); ***Anderson v. Merit Energy Co.***, No. 07 CV 00916 LTB (D. Co.); ***Holman v. Petro-Canada Resources (USA)***, No. 07 CV 416 (Dist. Ct., Co.). Lieff Cabraser serves as Co-Lead Counsel in several cases pending in federal court in Virginia, in which plaintiffs allege that certain natural gas companies improperly underpaid gas royalties to the owners of the gas. In one case that recently settled, the plaintiffs recovered approximately 95% of the damages they suffered. Lieff Cabraser also achieved settlements on behalf of natural gas royalty owners in five other class actions outside Virginia. Those settlements -- in which class members recovered between 70% and 100% of their damages, excluding interest -- were valued at more than \$160 million.

9. ***Adkins v. Morgan Stanley***, No. 12 CV 7667 (S.D.N.Y.). Five African-American residents from Detroit, Michigan, joined by Michigan Legal Services, have brought a class action lawsuit against Morgan Stanley for discrimination in violation of the Fair Housing Act and other civil rights laws. The plaintiffs charge that Morgan Stanley actively ensured the proliferation of high-cost mortgage loans with specific risk factors in order to bundle and sell mortgage-backed securities to investors. The lawsuit is the first to seek to hold a bank in the secondary market accountable for the adverse racial impact of such policies and conduct. Plaintiffs seek certification of the case as a class action for as many as 6,000 African-Americans homeowners in the Detroit area who may have suffered similar discrimination. Lieff Cabraser serves as plaintiffs' counsel with the American Civil Liberties Union, the ACLU of Michigan, and the National Consumer Law Center.
10. ***Williamson v. McAfee, Inc.***, No. 14-cv-00158-EJD (N.D. Cal.). This nationwide class action alleges that McAfee falsely represents the prices of its computer anti-virus software to customers enrolled in its "auto-renewal" program. Plaintiff alleges that McAfee's fraudulent pricing scheme operates on two levels: First, McAfee offers *non*-auto-renewal subscriptions at stated "discounts" from a "regular" sales price; however, the stated discounts are false because McAfee does not ever sell subscriptions at the stated "regular" price to *non*-auto-renewal customers. Second, plaintiffs allege that McAfee charges the auto-renewal customers the amount of the false "regular" sales price, claiming it to be the "current" regular price even though it does not sell subscriptions at that price to any other customer. Plaintiffs allege that McAfee's false reference price scheme violates California's and New York's unfair competition and false advertising laws.
11. ***Marcus A. Roberts et al. v. AT&T Mobility LLC***, No. 3:15-cv-3418 (N.D. Cal.). Lieff Cabraser represents consumers in a proposed class action lawsuit against AT&T claiming that AT&T falsely advertised that its

"unlimited" mobile phone plans provide "unlimited" data, while purposefully failing to disclose that it regularly "throttles" (*i.e.*, intentionally slows) customers' data speed once they reach certain data usage thresholds. The lawsuit also challenges AT&T's attempts to force consumers into non-class arbitration, claiming that AT&T's arbitration clause in its Wireless Customer Agreement violates consumers' fundamental constitutional First Amendment right to petition courts for a redress of grievances.

B. Successes

1. ***Gutierrez v. Wells Fargo Bank***, No. C 07-05923 WHA (N.D. Cal.). Following a two week bench class action trial, U.S. District Court Judge William Alsup in August 2010 issued a 90-page opinion holding that Wells Fargo violated California law by improperly and illegally assessing overdraft fees on its California customers and ordered \$203 million in restitution to the certified class. Instead of posting each transaction chronologically, the evidence presented at trial showed that Wells Fargo deducted the largest charges first, drawing down available balances more rapidly and triggering a higher volume of overdraft fees.

Wells Fargo appealed. In December 2012, the Appellate Court issued an opinion upholding and reversing portions of Judge Alsup's order, and remanded the case to the District Court for further proceedings. In May 2013, Judge Alsup reinstated the \$203 million judgment against Wells Fargo and imposed post-judgment interest bringing the total award to nearly \$250 million. On October 29, 2014, the Appellate Court affirmed the Judge Alsup's order reinstating the judgment.

For his outstanding work as Lead Trial Counsel and the significance of the case, *California Lawyer* magazine recognized Richard M. Heimann with a California Lawyer Attorney of the Year (CLAY) Award. In addition, the Consumer Attorneys of California selected Mr. Heimann and Michael W. Sobol as Finalists for the Consumer Attorney of the Year Award for their success in the case.

In reviewing counsel's request for attorneys' fees, Judge Alsup stated on May 21, 2015: "Lief, Cabraser, on the other hand, entered as class counsel and pulled victory from the jaws of defeat. They bravely confronted several obstacles including the possibility of claim preclusion based on a class release entered in state court (by other counsel), federal preemption, hard-fought dispositive motions, and voluminous discovery. They rescued the case [counsel that originally filed] had botched and secured a full recovery of \$203 million in restitution plus injunctive relief. Notably, Attorney Richard Heimann's trial performance ranks as one of the best this judge has seen in sixteen years on the bench. Lief, Cabraser then twice defended the class on appeal. At oral argument on the

present motion, in addition to the cash restitution, Wells Fargo acknowledged that since 2010, its posting practices changed nationwide, in part, because of the injunction. Accordingly, this order allows a multiplier of 5.5 mainly on account of the fine results achieved on behalf of the class, the risk of non-payment they accepted, the superior quality of their efforts, and the delay in payment.”

2. ***Kline v. The Progressive Corporation***, Circuit No. 02-L-6 (Circuit Court of the First Judicial Circuit, Johnson County, Illinois). Lieff Cabraser served as settlement class counsel in a nationwide consumer class action challenging Progressive Corporation’s private passenger automobile insurance sales practices. Plaintiffs alleged that the Progressive Corporation wrongfully concealed from class members the availability of lower priced insurance for which they qualified. In 2002, the Court approved a settlement valued at approximately \$450 million, which included both cash and equitable relief. The claims program, implemented upon a nationwide mail and publication notice program, was completed in 2003.
3. ***Catholic Healthcare West Cases***, JCCP No. 4453 (Cal. Supr. Ct.). Plaintiff alleged that Catholic Healthcare West (“CHW”) charged uninsured patients excessive fees for treatment and services, at rates far higher than the rates charged to patients with private insurance or on Medicare. In January 2007, the Court approved a settlement that provides discounts, refunds and other benefits for CHW patients valued at \$423 million. The settlement requires that CHW lower its charges and end price discrimination against all uninsured patients, maintain generous charity case policies allowing low-income and uninsured patients to receive free or heavily discounted care, and protect uninsured patients from unfair collections practices. Lieff Cabraser served as Lead Counsel in the coordinated action.
4. ***In re Neurontin Marketing and Sales Practices Litigation***, No. 04-CV-10739-PBS (D. Mass.). Lieff Cabraser served on the Plaintiffs’ Steering Committee in multidistrict litigation arising out of the sale and marketing of the prescription drug Neurontin, manufactured by Parke-Davis, a division of Warner-Lambert Company, which was later acquired by Pfizer, Inc. Lieff Cabraser served as co-counsel to Kaiser Foundation Health Plan, Inc. and Kaiser Foundation Hospitals (“Kaiser”) in Kaiser’s trial against Pfizer in the litigation. On March 25, 2010, a federal court jury determined that Pfizer violated a federal antiracketeering law by promoting its drug Neurontin for unapproved uses and found Pfizer must pay Kaiser damages up to \$142 million. At trial, Kaiser presented evidence that Pfizer knowingly marketed Neurontin for unapproved uses without proof that it was effective. Kaiser said it was misled into believing neuropathic pain, migraines, and bipolar disorder were among the

conditions that could be treated effectively with Neurontin, which was approved by the FDA as an adjunctive therapy to treat epilepsy and later for post-herpetic neuralgia, a specific type of neuropathic pain. In November 2010, the Court issued Findings of Fact and Conclusions of Law on Kaiser's claims arising under the California Unfair Competition Law, finding Pfizer liable and ordering that it pay restitution to Kaiser of approximately \$95 million. In April 2013, the First Circuit Court of Appeals affirmed both the jury's and the District Court's verdicts. In November 2014, the Court approved a \$325 million settlement on behalf of a nationwide class of third party payors.

5. ***Sutter Health Uninsured Pricing Cases***, JCCP No. 4388 (Cal. Supr. Ct.). Plaintiffs alleged that they and a Class of uninsured patients treated at Sutter hospitals were charged substantially more than patients with private or public insurance, and many times above the cost of providing their treatment. In December 2006, the Court granted final approval to a comprehensive and groundbreaking settlement of the action. As part of the settlement, Class members were entitled to make a claim for refunds or deductions of between 25% to 45% from their prior hospital bills, at an estimated total value of \$276 million. For a three year period, Sutter agreed to provide discounted pricing policies for uninsureds. In addition, Sutter agreed to maintain more compassionate collections policies that will protect uninsureds who fall behind in their payments. Lieff Cabraser served as Lead Counsel in the coordinated action.

6. ***Citigroup Loan Cases***, JCCP No. 4197 (San Francisco Supr. Ct., Cal.). In 2003, the Court approved a settlement that provided approximately \$240 million in relief to former Associates' customers across America. Prior to its acquisition in November 2000, Associates First Financial, referred to as The Associates, was one of the nation's largest "subprime" lenders. Lieff Cabraser represented former customers of The Associates charging that the company added unwanted and unnecessary insurance products onto mortgage loans and engaged in improper loan refinancing practices. Lieff Cabraser served as nationwide Plaintiffs' Co-Liaison Counsel.

7. ***Telephone Consumer Protection Act Litigation***. Lieff Cabraser has spearheaded a series of groundbreaking class actions under the Telephone Consumer Protection Act ("TCPA"), which prohibits abusive telephone practices by lenders and marketers, and places strict limits on the use of autodialers to call or send texts to cell phones. The settlements in these cases have collectively put a stop to millions of harassing calls by debt collectors and others and resulted in the recovery by consumers across America of over \$200 million.

In 2012, Lieff Cabraser achieved a \$24.15 million class settlement with Sallie Mae – the then-largest settlement in the history of the TCPA. See **Arthur v. Sallie Mae, Inc.**, No. C10-0198 JLR, 2012 U.S. Dist. LEXIS 132413 (W.D. Wash. Sept. 17, 2012). In subsequent cases, Lieff Cabraser and co-counsel eclipsed this record, including a \$32,083,905 settlement with Bank of America (**Duke v. Bank of America**, No. 5:12-cv-04009-EJD (N.D. Cal.)), a \$39,975,000 settlement with HSBC (**Wilkins v. HSBC Bank Nev., N.A.**, Case No. 14-cv-190 (N.D. Ill.)), and a \$75,455,098.74 settlement with Capital One (**In re Capital One Telephone Consumer Protection Act Litigation**, Master Docket No. 1:12-cv-10064 (N.D. Ill.)). In the **HSBC** matter, Judge James F. Holderman commented on “the excellent work” and “professionalism” of Lieff Cabraser and its co-counsel. Lieff Cabraser’s nine class settlements in TCPA cases have collectively resulted in the recovery by consumers of over \$200 million.

8. **Thompson v. WFS Financial**, No. 3-02-0570 (M.D. Tenn.); **Pakeman v. American Honda Finance Corporation**, No. 3-02-0490 (M.D. Tenn.); **Herra v. Toyota Motor Credit Corporation**, No. CGC 03-419 230 (San Francisco Supr. Ct.). Lieff Cabraser with co-counsel litigated against several of the largest automobile finance companies in the country to compensate victims of—and stop future instances of—racial discrimination in the setting of interest rates in automobile finance contracts. The litigation led to substantial changes in the way Toyota Motor Credit Corporation (“TMCC”), American Honda Finance Corporation (“American Honda”) and WFS Financial, Inc. sell automobile finance contracts, limiting the discrimination that can occur. In approving the settlement in *Thompson v. WFS Financial*, the Court recognized the “innovative” and “remarkable settlement” achieved on behalf of the nationwide class. In 2006 in *Herra v. Toyota Motor Credit Corporation*, the Court granted final approval to a nationwide class action settlement on behalf of all African-American and Hispanic customers of TMCC who entered into retail installment contracts that were assigned to TMCC from 1999 to 2006. The monetary benefit to the class was estimated to be between \$159-\$174 million.
9. **In re John Muir Uninsured Healthcare Cases**, JCCP No. 4494 (Cal. Supr. Ct.). Lieff Cabraser represented nearly 53,000 uninsured patients who received care at John Muir hospitals and outpatient centers and were charged inflated prices and then subject to overly aggressive collection practices when they failed to pay. In November 2008, the Court approved a final settlement of the *John Muir* litigation. John Muir agreed to provide refunds or bill adjustments of 40-50% to uninsured patients who received medical care at John Muir over a six year period, bringing their charges to the level of patients with private insurance, at a value of \$115 million. No claims were required. Every class member

received a refund or bill adjustment. Furthermore, John Muir was required to (1) maintain charity care policies to give substantial discounts—up to 100%—to low income, uninsured patients who meet certain income requirements; (2) maintain an Uninsured Patient Discount Policy to give discounts to all uninsured patients, regardless of income, so that they pay rates no greater than those paid by patients with private insurance; (3) enhance communications to uninsured patients so they are better advised about John Muir’s pricing discounts, financial assistance, and financial counseling services; and (4) limit the practices for collecting payments from uninsured patients.

10. ***Providian Credit Card Cases***, JCCP No. 4085 (San Francisco Supr. Ct.). Lief Cabraser served as Co-Lead Counsel for a certified national Settlement Class of Providian credit cardholders who alleged that Providian had engaged in widespread misconduct by charging cardholders unlawful, excessive interest and late charges, and by promoting and selling to cardholders “add-on products” promising illusory benefits and services. In November 2001, the Court granted final approval to a \$105 million settlement of the case, which also required Providian to implement substantial changes in its business practices. The \$105 million settlement, combined with an earlier settlement by Providian with Federal and state agencies, represents the largest settlement ever by a U.S. credit card company in a consumer protection case.

11. ***In re Chase Bank USA, N.A. “Check Loan” Contract Litigation***, MDL No. 2032 (N.D. Cal.). Lief Cabraser served as Plaintiffs’ Liaison Counsel and on the Plaintiffs’ Executive Committee in Multi-District Litigation (“MDL”) charging that Chase Bank violated the implied covenant of good faith and fair dealing by unilaterally modifying the terms of fixed rate loans. The MDL was established in 2009 to coordinate more than two dozen cases that were filed in the wake of the conduct at issue. The nationwide, certified class consisted of more than 1 million Chase cardholders who, in 2008 and 2009, had their monthly minimum payment requirements unilaterally increased by Chase by more than 150%. Plaintiffs alleged that Chase made this change, in part, to induce cardholders to give up their promised fixed APRs in order to avoid the unprecedented minimum payment hike. In November 2012, the Court approved a \$100 million settlement of the case.

12. ***In re Synthroid Marketing Litigation***, MDL No. 1182 (N.D. Ill.). Lief Cabraser served as Co-Lead Counsel for the purchasers of the thyroid medication Synthroid in litigation against Knoll Pharmaceutical, the manufacturer of Synthroid. The lawsuits charged that Knoll misled physicians and patients into keeping patients on Synthroid despite knowing that less costly, but equally effective drugs, were available. In

2000, the District Court gave final approval to a \$87.4 million settlement with Knoll and its parent company, BASF Corporation, on behalf of a class of all consumers who purchased Synthroid at any time from 1990 to 1999. In 2001, the Court of Appeals upheld the order approving the settlement and remanded the case for further proceedings. 264 F.3d 712 (7th Cir. 2001). The settlement proceeds were distributed in 2003.

13. ***R.M. Galicia v. Franklin; Franklin v. Scripps Health***, No. IC 859468 (San Diego Supr. Ct., Cal.). Lief Cabraser served as Lead Class Counsel in a certified class action lawsuit on behalf of 60,750 uninsured patients who alleged that the Scripps Health hospital system imposed excessive fees and charges for medical treatment. The class action originated in July 2006, when uninsured patient Phillip Franklin filed a class action cross-complaint against Scripps Health after Scripps sued Mr. Franklin through a collection agency. Mr. Franklin alleged that he, like all other uninsured patients of Scripps Health, was charged unreasonable and unconscionable rates for his medical treatment. In June 2008, the Court granted final approval to a settlement of the action which includes refunds or discounts of 35% off of medical bills, collectively worth \$73 million. The settlement also required Scripps Health to modify its pricing and collections practices by (1) following an Uninsured Patient Discount Policy, which includes automatic discounts from billed charges for Hospital Services; (2) following a Charity Care Policy, which provides uninsured patients who meet certain income tests with discounts on Health Services up to 100% free care, and provides for charity discounts under other special circumstances; (3) informing uninsured patients about the availability and terms of the above financial assistance policies; and (4) restricting certain collections practices and actively monitoring outside collection agents.
14. ***In re Lawn Mower Engine Horsepower Marketing and Sales Practices Litigation***, MDL No. 1999 (E.D. Wi.). Lief Cabraser served as co-counsel for consumers who alleged manufacturers of certain gasoline-powered lawn mowers misrepresented, and significantly overstated, the horsepower of the product. As the price for lawn mowers is linked to the horsepower of the engine -- the higher the horsepower, the more expensive the lawn mower -- defendants' alleged misconduct caused consumers to purchase expensive lawn mowers that provided lower horsepower than advertised. In August 2010, the Court approved a \$65 million settlement of the action.
15. ***Strugano v. Nextel Communications***, No. BC 288359 (Los Angeles Supr. Ct.). In May 2006, the Los Angeles Superior Court granted final approval to a class action settlement on behalf of all California customers of Nextel from January 1, 1999 through December 31, 2002, for compensation for the harm caused by Nextel's alleged unilateral

(1) addition of a \$1.15 monthly service fee and/or (2) change from second-by-second billing to minute-by-minute billing, which caused “overage” charges (i.e., for exceeding their allotted cellular plan minutes). The total benefit conferred by the Settlement directly to Class Members was between approximately \$13.5 million and \$55.5 million, depending on which benefit Class Members selected.

16. ***Curry v. Fairbanks Capital Corporation***, No. 03-10895-DPW (D. Mass.). In 2004, the Court approved a \$55 million settlement of a class action lawsuit against Fairbanks Capital Corporation arising out of charges against Fairbanks of misconduct in servicing its customers’ mortgage loans. The settlement also required substantial changes in Fairbanks’ business practices and established a default resolution program to limit the imposition of fees and foreclosure proceedings against Fairbanks’ customers. Lief Cabraser served as nationwide Co-Lead Counsel for the homeowners.
17. ***Payment Protection Credit Card Litigation***. Lief Cabraser represented consumers in litigation in federal court against some of the nation’s largest credit card issuers, challenging the imposition of charges for so-called “payment protection” or “credit protection” programs. The complaints charged that the credit card companies imposed payment protection without the consent of the consumer and/or deceptively marketed the service, and further that the credit card companies unfairly administered their payment protection programs to the detriment of consumers. In 2012 and 2013, the Courts approved monetary settlements with HSBC (\$23.5 million), Bank of America (\$20 million), and Discover (\$10 million) that also required changes in the marketing and sale of payment protection to consumers.
18. ***California Title Insurance Industry Litigation***. Lief Cabraser, in coordination with parallel litigation brought by the Attorney General, reached settlements in 2003 and 2004 with the leading title insurance companies in California, resulting in historic industry-wide changes to the practice of providing escrow services in real estate closings. The settlements brought a total of \$50 million in restitution to California consumers, including cash payments. In the lawsuits, plaintiffs alleged, among other things, that the title companies received interest payments on customer escrow funds that were never reimbursed to their customers. The defendant companies include Lawyers’ Title, Commonwealth Land Title, Stewart Title of California, First American Title, Fidelity National Title, and Chicago Title.
19. ***Vytorin/Zetia Marketing, Sales Practices & Products Liability Litigation***, MDL No. 1938 (D. N.J.). Lief Cabraser served on the Executive Committee of the Plaintiffs’ Steering Committee representing

plaintiffs alleging that Merck/Schering-Plough Pharmaceuticals falsely marketed anti-cholesterol drugs Vytorin and Zetia as being more effective than other anti-cholesterol drugs. Plaintiffs further alleged that Merck/Schering-Plough Pharmaceuticals sold Vytorin and Zetia at higher prices than other anti-cholesterol medication when they were no more effective than other drugs. In 2010, the Court approved a \$41.5 million settlement for consumers who bought Vytorin or Zetia between November 2002 and February 2010.

20. ***Morris v. AT&T Wireless Services***, No. C-04-1997-MJP (W.D. Wash.). Lief Cabraser served as class counsel for a nationwide settlement class of cell phone customers subjected to an end-of-billing cycle cancellation policy implemented by AT&T Wireless in 2003 and alleged to have breached customers' service agreements. In May 2006, the New Jersey Superior Court granted final approval to a class settlement that guarantees delivery to the class of \$40 million in benefits. Class members received cash-equivalent calling cards automatically, and had the option of redeeming them for cash. Lief Cabraser had been prosecuting the class claims in the Western District of Washington when a settlement in New Jersey state court was announced. Lief Cabraser objected to that settlement as inadequate because it would have only provided \$1.5 million in benefits without a cash option, and the Court agreed, declining to approve it. Thereafter, Lief Cabraser negotiated the new settlement providing \$40 million to the class, and the settlement was approved.
21. ***Berger v. Property I.D. Corporation***, No. CV 05-5373-GHK (C.D. Cal.). In January 2009, the Court granted final approval to a \$39.4 million settlement with several of the nation's largest real estate brokerages, including companies doing business as Coldwell Banker, Century 21, and ERA Real Estate, and California franchisors for RE/MAX and Prudential California Realty, in an action under the Real Estate Settlement Procedures Act on behalf of California home sellers. Plaintiffs charged that the brokers and Property I.D. Corporation set up straw companies as a way to disguise kickbacks for referring their California clients' natural hazard disclosure report business to Property I.D. (the report is required to sell a home in California). Under the settlement, hundreds of thousands of California home sellers were eligible to receive a full refund of the cost of their report, typically about \$100.
22. ***In re Tri-State Crematory Litigation***, MDL No. 1467 (N.D. Ga.). In March 2004, Lief Cabraser delivered opening statements and began testimony in a class action by families whose loved ones were improperly cremated and desecrated by Tri-State Crematory in Noble, Georgia. The families also asserted claims against the funeral homes that delivered the decedents to Tri-State Crematory for failing to ensure that the crematory

performed cremations in the manner required under the law and by human decency. One week into trial, settlements with the remaining funeral home defendants were reached and brought the settlement total to approximately \$37 million. Trial on the class members' claims against the operators of crematory began in August 2004. Soon thereafter, these defendants entered into a \$80 million settlement with plaintiffs. As part of the settlement, all buildings on the Tri-State property were razed. The property will remain in a trust so that it will be preserved in peace and dignity as a secluded memorial to those whose remains were mistreated, and to prevent crematory operations or other inappropriate activities from ever taking place there. Earlier in the litigation, the Court granted plaintiffs' motion for class certification in a published order. 215 F.R.D. 660 (2003).

23. ***In re American Family Enterprises***, MDL No. 1235 (D. N.J.). Lief Cabraser served as Co-Lead Counsel for a nationwide class of persons who received any sweepstakes materials sent under the name "American Family Publishers." The class action lawsuit alleged that defendants deceived consumers into purchasing magazine subscriptions and merchandise in the belief that such purchases were necessary to win an American Family Publishers' sweepstakes prize or enhanced their chances of winning a sweepstakes prize. In September 2000, the Court granted final approval of a \$33 million settlement of the class action. In April 2001, over 63,000 class members received refunds averaging over \$500 each, representing 92% of their eligible purchases. In addition, American Family Publishers agreed to make significant changes to the way it conducts the sweepstakes.
24. ***Walsh v. Kindred Healthcare Inc.***, No. 3:11-cv-00050 (N.D. Cal.). Lief Cabraser and co-counsel represented a class of 54,000 current and former residents, and families of residents, of skilled nursing care facilities in a class action against Kindred Healthcare for failing to adequately staff its nursing facilities in California. Since January 1, 2000, skilled nursing facilities in California have been required to provide at least 3.2 hours of direct nursing hours per patient day (NHPPD), which represented the minimum staffing required for patients at skilled nursing facilities.

The complaint alleged a pervasive and intentional failure by Kindred Healthcare to comply with California's required minimum standard for qualified nurse staffing at its facilities. Understaffing is uniformly viewed as one of the primary causes of the inadequate care and often unsafe conditions in skilled nursing facilities. Studies have repeatedly shown a direct correlation between inadequate skilled nursing care and serious health problems, including a greater likelihood of falls, pressure sores, significant weight loss, incontinence, and premature death. The

complaint further charged that Kindred Healthcare collected millions of dollars in payments from residents and their family members, under the false pretense that it was in compliance with California staffing laws and would continue to do so.

In December 2013, the Court approved a \$8.25 million settlement which included cash payments to class members and an injunction requiring Kindred Healthcare to consistently utilize staffing practices which would ensure they complied with applicable California law. The injunction, subject to a third party monitor, was valued at between \$6 to \$20 million.

25. ***Cincotta v. California Emergency Physicians Medical Group***, No. 07359096 (Cal. Supr. Ct.). Lief Cabraser served as class counsel for nearly 100,000 uninsured patients that alleged they were charged excessive and unfair rates for emergency room service across 55 hospitals throughout California. The settlement, approved on October 31, 2008, provided complete debt elimination, 100% cancellation of the bill, to uninsured patients treated by California Emergency Physicians Medical Group during the 4-year class period. These benefits were valued at \$27 million. No claims were required, so all of these bills were cancelled. In addition, the settlement required California Emergency Physicians Medical Group prospectively to (1) maintain certain discount policies for all charity care patients; (2) inform patients of the available discounts by enhanced communications; and (3) limit significantly the type of collections practices available for collecting from charity care patients.
26. ***In re Ameriquest Mortgage Co. Mortgage Lending Practices Litigation***, MDL No. 1715. Lief Cabraser served as Co-Lead Counsel for borrowers who alleged that Ameriquest engaged in a predatory lending scheme based on the sale of loans with illegal and undisclosed fees and terms. In August 2010, the Court approved a \$22 million settlement.
27. ***ING Bank Rate Renew Cases***, Case No. 11-154-LPS (D. Del.). Lief Cabraser represented borrowers in class action lawsuits charging that ING Direct breached its promise to allow them to refinance their mortgages for a flat fee. From October 2005 through April 2009, ING promoted a \$500 or \$750 flat-rate refinancing fee called "Rate Renew" as a benefit of choosing ING for mortgages over competitors. Beginning in May 2009, however, ING began charging a higher fee of a full monthly mortgage payment for refinancing using "Rate Renew," despite ING's earlier and lower advertised price. As a result, the complaint alleged that many borrowers paid more to refinance their loans using "Rate Renew" than they should have, or were denied the opportunity to refinance their loan even though the borrowers met the terms and conditions of ING's original "Rate Renew" offer. In August 2012, the Court certified a class of consumers in ten states who purchased or retained an ING mortgage from

October 2005 through April 2009. A second case on behalf of California consumers was filed in December 2012. In October 2014, the Court approved a \$20.35 million nationwide settlement of the litigation. The settlement provided an average payment of \$175 to the nearly 100,000 class members, transmitted to their accounts automatically and without any need to file a claim form.

28. ***Yarrington v. Solvay Pharmaceuticals***, No. 09-CV-2261 (D. Minn.). In March 2010, the Court granted final approval to a \$16.5 million settlement with Solvay Pharmaceuticals, one of the country's leading pharmaceutical companies. Lief Cabraser served as Co-Lead Counsel, representing a class of persons who purchased Estratest—a hormone replacement drug. The class action lawsuit alleged that Solvay deceptively marketed and advertised Estratest as an FDA-approved drug when in fact Estratest was not FDA-approved for any use. Under the settlement, consumers obtained partial refunds for up to 30% of the purchase price paid of Estratest. In addition, \$8.9 million of the settlement was allocated to fund programs and activities devoted to promoting women's health and well-being at health organizations, medical schools, and charities throughout the nation.
29. ***Reverse Mortgage Cases***, JCCP No. 4061 (San Mateo County Supr. Ct., Cal.). Transamerica Corporation, through its subsidiary Transamerica Homefirst, Inc., sold "reverse mortgages" marketed under the trade name "Lifetime." The Lifetime reverse mortgages were sold exclusively to seniors, *i.e.*, persons 65 years or older. Lief Cabraser, with co-counsel, filed suit on behalf of seniors alleging that the terms of the reverse mortgages were unfair, and that borrowers were misled as to the loan terms, including the existence and amount of certain charges and fees. In 2003, the Court granted final approval to an \$8 million settlement of the action.
30. ***Brazil v. Dell***, No. C-07-01700 RMW (N.D. Cal.). Lief Cabraser served as Class Counsel representing a certified class of online consumers in California who purchased certain Dell computers based on the advertisement of an instant-off (or "slash-through") discount. The complaint challenged Dell's pervasive use of "slash-through" reference prices in its online marketing. Plaintiffs alleged that these "slash-through" reference prices were interpreted by consumers as representing Dell's former or regular sales prices, and that such reference prices (and corresponding representations of "savings") were false because Dell rarely, if ever, sold its products at such prices. In October 2011, the Court approved a settlement that provided a \$50 payment to each class member who submitted a timely and valid claim. In addition, in response to the lawsuit, Dell changed its methodology for consumer online advertising, eliminating the use of "slash-through" reference prices.

31. ***Hepting v. AT&T Corp.***, Case No. C-06-0672-VRW (N.D. Cal.). Plaintiffs alleged that AT&T collaborated with the National Security Agency in a massive warrantless surveillance program that illegally tracked the domestic and foreign communications and communications records of millions of Americans in violation of the U.S. Constitution, Electronic Communications Privacy Act, and other statutes. The case was filed on January 2006. The U.S. government quickly intervened and sought dismissal of the case. By the Spring of 2006, over 50 other lawsuits were filed against various telecommunications companies, in response to a *USA Today* article confirming the surveillance of communications and communications records. The cases were combined into a multi-district litigation proceeding entitled *In re National Security Agency Telecommunications Record Litigation*, MDL No. 06-1791. In June of 2006, the District Court rejected both the government's attempt to dismiss the case on the grounds of the state secret privilege and AT&T's arguments in favor of dismissal. The government and AT&T appealed the decision and the U.S. Court of Appeals for the Ninth Circuit heard argument one year later. No decision was issued. In July 2008, Congress granted the government and AT&T "retroactive immunity" for liability for their wiretapping program under amendments to the Foreign Intelligence Surveillance Act that were drafted in response to this litigation. Signed into law by President Bush in 2008, the amendments effectively terminated the litigation. Lief Cabraser played a leading role in the litigation working closely with co-counsel from the Electronic Frontier Foundation.
32. ***In Re Apple and AT&T iPad Unlimited Data Plan Litigation***, No. 5:10-cv-02553 RMW (N.D. Ca.). Lief Cabraser served as class counsel in an action against Apple and AT&T charging that Apple and AT&T misrepresented that consumers purchasing an iPad with 3G capability could choose an unlimited data plan for a fixed monthly rate and switch in and out of the unlimited plan on a monthly basis as they wished. Less than six weeks after its introduction to the U.S. market, AT&T and Apple discontinued their unlimited data plan for any iPad 3G customers not currently enrolled and prohibited current unlimited data plan customers from switching back and forth from a less expensive, limited data plan. In March 2014, Apple agreed to compensate all class members \$40 and approximately 60,000 claims were paid. In addition, sub-class members who had not yet entered into an agreement with AT&T were offered a data plan.

V. Economic Injury Product Defects

A. Current Cases

1. ***Front-Loading Washer Products Liability Litigation***. Lief Cabraser represents consumers in multiple states who have filed separate

class action lawsuits against Whirlpool, Sears and LG Corporations. The complaints charge that certain front-loading automatic washers manufactured by these companies are defectively designed and that the design defects create foul odors from mold and mildew that permeate washing machines and customers' homes. Many class members have spent money for repairs and on other purported remedies. As the complaints allege, none of these remedies eliminates the problem.

2. ***In Re General Motors LLC Ignition Switch Litigation***, 14-MD-2543 (JMF); 14-MC-2434 (JMF). Lief Cabraser represents proposed nationwide classes of GM vehicle owners and lessees whose cars include defective ignition switches in litigation focusing on economic loss claims. On August 15, 2014, U.S. District Court Judge Jesse M. Furman appointed Elizabeth J. Cabraser as Co-Lead Plaintiffs' Counsel in the litigation, which seeks compensation on behalf of consumers who purchased or leased GM vehicles containing a defective ignition switch, over 500,000 of which have now been recalled. The consumer complaints allege that the ignition switches in these vehicles share a common, uniform, and defective design. As a result, these cars are of a lesser quality than GM represented, and class members overpaid for the cars. Further, GM's public disclosure of the ignition switch defect has caused the value of these cars to materially diminish. The complaints seek monetary relief for the diminished value of the class members' cars.
3. ***Honda Window Defective Window Litigation***. Case No. 2:21-cv-01142-SVW-PLA (C.D. CA). Lief Cabraser represents consumers in a class action lawsuit filed against Honda Motor Company, Inc. for manufacturing and selling vehicles with allegedly defective window regulator mechanisms. Windows in these vehicles allegedly can, without warning, drop into the door frame and break or become permanently stuck in the fully-open position.

The experience of one Honda Element owner, as set forth in the complaint, exemplifies the problem: The driver's side window in his vehicle slid down suddenly while he was driving on a smooth road. A few months later, the window on the passenger side of the vehicle also slid down into the door and would not move back up. The owner incurred more than \$300 in repair costs, which Honda refused to pay for. Discovery in the action is ongoing.

4. ***In re Chinese-Manufactured Drywall Products Liability Litigation***, No. 10-30568 (E.D. La.). Lief Cabraser with co-counsel represents a proposed class of builders who suffered economic losses as a result of the presence of Chinese-manufactured drywall in homes and other buildings they constructed. From 2005 to 2008, hundreds-of-millions of square feet of gypsum wallboard manufactured in China were

exported to the U.S., primarily to the Gulf Coast states, and installed in newly-constructed and reconstructed properties. After installation of this drywall, owners and occupants of the properties began noticing unusual odors, blackening of silver and copper items and components, and the failure of appliances, including microwaves, refrigerators, and air-conditioning units. Some residents of the affected homes also experienced health problems, such as skin and eye irritation, respiratory issues, and headaches.

Lieff Cabraser's client, Mitchell Company, Inc., was the first to perfect service on Chinese defendant Taishan Gypsum Co. Ltd. ("TG"), and thereafter secured a default judgment against TG. Lieff Cabraser participated in briefing that led to the District Court's denial of TG's motion to dismiss the class action complaint for lack of personal jurisdiction. On May 21, 2014, the U.S. Court of Appeals for the Fifth Circuit affirmed the District Court's default judgment against TG, finding jurisdiction based on ties of the company and its agent with state distributors. 753 F.3d 521 (5th Cir. 2014).

B. Successes

1. ***In re Mercedes-Benz Tele-Aid Contract Litigation***, MDL No. 1914 (D. N.J.). Lieff Cabraser represented owners and lessees of Mercedes-Benz cars and SUVs equipped with the Tele-Aid system, an emergency response system which links subscribers to road-side assistance operators by using a combination of global positioning and cellular technology. In 2002, the Federal Communications Commission issued a rule, effective 2008, eliminating the requirement that wireless phone carriers provide analog-based networks. The Tele-Aid system offered by Mercedes-Benz relied on analog signals. Plaintiffs charged that Mercedes-Benz committed fraud in promoting and selling the Tele-Aid system without disclosing to buyers of certain model years that the Tele-Aid system as installed would become obsolete in 2008.

In an April 2009 published order, the Court certified a nationwide class of all persons or entities in the U.S. who purchased or leased a Mercedes-Benz vehicle equipped with an analog-only Tele Aid system after August 8, 2002, and (1) subscribed to Tele Aid service until being informed that such service would be discontinued at the end of 2007, or (2) purchased an upgrade to digital equipment. In September 2011, the Court approved a settlement that provided class members between a \$650 check or a \$750 to \$1,300 certificate toward the purchase or lease of new Mercedes-Benz vehicle, depending upon whether or not they paid for an upgrade of the analog Tele Aid system and whether they still owned their vehicle. In approving the settlement, U.S. District Court Judge Dickinson R. Debevoise stated, "I want to thank counsel for the . . . very effective

and good work It was carried out with vigor, integrity and aggressiveness with never going beyond the maxims of the Court.”

2. ***McLennan v. LG Electronics USA***, No. 2:10-cv-03604 (D. N.J.). Lief Cabraser represented consumers who alleged several LG refrigerator models had a faulty design that caused the interior lights to remain on even when the refrigerator doors were closed (identified as the “light issue”), resulting in overheating and food spoilage. In March 2012, the Court granted final approval to a settlement of the nationwide class action lawsuit. The settlement provides that LG reimburse class members for all out-of-pocket costs (parts and labor) to repair the light issue prior to the mailing of the class notice and extends the warranty with respect to the light issue for 10 years from the date of the original retail purchase of the refrigerator. The extended warranty covers in-home refrigerator repair performed by LG and, in some cases, the cost of a replacement refrigerator. In approving the settlement, U.S. District Court Judge William J. Martini stated, “The Settlement in this case provides for both the complete reimbursement of out-of-pocket expenses for repairs fixing the Light Issue, as well as a warranty for ten years from the date of refrigerator purchase. It would be hard to imagine a better recovery for the Class had the litigation gone to trial. Because Class members will essentially receive all of the relief to which they would have been entitled after a successful trial, this factor weighs heavily in favor of settlement.”
3. ***Grays Harbor Adventist Christian School v. Carrier Corporation***, No. 05-05437 (W.D. Wash.). In April 2008, the Court approved a nationwide settlement for current and past owners of high-efficiency furnaces manufactured and sold by Carrier Corporation and equipped with polypropylene-laminated condensing heat exchangers (“CHXs”). Carrier sold the furnaces under the Carrier, Bryant, Day & Night and Payne brand-names. Plaintiffs alleged that starting in 1989 Carrier began manufacturing and selling high efficiency condensing furnaces manufactured with a secondary CHX made of inferior materials. Plaintiffs alleged that as a result, the CHXs, which Carrier warranted and consumers expected to last for 20 years, failed prematurely. The settlement provides an enhanced 20-year warranty of free service and free parts for consumers whose furnaces have not yet failed. The settlement also offers a cash reimbursement for consumers who already paid to repair or replace the CHX in their high-efficiency Carrier furnaces.

An estimated three million or more consumers in the U.S. and Canada purchased the furnaces covered under the settlement. Plaintiffs valued the settlement to consumers at over \$300 million based upon the combined value of the cash reimbursement and the estimated cost of an enhanced warranty of this nature.

4. ***Carideo v. Dell***, No. Co6-1772 JLR (W.D. Wash.). Lieff Cabraser represented consumers who owned Dell Inspiron notebook computer model numbers 1150, 5100, or 5160. The class action lawsuit complaint charged that the notebooks suffered premature failure of their cooling system, power supply system, and/or motherboards. In December 2010, the Court approved a settlement which provided class members that paid Dell for certain repairs to their Inspiron notebook computer a reimbursement of all or a portion of the cost of the repairs.
5. ***Cartwright v. Viking Industries***, No. 2:07-cv-2159 FCD (E.D. Cal.) Lieff Cabraser represented California homeowners in a class action lawsuit which alleged that over one million Series 3000 windows produced and distributed by Viking between 1989 and 1999 were defective. The plaintiffs charged that the windows were not watertight and allowed for water to penetrate the surrounding sheetrock, drywall, paint or wallpaper. Under the terms of a settlement approved by the Court in August 2010, all class members who submitted valid claims were entitled to receive as much as \$500 per affected property.
6. ***Pelletz v. Advanced Environmental Recycling Technologies*** (W.D. Wash.). Lieff Cabraser served as Co-Lead Counsel in a case alleging that ChoiceDek decking materials, manufactured by AERT, developed persistent and untreatable mold spotting throughout their surface. In a published opinion in January 2009, the Court approved a settlement that provided affected consumers with free and discounted deck treatments, mold inhibitor applications, and product replacement and reimbursement.
7. ***Create-A-Card v. Intuit***, No. Co7-6452 WHA (N.D. Cal.). Lieff Cabraser, with co-counsel, represented business users of QuickBooks Pro for accounting that lost their QuickBooks data and other files due to faulty software code sent by Intuit, the producer of QuickBooks. In September 2009, the Court granted final approval to a settlement that provided all class members who filed a valid claim with a free software upgrade and compensation for certain data-recovery costs. Commenting on the settlement and the work of Lieff Cabraser on September 17, 2009, U.S. District Court Judge William H. Alsup stated, “I want to come back to something that I observed in this case firsthand for a long time now. I think you’ve done an excellent job in the case as class counsel and the class has been well represented having you and your firm in the case.”
8. ***Weekend Warrior Trailer Cases***, JCCP No. 4455 (Cal. Supr. Ct.). Lieff Cabraser, with co-counsel, represented owners of Weekend Warrior trailers manufactured between 1998 and 2006 that were equipped with frames manufactured, assembled, or supplied by Zieman Manufacturing Company. The trailers, commonly referred to as “toy haulers,” were used

to transport outdoor recreational equipment such as motorcycles and all-terrain vehicles. Plaintiffs charged that Weekend Warrior and Zieman knew of design and performance problems, including bent frames, detached siding, and warped forward cargo areas, with the trailers, and concealed the defects from consumers. In February 2008, the Court approved a \$5.5 million settlement of the action that provided for the repair and/or reimbursement of the trailers. In approving the settlement, California Superior Court Judge Thierry P. Colaw stated that class counsel were “some of the best” and “there was an overwhelming positive reaction to the settlement” among class members.

9. ***Lundell v. Dell***, No. C05-03970 (N.D. Cal.). Lief Cabraser served as Lead Class Counsel for consumers who experienced power problems with the Dell Inspiron 5150 notebook. In December 2006, the Court granted final approval to a settlement of the class action which extended the one-year limited warranty on the notebook for a set of repairs related to the power system. In addition, class members that paid Dell or a third party for repair of the power system of their notebook were entitled to a 100% cash refund from Dell.

10. ***Kan v. Toshiba American Information Systems***, No. BC327273 (Los Angeles Super. Ct.). Lief Cabraser served as Co-Lead Counsel for a class of all end-user persons or entities who purchased or otherwise acquired in the United States, for their own use and not for resale, a new Toshiba Satellite Pro 6100 Series notebook. Consumers alleged a series of defects were present in the notebook. In 2006, the Court approved a settlement that extended the warranty for all Satellite Pro 6100 notebooks, provided cash compensation for certain repairs, and reimbursed class members for certain out-of-warranty repair expenses.

11. ***Foothill/DeAnza Community College District v. Northwest Pipe Company***, No. C-00-20749 (N.D. Cal.). In June 2004, the Court approved the creation of a settlement fund of up to \$14.5 million for property owners nationwide with Poz-Lok fire sprinkler piping that fails. Since 1990, Poz-Lok pipes and pipe fittings were sold in the U.S. as part of fire suppression systems for use in residential and commercial buildings. After leaks in Poz-Lok pipes caused damage to its DeAnza Campus Center building, Foothill/DeAnza Community College District in California retained Lief Cabraser to file a class action lawsuit against the manufacturers of Poz-Lok. The college district charged that Poz-Lok pipe had manufacturing and design defects that resulted in the premature corrosion and failure of the product. Under the settlement, owners whose Poz-Lok pipes are leaking today, or over the next 15 years, may file a claim for compensation.

12. ***Toshiba Laptop Screen Flicker Settlement.*** Lief Cabraser negotiated a settlement with Toshiba America Information Systems, Inc. (“TAIS”) to provide relief for owners of certain Toshiba Satellite 1800 Series, Satellite Pro 4600 and Tecra 8100 personal notebook computers whose screens flickered, dimmed or went blank due to an issue with the FL Inverter Board component. In 2004 under the terms of the Settlement, owners of affected computers who paid to have the FL Inverter issue repaired by either TAIS or an authorized TAIS service provider recovered the cost of that repair, up to \$300 for the Satellite 1800 Series and the Satellite Pro 4600 personal computers, or \$400 for the Tecra 8100 personal computers. TAIS also agreed to extend the affected computers’ warranties for the FL Inverter issue by 18 months.

13. ***McManus v. Fleetwood Enterprises, Inc.,*** No. SA-99-CA-464-FB (W.D. Tex.). Lief Cabraser served as Class Counsel on behalf of original owners of 1994-2000 model year Fleetwood Class A and Class C motor homes. In 2003, the Court approved a settlement that resolved lawsuits pending in Texas and California about braking while towing with 1994 Fleetwood Class A and Class C motor homes. The lawsuits alleged that Fleetwood misrepresented the towing capabilities of new motor homes it sold, and claimed that Fleetwood should have told buyers that a supplemental braking system is needed to stop safely while towing heavy items, such as a vehicle or trailer. The settlement paid \$250 to people who bought a supplemental braking system for Fleetwood motor homes that they bought new. Earlier, the appellate court found that common questions predominated under purchasers’ breach of implied warranty of merchantability claim. 320 F.3d 545 (5th Cir. 2003).

14. ***Richison v. American Cemwood Corp.,*** No. 005532 (San Joaquin Supr. Ct., Cal.). Lief Cabraser served as Co-Lead Class Counsel for an estimated nationwide class of 30,000 owners of homes and other structures on which defective Cemwood Shakes were installed. In November 2003, the Court granted final approval to a \$75 million Phase 2 settlement in the American Cemwood roofing shakes national class action litigation. This amount was in addition to a \$65 million partial settlement approved by the Court in May 2000, and brought the litigation to a conclusion.

15. ***ABS Pipe Litigation,*** JCCP No. 3126 (Contra Costa County Supr. Ct., Cal.). Lief Cabraser served as Lead Class Counsel on behalf of property owners whose ABS plumbing pipe was allegedly defective and caused property damage by leaking. Six separate class actions were filed in California against five different ABS pipe manufacturers, numerous developers of homes containing the ABS pipe, as well as the resin supplier and the entity charged with ensuring the integrity of the product.

Between 1998 and 2001, we achieved 12 separate settlements in the class actions and related individual lawsuits for approximately \$78 million.

Commenting on the work of Lief Cabraser and co-counsel in the case, California Superior Court (now appellate) Judge Mark B. Simons stated on May 14, 1998: “The attorneys who were involved in the resolution of the case certainly entered the case with impressive reputations and did nothing in the course of their work on this case to diminish these reputations, but underlined, in my opinion, how well deserved those reputations are.”

16. ***Williams v. Weyerhaeuser***, No. 995787 (San Francisco Supr. Ct.). Lief Cabraser served as Class Counsel on behalf of a nationwide class of hundreds of thousands or millions of owners of homes and other structures with defective Weyerhaeuser hardboard siding. A California-wide class was certified for all purposes in February 1999, and withstood writ review by both the California Court of Appeals and Supreme Court of California. In 2000, the Court granted final approval to a nationwide settlement of the case which provides class members with compensation for their damaged siding, based on the cost of replacing or, in some instances, repairing, damaged siding. The settlement has no cap, and requires Weyerhaeuser to pay all timely, qualified claims over a nine year period. The claims program is underway and paying claims.
17. ***Naef v. Masonite***, No. CV-94-4033 (Mobile County Circuit Ct., Ala.). Lief Cabraser served as Co-Lead Class Counsel on behalf of a nationwide Class of an estimated 4 million homeowners with allegedly defective hardboard siding manufactured and sold by Masonite Corporation, a subsidiary of International Paper, installed on their homes. The Court certified the class in November 1995, and the Alabama Supreme Court twice denied extraordinary writs seeking to decertify the Class, including in *Ex Parte Masonite*, 681 So. 2d 1068 (Ala. 1996). A month-long jury trial in 1996 established the factual predicate that Masonite hardboard siding was defective under the laws of most states. The case settled on the eve of a second class-wide trial, and in 1998, the Court approved a settlement. Under a claims program established by the settlement that ran through 2008, class members with failing Masonite hardboard siding installed and incorporated in their property between January 1, 1980 and January 15, 1998 were entitled to make claims, have their homes evaluated by independent inspectors, and receive cash payments for damaged siding. Combined with settlements involving other alleged defective home building products sold by Masonite, the total cash paid to homeowners exceeded \$1 billion.
18. ***In re General Motors Corp. Pick-Up Fuel Tank Products Liability Litigation***, MDL No. 961 (E.D. Pa.). Lief Cabraser served as

Court-appointed Co-Lead Counsel representing a class of 4.7 million plaintiffs who owned 1973-1987 GM C/K pickup trucks with allegedly defective gas tanks. The Consolidated Complaint asserted claims under the Lanham Act, the Magnuson-Moss Act, state consumer protection statutes, and common law. In 1995, the Third Circuit vacated the District Court settlement approval order and remanded the matter to the District Court for further proceedings. In July 1996, a new nationwide class action was certified for purposes of an enhanced settlement program valued at a minimum of \$600 million, plus funding for independent fuel system safety research projects. The Court granted final approval of the settlement in November 1996.

19. ***In re Louisiana-Pacific Inner-Seal Siding Litigation***, No. C-95-879-JO (D. Ore.). Loeff Cabraser served as Co-Lead Class Counsel on behalf of a nationwide class of homeowners with defective exterior siding on their homes. Plaintiffs asserted claims for breach of warranty, fraud, negligence, and violation of consumer protection statutes. In 1996, U.S. District Judge Robert E. Jones entered an Order, Final Judgment and Decree granting final approval to a nationwide settlement requiring Louisiana-Pacific to provide funding up to \$475 million to pay for inspection of homes and repair and replacement of failing siding over the next seven years.
20. ***In re Intel Pentium Processor Litigation***, No. CV 745729 (Santa Clara Supr. Ct., Cal.). Loeff Cabraser served as one of two Court-appointed Co-Lead Class Counsel, and negotiated a settlement, approved by the Court in June 1995, involving both injunctive relief and damages having an economic value of approximately \$1 billion.
21. ***Cox v. Shell***, No. 18,844 (Obion County Chancery Ct., Tenn.). Loeff Cabraser served as Class Counsel on behalf of a nationwide class of approximately 6 million owners of property equipped with defective polybutylene plumbing systems and yard service lines. In November 1995, the Court approved a settlement involving an initial commitment by Defendants of \$950 million in compensation for past and future expenses incurred as a result of pipe leaks, and to provide replacement pipes to eligible claimants. The deadline for filing claims expired in 2009.
22. ***Hanlon v. Chrysler Corp.***, No. C-95-2010-CAL (N.D. Cal.). In 1995, the District Court approved a \$200+ million settlement enforcing Chrysler's comprehensive minivan rear latch replacement program, and to correct alleged safety problems with Chrysler's pre-1995 designs. As part of the settlement, Chrysler agreed to replace the rear latches with redesigned latches. The settlement was affirmed on appeal by the Ninth Circuit in *Hanlon v. Chrysler Corp.*, 150 F.3d 1011 (1998).

23. ***Gross v. Mobil***, No. C 95-1237-SI (N.D. Cal.). Lief Cabraser served as Plaintiffs' Class Counsel in this nationwide action involving an estimated 2,500 aircraft engine owners whose engines were affected by Mobil AV-1, an aircraft engine oil. Plaintiffs alleged claims for strict liability, negligence, misrepresentation, violation of consumer protection statutes, and for injunctive relief. Plaintiffs obtained a preliminary injunction requiring Defendant Mobil Corporation to provide notice to all potential class members of the risks associated with past use of Defendants' aircraft engine oil. In addition, Plaintiffs negotiated a proposed Settlement, granted final approval by the Court in November 1995, valued at over \$12.5 million, under which all Class Members were eligible to participate in an engine inspection and repair program, and receive compensation for past repairs and for the loss of use of their aircraft associated with damage caused by Mobil AV-1.

VI. Antitrust/Trade Regulation/Intellectual Property

A. Current Cases

1. ***In re High-Tech Employee Antitrust Litigation***, No. 11 CV 2509 (N.D. Cal.). Lief Cabraser serves as Co-Lead Class Counsel in a consolidated class action charging that Adobe Systems Inc., Apple Inc., Google Inc., Intel Corporation, Intuit Inc., Lucasfilm Ltd., and Pixar violated antitrust laws by conspiring to suppress the pay of technical, creative, and other salaried employees. The complaint alleges that the conspiracy among defendants restricted recruiting of each other's employees. On October 24, 2013, U.S. District Court Judge Lucy H. Koh certified a class of approximately 64,000 persons who worked in Defendants' technical, creative, and/or research and development jobs from 2005-2009. On September 2, 2015, the Court approved a \$415 million settlement with Apple, Google, Intel, and Adobe. Earlier, on May 15, 2014, the Court approved partial settlements totaling \$20 million resolving claims against Intuit, Lucasfilm, and Pixar.

2. ***Charles Schwab Bank, N.A. v. Bank of America Corp.***, No. 11 CV 6411 (N.D. Cal.). Lief Cabraser serves as counsel for The Charles Schwab Corporation, its affiliates Charles Schwab Bank, N.A., and Charles Schwab & Co., Inc., which manages the investments of the Charles Schwab Bank, N.A. (collectively "Schwab"), and several series of The Charles Schwab Family of Funds, Schwab Investments, Charles Schwab Worldwide Funds plc ("Schwab Fund Series"), and the Bay Area Toll Authority ("BATA") in individual lawsuits against Bank of America Corporation, Credit Suisse Group AG, J.P. Morgan Chase & Co., Citibank, Inc., and additional banks for allegedly manipulating the London Interbank Offered Rate ("LIBOR").

The complaints allege that beginning in 2007, the defendants conspired to understate their true costs of borrowing, causing the calculation of

LIBOR to be set artificially low. As a result, Schwab, the Schwab Fund Series, and BATA received less than their rightful rates of return on their LIBOR-based investments. The complaints assert claims under federal antitrust laws, the federal Racketeer Influenced and Corrupt Organizations Act (“RICO”), and the statutory and common law of California. The actions were transferred to the Southern District of New York for consolidated or coordinated proceedings with the LIBOR multidistrict litigation pending there. The MDL is proceeding.

3. ***Cipro Cases I and II***, JCCP Nos. 4154 and 4220 (Cal. Supr. Ct.). Lief Cabraser represents California consumers and third party payors in a class action lawsuit filed in California state court charging that Bayer Corporation, Barr Laboratories, and other generic prescription drug manufacturers conspired to restrain competition in the sale of Bayer’s blockbuster antibiotic drug Ciprofloxacin, sold as Cipro. Between 1997 and 2003, Bayer paid its would-be generic drug competitors nearly \$400 million to refrain from selling more affordable versions of Cipro. As a result, consumers were forced to pay inflated prices for the drug -- frequently prescribed to treat urinary tract, prostate, abdominal, and other infections.

The Trial Court granted defendants’ motion for summary judgment, which the Appellate Court affirmed in October 2011. Plaintiffs sought review before the California Supreme Court and were successful. Following briefing, the case was stayed pending the U.S. Supreme Court’s decision in *FTC v. Actavis*. After the U.S. Supreme Court in *Actavis* overturned the Appellate Court’s ruling that pay-for-delay deals in the pharmaceutical industry are generally legal, plaintiffs and Bayer entered into settlement negotiations. In November 2013, the Trial Court approved a \$74 million settlement with Bayer.

On May 7, 2015, the California Supreme Court reversed the grant of summary judgment to Defendants and resoundingly endorsed the rights of consumers to challenge pharmaceutical pay-for-delay settlements under California competition law. The Court held that “[p]arties illegally restrain trade when they privately agree to substitute consensual monopoly in place of potential competition.”

For their above-noted work on the *Cipro* matter, Lief Cabraser attorney Eric B. Fastiff, Brendan P. Glackin, and Dean M. Harvey were recognized by *California Lawyer* and the *Daily Journal* with the 2016 California Lawyer of the Year Award.

4. ***In re Lithium-Ion Batteries Antitrust Litigation***, MDL No. 2420. Lief Cabraser serves as Interim Co-Lead Indirect Purchaser Counsel representing consumers in a class action filed against LG, GS Yuasa, NEC, Sony, Sanyo, Panasonic, Hitachi, LG Chem, Samsung, Toshiba, and Sanyo

for allegedly conspiring to fix and raise the prices of lithium-ion rechargeable batteries in violation of U.S. antitrust law from 2002 to 2011. The defendants are the world's leading manufacturers of lithium-ion rechargeable batteries, which provide power for a wide variety of consumer electronic products. As a result of the defendants' alleged anticompetitive and unlawful conduct, consumers across America paid artificially inflated prices for lithium-ion rechargeable batteries.

5. ***In re Capacitors Antitrust Litigation***, No. 3:14-cv-03264 (N.D. Cal.). Lieff Cabraser is a member of the plaintiffs' steering committee representing indirect purchases in an antitrust class action lawsuit filed against the world's largest manufacturers of capacitors. The complaint charges that the defendants conspired to unlawfully fix and raise the prices in the U.S. for electrolytic and film capacitors. The defendants include Panasonic Corp., Elna Co. Ltd., Hitachi Chemical Co., Ltd., Nistuko Electronics Corp., NEC Tokin Corp., SANYO Electric Co., Ltd., Matsuo Electric Co., Nippon Chemi-con Corp., Nichicon Corp., Rubycon Corp., Taitso Corp., and Toshin Kogyo Co., Ltd. Lieff Cabraser has played a central role in discovery efforts, and assisted in opposing Defendants' motions to dismiss and in opposing Defendants' motions for summary judgment. The case is currently still in fact discovery.
6. ***In re Disposable Contact Lens Antitrust Litigation***, MDL No. 2626 (M.D. Fla.). Lieff Cabraser represents consumers who purchased disposable contact lenses manufactured by Alcon Laboratories, Inc., Johnson & Johnson Vision Care, Inc., Bausch + Lomb, and Cooper Vision, Inc. The complaint challenges under federal and state antitrust laws the use by contact lens manufacturers of minimum resale price maintenance agreements with independent eye care professionals (including optometrists and ophthalmologists) and wholesalers. These agreements, the complaint alleges, operate to raise retail prices and eliminate price competition and discounts on contact lenses, including from "big box" retail stores, discount buying clubs, and online retailers. As a result, the consumers across America have paid artificially inflated prices for contact lenses.
7. ***Jackson v. American Airlines***, No. 3:15-cv-03520 (N.D. Cal.). Lieff Cabraser represents consumers in a class action lawsuit against the four largest U.S. airline carriers: American Airlines Group, Inc., Delta Air Lines, Inc., Southwest Airlines Co., and United Airlines, Inc. These airlines that collectively account for over 80 percent of all domestic airline travel. The complaint alleges that for years the airlines have colluded to restrain capacity, eliminate competition in the market, and increase the price of domestic airline fares in violation of U.S. antitrust law. The proposed class consists of all persons and entities who purchased domestic airline tickets directly from one or more defendants from July 2,

2011 to the present. The case was assigned recently to Federal Judge Colleen Kollar-Kotelly in District Court in Washington, D.C., and the first case management conference should be held soon. In February 2016, Judge Kollar-Kotelly appointed Elizabeth Cabraser to the three-member Plaintiffs' Executive Committee overseeing the multidistrict airline price-fixing litigation.

8. ***Seaman v. Duke University***, No. 1:15-cv-00462 (M.D. N.C.). Lieff Cabraser represents Danielle M. Seaman, M.D., in a class action lawsuit against Duke University; Duke University Health System; and Dr. William L. Roper, M.D., M.P.H., in his official capacity as Dean and Vice-Chancellor of Medical Affairs for University of North Carolina at Chapel Hill School of Medicine, and Chief Executive Officer of the University of North Carolina Health Care System. The complaint charges that the defendants entered into an express, secret agreement not to hire or attempt to hire certain medical facility faculty and staff that they each employed. The lawsuit seeks to recover damages and obtain injunctive relief, including treble damages, for defendants' alleged violations of federal and North Carolina antitrust law.

On February 12, 2016, U.S. District Court Judge Catherine Eagles denied defendants' motions to dismiss the case on a variety of grounds, including a denial of state action immunity to antitrust liability. The Court rejected Defendants' argument that they should be exempt from the nation's antitrust laws because Dr. Roper, an alleged co-conspirator, is an administrator of a state university and health system.

9. ***In re Municipal Derivatives Litigation***, MDL No. 1950 (S.D.N.Y.). Lieff Cabraser represents the City of Oakland, the County of Alameda, City of Fresno, Fresno County Financing Authority, and East Bay Delta Housing and Finance Agency in a class action lawsuit brought on behalf of themselves and other California entities that purchased guaranteed investment contracts, swaps, and other municipal derivatives products from Bank of America, N.A., JP Morgan Chase & Co., Piper Jaffray & Co., Societe Generale SA, UBS AG, and other banks, brokers and financial institutions. The complaint charges that Defendants conspired to give cities, counties, school districts, and other governmental agencies artificially low bids for guaranteed investment contracts, swaps, and other municipal derivatives products, which are used by public entities to earn interest on bond proceeds.

The complaint charges that Defendants met secretly to discuss prices, customers, and markets of municipal derivatives sold in the U.S. and elsewhere; intentionally created the false appearance of competition by engaging in sham auctions in which the results were pre-determined or agreed not to bid on contracts; and covertly shared their unjust profits

with losing bidders to maintain the conspiracy. Most of the Defendants in this case settled in 2015. Further prosecution claims continue with others.

B. Successes

1. ***Natural Gas Antitrust Cases***, JCCP Nos. 4221, 4224, 4226 & 4228 (Cal. Supr. Ct.). In 2003, the Court approved a landmark of \$1.1 billion settlement in class action litigation against El Paso Natural Gas Co. for manipulating the market for natural gas pipeline transmission capacity into California. Lief Cabraser served as Plaintiffs' Co-Lead Counsel and Co-Liaison Counsel in the *Natural Gas Antitrust Cases I-IV*.

In June 2007, the Court granted final approval to a \$67.39 million settlement of a series of class action lawsuits brought by California business and residential consumers of natural gas against a group of natural gas suppliers, Reliant Energy Services, Inc., Duke Energy Trading and Marketing LLC, CMS Energy Resources Management Company, and Aquila Merchant Services, Inc.

Plaintiffs charged defendants with manipulating the price of natural gas in California during the California energy crisis of 2000-2001 by a variety of means, including falsely reporting the prices and quantities of natural gas transactions to trade publications, which compiled daily and monthly natural gas price indices; prearranged wash trading; and, in the case of Reliant, "churning" on the Enron Online electronic trading platform, which was facilitated by a secret netting agreement between Reliant and Enron.

The 2007 settlement followed a settlement reached in 2006 for \$92 million partial settlement with Coral Energy Resources, L.P.; Dynegy Inc. and affiliates; EnCana Corporation; WD Energy Services, Inc.; and The Williams Companies, Inc. and affiliates.

2. ***Wholesale Electricity Antitrust Cases I & II***, JCCP Nos. 4204 & 4205 (Cal. Supr. Ct.). Lief Cabraser served as Co-Lead Counsel in the private class action litigation against Duke Energy Trading & Marketing, Reliant Energy, and The Williams Companies for claims that the companies manipulated California's wholesale electricity markets during the California energy crisis of 2000-2001. Extending the landmark victories for California residential and business consumers of electricity, in September 2004, plaintiffs reached a \$206 million settlement with Duke Energy Trading & Marketing, and in August 2005, plaintiffs reached a \$460 million settlement with Reliant Energy, settling claims that the companies manipulated California's wholesale electricity markets during the California energy crisis of 2000-01. Lief Cabraser earlier entered into a settlement for over \$400 million with The Williams Companies.

3. ***In re Brand Name Prescription Drugs***, MDL No. 997 (N.D. Ill.). Loeff Cabraser served as Class Counsel for a class of tens of thousands of retail pharmacies against the leading pharmaceutical manufacturers and wholesalers of brand name prescription drugs for alleged price-fixing from 1989 to 1995 in violation of the federal antitrust laws. Plaintiffs charged that defendants engaged in price discrimination against retail pharmacies by denying them discounts provided to hospitals, health maintenance organizations, and nursing homes. In 1996 and 1998, the Court approved settlements with certain manufacturers totaling \$723 million.
4. ***Microsoft Private Antitrust Litigation***. Representing businesses and consumers, Loeff Cabraser prosecuted multiple private antitrust cases against Microsoft Corporation in state courts across the country, including Florida, New York, North Carolina, and Tennessee. Plaintiffs alleged that Microsoft had engaged in anticompetitive conduct, violated state deceptive and unfair business practices statutes, and overcharged businesses and consumers for Windows operating system software and for certain software applications, including Microsoft Word and Microsoft Office. In August 2006, the New York Supreme Court granted final approval to a settlement that made available up to \$350 million in benefits for New York businesses and consumers. In August 2004, the Court in the North Carolina action granted final approval to a settlement valued at over \$89 million. In June 2004, the Court in the Tennessee action granted final approval to a \$64 million settlement. In November 2003, in the Florida Microsoft litigation, the Court granted final approval to a \$202 million settlement, one of the largest antitrust settlements in Florida history. Loeff Cabraser served as Co-Lead Counsel in the New York, North Carolina and Tennessee cases, and held leadership roles in the Florida case.
5. ***In re TFT-LCD (Flat Panel) Antitrust Litigation***, MDL No. 1827 (N.D. Cal.). Loeff Cabraser served as Court-appointed Co-Lead Counsel for direct purchasers in litigation against the world's leading manufacturers of Thin Film Transistor Liquid Crystal Displays. TFT-LCDs are used in flat-panel televisions as well as computer monitors, laptop computers, mobile phones, personal digital assistants, and other devices. Plaintiffs charged that defendants conspired to raise and fix the prices of TFT-LCD panels and certain products containing those panels for over a decade, resulting in overcharges to purchasers of those panels and products. In March 2010, the Court certified two nationwide classes of persons and entities that directly purchased TFT-LCDs from January 1, 1999 through December 31, 2006, one class of panel purchasers, and one class of buyers of laptop computers, computer monitors, and televisions that contained TFT-LCDs. Over the course of the litigation, the classes reached settlements with all defendants except Toshiba. The case against

Toshiba proceeded to trial. In July 2012, the jury found that Toshiba participated in the price-fixing conspiracy. The case was subsequently settled, bringing the total settlements in the litigation to over \$470 million. For his outstanding work in the precedent-setting litigation, California Lawyer recognized Richard M. Heimann with a 2013 California Lawyer of the Year award.

6. ***Sullivan v. DB Investments***, No. 04-02819 (D. N.J.). Lief Cabraser served as Class Counsel for consumers who purchased diamonds from 1994 through March 31, 2006, in a class action lawsuit against the De Beers group of companies. Plaintiffs charged that De Beers conspired to monopolize the sale of rough diamonds in the U.S. In May 2008, the District Court approved a \$295 million settlement for purchasers of diamonds and diamond jewelry, including \$130 million to consumers. The settlement also barred De Beers from continuing its illegal business practices and required De Beers to submit to the jurisdiction of the Court to enforce the settlement. In December 2011, the Third Circuit Court of Appeals affirmed the District Court's order approving the settlement. 667 F.3d 273 (3rd Cir. 2011).

For sixty years, De Beers has flouted U.S. antitrust laws. In 1999, De Beers' Chairman Nicholas Oppenheimer stated that De Beers "likes to think of itself as the world's . . . longest-running monopoly. [We seek] to manage the diamond market, to control supply, to manage prices and to act collusively with our partners in the business." The hard-fought litigation spanned several years and nations. Despite the tremendous resources available to the U.S. Department of Justice and state attorney generals, it was only through the determination of plaintiffs' counsel that De Beers was finally brought to justice and the rights of consumers were vindicated. Lief Cabraser attorneys played key roles in negotiating the settlement and defending it on appeal. Discussing the DeBeers case, The National Law Journal noted that Lief Cabraser was "among the plaintiffs' firms that weren't afraid to take on one of the business world's great white whales."

7. ***In re Linerboard Antitrust Litigation***, MDL No. 1261 (E.D. Pa.). Lief Cabraser served as Class Counsel on behalf of a class of direct purchasers of linerboard. The Court approved a settlement totaling \$202 million.
8. ***Azizian v. Federated Department Stores***, No. 3:03 CV 03359 SBA (N.D. Cal.). In March 2005, the Court granted final approval to a settlement that Lief Cabraser and co-counsel reached with numerous department store cosmetics manufacturers and retailers. The settlement was valued at \$175 million and included significant injunctive relief, for the benefit of a nationwide class of consumers of department store

cosmetics. The complaint alleged the manufacturers and retailers violated antitrust law by engaging in anticompetitive practices to prevent discounting of department store cosmetics.

9. ***Haley Paint Co. v. E.I. Dupont De Nemours and Co. et al.***, No. 10-cv-00318-RDB (D. Md.). Lief Cabraser served as Co-Lead Counsel for direct purchasers of titanium dioxide in a nationwide class action lawsuit against Defendants E.I. Dupont De Nemours and Co., Huntsman International LLC, Kronos Worldwide Inc., and Cristal Global (fka Millennium Inorganic Chemicals, Inc.), alleging these corporations participated in a global cartel to fix the price of titanium dioxide. Titanium dioxide, a dry chemical powder, is the world's most widely used pigment for providing whiteness and brightness in paints, paper, plastics, and other products. Plaintiffs charged that defendants coordinated increases in the prices for titanium dioxide despite declining demand, decreasing raw material costs, and industry overcapacity.

Unlike some antitrust class actions, Plaintiffs proceeded without the benefit of any government investigation or proceeding. Plaintiffs overcame attacks on the pleadings, discovery obstacles, a rigorous class certification process that required two full rounds of briefing and expert analysis, and multiple summary judgment motions. In August 2012, the Court certified the class. Plaintiffs prepared fully for trial and achieved a settlement with the final defendant on the last business day before trial. In December 2013, the Court approved a series of settlements with defendants totaling \$163 million.

10. ***Pharmaceutical Cases I, II, and III***, JCCP Nos. 2969, 2971 & 2972 (Cal. Supr. Ct.). Lief Cabraser served as Co-Lead Counsel and Co-Liaison Counsel representing a certified class of indirect purchasers (consumers) on claims against the major pharmaceutical manufacturers for violations of the Cartwright Act and the Unfair Competition Act. The class alleged that defendants unlawfully fixed discriminatory prices on prescription drugs to retail pharmacists in comparison with the prices charged to certain favored purchasers, including HMOs and mail order houses. In April 1999, the Court approved a settlement providing \$148 million in free, brand-name prescription drugs to health agencies that served California's poor and uninsured. In October 2001, the Court approved a settlement with the remaining defendants in the case, which provided an additional \$23 million in free, brand-name prescription drugs to these agencies.
11. ***In re Lupron Marketing and Sales Practices Litigation***, MDL No. 1430 (D. Mass.). In May 2005, the Court granted final approval to a settlement of a class action lawsuit by patients, insurance companies and health and welfare benefit plans that paid for Lupron, a prescription drug

used to treat prostate cancer, endometriosis and precocious puberty. The settlement requires the defendants, Abbott Laboratories, Takeda Pharmaceutical Company Limited, and TAP Pharmaceuticals, to pay \$150 million, inclusive of costs and fees, to persons or entities who paid for Lupron from January 1, 1985 through March 31, 2005. Plaintiffs charged that the defendants conspired to overstate the drug's average wholesale price ("AWP"), which resulted in plaintiffs paying more for Lupron than they should have paid. Lieff Cabraser served as Co-Lead Plaintiffs' Counsel.

12. ***Marchbanks Truck Service v. Comdata Network***, No. 07-cv-01078 (E.D. Pa.). In July 2014, the Court approved a \$130 million settlement of a class action brought by truck stops and other retail fueling facilities that paid percentage-based transaction fees to Comdata on proprietary card transactions using Comdata's over-the-road fleet card. The complaint challenged arrangements among Comdata, its parent company Ceridian LLC, and three national truck stop chains: defendants TravelCenters of America LLC and its wholly owned subsidiaries, Pilot Travel Centers LLC and its predecessor Pilot Corporation, and Love's Travel Stops & Country Stores, Inc. The alleged anticompetitive conduct insulated Comdata from competition, enhanced its market power, and led to independent truck stops' paying artificially inflated transaction fees. In addition to the \$130 million payment, the settlement required Comdata to change certain business practices that will promote competition among payment cards used by over-the-road fleets and truckers and lead to lower merchant fees for the independent truck stops. Lieff Cabraser served as Co-Lead Class Counsel in the litigation.

13. ***California Vitamins Cases***, JCCP No. 4076 (Cal. Supr. Ct.). Lieff Cabraser served as Co-Liaison Counsel and Co-Chairman of the Plaintiffs' Executive Committee on behalf of a class of California indirect vitamin purchasers in every level of the chain of distribution. In January 2002, the Court granted final approval of a \$96 million settlement with certain vitamin manufacturers in a class action alleging that these and other manufacturers engaged in price fixing of particular vitamins. In December 2006, the Court granted final approval to over \$8.8 million in additional settlements.

14. ***In re Buspirone Antitrust Litigation***, MDL No. 1413 (S.D. N.Y.). In November 2003, Lieff Cabraser obtained a \$90 million cash settlement for individual consumers, consumer organizations, and third party payers that purchased BuSpar, a drug prescribed to alleviate symptoms of anxiety. Plaintiffs alleged that Bristol-Myers Squibb Co. (BMS), Danbury Pharmacal, Inc., Watson Pharmaceuticals, Inc. and Watson Pharma, Inc. entered into an unlawful agreement in restraint of trade under which BMS paid a potential generic manufacturer of BuSpar to drop its

challenge to BMS' patent and refrain from entering the market. Lieff Cabraser served as Plaintiffs' Co-Lead Counsel.

15. ***In re Travel Agency Commission Antitrust Litigation***, MDL No. 1058 (D. Minn.). Lieff Cabraser served as Co-Lead Counsel for a certified class of U.S. travel agents on claims against the major U.S. air carriers, who allegedly violated the federal antitrust laws by fixing the commissions paid to travel agents. In 1997, the Court approved an \$82 million settlement.
16. ***In re Commercial Explosives Antitrust Litigation***, MDL No. 1093 (D. Utah). Lieff Cabraser served as Class Counsel on behalf of direct purchasers of explosives used in mining operations. In 1998, the Court approved a \$77 million settlement of the litigation.
17. ***In re Toys 'R' Us Antitrust Litigation***, MDL No. 1211 (E.D. N.Y.). Lieff Cabraser served as Co-Lead Counsel representing a class of direct purchasers (consumers) who alleged that Toys 'R' Us conspired with the major toy manufacturers to boycott certain discount retailers in order to restrict competition and inflate toy prices. In February 2000, the Court approved a settlement of cash and product of over \$56 million.
18. ***Meijer v. Abbott Laboratories***, Case No. C 07-5985 CW (N.D. Cal.). Lieff Cabraser served as co-counsel for the group of retailers charging that Abbott Laboratories monopolized the market for AIDS medicines used in conjunction with Abbott's prescription drug Norvir. These drugs, known as Protease Inhibitors, have enabled patients with HIV to fight off the disease and live longer. In January 2011, the Court denied Abbott's motion for summary judgment on plaintiffs' monopolization claim. Trial commenced in February 2011. After opening statements and the presentation of four witnesses and evidence to the jury, plaintiffs and Abbott Laboratories entered into a \$52 million settlement. The Court granted final approval to the settlement in August 2011.
19. ***In re Carpet Antitrust Litigation***, MDL No. 1075 (N.D. Ga.). Lieff Cabraser served as Class Counsel and a member of the trial team for a class of direct purchasers of twenty-ounce level loop polypropylene carpet. Plaintiffs, distributors of polypropylene carpet, alleged that Defendants, seven manufacturers of polypropylene carpet, conspired to fix the prices of polypropylene carpet by agreeing to eliminate discounts and charge inflated prices on the carpet. In 2001, the Court approved a \$50 million settlement of the case.
20. ***In re High Pressure Laminates Antitrust Litigation***, MDL No. 1368 (S.D. N.Y.). Lieff Cabraser served as Trial Counsel on behalf of a class of direct purchasers of high pressure laminates. The case in 2006 was tried to a jury verdict. The case settled for over \$40 million.

21. ***Schwartz v. National Football League***, No. 97-CV-5184 (E.D. Pa.). Loeff Cabraser served as counsel for individuals who purchased the “NFL Sunday Ticket” package of private satellite transmissions in litigation against the National Football League for allegedly violating the Sherman Act by limiting the distribution of television broadcasts of NFL games by satellite transmission to one package. In August 2001, the Court approved of a class action settlement that included: (1) the requirement that defendants provide an additional weekly satellite television package known as Single Sunday Ticket for the 2001 NFL football season, under certain circumstances for one more season, and at the defendants’ discretion thereafter; (2) a \$7.5 million settlement fund to be distributed to class members; (3) merchandise coupons entitling class members to discounts at the NFL’s Internet store which the parties value at approximately \$3 million; and (4) \$2.3 million to pay for administering the settlement fund and notifying class members.
22. ***In re Lasik/PRK Antitrust Litigation***, No. CV 772894 (Cal. Supr. Ct.). Loeff Cabraser served as a member of Plaintiffs’ Executive Committee in class actions brought on behalf of persons who underwent Lasik/PRK eye surgery. Plaintiffs alleged that defendants, the manufacturers of the laser system used for the laser vision correction surgery, manipulated fees charged to ophthalmologists and others who performed the surgery, and that the overcharges were passed onto consumers who paid for laser vision correction surgery. In December 2001, the Court approved a \$12.5 million settlement of the litigation.
23. ***In the Matter of the Arbitration between CopyTele and AU Optronics***, Case No. 50 117 T 009883 13 (Internat’l Centre for Dispute Resolution). Loeff Cabraser successfully represented CopyTele, Inc. in a commercial dispute involving intellectual property. In 2011, CopyTele entered into an agreement with AU Optronics (“AUO”) under which both companies would jointly develop two groups of products incorporating CopyTele’s patented display technologies. CopyTele charged that AUO never had any intention of jointly developing the CopyTele technologies, and instead used the agreements to fraudulently obtain and transfer licenses of CopyTele’s patented technologies. The case required the review of thousands of pages of documents in Chinese and in English culminating in a two week arbitration hearing. In December 2014, after the hearing, the parties resolved the matter, with CopyTele receiving \$9 million.
24. ***Quantegy Recording Solutions, LLC, et al. v. Toda Kogyo Corp., et al.***, No. C-02-1611 (PJH). In August 2006 and January 2009, the Court approved the final settlements in antitrust litigation against manufacturers, producers, and distributors of magnetic iron oxide (“MIO”). MIO is used in the manufacture of audiotape, videotape, and

data storage tape. Plaintiffs alleged that defendants violated federal antitrust laws by conspiring to fix, maintain, and stabilize the prices and to allocate the worldwide markets for MIO from 1991 to October 12, 2005. The value of all settlements reached in the litigation was \$6.35 million. Lieff Cabraser served as Plaintiffs' Co-Lead Counsel.

25. ***In re Static Random Access Memory (SRAM) Antitrust Litigation***, MDL No. 1819 (N.D. Cal.). Plaintiffs allege that from November 1, 1996 through December 31, 2006, the defendant manufacturers conspired to fix and maintain artificially high prices for SRAM, a type of memory used in many products, including smartphones and computers. Lieff Cabraser served as one of three members of the Steering Committee for consumers and other indirect purchasers of SRAM. In February 2008, U.S. District Court Judge Claudia Wilken denied most aspects of defendants' motions to dismiss plaintiffs' complaints. In November 2009, the Court certified a nationwide class seeking injunctive relief and twenty-seven state classes seeking damages. In 2010, the Court granted final approval of a first set of settlements. In October 2011, the Court granted final approval of settlements with the remaining defendants.
26. ***Carbon Fiber Cases I, II, III***, JCCP Nos. 4212, 4216 & 4222 (Cal. Supr. Ct.). Lieff Cabraser served as Co-Liaison Counsel on behalf of indirect purchasers of carbon fiber. Plaintiffs alleged that defendants illegally conspired to raise prices of carbon fiber. Settlements have been reached with all of the defendants.
27. ***Methionine Cases I and II***, JCCP Nos. 4090 & 4096 (Cal. Supr. Ct.). Lieff Cabraser served as Co-Lead Counsel on behalf of indirect purchasers of methionine, an amino acid used primarily as a poultry and swine feed additive to enhance growth and production. Plaintiffs alleged that the companies illegally conspired to raise methionine prices to super-competitive levels. The case settled.
28. ***McIntosh v. Monsanto***, No. 4:01CV65RSW (E.D. Mo.). Lieff Cabraser served as Co-Lead Counsel in a class action lawsuit against Monsanto Company and others alleging that a conspiracy to fix prices on genetically modified Roundup Ready soybean seeds and Yieldgard corn seeds. The case settled.
29. ***Tortola Restaurants v. Minnesota Mining and Manufacturing***, No. 314281 (Cal. Supr. Ct.). Lieff Cabraser served as Co-Lead Counsel on behalf of indirect purchasers of Scotch-brand invisible and transparent tape. Plaintiffs alleged that defendant 3M conspired with certain retailers to monopolize the sale of Scotch-brand tape in California. The case was resolved as part of a nationwide settlement that Lieff Cabraser negotiated, along with co-counsel.

30. ***In re Compact Disc Antitrust Litigation***, MDL No. 1216 (C.D. Cal.). Loeff Cabraser served as Co-Lead Counsel for the direct purchasers of compact discs on claims that the producers fixed the price of CDs in violation of the federal antitrust laws.
31. ***In re Electrical Carbon Products Antitrust Litigation***, MDL No. 1514 (D.N.J.). Loeff Cabraser represented the City and County of San Francisco and a class of direct purchasers of carbon brushes and carbon collectors on claims that producers fixed the price of carbon brushes and carbon collectors in violation of the Sherman Act.

VII. **Environmental and Toxic Exposures**

A. **Current Cases**

1. ***In Re Oil Spill by the Oil Rig “Deepwater Horizon” in the Gulf of Mexico***, MDL No. 2179 (E.D. La.). Loeff Cabraser serves on the Court-appointed Plaintiffs’ Steering Committee (“PSC”) and with co-counsel represents fishermen, property owners, business owners, wage earners, and other harmed parties in class action litigation against BP, Transocean, Halliburton, and other defendants involved in the Deepwater Horizon oil rig blowout and resulting oil spill in the Gulf of Mexico on April 20, 2010. The Master Complaints allege that the defendants were insouciant in addressing the operations of the well and the oil rig, ignored warning signs of the impending disaster, and failed to employ and/or follow proper safety measures, worker safety laws, and environmental protection laws in favor of cost-cutting measures.

In 2012, the Court approved two class action settlements that will fully compensate hundreds of thousands of victims of the tragedy. The settlements resolve the majority of private economic loss, property damage, and medical injury claims stemming from the Deepwater Horizon Oil Spill, and hold BP fully accountable to individuals and businesses harmed by the spill. Under the settlements, there is no dollar limit on the amount BP will pay. In 2014, the U.S. Supreme Court denied review of BP's challenge to its own class action settlement. Approval of that settlement is now final, and has so far delivered over \$6.3 billion to compensate claimants' losses. The medical settlement is also final, and an additional \$1 billion settlement has been reached with defendant Halliburton.

2. ***Andrews, et al. v. Plains All American Pipeline, et al.***, No. 2:15-cv-04113-PSG-JEM (C.D. Cal.). Loeff Cabraser serves as one of two court-appointed interim Co-Lead Class Counsel in this environmental torts action arising from a toxic oil spill in Santa Barbara County, California in May 2015. Loeff Cabraser represents homeowners whose properties have been harmed and have diminished in value as a result of the oil spill, local

businesses, fishermen, wage earners, and other harmed parties in class action litigation against Plains All American Pipeline and other defendants involved in the oil spill. The Consolidated Second Amended Complaint alleges that defendants did not follow basic safety protocols when they installed the pipeline, failed to properly monitor and maintain the pipeline, ignored clear signs that the pipeline was corroded and in danger of bursting, and failed to promptly respond to the oil spill when the inevitable rupture occurred.

To date, Judge Philip S. Gutierrez has denied Plains' motion to dismiss, denied Plains' motion to stay the action pending resolution of the claims process mandated by the Federal Oil Pollution Act, and has granted Plaintiffs' motion for an injunction invalidating releases that Plains has obtained from putative class members that failed to inform them of their rights to long-term relief through the class case.

B. Successes

1. ***In re Exxon Valdez Oil Spill Litigation***, No. 3:89-cv-0095 HRH (D. Al.). The *Exxon Valdez* ran aground on March 24, 1989, spilling 11 million gallons of oil into Prince William Sound. Lief Cabraser served as one of the Court-appointed Plaintiffs' Class Counsel. The class consisted of fisherman and others whose livelihoods were gravely affected by the disaster. In addition, Lief Cabraser served on the Class Trial Team that tried the case before a jury in federal court in 1994. The jury returned an award of \$5 billion in punitive damages.

In 2001, the Ninth Circuit Court of Appeals ruled that the original \$5 billion punitive damages verdict was excessive. In 2002, U.S. District Court Judge H. Russell Holland reinstated the award at \$4 billion. Judge Holland stated that, "Exxon officials knew that carrying huge volumes of crude oil through Prince William sound was a dangerous business, yet they knowingly permitted a relapsed alcoholic to direct the operation of the *Exxon Valdez* through Prince William Sound." In 2003, the Ninth Circuit again directed Judge Holland to reconsider the punitive damages award under United States Supreme Court punitive damages guidelines. In January 2004, Judge Holland issued his order finding that Supreme Court authority did not change the Court's earlier analysis.

In December 2006, the Ninth Circuit Court of Appeals issued its ruling, setting the punitive damages award at \$2.5 billion. Subsequently, the U.S. Supreme Court further reduced the punitive damages award to \$507.5 million, an amount equal to the compensatory damages. With interest, the total award to the plaintiff class was \$977 million.

2. ***In re Imprelis Herbicide Marketing, Sales Practices and Products Liability Litigation***, MDL No. 2284 (E.D. Pa.). Lief

Cabraser served as Co-Lead Counsel for homeowners, golf course companies and other property owners in a nationwide class action lawsuit against E.I. du Pont de Nemours & Company (“DuPont”), charging that its herbicide Imprelis caused widespread death among trees and other non-targeted vegetation across the country. DuPont marketed Imprelis as an environmentally friendly alternative to the commonly used 2,4-D herbicide. Just weeks after Imprelis' introduction to the market in late 2010, however, complaints of tree damage began to surface. Property owners reported curling needles, severe browning, and dieback in trees near turf that had been treated with Imprelis. In August 2011, the U.S. Environmental Protection Agency banned the sale of Imprelis.

The complaint charged that DuPont failed to disclose the risks Imprelis posed to trees, even when applied as directed, and failed to provide instructions for the safe application of Imprelis. In response to the litigation, DuPont created a process for property owners to submit claims for damages. Approximately \$400 million was paid to approximately 25,000 claimants. In October 2013, the Court approved a settlement of the class action that substantially enhanced the DuPont claims process, including by adding an extended warranty, a more limited release of claims, the right to appeal the denial of claim by DuPont to an independent arborist, and publication of DuPont’s tree payment schedule.

3. ***In re GCC Richmond Works Cases***, JCCP No. 2906 (Cal. Supr. Ct.). Loeff Cabraser served as Co-Liaison Counsel and Lead Class Counsel in coordinated litigation arising out of the release on July 26, 1993, of a massive toxic sulfuric acid cloud which injured an estimated 50,000 residents of Richmond, California. The Coordination Trial Court granted final approval to a \$180 million class settlement for exposed residents.
4. ***In re Unocal Refinery Litigation***, No. C 94-04141 (Cal. Supr. Ct.). Loeff Cabraser served as one of two Co-Lead Class Counsel and on the Plaintiffs’ Steering Committee in this action against Union Oil Company of California (“Unocal”) arising from a series of toxic releases from Unocal’s San Francisco refinery in Rodeo, California. The action was settled in 1997 on behalf of approximately 10,000 individuals for \$80 million.
5. ***West v. G&H Seed Co., et al.***, No. 99-C-4984-A (La. State Ct.). With co-counsel, Loeff Cabraser represented a certified class of 1,500 Louisiana crawfish farmers who charged in a lawsuit that Fipronil, an insecticide sold under the trade name ICON, damaged their pond-grown crawfish crops. In Louisiana, rice and crawfish are often farmed together, either in the same pond or in close proximity to one another.

After its introduction to the market in 1999, ICON was used extensively in Louisiana to kill water weevils that attacked rice plants. The lawsuit

alleged that ICON also had a devastating effect on crawfish harvests with some farmers losing their entire crawfish crop. In 2004, the Court approved a \$45 million settlement with Bayer CropScience, which during the litigation purchased Aventis CropScience, the original manufacturer of ICON. The settlement was reached after the parties had presented nearly a month's worth of evidence at trial and were on the verge of making closing arguments to the jury.

6. ***Kingston, Tennessee TVA Coal Ash Spill Litigation***, No. 3:09-cv-09 (E.D. Tenn.). Lief Cabraser represented hundreds of property owners and businesses harmed by the largest coal ash spill in U.S. history. On December 22, 2008, more than a billion gallons of coal ash slurry spilled when a dike burst on a retention pond at the Kingston Fossil Plant operated by the Tennessee Valley Authority (TVA) in Roane County, Tennessee. A wall of coal ash slurry traveled across the Emory River, polluting the river and nearby waterways, and covering nearly 300 acres with toxic sludge, including 12 homes and damaging hundreds of properties. In March 2010, the Court denied in large part TVA's motion to dismiss the litigation. In the Fall of 2011, the Court conducted a four week bench trial on the question of whether TVA was liable for releasing the coal ash into the river system. The issue of damages was reserved for later proceedings. In August 2012, the Court found in favor of plaintiffs on their claims of negligence, trespass, and private nuisance. In August 2014, the case came to a conclusion with TVA's payment of \$27.8 million to settle the litigation.

7. ***In re Sacramento River Spill Cases I and II***, JCCP Nos. 2617 & 2620 (Cal. Supr. Ct.). On July 14, 1991, a Southern Pacific train tanker car derailed in northern California, spilling 19,000 gallons of a toxic pesticide, metam sodium, into the Sacramento River near the town of Dunsmuir at a site along the rail lines known as the Cantara Loop. The metam sodium mixed thoroughly with the river water and had a devastating effect on the river and surrounding ecosystem. Within a week, every fish, 1.1 million in total, and all other aquatic life in a 45-mile stretch of the Sacramento River was killed. In addition, many residents living along the river became ill with symptoms that included headaches, shortness of breath, and vomiting. The spill considered the worst inland ecological disaster in California history.

Lief Cabraser served as Court-appointed Plaintiffs' Liaison Counsel and Lead Class Counsel, and chaired the Plaintiffs' Litigation Committee in coordinated proceedings that included all of the lawsuits arising out of this toxic spill. Settlement proceeds of approximately \$16 million were distributed pursuant to Court approval of a plan of allocation to four certified plaintiff classes: personal injury, business loss, property damage/diminution, and evacuation.

8. ***Kentucky Coal Sludge Litigation***, No. 00-CI-00245 (Cmmw. Ky.). On October 11, 2000, near Inez, Kentucky, a coal waste storage facility ruptured, spilling 1.25 million tons of coal sludge (a wet mixture produced by the treatment and cleaning of coal) into waterways in the region and contaminating hundreds of properties. This was one of the worst environmental disasters in the Southeastern United States. With co-counsel, Loeff Cabraser represented over 400 clients in property damage claims, including claims for diminution in the value of their homes and properties. In April 2003, the parties reached a confidential settlement agreement on favorable terms to the plaintiffs.
9. ***Toms River Childhood Cancer Incidents***, No. L-10445-01 MT (Sup. Ct. NJ). With co-counsel, Loeff Cabraser represented 69 families in Toms River, New Jersey, each with a child having cancer, that claimed the cancers were caused by environmental contamination in the Toms River area. Commencing in 1998, the parties—the 69 families, Ciba Specialty Chemicals, Union Carbide and United Water Resources, Inc., a water distributor in the area—participated in an unique alternative dispute resolution process, which lead to a fair and efficient consideration of the factual and scientific issues in the matter. In December 2001, under the supervision of a mediator, a confidential settlement favorable to the families was reached.

VIII. False Claims Act

A. Current Cases

Loeff Cabraser represents whistleblowers in a wide range of False Claims Act cases, including Medicare kickback and healthcare fraud, defense contractor fraud, and securities and financial fraud. We have more than a dozen whistleblower cases currently under seal and investigation in federal and state jurisdictions across the U.S. For that reason, we do not list all of our current False Claims Act and qui tam cases in our resume.

1. ***United States ex rel. Matthew Cestra v. Cephalon***, No. 14-01842 (E.D. Pa.); ***United States ex rel. Bruce Boise et al. v. Cephalon***, No. 08-287 (E.D. Pa.) Loeff Cabraser, with co-counsel, represents four whistleblowers bringing claims on behalf of the U.S. Government and various states under the federal and state False Claims Acts against Cephalon, Inc., a pharmaceutical company. The complaints allege that Cephalon has engaged in unlawful off-label marketing of certain of its drugs, largely through misrepresentations, kickbacks, and other unlawful or fraudulent means, causing the submission of hundreds of thousands of false claims for reimbursement to federal and state health care programs. The Boise case involves Provigil and its successor drug Nuvigil, limited-indication wakefulness drugs that are unsafe and/or not efficacious for the wide array of off-label psychiatric and neurological conditions for

which Cephalon has marketed them, according to the allegations. The Cestra case involves an expensive oncological drug called Treanda, which is approved only for second-line treatment of indolent non-Hodgkin's Lymphoma despite what the relators allege to be the company's off-label marketing of the drug for first-line treatment. Various motions are pending.

B. Successes

1. ***United States ex rel. Mary Hendow and Julie Albertson v. University of Phoenix***, No. 2:03-cv-00457-GEB-DAD (E.D. Cal.). Lief Cabraser obtained a record whistleblower settlement against the University of Phoenix that charged the university had violated the incentive compensation ban of the Higher Education Act (HEA) by providing improper incentive pay to its recruiters. The HEA prohibits colleges and universities whose students receive federal financial aid from paying their recruiters based on the number of students enrolled, which creates a risk of encouraging recruitment of unqualified students who, Congress has determined, are more likely to default on their loans. High student loan default rates not only result in wasted federal funds, but the students who receive these loans and default are burdened for years with tremendous debt without the benefit of a college degree.

The complaint alleged that the University of Phoenix defrauded the U.S. Department of Education by obtaining federal student loan and Pell Grant monies from the federal government based on false statements of compliance with HEA. In December 2009, the parties announced a \$78.5 million settlement. The settlement constitutes the second-largest settlement ever in a False Claims Act case in which the federal government declined to intervene in the action and largest settlement ever involving the Department of Education. The University of Phoenix case led to the Obama Administration passing new regulations that took away the so-called "safe harbor" provisions that for-profit universities relied on to justify their alleged recruitment misconduct. For his outstanding work as Lead Counsel and the significance of the case, *California Lawyer* magazine recognized Lief Cabraser attorney Robert J. Nelson with a California Lawyer of the Year (CLAY) Award.

2. ***State of California ex rel. Sherwin v. Office Depot***, No. BC410135 (Cal. Supr. Ct.). In February 2015, the Court approved a \$77.5 million settlement with Office Depot to settle a whistleblower lawsuit brought under the California False Claims Act. The whistleblower was a former Office Depot account manager. The City of Los Angeles, County of Santa Clara, Stockton Unified School District, and 16 additional California cities, counties, and school districts intervened in the action to assert their claims (including common-law fraud and breach of contract) against

Office Depot directly. The governmental entities purchased office supplies from Office Depot under a nationwide supply contract known as the U.S. Communities contract. Office Depot promised in the U.S. Communities contract to sell office supplies at its best governmental pricing nationwide. The complaint alleged that Office Depot repeatedly failed to give most of its California governmental customers the lowest price it was offering other governmental customers. Other pricing misconduct was also alleged.

3. ***State of California ex rel. Rockville Recovery Associates v. Multiplan***, No. 34-2010-00079432 (Sacramento Supr. Ct., Cal.). In a case that received widespread media coverage, Lief Cabraser represented whistleblower Rockville Recovery Associates in a qui tam suit for civil penalties under the California Insurance Frauds Prevention Act (“IFPA”), Cal. Insurance Code § 1871.7, against Sutter Health, one of California’s largest healthcare providers, and obtained the largest penalty ever imposed under the statute. The parties reached a \$46 million settlement that was announced in November 2013, shortly before trial was scheduled to commence.

The complaint alleged that the 26 Sutter hospitals throughout California submitted false, fraudulent, or misleading charges for anesthesia services (separate from the anesthesiologist’s fees) during operating room procedures that were already covered in the operating room bill.

After Lief Cabraser defeated Sutter Health’s demurrer and motion to compel arbitration, California Insurance Commissioner Dave Jones intervened in the litigation in May 2011. Lief Cabraser attorneys continued to serve as lead counsel, and litigated the case for over two more years. In all, plaintiffs defeated no less than 10 dispositive motions, as well as three writ petitions to the Court of Appeals.

In addition to the monetary recovery, Sutter Health agreed to a comprehensive series of billing and transparency reforms, which California Insurance Commissioner Dave Jones called “a groundbreaking step in opening up hospital billing to public scrutiny.” On the date the settlement was announced, the California Hospital Association recognized its significance by issuing a press release stating that the settlement “compels industry-wide review of anesthesia billing.” Defendant Multiplan, Inc., a large leased network Preferred Provider Organization, separately paid a \$925,000 civil penalty for its role in enabling Sutter’s alleged false billing scheme.

4. ***United States ex rel. Dye v. ATK Launch Systems***, No. 1:06-CV-39-TS (D. Utah). Lief Cabraser served as co-counsel for a whistleblower who alleged that ATK Launch Systems knowingly sold defective and potentially dangerous illumination flares to the United States military in

violation of the federal False Claims Act. The specialized flares were used in nighttime combat, covert missions, and search and rescue operations. A key design specification set by the Defense Department was that these highly flammable and dangerous items ignite only under certain conditions. The complaint alleged that the ATK flares at issue could ignite when dropped from a height of less than 10 feet – and, according to ATK’s own analysis, from as little as 11.6 inches – notwithstanding contractual specifications that they be capable of withstanding such a drop. In April 2012, the parties reached a settlement valued at \$37 million.

5. ***United States ex rel. Mauro Vosilla and Steven Rossow v. Avaya, Inc.***, No. CVO4-8763 PA JTLx (C.D. Cal.). Lieff Cabraser represented whistleblower in litigation alleging that defendants Avaya, Lucent Technologies, and AT&T violated the Federal False Claims Act and state false claims statutes. The complaint alleged that defendants charged governmental agencies for the lease, rental, and post-warranty maintenance of telephone communications systems and services that the governmental agencies no longer possessed and/or were no longer maintained by defendants. In November 2010, the parties entered into a \$21.75 million settlement of the litigation.
6. ***State of California ex rel. Associates Against FX Insider State Street Corp.***, No. 34-2008-00008457 (Sacramento Supr. Ct., Cal.) (“*State Street I*”). Lieff Cabraser served as co-counsel for the whistleblowers in this action against State Street Corporation. The Complaint alleged that State Street violated the California False Claims Act with respect to certain foreign exchange transactions it executed with two California public pension fund custodial clients. The California Attorney General intervened in the case in October 2009.

IX. Digital Privacy and Data Security

A. Current Cases

1. ***In re Google Inc. Street View Electronic Communications Litigation***, No. 3:10-md-021784-CRB (N.D. Cal.). Lieff Cabraser represents persons whose right to privacy was violated when Google intentionally equipped its Google Maps “Street View” vehicles with Wi-Fi antennas and software that collected data transmitted by those persons’ Wi-Fi networks located in their nearby homes. Google collected not only basic identifying information about individuals’ Wi-Fi networks, but also personal, private data being transmitted over their Wi-Fi networks such as emails, usernames, passwords, videos, and documents. Plaintiffs allege that Google’s actions violated the federal Wiretap Act, as amended by the Electronic Communications Privacy Act. On September 10, 2013, the Ninth Circuit Court of Appeals held that Google’s actions are not exempt from the Act.

2. ***Campbell v. Facebook***, No. 4:13-cv-05996 (N.D. Cal.). Lieff Cabraser serves as Co-Lead Counsel in a nationwide class action lawsuit alleging that Facebook intercepts certain private data in users' personal and private messages on the social network and profits by sharing that information with third parties. When a user composes a private Facebook message and includes a link (a "URL") to a third party website, Facebook allegedly scans the content of the message, follows the URL, and searches for information to profile the message-sender's web activity. This enables Facebook to datamine aspects of user data and profit from that data by sharing it with advertisers, marketers, and other data aggregators. In December 2014, the Court in large part denied Facebook's motion to dismiss. In rejecting one of Facebook's core arguments, U.S. District Court Judge Phyllis Hamilton stated: "An electronic communications service provider cannot simply adopt any revenue-generating practice and deem it 'ordinary' by its own subjective standard."
3. ***In re Carrier IQ Privacy Litigation***, MDL No. 2330 (N.D. Cal.). Lieff Cabraser represents a plaintiff in Multi-District Litigation against Samsung, LG, Motorola, HTC, and Carrier IQ alleging that smartphone manufacturers violated privacy laws by installing tracking software, called IQ Agent, on millions of cell phones and other mobile devices that use the Android operating system. Without notifying users or obtaining consent, IQ Agent tracks users' keystrokes, passwords, apps, text messages, photos, videos, and other personal information and transmits this data to cellular carriers. In a 96-page order issued in January 2015, U.S. District Court Judge Edward Chen granted in part, and denied in part, defendants' motion to dismiss. Importantly, the Court permitted the core Wiretap Act claim to proceed as well as the claims for violations of the Magnuson-Moss Warranty Act and the California Unfair Competition Law and breach of the common law duty of implied warranty.
4. ***Corona v. Sony Pictures Entertainment***, No. 2:14-CV-09660-RGK (C.D. Cal.). Lieff Cabraser serves as Plaintiffs' Co-Lead Counsel in class action litigation against Sony for failing to take reasonable measures to secure the data of its employees from hacking and other attacks. As a result, personally identifiable information of thousands of current and former Sony employees and their families was obtained and published on websites across the Internet. Among the staggering array of personally identifiable information compromised were medical records, Social Security Numbers, birth dates, personal emails, home addresses, salaries, tax information, employee evaluations, disciplinary actions, criminal background checks, severance packages, and family medical histories. The complaint charges that Sony owed a duty to take reasonable steps to secure the data of its employees from hacking. Sony allegedly breached this duty by failing to properly invest in adequate IT security, despite having already succumbed to one of the largest data breaches in history

only three years ago. In October 2015, an \$8 million settlement was reached under which Sony will reimburse employees for losses and harm.

5. ***Diaz v. Intuit***, No. 5:15-CV-01778-PSG (N.D. Cal.). Lief Cabraser represents identity theft victims in a nationwide class action lawsuit against Intuit for allegedly failing to protect consumers' data from foreseeable and preventable breaches, and by facilitating the filing of fraudulent tax returns through its TurboTax software program. The complaint alleges that Intuit failed to protect data provided by consumers who purchased TurboTax, used to file an estimated 30 million tax returns for American taxpayers every year, from easy access by hackers and other cybercriminals. The complaint further alleges that Intuit was aware of the widespread use of TurboTax exclusively for the filing of fraudulent tax returns. Yet, Intuit failed to adopt basic cyber security policies to prevent this misuse of TurboTax. As a result, fraudulent tax returns were filed in the names of the plaintiffs and thousands of other individuals across America, including persons who never purchased TurboTax.
6. ***Henson v. Turn***, No. 3:15-CV-01497 (N.D. Cal.). Lief Cabraser represents plaintiffs in class action litigation alleging that internet marketing company Turn, Inc. violates users' digital privacy by installing software tracking beacons on smartphones, tablets, and other mobile computing devices. The complaint alleges that in an effort to thwart standard privacy settings and features, Turn deploys so-called "zombie cookies" that cannot be detected or deleted, and that track smartphone activity across various browsers and applications. Turn uses the data harvested by these cookies to build robust user profiles and sell targeted and profitable advertising, all without the user's knowledge or consent. The complaint alleges that Turn's conduct violates consumer protection laws and amounts to trespass.
7. ***McDowell v. CGI Group***, No. 1:15-cv-01157-GK (D.D.C.). Lief Cabraser represents individuals in class action litigation against CGI Group, Inc. and CGI Federal, Inc. (collectively "CGI") for allegedly facilitating a data breach affecting more than 1,000 U.S. citizens. The U.S. government contracts with CGI to manage all U.S. passport application activities. Passport applicants must provide their name, date of birth, city of birth, state of birth, country of birth, social security number, sex, height, hair color, eye color, occupation, and evidence of U.S. citizenship, such as a previously issued U.S. passport, or U.S. birth certificate. Between 2010 and May 2, 2015, CGI employees allegedly stole and sold personal information of passport applicants to cybercriminals. The mass identity theft allowed cybercriminals to use stolen information to buy cell phones and computers, and to obtain lines of credit. The complaint alleges that CGI failed to fulfill its legal duty to protect customers' sensitive personal and financial information.

8. ***Fowles v. Anthem***, No. 3:15-cv-2249 (N.D. Cal.). Loeff Cabraser represents individuals in a class action lawsuit against Anthem for its alleged failure to safeguard and secure the medical records and other personally identifiable information of its members. The second largest health insurer in the U.S., Anthem provides coverage for 37.5 million Americans. Anthem's customer database was allegedly attacked by international hackers on December 10, 2014. Anthem says it discovered the breach on January 27, 2015, and reported it about a week later on February 4, 2015. California customers were informed around March 18, 2015. The theft includes names, birth dates, social security numbers, billing information, and highly confidential health information. In addition, the complaint charges that Anthem was on notice about the weaknesses in its computer security defenses for at least a year before the breach occurred. According to a September 2013 audit, the U.S. Office of Personnel Management's Inspector General found vulnerabilities that could provide "a gateway for malicious virus and hacking activity that could lead to data breaches." The complaint charges that Anthem violated its duty to safeguard and protect consumers' personal information, and violated its duty to disclose the breach to consumers in a timely manner.

B. Successes

1. ***Perkins v. LinkedIn***, No. 13-CV-04303-LHK (N.D. Cal.). Loeff Cabraser represented individuals who joined LinkedIn's network and, without their consent or authorization, had their names and likenesses used by LinkedIn to endorse LinkedIn's services and send repeated emails to their contacts asking that they join LinkedIn. On February 16, 2016, the Court granted final approval to a \$13 million settlement, one of the largest per-class member settlements ever in a digital privacy class action. In addition to the monetary relief, LinkedIn agreed to make significant changes to Add Connections disclosures and functionality. Specifically, LinkedIn revised disclosures to real-time permission screens presented to members using Add Connections, agreed to implement new functionality allowing LinkedIn members to manage their contacts, including viewing and deleting contacts and sending invitations, and to stop reminder emails from being sent if users have sent connection invitations inadvertently.

X. International and Human Rights Litigation

A. Successes

1. ***Holocaust Cases***. Loeff Cabraser was one of the leading firms that prosecuted claims by Holocaust survivors and the heirs of Holocaust survivors and victims against banks and private manufacturers and other corporations who enslaved and/or looted the assets of Jews and other minority groups persecuted by the Nazi Regime during the Second World

War era. We serve as Settlement Class Counsel in the case against the Swiss banks that the Court approved a U.S. \$1.25 billion settlement in July 2000. Lief Cabraser donated its attorneys' fees in the Swiss Banks case, in the amount of \$1.5 million, to endow a Human Rights clinical chair at Columbia University Law School. We were also active in slave labor and property litigation against German and Austrian defendants, and Nazi-era banking litigation against French banks. In connection therewith, Lief Cabraser participated in multi-national negotiations that led to Executive Agreements establishing an additional approximately U.S. \$5 billion in funds for survivors and victims of Nazi persecution. Our website provides links to the websites of settlement and claims administrators in these cases.

Commenting on the work of Lief Cabraser and co-counsel in the litigation against private German corporations, entitled *In re Holocaust Era German Industry, Bank & Insurance Litigation* (MDL No. 1337), U.S. District Court Judge William G. Bassler stated on November 13, 2002:

Up until this litigation, as far as I can tell, perhaps with some minor exceptions, the claims of slave and forced labor fell on deaf ears. You can say what you want to say about class actions and about attorneys, but the fact of the matter is, there was no attention to this very, very large group of people by Germany, or by German industry until these cases were filed. . . . What has been accomplished here with the efforts of the plaintiffs' attorneys and defense counsel is quite incredible. . . . I want to thank counsel for the assistance in bringing us to where we are today. Cases don't get settled just by litigants. It can only be settled by competent, patient attorneys.

2. ***Cruz v. U.S., Estados Unidos Mexicanos, Wells Fargo Bank, et al.***, No. 01-0892-CRB (N.D. Cal.). Working with co-counsel, Lief Cabraser succeeded in correcting an injustice that dated back 60 years. The case was brought on behalf of Mexican workers and laborers, known as Braceros ("strong arms"), who came from Mexico to the United States pursuant to bilateral agreements from 1942 through 1946 to aid American farms and industries hurt by employee shortages during World War II in the agricultural, railroad, and other industries. As part of the Braceros program, employers held back 10% of the workers' wages, which were to be transferred via United States and Mexican banks to savings accounts for each Bracero. The Braceros were never reimbursed for the portion of their wages placed in the forced savings accounts.

Despite significant obstacles including the aging and passing away of many Braceros, statutes of limitation hurdles, and strong defenses to

claims under contract and international law, plaintiffs prevailed in a settlement in February 2009. Under the settlement, the Mexican government provided a payment to Braceros, or their surviving spouses or children, in the amount of approximately \$3,500 (USD). In approving the settlement on February 23, 2009, U.S. District Court Judge Charles Breyer stated:

I've never seen such litigation in eleven years on the bench that was more difficult than this one. It was enormously challenging. . . . It had all sorts of issues . . . that complicated it: foreign law, constitutional law, contract law, [and] statute of limitations. . . . Notwithstanding all of these issues that kept surfacing . . . over the years, the plaintiffs persisted. I actually expected, to tell you the truth, at some point that the plaintiffs would just give up because it was so hard, but they never did. They never did. And, in fact, they achieved a settlement of the case, which I find remarkable under all of these circumstances.

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Lawyers, 2011-2016; “Top 50 Female Northern California Super Lawyers,” *Super Lawyers*, 2005-2016; “Top 100 Northern California Super Lawyers,” *Super Lawyers*, 2005-2016; “Northern California Super Lawyer,” *Super Lawyers*, 2004-2015; “Recommended Lawyer,” *The Legal 500* (U.S. edition, 2000-2014); “100 Most Influential Lawyers in America,” *The National Law Journal*, 1997, 2000, 2006, & 2013; “Lifetime Achievement Award,” American Association for Justice, 2012; “Outstanding Achievement Award,” Chambers USA, 2012; “Margaret Brent Women Lawyers of Achievement Award,” American Bar Association Commission on Women in the Profession, 2010; “Edward Pollock Award,” Consumer Attorneys of California, 2008; “Lawdragon 500 Leading Plaintiffs’ Lawyers,” *Lawdragon*, Winter 2007; “50 Most Influential Women Lawyers in America,” *The National Law Journal*, 1998 & 2007; “Award For Public Interest Excellence,” University of San Francisco School of Law Public Interest Law Foundation, 2007; “Top 75 Women Litigators,” *Daily Journal*, 2005-2006; “Lawdragon 500 Leading Litigators in America,” *Lawdragon*, 2006; “Distinguished Leadership Award,” Legal Community Against Violence, 2006; “Women of Achievement Award,” Legal Momentum (formerly the NOW Legal Defense & Education Fund), 2006; “Top 30 Securities Litigator,” *Daily Journal*, 2005; “Top 50 Women Litigators,” *Daily Journal*, 2004; “Citation Award,” University of California, Berkeley Boalt Hall, 2003; “Distinguished Jurisprudence Award,” Anti-Defamation League, 2002; “Top 30 Women Litigators,” *California Daily Journal*, 2002; “Top Ten Women Litigators,” *The National Law Journal*, 2001; “Matthew O. Tobriner Public Service Award,” Legal Aid Society, 2000; “California Law Business Top 100 Lawyers,” *California Daily Journal*, 2000; “California Lawyer of the Year (CLAY),” *California Lawyer*, 1998; “Presidential Award of Merit,” Consumer Attorneys of California, 1998; “Public Justice Achievement Award,” Public Justice, 1997. *Publications & Presentations*: Editor-in-Chief, *California Class Actions Practice and Procedure*, LexisNexis (updated annually); “Punitive Damages,” *Proving and Defending Damage Claims*, Chapter 8, Aspen Publishers (updated annually); “Symposium: Enforcing the Social Contract through Representative Litigation,” 33 *Connecticut Law Review* 1239 (Summer 2011); “Apportioning Due Process: Preserving The Right to Affordable Justice,” 87 *Denver U. L.Rev.* 437 (2010); “Due Process Pre-Empted: Stealth Preemption As a Consequence of Agency Capture” (2010); “When Worlds Collide: The Supreme Court Confronts Federal Agencies with Federalism in *Wyeth v. Levine*,” 84 *Tulane L. Rev.* 1275 (2010); “Just Choose: The Jurisprudential Necessity to Select a Single Governing Law for Mass Claims Arising from Nationally Marketed Consumer Goods and Services,” *Roger Williams University Law Review* (Winter 2009); “California Class Action Classics,” Consumer Attorneys of California (January/February Forum 2009); Executive Editor, ABA Section of Litigation, *Survey of State Class Action Law*, 2008-2010; Coordinating Editor, ABA Section of Litigation, *Survey of State Class Action Law*, 2006-2007; “The Manageable Nationwide Class: A Choice-of-Law Legacy of *Phillips Petroleum Co. v. Shutts*,” *University of Missouri- Kansas City Law Review*, Volume 74, Number 3, Spring 2006; Co-Author with Fabrice N. Vincent, “Class Actions Fairness Act of 2005,” *California Litigation*, Vol. 18, No. 3 (2005); Co-Author with Joy A. Kruse, Bruce Leppla, “Selective Waiver: Recent Developments in the Ninth Circuit and California,” (pts. 1 & 2), *Securities Litigation Report* (West Legalworks May & June 2005); Editor-in-Chief, *California Class Actions Practice and Procedures* (2003); “A Plaintiffs’ Perspective On The Effect of State Farm v. Campbell On Punitive Damages in Mass Torts” (May 2003); Co-Author, “Decisions Interpreting California’s Rules of Class Action Procedure,” *Survey of State Class Action Law*, updated and re-published in 5 *Newberg on Class Actions* (ABA 2001-2004); Co-Author, “Mass But Not (Necessarily) Class: Emerging Aggregation Alternatives Under the Federal Rules,” *ABA*

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(April 6, 2009, Stanford, California); Consultant to the Office of Attorney General, State of New York, in connection with an industry-wide investigation and settlement concerning health insurers' use of the "Ingenix database" to determine usual and customary rates for out-of-network services, April 2008-February 2009; Stanford University Law School, Guest Lecturer for Professor Deborah Hensler's course on Complex Litigation, Foreign Claimants in U.S. Courts/U.S. Lawyers in Foreign Courts (April 16, 2008, Stanford, California); Benjamin N. Cardozo Law School, The American Constitution Society for Law & Policy, and Public Justice, Co-Organizer of conference and Master of Ceremonies for conference, Justice and the Role of Class Actions (March 28, 2008, New York, New York); Stanford University Law School and The Centre for Socio-Legal Studies, Oxford University, Conference on The Globalization of Class Actions, Panel Member, Resolution of Class and Mass Actions (December 13 and 14, 2007, Oxford, England); Editorial Board and Columnist, "Federal Practice for the State Court Practitioner," New York State Trial Lawyers Association's "Bill of Particulars," (2005-present); "Bill of Particulars, A Review of Developments in New York State Trial Law," *Federal Multidistrict Litigation Practice* (Fall 2007); "Bill of Particulars, A Review of Developments in New York State Trial Law," *Pleading a Federal Court Complaint* (Summer 2007); Stanford University Law School, Guest Lecturer for Professor Deborah Hensler's course on Complex Litigation, Foreign Claimants in U.S. Courts (April 17, 2007, Palo Alto, California); "Bill of Particulars, A Review of Developments in New York State Law," *Initiating Litigation and Electronic Filing in Federal Court* (Spring 2007); "Bill of Particulars, A Review of Developments in New York State Trial Law," Column, *Federal Court Jurisdiction: Getting to Federal Court By Choice or Removal* (Winter 2007); American Constitution Society for Law and Policy, 2006 National Convention, Panel Member, Finding the Balance: Federal Preemption of State Law (June 16, 2006, Washington, D.C.); Global Justice Forum, Presented by Lieff, Cabraser, Heimann & Bernstein, LLP – Conference Moderator and Panel Member on Securities Litigation (May 19, 2006, Paris, France); Stanford University Law School, Guest Lecturer for Professor Deborah Hensler's course on Complex Litigation, Foreign Claimants in U.S. Court (April 25, 2006, Stanford, California); Global Justice Forum, Presented by Lieff, Cabraser, Heimann & Bernstein, LLP – Conference Moderator and Speaker and Papers, The Basics of Federal Multidistrict Litigation: How Disbursed Claims are Centralized in U.S. Practice and Basic Principles of Securities Actions for Institutional Investors (May 20, 2005, London, England); New York State Trial Lawyers Institute, Federal Practice for State Practitioners, Speaker and Paper, *Federal Multidistrict Litigation Practice*, (March 30, 2005, New York, New York), published in "Bill of Particulars, A Review of Developments in New York State Trial Law" (Spring 2005); Stanford University Law School, The Stanford Center on Conflict and Negotiation, Interdisciplinary Seminar on Conflict and Dispute Resolution, Guest Lecturer, In Search of "Global Settlements": Resolving Class Actions and Mass Torts with Finality (March 16, 2004, Stanford, California); Lexis/Nexis, Mealey's Publications and Conferences Group, Wall Street Forum: Mass Tort Litigation, Co-Chair of Event (July 15, 2003, New York, New York); Northstar Conferences, The Class Action Litigation Summit, Panel Member on Class Actions in the Securities Industry, and Paper, Practical Considerations for Investors' Counsel - Getting the Case (June 27, 2003, Washington, D.C.); The Manhattan Institute, Center for Legal Policy, Forum Commentator on Presentation by John H. Beisner, Magnet Courts: If You Build Them, Claims Will Come (April 22, 2003, New York, New York); Stanford University Law School, Guest Lecturer for Professor Deborah Hensler's Courses on Complex Litigation, Selecting The Forum For a Complex Case – Strategic Choices Between Federal And State Jurisdictions, and

Alternative Dispute Resolution ADR In Mass Tort Litigation, (March 4, 2003, Stanford, California); American Bar Association, Tort and Insurance Practice Section, Emerging Issues Committee, Member of Focus Group on Emerging Issues in Tort and Insurance Practice (coordinated event with New York University Law School and University of Connecticut Law School, August 27, 2002, New York, New York); Duke University and University of Geneva, “Debates Over Group Litigation in Comparative Perspective,” Panel Member on Mass Torts and Products Liability (July 21-22, 2000, Geneva, Switzerland); *New York Law Journal*, Article, Consumer Protection Class Actions Have Important Position, Applying New York’s Statutory Scheme (November 23, 1998); Leader Publications, Litigation Strategist, “Fen-Phen,” Articles, *The Admissibility of Scientific Evidence in Fen-Phen Litigation and Daubert Developments: Something For Plaintiffs*, Defense Counsel (June 1998, New York, New York); “Consumer Protection Class Actions Have Important Position, Applying New York’s Statutory Scheme,” *New York Law Journal* (November 23, 1998); The Defense Research Institute and Trial Lawyer Association, Toxic Torts and Environmental Law Seminar, Article and Lecture, A Plaintiffs’ Counsels’ Perspective: What’s the Next Horizon? (April 30, 1998, New York, New York); Lexis/Nexis, Mealey’s Publications and Conference Group, Mealey’s Tobacco Conference: Settlement and Beyond 1998, Article and Lecture, The Expanding Litigation (February 21, 1998, Washington, D.C.); New York State Bar Association, Expert Testimony in Federal Court After Daubert and New Federal Rule 26, Article and Lecture, Breast Implant Litigation: Plaintiffs’ Perspective on the Daubert Principles (May 23, 1997, New York, New York); Plaintiff Toxic Tort Advisory Council, Lexis/Nexis, Mealey’s Publications and Conferences Group (January 2002-2005). *Member*: American Association for Justice; American Bar Association; American Constitution Society; Association of the Bar of the City of New York; Bar Association of the District of Columbia; Civil Justice Foundation (Board of Trustees, 2004-present); Fight for Justice Campaign; Human Rights First; National Association of Shareholder and Consumer Attorneys (Executive Committee, 2009-present); New York State Bar Association; New York State Trial Lawyers Association (Board of Directors, 2001-2004); New York State Trial Lawyers Association’s “Bill of Particulars” (Editorial Board and Columnist, “Federal Practice for the State Court Practitioner,” 2005-present); Plaintiff Toxic Tort Advisory Council (Lexis/Nexis, Mealey’s Publications and Conferences Group, 2002-2005); Public Justice Foundation (President, 2011-2012; Executive Committee, July 2006-present; Board of Directors, July 2002-present); Co-Chair, Major Donors/Special Gifts Committee, July 2009-present; Class Action Preservation Project Committee, July 2005-present); State Bar of California; Supreme Court Historical Society.

ROBERT J. NELSON, Admitted to practice in California, 1987; U.S. District Court, Central District of California, 1987; U.S. District Court, Northern District of California, 1988; U.S. Court of Appeals, Ninth Circuit, 1988; U.S. Court of Appeals, Sixth Circuit, 1995; District of Columbia, 1998; New York, 1999; U.S. District Court, Eastern District of New York, Southern District of New York, 2001; U.S. District Court, Eastern District of California, 2006; U.S. District Court, Northern District of Ohio; U.S. District Court, Southern District of Ohio; U.S. District Court, Middle District of Tennessee. *Education*: New York University School of Law (J.D., 1987); Order of the Coif, Articles Editor, *New York University Law Review*; Root-Tilden-Kern Scholarship Program. Cornell University (A.B., *cum laude* 1982); Member, Phi Beta Kappa; College Scholar Honors Program. London School of Economics (General Course, 1980-81): Graded First. *Prior Employment*: Judicial Clerk to Judge Stephen Reinhardt, U.S. Court of

Appeals, Ninth Circuit, 1987-88; Assistant Federal Public Defender, Northern District of California, 1988-93; Legal Research and Writing Instructor, University of California-Hastings College of the Law, 1989-91 (Part-time position). *Awards & Honors*: Selected for inclusion by peers in *The Best Lawyers in America* in fields of “Personal Injury Litigation – Plaintiffs” and “Product Liability Litigation – Plaintiffs,” 2012-2017; “California Litigation Star,” *Benchmark Litigation*, 2013-2016; “Consumer Attorney of the Year Finalist,” Consumer Attorneys of California, 2007, 2010, 2014-2015; Legal 500 recommended lawyer, *LegalEase*, 2013-Present; “Lawdragon Finalist,” *Lawdragon*, 2009-2011; “California Lawyer Attorney of the Year (CLAY)” Award, *California Lawyer*, 2008, 2010; “Northern California Super Lawyer,” *Super Lawyers*, 2004-2013; “San Francisco Trial Lawyer of the Year Finalist,” San Francisco Trial Lawyers’ Association, 2007. *Publications*: False Claims Roundtable, *California Lawyer* (January 2013); False Claims Roundtable, *California Lawyer* (April 2012); False Claims Roundtable, *California Lawyer* (June 2011); False Claims Roundtable, *California Lawyer* (June 2010); Product Liability Roundtable, *California Lawyer* (March 2010); Product Liability Roundtable, *California Lawyer* (July 2009); “Class Action Treatment of Punitive Damages Issues after *Philip Morris v. Williams*: We Can Get There from Here,” 2 *Charleston Law Review* 2 (Spring 2008) (with Elizabeth J. Cabraser); Product Liability Roundtable, *California Lawyer* (December 2007); Contributing Author, *California Class Actions Practice and Procedures* (Elizabeth J. Cabraser editor in chief, 2003); “The Importance of Privilege Logs,” *The Practical Litigator*, Vol. II, No. 2 (March 2000) (ALI-ABA Publication); “To Infer or Not to Infer a Discriminatory Purpose: Rethinking Equal Protection Doctrine,” 61 *New York University Law Review* 334 (1986). *Member*: American Association for Justice, Fight for Justice Campaign; American Bar Association; American Civil Liberties Union of Northern California; Bar Association of San Francisco; Bar of the District of Columbia; Consumer Attorneys of California; Human Rights Watch California Committee North; New York State Bar Association; RE-volv, Board Member; San Francisco Trial Lawyers Association; State Bar of California.

KELLY M. DERMODY, Admitted to practice in California (1994); U.S. Supreme Court (2013); U.S. Court of Appeals for the First Circuit (2012); U.S. Court of Appeals for the Second Circuit (2010); U.S. Court of Appeals for the Third Circuit (2001); U.S. Court of Appeals for the Fourth Circuit (2008); U.S. Court of Appeals for the Sixth Circuit (2008); U.S. Court of Appeals for the Seventh Circuit (2006); U.S. Court of Appeals for the Ninth Circuit (2007); U.S. District Court, Northern District of California (1995); U.S. District Court, Central District of California (2005); U.S. District Court, Eastern District of California (2012); U.S. District Court of Colorado (2007). *Education*: Boalt Hall School of Law, University of California, Berkeley (J.D. 1993); Moot Court Executive Board (1992-1993); Articles Editor, *Industrial Relations Law Journal/Berkeley Journal of Employment and Labor Law* (1991-1992); Harvard University (A.B. magna cum laude, 1990), Senior Class Ames Memorial Public Service Award. *Prior Employment*: Law Clerk to Chief Judge John T. Nixon, U.S. District Court, Middle District of Tennessee, 1993-1994; Adjunct Professor of Law, Golden Gate University School of Law, Employment Law (Spring 2001). *Awards & Honors*: AV Preeminent Peer Review Rated, Martindale-Hubbell; Selected for inclusion by peers in *The Best Lawyers in America* in fields of “Employment Law – Individuals” and “Litigation – Labor and Employment,” 2010-2017; “California Litigation Star,” *Benchmark Litigation*, 2013-2016; “Top 250 Women in Litigation,” *Benchmark Litigation*, 2016; Fellow, The College of Labor and Employment Lawyers, 2015; “Top 100 Attorneys in California,” *Daily Journal*, 2012-2015; “Top 75 Labor and Employment

Attorneys in California,” *Daily Journal*, 2011-2015; “Top California Women Litigators,” *Daily Journal*, 2007, 2010, 2012-2015; “500 Leading Lawyers in America,” *Lawdragon*, 2010-2015; “Northern California Super Lawyer,” *Super Lawyers*, 2004-2015; “Top 50 Women Northern California Super Lawyers,” *Super Lawyers*, 2007-2015; “Top 100 Northern California Super Lawyers,” *Super Lawyers*, 2007, 2009-2015; Distinguished Jurisprudence Award, Anti-Defamation League, 2014; “Lawyer of the Year,” *Best Lawyers*, recognized in the category of Employment Law – Individuals for San Francisco, 2014; “Top 10 Northern California Super Lawyers,” *Super Lawyers*, 2014; “Dolores Huerta Adelita Award,” California Rural Assistance, 2013; “Recommended Lawyer,” *The Legal 500* (U.S. edition, 2013); “Women of Achievement Award,” Legal Momentum (formerly the NOW Legal Defense & Education Fund), 2011; “Irish Legal 100” Finalist, *The Irish Voice*, 2010; “Florence K. Murray Award,” National Association of Women Judges, 2010 (for influencing women to pursue legal careers, opening doors for women attorneys, and advancing opportunities for women within the legal profession); “Lawdragon Finalist,” *Lawdragon*, 2007-2009; “Community Service Award,” Bay Area Lawyers for Individual Freedom, 2008; “Community Justice Award,” Centro Legal de la Raza, 2008; “Award of Merit,” Bar Association of San Francisco, 2007; “California Lawyer Attorney of the Year (CLAY) Award,” *California Lawyer*, 2007; “500 Leading Plaintiffs’ Lawyers in America,” *Lawdragon*, Winter 2007; “Trial Lawyer of the Year Finalist,” Public Justice Foundation, 2007; “Consumer Attorney of the Year” Finalist, Consumer Attorneys of California, 2006; “California’s Top 20 Lawyers Under 40,” *Daily Journal*, 2006; “Living the Dream Partner,” Lawyers’ Committee for Civil Rights of the San Francisco Bay Area, 2005; “Top Bay Area Employment Attorney,” *The Recorder*, 2004. *Member*: American Bar Association, Labor and Employment Law Section (Governing Council, 2009-present; Co-Chair, Section Conference, 2008-2009; Vice-Chair, Section Conference, 2007-2008; Co-Chair, Committee on Equal Opportunity in the Legal Profession, 2006-2007); Bar Association of San Francisco (Board of Directors, 2005-2012; President, 2011-2012; President-Elect, 2010-2011; Treasurer, 2009-2010; Secretary, 2008-2009; Litigation Section; Executive Committee, 2002-2005); Bay Area Lawyers for Individual Freedom; Lawyers’ Committee for Civil Rights of the San Francisco Bay Area (Board of Directors, 1998-2005; Secretary, 1999-2003; Co-Chair, 2003-2005; Member, 1997-Present); Carver Healthy Environments and Response to Trauma in Schools (Steering Committee, 2007); College of Labor and Employment Lawyers (Fellow, 2015); Consumer Attorneys of California; Equal Rights Advocates (Litigation Committee, 2000-2002); National Association of Women Judges (Independence of the Judiciary Co-Chair, 2011-2014; Resource Board, Co-Chair, 2009-2011, Member, 2005-2014); National Center for Lesbian Rights (Board of Directors, 2002-2008; Co-Chair, 2005-2006); National Employment Lawyers’ Association; Northern District of California Historical Society (Board of Directors, 2015- Present); Northern District of California Lawyer Representative to the Ninth Circuit Judicial Conference (2007-2010); Pride Law Fund (Board of Directors, 1995-2002; Secretary, 1995-1997; Chairperson, 1997-2002); Public Justice Foundation; State Bar of California.

JONATHAN D. SELBIN, Admitted to practice in California, 1994; District of Columbia, 2000; New York, 2001; U.S. Supreme Court, 2012; U.S. Court of Appeals, Second Circuit, 2016; U.S. Court of Appeals, Third Circuit, 2009; U.S. Court of Appeals, Fifth Circuit, 2002; U.S. Court of Appeals, Sixth Circuit, 2012; U.S. Court of Appeals, Ninth Circuit, 2007; U.S. Court of Appeals, Tenth Circuit, 2014; U.S. District Court, Northern District of California, 1997; U.S. District Court, Central District of California, 1995; U.S. District Court, Northern

District of Florida, 2009; U.S. District Court Northern District of Illinois, 2010; U.S. District Court, Southern District of New York, 2001; U.S. District Court, Eastern District of New York, 2008; U.S. District Court, Eastern District of Michigan, 2007; U.S. District Court, Eastern District of Wisconsin, 2013. *Education*: Harvard Law School (J.D., *magna cum laude*, 1993); University of Michigan (B.A., *summa cum laude*, 1989). *Prior Employment*: Law Clerk to Judge Marilyn Hall Patel, U.S. District Court, Northern District of California, 1993-95. *Awards & Honors*: Selected for inclusion by peers in *The Best Lawyers in America* in field of “Product Liability Litigation – Plaintiffs,” 2013-2017; Distinguished Service Award, American Association for Justice, 2016; “New York Litigation Star,” *Benchmark Litigation*, 2013-2016; “New York Super Lawyers,” *Super Lawyers*, 2006-2013; “*Lawdragon* Finalist,” *Lawdragon*, 2009. *Publications & Presentations*: On Class Actions (2009); Contributing Author, “Ninth Circuit Reshapes California Consumer-Protection Law,” American Bar Association (July 2012); Contributing Author, *California Class Actions Practice and Procedures* (Elizabeth J. Cabraser editor-in-chief, 2003); “Bashers Beware: The Continuing Constitutionality of Hate Crimes Statutes After R.A.V.,” 72 *Oregon Law Review* 157 (Spring, 1993). *Member*: American Association for Justice; American Bar Association; District of Columbia Bar Association; New York Advisory Board, Alliance for Justice; New York State Bar Association; New York State Trial Lawyers Association; State Bar of California.

MICHAEL W. SOBOL, Admitted to practice in Massachusetts, 1989; California, 1998; United States District Court, District of Massachusetts, 1990; U.S. District Court, Northern District of California, 2001; U.S. District Court, Central District of California, 2005; U.S. District Court, Eastern District of California, 2011; U.S. District Court, Southern District of California, 2010; U.S. Court of Appeals for the Ninth Circuit (2009); U.S. Court of Appeals for the Eleventh Circuit (2012). *Education*: Boston University (J.D., 1989); Hobart College (B.A., *cum laude*, 1983). *Prior Employment*: Lecturer in Law, Boston University School of Law, 1995-1997. *Awards & Honors*: Selected for inclusion by peers in *The Best Lawyers in America* in fields of “Mass Tort Litigation/Class Actions – Plaintiffs” and “Product Liability Litigation – Plaintiffs,” 2013-2017; “Super Lawyer for Northern California,” *Super Lawyers*, 2012 – 2016; California Litigation Star,” *Benchmark Litigation*, 2013-2015; “Top 100 Northern California Super Lawyers,” *Super Lawyers*, 2013; “Top 100 Attorneys in California,” *Daily Journal*, 2012-2013; “Trial Lawyer of the Year Finalist,” *Public Justice*, 2012; “Consumer Attorney of the Year Finalist,” Consumer Attorneys of California, 2011; “*Lawdragon* Finalist,” *Lawdragon*, 2009. *Publications & Presentations*: Panelist, National Consumer Law Center’s 15th Annual Consumer Rights Litigation Conference, Class Action Symposium; Panelist, Continuing Education of the Bar (C.E.B.) Seminar on Unfair Business Practices—California’s Business and Professions Code Section 17200 and Beyond; Columnist, *On Class Actions*, Association of Business Trial Lawyers, 2005 to present; *The Fall of Class Action Waivers* (2005); *The Rise of Issue Class Certification* (2006); *Proposition 64’s Unintended Consequences* (2007); *The Reach of Statutory Damages* (2008). *Member*: State Bar of California; Bar Association of San Francisco; Consumer Attorneys of California, Board of Governors, (2007-2008, 2009-2010); National Association of Consumer Advocates.

FABRICE N. VINCENT, Admitted to practice in California, 1992; U.S. District Court, Northern District of California, Central District of California, Eastern District of California, Ninth Circuit Court of Appeals, 1992. *Education*: Cornell Law School (J.D., *cum laude*, 1992);

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DAVID S. STELLINGS, Admitted to practice in New York, 1994; New Jersey, 1994; U.S. District Court, Southern District of New York, 1994. *Education*: New York University School of Law (J.D., 1993); Editor, *Journal of International Law and Politics*; Cornell University (B.A., *cum laude*, 1990). *Awards & Honors*: “Super Lawyer for New York Metro,” *Super Lawyers*, 2012-2014; “Trial Lawyer of the Year Finalist,” Public Justice, 2012; “*Lawdragon* Finalist, *Lawdragon*, 2009. *Member*: New York State Bar Association; New Jersey State Association; Bar Association of the City of New York; American Bar Association.

ERIC B. FASTIFF, Admitted to practice in California, 1996; District of Columbia, 1997; U.S. Courts of Appeals for the Third, Ninth and Federal Circuit; U.S. District Courts for the Northern, Southern, Eastern, and Central Districts of California, District of Columbia; U.S.

District Court, Eastern District of Wisconsin; U.S. Court of Federal Claims. *Education*: Cornell Law School (J.D., 1995); Editor-in-Chief, *Cornell International Law Journal*; London School of Economics (M.Sc.(Econ.), 1991); Tufts University (B.A., *cum laude, magno cum honore in thesi*, 1990). *Prior Employment*: Law Clerk to Hon. James T. Turner, U.S. Court of Federal Claims, 1995-1996; International Trade Specialist, Eastern Europe Business Information Center, U.S. Department of Commerce, 1992. *Awards & Honors*: Selected for inclusion by peers in *The Best Lawyers in America* in the field of "Litigation - Antitrust," 2013-2017; "California Litigation Star," *Benchmark Litigation*, 2013-2015; Legal 500 recommended lawyer, *LegalEase*, 2013; "Northern California Super Lawyer," *Super Lawyers*, 2010-2013; "Top 100 Layers in California," *Daily Journal*, 2013; "Top Attorneys in Business Law," *Super Lawyers Corporate Counsel Edition*, 2012; "Lawdragon Finalist," *Lawdragon*, 2009. *Publications & Presentations*: General Editor, *California Class Actions Practice and Procedures*, (2003-2009); Coordinating Editor and Co-Author of California section of the *ABA State Class Action Survey* (2003-2008); Author, "US Generic Drug Litigation Update," 1 *Journal of Generic Medicines* 212 (2004); Author, "The Proposed Hague Convention on the Recognition and Enforcement of Civil and Commercial Judgments: A Solution to Butch Reynolds's Jurisdiction and Enforcement Problems," 28 *Cornell International Law Journal* 469 (1995). *Member*: American Antitrust Institute (Advisory Board, 2012-Present); Bar Association of San Francisco; Children's Day School (Board of Trustees); District of Columbia Bar Association; *Journal of Generic Medicines* (Editorial Board Member, 2003-Present); State Bar of California; U.S. Court of Federal Claims Bar Association.

WENDY R. FLEISHMAN, Admitted to practice in New York, 1992; Pennsylvania, 1977; U.S. Supreme Court, 2000; U.S. Court of Appeals 2nd Circuit, 1998; U.S. Court of Appeals 3rd Circuit, 2010; U.S. Court of Appeals 8th Circuit, 2009; U.S. Court of Appeals 9th Circuit, 2010; U.S. District Court, District of Arizona, 2013; U.S. District Court, Western District of New York, 2012; U.S. District Court Eastern District of New York, 1999; U.S. District Court Northern District of New York, 1999; U.S. District Court Southern District of New York, 1995; U.S. District Court, Eastern District of Wisconsin, 2013; U.S. District Court, Eastern District of Pennsylvania, 1984; U.S. District Court, Western District of Pennsylvania, 2001; U.S. Court of Appeals 5th Circuit, March 5, 2014. *Education*: University of Pennsylvania (Post-Baccalaureate Pre-Med, 1982); Temple University (J.D., 1977); Sarah Lawrence College (B.A., 1974). *Prior Employment*: Skadden, Arps, Slate, Meagher & Flom LLP in New York (Counsel in the Mass Torts and Complex Litigation Department), 1993-2001; Fox, Rothschild O'Brien & Frankel (partner), 1988-93 (tried more than thirty civil, criminal, employment and jury trials, and AAA arbitrations, including toxic tort, medical malpractice and serious injury and wrongful death cases); Ballard Spahr Andrews & Ingersoll (associate), 1984-88 (tried more than thirty jury trials on behalf of the defense and the plaintiffs in civil personal injury and tort actions as well as employment—and construction—related matters); Assistant District Attorney in Philadelphia, PA, 1977-84 (in charge of and tried major homicide and sex crime cases). *Awards and Honors*: "New York Litigation Star," *Benchmark Litigation*, 2013-2016; "New York Super Lawyers," *Super Lawyers*, 2006-2016; Legal 500 recommended lawyer, *LegalEase*, 2013; AV Preeminent Peer Review Rated, Martindale-Hubbell; Officer of New York State Trial Lawyers Association, 2010-present; New York State Academy of Trial Lawyers, 2011; "Lawdragon Finalist," *Lawdragon*, 2009. *Publications & Presentations*: "Where Do You Want To Be? Don't Get Left Behind, Creating a Vision for Your Practice," Minority Caucus and Women Trial Lawyers Caucus

(July 22, 2013); Editor, Brown & Fleishman, “Proving and Defending Damage Claims: A Fifty-State Guide” (2007-2010); Co-Author with Donald Arbitblit, “The Risky Business of Off-Label Use,” *Trial* (March 2005); Co-Author, “From the Defense Perspective,” *Scientific Evidence, Chapter 6, Aspen Law Pub* (1999); Editor, *Trial Techniques Newsletter*, Tort and Insurance Practices Section, American Bar Association (1995-1996; 1993-1994); “How to Find, Understand, and Litigate Mass Torts,” NYSTLA Mass Torts Seminar (April 2009); “Ethics of Fee Agreements in Mass Torts,” AAJ Education Programs (July 2009). *Appointments*: Lead Counsel, Joint Coordinated California Litigation, *Amo Lens Solution Litigation*; Co-Liaison, *In re Zimmer Durom Cup Hip Implant Litigation*; Plaintiffs’ Steering Committee, DePuy ASR Hip Implant Litigation; Liaison, NJ Ortho Evra Patch Product Liability Litigation; Co-Liaison, NJ Reglan Mass Tort Litigation; Co-Chair, Mealey’s Drug & Medical Device Litigation Conference (2007); Executive Committee, *In re ReNu MoistureLoc Product Liability Litigation*, MDL; Discovery Chair, *In re Guidant Products Liability Litigation*; Co-Chair Science Committee, *In re Baycol MDL Litigation*; Pricing Committee, *In re Vioxx MDL Litigation*. *Member*: New York State Trial Lawyers Association (Treasurer, 2010-present; Board of Directors, 2004-Present); Association of the Bar of the City of New York (Product Liability Committee, 2007-present; Judiciary Committee, 2004-Present); American Bar Association (Annual Meeting, Torts & Insurance Practices Section, NYC, Affair Chair, 1997; Trial Techniques Committee, Torts and Insurance Practices, Chair-Elect, 1996); American Association for Justice (Board of Governors); American Association for Justice (Board of Governors, Women Trial Lawyers’ Caucus); Pennsylvania Bar Association (Committee on Legal Ethics and Professionalism, 1993-Present; Committee on Attorney Advertising, 1993-Present; Vice-Chair, Task Force on Attorney Advertising, 1991-92); State Bar of New York; Federal Bar Association; Member, Gender and Race Bias Task Force of the Second Circuit, 1994-present; Deputy Counsel, Governor Cuomo’s Screening Committee for New York State Judicial Candidates, 1993-94; New York Women’s Bar Association; New York County Lawyers; Fight for Justice Campaign; PATLA; Philadelphia Bar Association (Member of Committee on Professionalism 1991-92).

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Litigation Report (West Legalworks May and June 2005). *Member*: Phi Beta Kappa; State Bar of California; Bar Association of San Francisco; Equal Rights Advocate (Member; Board of Directors); Northern District of California Practice Program Committee (Member; Board of Directors).

RACHEL GEMAN, Admitted to practice in New York, 1998; Southern and Eastern Districts of New York, 1999; U.S. District Court, Eastern District of Michigan, 2005; U.S. District Court of Colorado, 2007; U.S. Supreme Court, 2013. *Education*: Columbia University School of Law (J.D. 1997); Stone Scholar; Equal Justice America Fellow; Human Rights Fellow; Editor, *Columbia Journal of Law and Social Problems*; Harvard University (A.B. *cum laude* 1993). *Prior Employment*: Adjunct Professor, New York Law School; Special Advisor, United States Mission to the United Nations, 2000; Law Clerk to Judge Constance Baker Motley, U.S. District Court, Southern District of New York, 1997-98. *Awards & Honors*: AV Preeminent Peer Review Rated, Martindale-Hubbell; Selected for inclusion by peers in *The Best Lawyers in America* in field of "Employment Law – Individuals," 2012-2017; "Lawyer of the Year," *Best Lawyers*, recognized in the category of Employment Law – Individuals for San Francisco, 2014; "Super Lawyer for New York Metro," *Super Lawyers*, 2013-2014; Legal 500 recommended lawyer, *LegalEase*, 2013; "Rising Stars for New York Metro," *Super Lawyers*, a publication of Thomson Reuters, 2011; Distinguished Honor Award, United States Department of State, 2001. *Publications & Presentations*: Speaker and Moderator, "Statistics for Lawyers - Even Those Who Hate Math," National Employment Lawyers Association Annual Convention (2015); Speaker, "Gender Pay Disparities: Enforcement, Litigation, and Remedies," New York City Conference on Representing Employees (2015); Speaker, "Protecting Pay: Representing Workers With Wage and Hour Claims," National Employment Lawyers Association (2015); Speaker and Author, "What Employment Lawyers Need to Know About Non-Employment Class Actions," ABA Section of Labor and Employment Law Conference (2014); Moderator, "Dodd-Frank and Sarbanes-Oxley Whistleblower Issues," National Employment Lawyers Association/New York (2014); Author, "Whistleblower Under Pressure," *Trial Magazine* (April 2013); Panelist, "Class Certification Strategies: Dukes in the Rear View Mirror," Impact Fund Class Action Conference (2013); Author & Panelist, "Who is an Employer Under the FLSA?" National Employment Lawyers Association Conference (2013); Panelist, "Fraud and Consumer Protection: Plaintiff and Defense Strategies," Current Issues in Pharmaceutical and Medical Device Litigation, ABA Section of Litigation (2012); Participant and Moderator, "Ask the EEOC: Current Insights on Enforcement and Litigation," ABA Section of Labor and Employment Law (2011); Panelist, "Drafting Class Action Complaints," New York State Bar Association (2011); Participant and Moderator, "Ask the EEOC: Current Insights on Enforcement and Litigation," ABA Section of Labor and Employment Law (2011); *The New York Employee Advocate*, Co-Editor (2005-2009), Regular Contributor (2008-present); Moderator, "Hot Topics in Wage and Hour Class and Collective Actions," American Association for Justice Tele-Seminar (2010); Author & Panelist, "Class Action Considerations: Certification, Settlement, and More," American Conference Institute Advanced Forum (2009); Panelist, "Rights Without Remedies," American Constitutional Society National Convention, Revitalizing Our Democracy: Progress and Possibilities (2008); Panelist, Fair Measure: Toward Effective Attorney Evaluations, American Bar Association Annual Meeting (2008); Panelist, "Getting to Know You: Use and Misuse of Selection Devices for Hiring and Promotion," ABA Labor & Employment Section Annual Meeting (2008); Author, "Don't I Think I Know You Already?": Excessive Subjective Decision-

Making as an Improper Tool for Hiring and Promotion,” ABA Labor & Employment Section Annual Meeting (2008); Author & Panelist, “Ethical Issues in Representing Workers in Wage & Hour Actions,” Representing Workers in Individuals & Collective Actions under the FLSA (2007); Author & Panelist, “Evidence and Jury Instructions in FLSA Actions,” Georgetown Law Center/ACL-ABA (2007); Author & Panelist, “Crucial Events in the ‘Life’ of an FLSA Collective Action: Filing Considerations and the Two-step ‘Similarly-Situated’ Analysis,” National Employment Lawyers Association, Annual Convention (2006); Author & Panelist, “Time is Money, Except When It’s Not: Compensable Time and the FLSA,” National Employment Lawyers Association, Impact Litigation Conference (2005); Panelist, “Electronic Discovery,” Federal Judicial Center & Institute of Judicial Administration, Workshop on Employment Law for Federal Judges (2005); “Image-Based Discrimination and the BFOQ Defense,” *EEO Today: The Newsletter of the EEO Committee of the ABA’s Section of Labor and Employment Law*, Vol. 9, Issue 1 (2004); “Fair Labor Standards Act Overtime Exemptions: Proposed Regulatory Changes,” *New York State Bar Association Labor and Employment Newsletter* (2004); Chair & Panelist, “Current Topics in Fair Labor Standards Act Litigation,” Conference, Association of the Bar of the City of New York (2003); Moderator, “Workforce Without Borders,” ABA Section of Labor & Employment Law, EEOC Midwinter Meeting (2003). *Member*: American Bar Association [Labor and Employment Law Section, Standing Committee on Equal Employment Opportunity (Member, Past Employee Co-Chair, 2009-2011)]; Association of the Bar of the City of New York; National Employment Lawyers’ Association - New York Chapter (Board Member, 2005-2011); National Employment Lawyers’ Association - National; Public Justice Foundation; Taxpayers Against Fraud Education Fund.

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MARK P. CHALOS, Admitted to practice in Tennessee, 1998; U.S. Court of Appeals, Sixth Circuit, 1998; U.S. District Court, Middle District of Tennessee, 2000; U.S. District Court, Western District of Tennessee, 2002; U.S. District Court, Eastern District of Tennessee, 2006; U.S. District Court, Northern District of Florida, 2006; U.S. District Court, Northern District of California, 2007; U.S. Supreme Court, 2012. *Education*: Emory University School of Law (J.D., 1998); Dean’s List; Award for Highest Grade, Admiralty Law; Research Editor, *Emory International Law Review*; Phi Delta Phi Legal Fraternity; Vanderbilt University (B.A., 1995).

Honors & Awards: AV Peer Review Rated, Martindale-Hubbell; Selected for inclusion by peers in *The Best Lawyers in America* in the field of “Mass Tort Litigation/Class Actions – Plaintiffs,” 2012-2017; American Bar Foundation Fellow, 2016; “Tennessee Litigation Star,” *Benchmark Litigation*, 2013-2015; “Best of the Bar,” Nashville Business Journal, 2008-2010, 2015-2016; “Super Lawyer for Mid-South,” Super Lawyers, 2011 - 2015; “Tennessee Top 100,” *Super Lawyers*, 2015; “Rising Star for Mid-South,” Super Lawyers, 2008 - 2010; “Top 40 Under 40,” The Tennessean, 2004. *Publications & Presentations:* “Supreme Court Limits The Reach Of Alien Tort Statute In *Kiobel*,” Legal Solutions Blog, April 2013; “The Rise of Bellwether Trials,” Legal Solutions Blog, March 2013; “Amgen: The Supreme Court Refuses to Erect New Class Action Bar,” Legal Solutions Blog, March 2013; “Are International Wrongdoers Above the Law?,” *The Trial Lawyer Magazine*, January 2013; “*Kiobel v. Royal Dutch Petroleum*: Supreme Court to Decide Role of US Courts Abroad,” *ABA Journal*, January 2013. “Legislation Protects the Guilty [in Deadly Meningitis Outbreak],” *The Tennessean*, December 2012; Litigating International Torts in United States Courts, 2012 ed., Thomson Reuters/West (2012); “Successfully Suing Foreign Manufacturers,” *TRIAL Magazine*, November 2008; “Washington Regulators Versus American Juries: The United States Supreme Court Shifts the Balance in *Riegel v. Medtronic*,” *Nashville Bar Journal*, 2008; “Washington Bureaucrats Taking Over American Justice System,” *The Tennessean* (December 2007); “The End of Meaningful Punitive Damages,” *Nashville Bar Journal*, November 2001; “Is Civility Dead?” *Nashville Bar Journal*, October 2003; “The FCC: The Constitution, Censorship, and a Celebrity Breast,” *Nashville Bar Journal*, April 2005. *Member:* American Bar Foundation (Fellow, 2016); American Association for Justice (Chair, Public Education Committee, 2015); American Bar Association (Past-Chair, YLD Criminal & Juvenile Justice Committee; Tort Trial and Insurance Practice Section Professionalism Committee); First Center for the Visual Arts (Founding Member, Young Professionals Program); Harry Phillips American Inn of Court; Kappa Chapter of Kappa Sigma Fraternity Alumni Association (President); Metropolitan Nashville Arts Commission (Grant Review Panelist); Nashville Bar Association (YLD Board of Directors; Nashville Bar Association YLD Continuing Legal Education and Professional Development Director); Nashville Bar Journal (Editorial Board); Tennessee Association for Justice (Board of Directors, 2008-2011; Legislative Committee); Tennessee Bar Association (Continuing Legal Education Committee); Tennessee Trial Lawyers Association (Board of Directors); Historic Belcourt Theatre (Past Board Chair; Board of Directors); Nashville Cares (Board of Directors).

PAULINA do AMARAL, Admitted to practice in New York, 1997; California, 1998; U.S. Court of Appeals, Ninth Circuit, 1999; U.S. District Court, Southern District of New York, 2004; U.S. District Court, Western District of Michigan, 2004; U.S. District Court, Eastern District of Michigan, 2007. *Education:* University of California Hastings College of Law (J.D., 1996); Executive Editor, *Hastings Constitutional Law Quarterly*; National Moot Court Competition Team, 1995; Moot Court Executive Board; University of Rochester (B.A., 1988). *Employment:* Law Clerk to Chief Judge Richard Alan Enslen, U.S. District Court, Western District of Michigan, 1996-98. *Awards & Honors:* Legal 500 recommended lawyer, *LegalEase*, 2013. *Member:* Association of the Bar of the City of New York, (2007-2010, Committee on the Judiciary); American Bar Association; State Bar of New York; State Bar of California; Bar Association of San Francisco; American Trial Lawyers Association; New York State Trial Lawyers Association.

KENNETH S. BYRD, Admitted to practice in Tennessee, 2004; U.S. District Court of Appeals, 6th Circuit, 2009; U.S. District Court, Western District of Tennessee, 2007; U.S. District Court, Eastern District of Tennessee, 2006; U.S. District Court, Middle District of Tennessee, 2005. *Education*: Boston College Law School (J.D., *cum laude*, 2004), Law Student Association (President, 2003-2004), National Moot Court Team (Regional Champion, 2003-2004), American Constitution Society (Secretary, 2002-2003), Judicial Process Clinic (2003), Criminal Justice Clinic (2003-2004); Samford University (B.S., *cum laude*, in Mathematics with Honors, minor in Journalism, 1995). *Prior Employment*: Harwell Howard Hyne Gabbert & Manner, P.C., 2004-2010; Summer Associate, Harwell Howard Hyne Gabbert & Manner, P.C., 2003; Summer Associate, Edward, Angell, Palmer, Dodger, LLP, 2003. *Awards*: "Paladin Award," Tennessee Association for Justice, 2015; "Rising Star for Mid-South," Super Lawyers, 2014. *Member*: American Bar Association; American Constitution Society, Nashville Chapter (Member & Chair of 2008 Supreme Court Preview Event); Camp Ridgecrest Alumni & Friends (Board Member); Harry Phillips American Inn of Court, Nashville Chapter (Associate Member, 2008-2010; Barrister, 2010-2014); Historic Edgefield, Inc. (President, 2009-2011); Nashville Bar Association; Tennessee Bar Association.

LIN Y. CHAN, Admitted to practice in California, 2008; U.S. District Court, Northern District of California, 2008; U.S. District Court, Central District of California, 2010; U.S. Court of Appeals for the Fifth Circuit, 2011; U.S. Court of Appeals for the Ninth Circuit, 2011; U.S. Court of Appeals for the Tenth Circuit, 2010. *Education*: Wellesley College (B.A. *summa cum laude* 2001); Stanford Law School (J.D. 2007); Editor-in-Chief, *Stanford Journal of Civil Rights and Civil Liberties*; Fundraising Chair, Shaking the Foundations Progressive Lawyering Conference. *Prior Employment*: Associate, Goldstein, Borgen, Dardarian & Ho (formerly Goldstein, Demchak Baller Borgen & Dardarian), 2008-2013; Law Clerk to Judge Damon J. Keith, Sixth Circuit Court of Appeals, 2007-2008; Clinic Student, Stanford Immigrants' Rights Clinic, 2006-2007; Union Organizer, SEIU and SEIU Local 250, 2002-2004; Wellesley-Yenching Teaching Fellow, Chinese University of Hong Kong, 2001-2002. *Presentations & Publications*: Author, "Do Federal Associated General Contractors Standing Requirements Apply to State Illinois Brick Repealer Statutes?," *Business Torts & Rico News*, Winter 2015; Panelist, "Federal and State Whistleblower Laws: What You Need to Know," Asian American Bar Association (November 2014); Author, "California Supreme Court Clarifies State Class Certification Standards in Brinker," *American Bar Association Labor & Employment Law Newsletter* (April 2013); Presenter, "Rule 23 Basics in Employment Cases," Impact Fund's 11th Annual Employment Discrimination Class Action Conference (February 2013); Chapter Author, *The Class Action Fairness Act: Law and Strategies*; Co-Author, "Clash of the Titans: Iqbal and Wage and Hour Class/Collective Actions," *BNA, Daily Labor Report*, 80 DLR L-1 (April 2010); Chapter Co-Chair, Lindemann & Grossman, *Employment Discrimination Law Treatise*, Fifth Edition; Chapter Monitor, Lindemann & Grossman, *Employment Discrimination Law Treatise* 2010 Cumulative Supplement. *Member*: Asian Americans Advancing Justice - Asian Law Caucus, Board Member, 2013 – Present, Annual Dinner Committee Co-Chair, 2015; Asian American Bar Association, Civil Rights Committee Co-Chair, 2011 - Present; American Bar Association, Fair and Impartial Courts Committee Vice-Chair, 2014 – Present; Bar Association of San Francisco; Public Justice; State Bar of California.

DANIEL P. CHIPLOCK, Admitted to practice in New York, 2001; U.S. District Court, Southern District of New York, 2001; U.S. District Court, Eastern District of New York, 2001; U.S. District Court, District of Colorado, 2006; U.S. Court of Appeals for the Second Circuit, 2009; U.S. Court of Appeals for the Third Circuit, 2016; U.S. Court of Appeals for the Sixth Circuit, 2011; U.S. Supreme Court, 2011. *Education*: Stanford Law School (J.D., 2000); Article Review Board, *Stanford Environmental Law Journal*; Recipient, Keck Award for Public Service; Columbia University (B.A., *summa cum laude*, 1994); Phi Beta Kappa. *Member*: State Bar of New York; American Association for Justice; Fight for Justice Campaign; Public Justice; National Association of Shareholder and Consumer Attorneys (Executive Committee/Secretary); American Constitution Society for Law and Policy (Advocate's Circle). *Classes/Seminars*: "Fraud on the Market," Federal Bar Council, Feb. 25, 2014 (CLE panel participant).

DOUGLAS CUTHBERTSON, Admitted to practice in New York, 2008; U.S. Court of Appeals 2nd Circuit, 2016; U.S. Court of Appeals 7th Circuit, 2015; U.S. District Court, Eastern District of New York, 2008; U.S. District Court, Southern District of New York, 2008; U.S. District Court, District of Colorado, 2013; U.S. District Court, Northern District of Illinois, 2014. *Education*: Fordham University School of Law (J.D. *cum laude* 2007); President, Fordham Law School Chapter of Just Democracy; Senior Articles Editor, Fordham Urban Law Journal; Fordham University School of Law Legal Writing Award, 2004-2005; Legal Writing Teaching Assistant, 2005-2006; Dean's List, 2004-2007; Alpha Sigma Nu Jesuit Honor Society. Bowdoin College (B.A. *summa cum laude*, 1999), Sarah and James Bowdoin Scholar for Academic Excellence (1995-1999). *Prior Employment*: Associate, Debevoise & Plimpton, LLP, 2009-2012; Law Clerk to Honorable Magistrate Judge Andrew J. Peck, U.S. District Court, Southern District of New York, 2007-2009. *Awards & Honors*: "Rising Star for New York Metro," Super Lawyers, 2013-2014. *Member*: Federal Bar Council; New York Civil Liberties Union, Board of Directors; New York State Bar Association.

NIMISH R. DESAI, Admitted to practice in California, 2006; US District Court, Northern District of California, 2007; US District Court, Central District of California, 2008; US District Court, Northern District of Florida, 2009; U.S. Court of Appeals, Ninth Circuit, 2009. *Education*: Boalt Hall School of Law, University of California, Berkeley (J.D., 2006), Finalist and Best Brief, McBaine Moot Court Competition (2006), Moot Court Best Brief Award (2004); University of Texas, Austin, (B.S. & B.A., High Honors, 2002). *Prior Employment*: Extern, Sierra Club Environmental Law Program, 2004; Researcher, Public Citizen, 2003; Center for Energy and Environmental Resources, 2001-2002. *Awards & Honors*: Selected for inclusion by peers in *The Best Lawyers in America* in field of "Qui Tam Law," 2016-2017; "Consumer Attorney of the Year Finalist," Consumer Attorneys of California, 2014; "Northern California Super Lawyer," *Super Lawyers*, 2013-2014; "Rising Star for Northern California," *Super Lawyers*, 2012. *Publications & Presentations*: "BP, Exxon Valdez, and Class-Wide Punitive Damages," 21 Class Action and Derivative Suit Committee Newsletter (Fall 2010); "American Chemistry Council v. Johnson: Community Right to Know, But About What? D.C. Circuit Takes Restrictive View of EPCRA," 33 *Ecology L.Q.* 583 (Winter 2006); "Lessons Learned and Unlearned: A Case Study of Medical Malpractice Award Caps in Texas," *The Subcontinental*, (Winter 2004, Vol. 1, Issue 4, pp. 81-87); "Separation of Fine Particulate Matter Emitted from Gasoline and Diesel Vehicles Using Chemical Mass Balancing Techniques," *Environmental Science Technology*, (2003; 37(17) pp. 3904-3909); "Analysis of Motor Vehicle Emissions in a

Houston Tunnel during Texas Air Quality Study 2000,” *Atmospheric Environment*, 38, 3363-3372 (2004). *Member*: State Bar of California; Bar Association of San Francisco; Consumer Attorneys of California; American Bar Association; American Constitution Society; East Bay Community Law Center (Board Member, 2010-present); South Asian Bar Association (Board Member, 2010-present). *Languages*: Gujarati (conversational).

NICHOLAS DIAMAND, Admitted to practice in England & Wales, 1999; New York, 2003; U.S. District Court for the District of Colorado, 2007; U.S. District Court, Southern, Eastern, and Western Districts of New York; US. Court of Appeals, Seventh Circuit, Ninth Circuit; U.S. Supreme Court, 2013; U.S. Court of Appeals, Second Circuit, 2016. *Education*: Columbia University School of Law (LL.M., Stone Scholar, 2002); College of Law, London, England (C.P.E.; L.P.C.; Commendation, 1997); Columbia University (B.A., *magna cum laude*, 1992). *Awards & Honors*: "Super Lawyer for New York Metro," *Super Lawyers*, 2013-2014; "Rising Star for New York Metro," *Super Lawyers*, 2012. *Prior Employment*: Solicitor, Herbert Smith, London (1999-2001); Law Clerk to the Honorable Edward R. Korman, Chief Judge, U.S. District Court, Eastern District of New York (2002-03). *Publications & Presentations*: Author, "U.S. Securities Litigation & Enforcement Action," *Corporate Disputes* magazine, April-June 2015; Speaker, Strafford CLE webinar "Ethical Risks in Class Litigation," 2015; Speaker, International Corporate Governance Network Conference, 2014; "Fraud on the Market in a Post-Amgen World" (with M. Miarmi), *Trial Magazine*, November 2013; Contributing Author, *California Class Actions Practice and Procedure* (Elizabeth J. Cabraser, Editor-in-Chief), 2006; Panelist, "Obstacles to Access to Justice in Pharmaceutical Cases," *Pharmaceutical Regulation and Product Liability*, British Institute of International and Comparative Law, April 21, 2006; Panelist, "Pre-Trial Discovery in the United States," Union Internationale des Avocats, Winter Seminar, February 2006. *Member*: American Association for Justice (Chair, Consumer Privacy/Data Breach Litigation Group, 2016); New York City Bar Association; New York State Bar Association; Public Justice Foundation; International Corporate Governance Network; Peer Articles Reviewer; *Trial* magazine.

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Action Emerging From the FIFA Corruption Scandal,” 11 Business Torts & RICO News 1 (Summer 2015); Contributing Author, *The Class Action Fairness Act: Law and Strategy*, American Bar Association, 2013; Contributing Author, *Concurrent Antitrust Criminal and Civil Proceedings: Identifying Problems and Planning for Success*, American Bar Association (2013); Co-Editor, *California Class Actions Practice and Procedures* (2010-2013); Articles Editor, *Competition* (the Journal of the Antitrust and Unfair Competition Law Section of the State Bar of California) (2012); Contributing Author, *ABA Annual Review of Antitrust Law Developments* (2011); *New Guidance for Standard Setting Organizations: Broadcom Corp. v. Qualcomm Inc. and In the Matter of Rambus, Inc.*, 5 *ABA Sherman Act Section 1 Newsl.* 35 (2008); *Anticompetitive Social Norms as Antitrust Violations*, 94 Calif. L. Rev. 769 (2006). *Member*: American Bar Association (Antitrust Section); Bar Association of San Francisco; San Francisco Trial Lawyers Association.

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Francisco Chamber of Commerce, Leadership Council, 1990 – 1992, State Bar of California, Union Internationale des Avocats, Winter Corporate Governance Seminar, Seminar Chairman, 2012; University of California at Berkeley, Boalt Hall Alumni, Board of Directors, 1993 – 1996, *Wall Street Lawyer*, Member, Editorial Board, Yale University Alumni Board of Directors, Director, 2001 - 2005.

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Limited Scope of the Ascertainability Requirement,” American Bar Association, Section of Litigation, March 2013; Panelist, “Taking and Defending Depositions,” New York City Bar, May 20, 2009; Contributing Author, *California Class Actions Practice & Procedures* (Elizabeth J. Cabraser, Editor-in-Chief, 2008); “Remembering the War and the Atomic Bombs: New Museums, New Approaches,” in *Memory and the Impact of Political Transformation in Public Space* (Duke University Press, 2004), originally published in *Radical History Review*, Vol. 75 (1998); “Issue Advocacy in the 1998 Congressional Elections,” with Jonathan S. Krasno (Urban Institute, 2001); *Buying Time: Television Advertising in the 1998 Congressional Elections*, with Jonathan S. Krasno (Brennan Center for Justice, 2000); “Going Negative,” in *Playing Hardball*, with Kenneth Goldstein, Jonathan S. Krasno and Lee Bradford (Prentice-Hall, 2000). *Member*: American Association for Justice; State Bar of New York.

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WILSON DUNLAVEY, Admitted to practice in California, 2015; U.S. District Court Central District of California, 2016. *Education*: University of California, Berkeley, School of Law (J.D. 2015); Berkeley Technology Law Journal, Associate Editor; Boalt Hall Queer Caucus, Co-

Chair; Board of Advocates Moot Court Team. Humboldt University in Berlin (Ph.D., *cum laude*, Modern History, 2015; Dual M.A., *Magister Artium*, History and Philosophy, 2015); Friedrich-Naumann Foundation; Master's and Ph.D. Fellow; Queer Initiative, Director; Student Government, Executive Counsel. St. John's College (B.A., History of Math and Science, Philosophy, 2003); Faculty Toast Prize; Delegate Council. *Prior Employment*: Summer Associate, McDermott Will & Emery (2014); Law Clerk, Transgender Law Center (2014); Legal Research and Writing Teaching Assistant, First Year Skills Program, UC Berkeley School of Law (2013-2014); Judicial Extern to the Honorable William A. Alsup, U.S. District Court for the Northern District of California (2013); Legal Counselor, Berkeley Workers' Rights Clinic (2012-2013). *Member*: State Bar of California.

MELISSA GARDNER, Admitted to practice in California, 2013; New York, 2013; U.S. District Court, Northern District of California, 2013. *Education*: Harvard Law School (J.D. 2011); Student Attorney, Harvard Prison Legal Assistance Project and South Brooklyn Legal Services; Semi-Finalist, Harvard Ames Moot Court Competition; *Harvard International Law Journal*. Western Washington University (B.A. *magna cum laude*, 2005). *Prior Employment*: Associate, Emery Celli Brinckherhoff & Abady (2012); Law Clerk, South Brooklyn Legal Services (2011-2012); Peace Corps Volunteer, China (2005-2008). *Publications*: Co-Author, "Play Ball: Potential Private Rights of Action Emerging From the FIFA Corruption Scandal," 11 *Business Torts & RICO News* 1 (Summer 2015). *Member*: American Association for Justice; American Bar Association; Bar Association of San Francisco; Consumer Attorneys of California; New York State Bar Association; State Bar of California.

MICHAEL LEVIN-GESUNDHEIT, Admitted to practice in California, 2013; U.S. District Court, Northern District of California, 2015. *Education*: Stanford Law School (J.D. 2013), Managing Editor, *Stanford Law & Policy Review*; Gerald Gunther Prize for Outstanding Performance in Intellectual Property. Harvard University (A.B. *magna cum laude*, 2008). *Prior Employment*: Law Clerk to the Honorable Jacqueline Nguyen, Ninth Circuit Court of Appeals (2014-2015); Law Clerk to the Honorable Garland Burrell, Jr., U.S. District Court, Sacramento, California (2013-2014).

ANDREW KAUFMAN, Admitted to practice in New York, 2013; Tennessee, 2015; U.S. District Court, Middle District of Tennessee, 2015. *Education*: Harvard Law School (J.D. *cum laude*, 2012); Executive Editor, *Harvard Law and Policy Review*; Dean's Scholar Prizes in Federal Courts, Civil Procedure, and Legislation & Regulation. Carleton College (B.A. *magna cum laude*, Political Science, 2007). *Publications*: "Lochner for the Executive Branch: The Torture Memo as Anticanon," 7 *Harv. L. & Pol'y Rev.* 199 (2013).; "American Foreign Policy Opinion in 2004: Exploring Underlying Beliefs," 27 *Am. Rev. of Pol.* 295 (2007). *Prior Employment*: Law clerk to the Honorable Martha Craig Daughtrey, U.S. Court of Appeals, Sixth Circuit (2014-15); Law Clerk to the Honorable Stephen Glickman, D.C. Court of Appeals (2013-14); Fellow, Public Citizen Litigation Group (2012-13).

KELLY MCNABB, Admitted to practice in Minnesota, 2012; New York, 2015; U.S. District Court, District of Minnesota, 2012. *Education*: University of Minnesota Law School (J.D. *cum laude* 2012); Managing/Research Editor, *Minnesota Law Review*, 2010 – 2012; University of Minnesota Twin Cities College of Liberal Arts (B.A. 2008). *Publications*: What

"Being a Watchdog" Really Means: Removing the Attorney General from the Supervision of Charitable Trusts, *Minnesota Law Review*, 2012. *Prior Employment*: Pritzker Olsen, P.A., Attorney, 2012 – 2014. *Member*: American Association for Justice, Minnesota Association for Justice, Minnesota Women Lawyers.

PHONG-CHAU G. NGUYEN, Admitted to practice in California, 2012; U.S. District Court, Northern District of California, 2013; U.S. District Court, Central District of California, 2013; U.S. Court of Appeals for the Ninth Circuit, 2013. *Education*: University of San Francisco School of Law (J.D. 2012); Development Director, USF Moot Court Board; Merit Scholar; Zief Scholarship Recipient; University of California, Berkeley (B.A., Highest Honors; Distinction in General Scholarship, 2008). *Prior Employment*: Attorney, Minami Tamaki, 2013; Post-Bar Law Clerk, Velton Zegelman PC, 2012; Law Clerk, Minami Tamaki, 2011-2012; Housing and Economic Rights Advocates, 2011; Greenlining Institute, 2008-2009, 2012. *Member*: State Bar of California; Asian American Bar Association for the Greater Bay Area; San Francisco Trial Lawyers Association.

JOHN T. SPRAGENS, Admitted to Practice in Tennessee, 2012; U.S. District Court, Middle District of Tennessee, 2014, U.S. District Court, Northern District of Ohio, 2015, U.S. District Court, Northern District of Illinois, 2015, U.S. District Court, Eastern District of Texas, 2016. *Education*: Vanderbilt University Law School, Nashville, Tennessee (J.D. 2012); Executive Editor, Environmental Law and Policy Annual Review. Kenyon College (B.A., *magna cum laude*, International Studies, 2004); Phi Beta Kappa. *Prior Employment*: Associate, Bass, Berry & Sims, 2013-14; Law Clerk, United States District Judge Kevin H. Sharp, 2012-13; Legal Intern, Metropolitan Nashville Public Defender's Office, 2011; Summer Associate, Lieff Cabraser Heimann & Bernstein, 2011; Legal Clerk, New Orleans Workers' Center for Racial Justice, 2010; Strategic Advisor, Center for Charter School Excellence, 2010; Communications Director and Legislative Assistant to U.S. Congressman Jim Cooper, 2006-09; Staff Writer, *Nashville Scene*, 2004-06. *Member*: Tennessee Bar Association; Tennessee Association for Justice.

ADAM H. WEINTRAUB, Admitted to practice in Louisiana, 2011; U.S. District Court, Eastern District of Louisiana, 2011; U.S. District Court, Middle District of Louisiana, 2011; U.S. District Court, Western District of Louisiana, 2011; U.S. Court of Appeals, 5th Circuit, 2011; New Jersey, 2010; U.S. District Court, District of New Jersey, 2010; Pennsylvania, 2010; U.S. District Court, Eastern District of Pennsylvania, 2010. *Education*: Villanova University School of Law, (JD, 2010); *Villanova Law Review*: Managing Editor of Student Works. Georgia Institute of Technology (B.S., Industrial & Systems Engineering, 2005); Hope Scholarship; Certificate in Philosophy of Science & Technology. *Prior Employment*: Manager, Deloitte Touche Tohmatsu Limited (2015-2016); Associate, Herman, Herman & Katz, L.L.C. (2010-2015). *Publications*: "Landlords Needed, Tolerance Preferred": A Clash of Fairness and Freedom in *Fair Housing Council v. Roommates.com*, 54 Vill. L. Rev. 337 (2009). *Member*: The American Bar Association; The Federal Bar Association; Association of the Bar of the City of New York; The American Association for Justice.

BILL WILLIAMS, JR., Admitted to practice in New York, 2015; District of Columbia, 2016. *Education*: Columbia Law School (J.D. 2014); *Columbia Law Review*; Harlan Fiske Stone Scholar. University of Notre Dame (B.A., Political Science, 2008); Dean's List;

Presidential Scholar; NAACP Image Awards, Freshman of the Year, Athlete of the Year, Senior of the Year; Student Leadership Award. *Prior Employment*: Law Clerk to the Honorable Myron H. Thompson, U.S. District Court for the Middle District of Alabama (2015-2016); Associate, Paul, Weiss, Rifkind, Wharton & Garrison, LLP (2014-2015). *Member*: State Bar of New York.

TISEME ZEGEYE, Admitted to practice in New York, 2013; U.S. Court of Appeals for the 2nd Circuit, 2014; U.S. Court of Appeals for the Ninth Circuit, 2014; U.S. Supreme Court, 2016. *Education*: New York University School of Law (J.D. 2011), BLAPA Kim Barry '98 Memorial Graduation Prize for Academic Excellence and Commitment to International and Human Rights Work; Dean's Scholarship. The College of William and Mary (B.A. *cum laude*, 2008). *Prior Employment*: Staff Attorney, Center for Reproductive Rights, New York; Legal Fellow, American Civil Liberties Union Women's Rights Project.

Notice on the Firm's AV Rating: AV is a registered certification mark of Reed Elsevier Properties, Inc., used in accordance with the Martindale-Hubbell certification procedures, standards and policies. Martindale-Hubbell is the facilitator of a peer review process that rates lawyers. Ratings reflect the confidential opinions of members of the Bar and the Judiciary. Martindale-Hubbell Ratings fall into two categories—legal ability and general ethical standards.

Exhibit 18

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

ARKANSAS TEACHER RETIREMENT SYSTEM,)
on behalf of itself and all others similarly situated,) No. 11-cv-10230 MLW

Plaintiffs,)

v.)

STATE STREET BANK AND TRUST COMPANY,)

Defendant.)

ARNOLD HENRIQUEZ, MICHAEL T. COHN,)
WILLIAM R. TAYLOR, RICHARD A. SUTHERLAND,) No. 11-cv-12049 MLW
and those similarly situated,)

Plaintiffs,)

v.)

STATE STREET BANK AND TRUST COMPANY,)
STATE STREET GLOBAL MARKETS, LLC and)
DOES 1-20,)

Defendants.)

THE ANDOVER COMPANIES EMPLOYEE SAVINGS)
AND PROFIT SHARING PLAN, on behalf of itself, and) No. 12-cv-11698 MLW
JAMES PEHOUSHEK-STANGELAND, and all others)
similarly situated,)

Plaintiffs,)

v.)

STATE STREET BANK AND TRUST COMPANY,)

Defendant.)

**DECLARATION OF LYNN SARKO ON BEHALF OF THE ANDOVER COMPANIES
EMPLOYEE SAVINGS AND PROFIT SHARING PLAN AND JAMES PEHOUSHEK-
STANGELAND IN SUPPORT OF LEAD COUNSEL'S MOTION FOR AN AWARD OF
ATTORNEYS' FEES AND PAYMENT OF EXPENSES**

Lynn Sarko declares as follows, pursuant to 28 U.S.C. §1746:

1. I am the Managing Partner of the law firm Keller Rohrback L.L.P. (“Keller Rohrback”). I submit this declaration in support of Lead Counsel’s motion for an award of attorneys’ fees and payment of litigation expenses on behalf of all Plaintiffs’ counsel who contributed to the prosecution of the claims in the above-captioned class actions (the “Class Actions”) from inception through August 30, 2016 (the “Time Period”).

2. My firm and I are counsel for plaintiffs The Andover Companies Employee Savings and Profit Sharing Plan and Mr. James Pehousek-Stangeland, who assert claims in this action under the Employee Retirement Income Security Act of 1974 (ERISA) on behalf of themselves and a putative class of similarly-situated persons (ERISA Claimants). In the course of this litigation, we have zealously represented the interests of ERISA Claimants. We worked collaboratively with other Counsel for Plaintiffs in the Class Actions in order to achieve the best possible result for our clients. We actively participated in each aspect of the Class Actions, but our most significant contribution involved the protracted mediation effort. Throughout that process, described in detail in the accompanying Declaration of Lead Counsel, I personally facilitated the complex multi-party discussions among Plaintiffs, Defendant, the Securities and Exchange Commission, the Department of Justice, and the Department of Labor.

3. The schedule attached hereto as Exhibit A is a summary indicating the amount of time spent by each attorney and professional support staff-member of my firm who was involved in the prosecution of the Class Actions, and the lodestar calculation based on my firm’s current billing rates. For personnel who are no longer employed by my firm, the lodestar calculation is based upon the billing rates for such personnel in his or her final year of employment by my firm. The schedule was prepared from contemporaneous daily time records regularly prepared

and maintained by my firm, which are available at the request of the Court. Time expended in preparing this application for fees and payment of expenses has not been included in this request.

4. The hourly rates for the attorneys and professional support staff in my firm included in Exhibit A are the same as my firm's regular rates charged for their services, which have been accepted in other complex class actions.

5. The total number of hours expended on this litigation by my firm during the Time Period is 4,690.65 hours. The total lodestar for my firm for those hours is \$2,561,287.00.

6. My firm's lodestar figures are based upon the firm's billing rates, which rates do not include charges for expenses items. Expense items are billed separately and such charges are not duplicated in my firm's billing rates.

7. As detailed in Exhibit B, my firm and our local counsel, Hutchings Barsamian, incurred a total of \$342,766.63 in expenses in connection with the prosecution of the Class Actions. Keller Rohrback expenses are documented by the firm's book and records, including expense vouchers, check records and other source materials. Exhibit B includes miscellaneous expenses incurred by our local counsel, which were reasonably incurred and are properly documented out-of-pocket costs.

8. With respect to the standing of my firm, attached hereto as Exhibit C is a biography of my firm and the firm's attorneys.

I declare under penalty of perjury that the foregoing is true and correct. Executed on September 14, 2016.


Lynn Sarko

Exhibit A

EXHIBIT A**STATE STREET INDIRECT FX TRADING CLASS ACTION**
No. 11-cv-10230, No. 11-cv-12049, No. 12-cv-11698 MLW (D. Mass.)**LODESTAR REPORT****FIRM: Keller Rohrback L.L.P.****REPORTING PERIOD: INCEPTION THROUGH AUGUST 30, 2016**

PROFESSIONAL	STATUS*	HOURLY RATE	TOTAL HOURS TO DATE	TOTAL LODESTAR TO DATE
Lauren Arnaud	PL	\$265	37.10	\$ 9,831.50
Laurie Ashton	OC	\$800	5.30	\$ 4,240.00
Kris Bartlett	PL	\$225	2.40	\$ 540.00
Cate Brewer	PL	\$225	29.10	\$ 6,547.50
Cindy Buser	PL	\$241	111.80	\$ 26,943.80
Michael Cady	PL	\$225	14.10	\$ 3,172.50
Chandler Clemons	PL	\$180	206.12	\$ 37,101.60
David Copley	P	\$750	94.50	\$ 70,875.00
Jason Dillman	PL	\$310	44.20	\$ 13,702.00
Sandra Douglas	PL	\$225	0.50	\$ 112.50
Ben Ellis	PL	\$195	0.60	\$ 117.00
John Evans	PL	\$230	78.40	\$ 18,032.00
Juli Farris	P	\$775	6.40	\$ 4,960.00
Eric Fierro	A	\$475	41.10	\$ 19,522.50
Alison Gaffney	A	\$400	137.60	\$ 55,040.00
Laura Gerber	P	\$685	540.25	\$ 370,071.25
Alex Gotto	PL	\$225	26.45	\$ 5,951.25
Ben Gould	PL	\$525	2.00	\$ 1,050.00
Katherine Grant	PL	\$235	15.00	\$ 3,525.00
Loretta Haley	PL	\$210	12.00	\$ 2,520.00
Kevin Hammond	PL	\$245	0.08	\$ 19.60
Alex Hancock	PL	\$150	12.00	\$ 1,800.00
Amy Hanson	A	\$525	140.20	\$ 73,605.00
Jennifer Hill	PL	\$255	8.30	\$ 2,116.50
Jason Ho	PL	\$235	207.00	\$ 48,645.00
Erin Hoffrance	PL	\$220	2.20	\$ 484.00
Susan James	PL	\$255	81.00	\$ 20,655.00
Cari Laufenberg	P	\$685	4.80	\$ 3,288.00
Beth Leland	P	\$675	2.90	\$ 1,957.50
Dan Lenentine	PL	\$255	2.75	\$ 701.25
Sara Lenentine	PL	\$260	380.80	\$ 99,008.00
Jeffrey Lewis	P	\$895	0.20	\$ 179.00
Tana Lin	P	\$700	1.60	\$ 1,120.00

Derek Loeser	P	\$835	116.10	\$ 96,943.50
Nathan Moe	PL	\$250	7.00	\$ 1,750.00
Maggie Norton	PL	\$205	12.20	\$ 2,501.00
Gretchen Obrist	P	\$550	45.00	\$ 24,750.00
Cavin Parrilla	PL	\$225	241.10	\$ 54,247.50
Lindsay Pearson	PL	\$210	3.00	\$ 630.00
David Preminger	P	\$895	2.90	\$ 2,595.50
Melanie Pugh	PL	\$200	21.70	\$ 4,340.00
Erin Riley	P	\$700	0.75	\$ 525.00
Lynn Lincoln Sarko	P	\$925	1224.70	\$ 1,132,847.50
Kelly Shenenfield	PL	\$215	1.60	\$ 344.00
Katie Sifferman	PL	\$200	7.30	\$ 1,460.00
Brian Spangler	PL	\$225	2.50	\$ 562.50
Michael Thompson	PL	\$215	20.75	\$ 4,461.25
Jennifer Tuato'o	PL	\$295	385.80	\$ 113,811.00
Havila Unrein	A	\$525	65.10	\$ 34,177.50
Graham Van Leuven	PL	\$200	11.20	\$ 2,240.00
Ben Watson	PL	\$225	0.40	\$ 90.00
Margaret Wetherald	P	\$750	178.00	\$ 133,500.00
Jonathan Whitney	PL	\$245	41.70	\$ 10,216.50
Debra Wilcher	PL	\$225	1.20	\$ 270.00
Harry Williams	A	\$525	32.60	\$ 17,115.00
Amy Williams-Derry	P	\$750	19.30	\$ 14,475.00
TOTAL			4,690.65	\$ 2,561,287.00

Partner (P)
Of Counsel (OC)
Associate (A)
Staff Attorney (SA)

Paralegal (PL)
Investigator (I)
Research Analyst (RA)

Exhibit B

EXHIBIT B**STATE STREET INDIRECT FX TRADING CLASS ACTION
No. 11-cv-10230, No. 11-cv-12049, No. 12-cv-11698 MLW (D. Mass.)****EXPENSE REPORT****FIRM: Keller Rohrback L.L.P.
Hutchings Barsamian Mandelcorn, LLP****REPORTING PERIOD: INCEPTION THROUGH AUGUST 30, 2016**

EXPENSE	Keller Rohrback	Hutchings Barsamian
Duplicating	\$2,087.20	\$63.00
Postage	\$287.31	
Long-Distance Telephone / Fax / Conf Calls	\$2,196.40	
Filing / Service / Witness Fees	\$78.50	\$433.00
Court Hearing & Deposition Transcripts	\$23.40	
Online Legal & Financial Research	\$15,694.30	
Mediation Services	\$11,916.14	
Experts/Consultants	\$9,591.30	
Litigation Support/Electronic Discovery	\$221,191.16	
Publication of Notice	\$435.00	
Work-Related Transportation/Meals/Lodging	\$78,411.50	
Miscellaneous	\$358.42	
FIRM TOTALS	\$342,270.63	\$496.00
COMBINED TOTAL	\$342,766.63	

Exhibit C



COMPLEX LITIGATION

ABOUT KELLER ROHRBACK



Devoted to Justice

"[Keller Rohrback] has performed an important public service in this action and has done so efficiently and with integrity...[Keller Rohrback] has also worked creatively and diligently to obtain a settlement from WorldCom in the context of complex and difficult legal questions..."
In re WorldCom, Inc. ERISA Litigation (Cote, J.).

Keller Rohrback's lawyers excel by being prepared and persuasive. It's a simple formula that combines our strengths: outstanding writing and courtroom skill, together with unparalleled passion and integrity. We have recovered billions of dollars for our clients, and have served as lead counsel in many prominent cases, including numerous financial crisis cases against Wall Street banks and mortgage originators. Our lawyers are widely recognized as leaders in their fields who have dedicated their careers to combating corporate fraud and misconduct. We have the talent as well as the financial resources to litigate against Fortune 500 companies – and do so every day.



Who We Are

Keller Rohrback's Complex Litigation Group has a national reputation as the go-to plaintiffs' firm for large-scale, complex individual and class action cases. We represent public and private investors, businesses, governments, and individuals in a wide range of actions, including securities fraud, fiduciary breach, antitrust, whistleblower, environmental, and product liability cases. Our approach is straightforward—we represent clients who have been harmed by conduct that is wrong, and we litigate with passion and integrity to obtain the best results possible. Every case is different, but we win for the same reason: we are persuasive. When you hire us, you hire smart, creative lawyers who are skilled in court and in negotiations.

Founded in 1919, Keller Rohrback's sixty-nine attorneys and over 100 staff members are based in six offices across the country in Seattle, Oakland, Santa Barbara, Phoenix, New York, and Ronan. Over the past century, our firm has built a distinguished reputation by providing top-notch representation. We offer exceptional service and a comprehensive understanding of federal and state law nationwide. We also are well known for our abilities to collaborate with co-counsel and to work together to achieve outstanding results—essential skills in large-scale cases in which several firms represent the plaintiffs. We pride ourselves on our reputation for working smartly with opposing counsel, and we are comfortable and experienced in coordinating high-stakes cases with simultaneous state and federal government investigations. Keller Rohrback attorneys earn the respect of our colleagues and our opponents through our deft handling of the array of complex issues and obstacles our clients face.

ABOUT KELLER ROHRBACK



What We Do

Keller Rohrback's Complex Litigation Group represents plaintiffs in large-scale cases involving corporate wrongdoing. We litigate against companies that pollute, commit fraud, fix prices, and take advantage of consumers, employees, and investors. We are passionate advocates for justice. In addition, the Complex Litigation Group regularly calls on attorneys in the firm's other practice areas for expertise in areas such as bankruptcy, constitutional law, corporate transactions, financial institutions, insurance coverage, and intellectual property. Our group's access to these in-house resources distinguishes Keller Rohrback from other plaintiffs' class action firms and contributes to the firm's success. We also have a history of working with legal counsel from other countries to vigorously pursue legal remedies on behalf of clients around the globe.

We have won verdicts in state and federal courts throughout the nation and have obtained judgments and settlements on behalf of clients in excess of seven billion dollars. Courts around the country have praised our work, and we are regularly appointed lead counsel in nationally prominent class action cases. Our work has had far-reaching impacts for our clients in a variety of settings and industries, creating a better, more accountable society.

Who We Serve

We represent individuals, institutions, and government agencies. The common denominators of our clients is a desire to see justice done—and to be represented by attorneys who practice law with integrity, honesty, and devotion to serving our clients' interests.



"Despite substantial obstacles to recovery, Keller Rohrback was willing to undertake the significant risks presented by this case...Class Counsel achieved real and substantial benefits for members of the Class. [Their] extensive prior experience in complex class action securities litigation... enabled the Class to analyze and achieve this excellent result." Getty v. Harmon (SunAmerica Securities Litigation) (Dwyer, J.).

ANTITRUST AND TRADE REGULATION



ATTORNEYS

Lynn Lincoln Sarko
 Raymond Farrow
 Mark Griffin
 Amy N.L. Hanson
 Cari Campen Laufenberg
 Elizabeth A. Leland
 Tana Lin
 Ryan McDevitt
 Karin Swope

Keller Rohrback's antitrust and trade regulation practice represents Plaintiffs in state and federal courts to ensure that consumers get the benefits of free and fair competition in the marketplace. Keller Rohrback has successfully litigated cases on behalf of both consumers and businesses who have been harmed by illegal anti-competitive conduct, such as price fixing, price discrimination, misleading and deceptive marketing practices, and the monopolization and attempted monopolization of markets.

For decades, Keller Rohrback has served as lead counsel, on MDL executive committees, and in other prominent roles in large price-fixing and price discrimination cases.

REPRESENTATIVE CASES

Nurse Wage Litigation: Fleischman v. Albany Medical Center; Cason-Merenda v. Detroit Medical Center (N.D.N.Y.); (E.D. Mich.)

Keller Rohrback was Co-Lead Counsel in these long-running antitrust actions which recovered \$105 million in underpaid wages resulting from an alleged conspiracy among hospitals to set the compensation of their nurse employees in Albany, New York, and Detroit, Michigan.

Ferko v. National Ass'n For Stock Car Auto Racing, Inc., No. 02-50 (E.D. Tex.)

Keller Rohrback was Counsel for Plaintiff, a shareholder in Texas Motor Speedway (TMS), in a lawsuit that charged NASCAR with breach of contract, unlawful monopolization, and conspiring with International Speedway Corporation (ISC) to restrain trade in violation of the antitrust laws. The settlement agreement allowed TMS to purchase North Carolina Speedway from ISC and required NASCAR to sanction a Nextel Cup Series race at TMS in the future, relief that was valued at \$100.4 million.

In re Vitamins Antitrust Litigation, MDL No. 1285 (D.D.C.)

Keller Rohrback played a significant role in litigating this MDL case, one of the largest and most successful antitrust cases in history. Chief Judge Thomas Hogan certified two classes of businesses who directly purchased bulk vitamins and were overcharged as a result of a ten-year global price-fixing and market-allocation conspiracy. Recoveries for the class through settlement and verdict totaled over \$1 billion.

In re Online DVD Rental Antitrust Litigation, MDL No. 2029 (N.D. Cal.)

Keller Rohrback represented purchasers of online DVD rental services accusing Wal-Mart and Netflix of engaging in a market allocation scheme. The class achieved settlements of over \$30 million.

"The Court has repeatedly stated that the lawyering in the case at every stage was superb, and does again." *In re Linerboard Antitrust Litigation*, MDL No. 1261, 2004 WL 1221350 *6 (E.D. Pa. June, 2 2004) (DuBois, J.).

ANTITRUST AND TRADE REGULATION



REPRESENTATIVE CASES continued

Johnson v. Arizona Hospital and Healthcare Association, No. 07-1292 (D. Ariz.)

Keller Rohrback represented agency nurses who worked at various Arizona hospitals seeking to recover the underpayment of wages resulting from a conspiracy to suppress the cost of agency nurses. The class achieved settlements of more than \$26 million.

Molecular Diagnostics v. Hoffman-La Roche, Inc., No. 04-1649 (D.D.C.)

Keller Rohrback served on the Executive Committee of this class action lawsuit on behalf of direct purchasers of thermus aquaticus DNA polymerase (Taq), an essential input to technologies used to study DNA. The lawsuit alleged that various Hoffman-La Roche entities, in concert with the Perkins Elmer Corp., fraudulently procured a patent for Taq with the intent and effect of illegally monopolizing the Taq market. The court approved a \$33 million settlement in 2008.

Daisy Mountain Fire District v. Microsoft Corp., MDL No. 1332 (D. Md.)

Keller Rohrback obtained a settlement in excess of \$4 million on behalf of a class of Arizona governmental entities that indirectly purchased operating systems and software from Microsoft for overcharges resulting from Microsoft's monopolistic practices. The settlement returned millions of dollars to local government entities at a time of severe budget crisis in the state.

Transamerican Refining Corporation v. Dravo Corp., No. 88-789 (S.D. Tex.)

Keller Rohrback served as Co-Lead Counsel in this class action filed on behalf of all cost-plus purchasers of specialty steel pipe. Fabricators and suppliers of that pipe were sued on allegations of a nationwide price fixing conspiracy. The class, comprised mainly of owners of electric generating plants and oil refineries, achieved a settlement of more than \$49 million.

In approving a settlement, Judge Alan McDonald stated, "[T]he Court is impressed by the manner in which the issues have been addressed, the action has been initiated and resolved; and that is, of course, an accolade to the attorneys on both sides of the issue. And, of course, that is the underlying basis for the Court's approval. No one has more respect for the art of settlement than the incumbent of this bench. It is the most difficult of all undertakings by trial lawyers, and settlement always recognizes their composite judgment, oftentimes of nuances which are impossible to articulate. So given the caliber of the attorneys involved on both sides of this matter, the Court is satisfied that if it is good enough for them, it should be good enough for the Court." *In re Soft Drink Bottling Antitrust Litigation* (E.D. Wash. 1990).

APPELLATE PRACTICE



ATTORNEYS

Lynn Lincoln Sarko
 T. David Copley
 Ben Gould
 Ron Kilgard
 Cari Campen Laufenberg
 Derek Loeser
 Gretchen Obrist
 Erin Riley
 Matthew Preusch
 Karin Swope

Appeals require specialized skills and experience, and Keller Rohrback has a seasoned appellate team that includes award-winning brief writers and outstanding oral advocates. Our appellate expertise is particularly important in large cases, including complex class actions. Keller Rohrback has the experience and talent to handle any issue that arises involving interlocutory appeals and will work to ensure that any judgment or settlement is affirmed on appeal.

REPRESENTATIVE CASES

Clarke v. Baptist Memorial Healthcare Corp., --F. App'x -- (6th Cir. 2016)

Keller Rohrback overturned the district court's denial of intervention, thus allowing our clients to challenge an earlier denial of class certification.

Baker v. Microsoft Corp., 797 F.3d 607 (9th Cir. 2015)

In this proposed class action arising from a defect in Microsoft's Xbox 360, Keller Rohrback persuaded the Ninth Circuit that the trial court had erred by striking the class allegations from the complaint.

Alcantara v. Bakery & Confectionary Union, 751 F.3d 71 (2d Cir. 2014)

Keller Rohrback successfully defended the trial court's decision and judgment that the Defendants had unlawfully reduced pension benefits.

Gates v. UnitedHealth Group Inc., 561 F. App'x 73 (2d Cir. 2014)

Keller Rohrback persuaded the Second Circuit to reverse the district court's dismissal of our client's claims for medical coverage.

Wurtz v. Rawlings Co., 761 F.3d 232 (2d Cir. 2014)

Keller Rohrback submitted an amicus brief on behalf of the New York State Trial Lawyers Association in support of the appellants. The Second Circuit cited the amicus brief and adopted much of its reasoning in reversing the trial court.

Heckman v. Williamson County, 369 S.W.3d 137 (Tex. 2012)

Keller Rohrback represented a proposed class of indigent criminal Defendants who challenged the constitutionality of a number of pretrial procedures. Keller Rohrback persuaded the Texas Supreme Court to reverse the Texas Court of Appeals and allow the Plaintiffs to proceed with their claims.

Braden v. Wal-Mart Stores, Inc., 588 F.3d 585 (8th Cir. 2009)

Keller Rohrback represented a class of Wal-Mart employees who alleged that Wal-Mart's 401(k) plan charged them excessive fees. Keller Rohrback convinced the Eighth Circuit to reverse the trial court and reinstate the employees' claims.

In re Syncor ERISA Litigation, 516 F.3d 1095 (9th Cir. 2008)

Keller Rohrback represented a group of workers who alleged that their employer had violated the law by investing their retirement savings in the employer's stock. Keller Rohrback convinced the Ninth Circuit to reverse the dismissal of the trial court and reinstate the workers' claims.

BANKRUPTCY-RELATED LITIGATION



ATTORNEYS

Laurie Ashton
Gary A. Gotto
Christopher Graver

Keller Rohrback attorneys have deep and broad experience litigating in the bankruptcy courts on behalf of debtors, creditors, and creditor committees, as well as on behalf of Plaintiffs whose claims were interrupted by bankruptcy petitions. Our experience includes representing class claimants in numerous large-scale bankruptcies. These representations have involved virtually all areas of sophisticated bankruptcy practice, including: (i) pursuing relief from an automatic to litigate claims in district court; (ii) filing and opposing orders to withdraw the reference to the bankruptcy court; (iii) certifying a claimant class in bankruptcy; (iv) asserting rights to officer, director, or fiduciary insurance policies between conflicting bankruptcy claimants; (v) evaluating and negotiating proposals for debtor financing, cash collateral orders, estate sale orders and other bankruptcy

administrative matters; (vi) defending against subordination claims, and; (vii) negotiating acceptable terms of a plan of reorganization with the debtors' committee, creditors' committees, and other constituencies.

Keller Rohrback's bankruptcy attorneys also have extensive experience in a wide variety of matters involving corporate restructuring and commercial bankruptcies. Our bankruptcy clients range from tort claimants to operating entities to institutional lenders. Examples include representation of the official committee of victims of clergy sexual abuse in the Chapter 11 reorganization of a Catholic diocese, the debtors in a reorganization of fifty commercial real properties across the nation; and a national services company in the acquisition of a competitor's assets in a bankruptcy court-approved sale in the Northern District of California.

In addition to the representative cases listed below, Keller Rohrback has achieved similar results in numerous other bankruptcy proceedings involving corporations such as Global Crossing Ltd., Mirant Corp., Delphi Corp., and Fremont General Corp.

REPRESENTATIVE CASES

In re Enron Corp., No. 01-16034 (Bankr. S.D.N.Y.)

Keller Rohrback obtained stay relief to pursue litigation in the Southern District of Texas and defended against a motion to subordinate claims. Keller Rohrback achieved a settlement for the class that included the allowance of a \$364 million claim in the Enron bankruptcy.

In re WorldCom, Inc., Nos. 02 Civ. 3288(DLC), 02 Civ. 8981(DLC) (Bankr. S.D.N.Y.)

Keller Rohrback defended against a motion to subordinate claims and successfully negotiated a simultaneous resolution of claims in the bankruptcy and district courts against third parties in the total amount of \$48 million.

In re Nortel Networks, Inc., No. 09-10138(KG) (Bankr. D. Del.)

Keller Rohrback represented class claimants in simultaneous insolvency proceedings in Canada under the Companies' Creditors Arrangement Act and bankruptcy court in the District of Delaware. Keller Rohrback obtained stay relief to pursue litigation in the Middle District of Tennessee and ultimately settled class claims in Tennessee for over \$21 million.

In re Washington Mutual, Inc., No. 08-12229(MFW) (Bankr. D. Del.)

Keller Rohrback sought stay relief to pursue litigation in the Western District of Washington and pursued claims in bankruptcy court in Delaware, resulting in a simultaneous resolution of claims in the bankruptcy and district courts for \$20 million.

CONSUMER PROTECTION CLASS ACTIONS

ATTORNEYS

Lynn Lincoln Sarko
 Gretchen Freeman Cappio
 T. David Copley
 Raymond Farrow
 Eric Fierro
 Laura Gerber
 Meredith Gray
 Mark Griffin
 Amy N.L. Hanson
 Khesraw (Kash) Karmand
 David Ko
 Cari Campen Laufenberg
 Elizabeth A. Leland
 Tana Lin
 Ryan McDevitt
 Michael Meredith
 Gretchen Obrist
 Mark D. Samson
 Karin B. Swope
 Havila C. Unrein
 Amy Williams-Derry
 Michael Woerner

For decades, consumers have trusted the attorneys of Keller Rohrback to protect them from harmful and unfair trade practices. Our firm is a leader in representing consumers in class action lawsuits in diverse areas, including vehicles, children's products, food contamination, drugs, mortgage modifications, identity theft, and data breaches. Keller Rohrback currently represents a wide range of consumers, such as vehicle owners and lessees, parents, environmentalists, fishermen, employees, professors, doctors, and nurses.



Through decades of hard work, ingenuity, and creativity, Keller Rohrback has achieved meaningful results for decades. These results impact not just our clients, but future consumers too; for example, homeowners now benefit from improved loan-modification practices at one of the country's biggest banks as a result of our advocacy.

Keller Rohrback attorneys are frequently featured speakers and presenters at prestigious legal education seminars on class actions, consumer protection, and data privacy.

REPRESENTATIVE CASES

In re Volkswagen "Clean Diesel" Marketing, Sales Practices, and Products Liability Litigation, MDL No. 2672 (N.D. Cal.)

Keller Rohrback filed the first multi-Plaintiff complaint against Volkswagen on September 20, 2015, two days after the defeat device scheme came to light. Our clients are consumers nationwide who allege they have been damaged by Volkswagen's fraudulent use of an emissions "defeat device" in over 500,000 vehicles in the United States and over eleven million worldwide. Keller Rohrback Managing Partner Lynn Sarko serves on the Plaintiffs' Steering Committee for this national litigation.

In re JPMorgan Chase Mortgage Modification Litigation, MDL No. 2290 (D. Mass.)

Keller Rohrback served as Co-Lead Counsel in this MDL, representing homeowners who attempted to obtain mortgage loan modifications from JPMorgan Chase and related entities. Plaintiffs alleged breach of contract and violations of consumer protection laws when Defendants failed to timely evaluate or approve mortgage modification applications of homeowners who had completed identified prerequisites. Keller Rohrback achieved a settlement for the class valued at over \$500 million.

In re Bisphenol-A (BPA) Polycarbonate Plastic Products Liability Litigation, MDL No. 08-1967 (W.D. Mo.)

Keller Rohrback served on the Plaintiffs' Steering Committee in this MDL on behalf of purchasers of plastic baby bottles and "sippy" cups which contained the chemical bisphenol-A (BPA). The action was favorably settled.

CONSUMER PROTECTION CLASS ACTIONS

REPRESENTATIVE CASES continued

In re Mattel, Inc., Toy Lead Paint Products Liability Litigation, MDL No. 1897 (C.D. Cal.)

Keller Rohrback served as Chair of the Executive Committee in this nationwide MDL against Mattel and Fisher-Price on behalf of purchasers of toys recalled because they were manufactured using lead paint and/or dangerous magnets. On behalf of Plaintiffs, Keller Rohrback achieved a settlement valued at approximately \$50 million.

Brotherson v. Professional Basketball Club, L.L.C., No. 07-1787 (W.D. Wash.)

Keller Rohrback represented Seattle Sonics season ticket holders who renewed their 2007–2008 season ticket packages before the team was relocated to Oklahoma City. After Plaintiffs prevailed on summary judgment, the parties negotiated a significant settlement that returned substantial sums to the class.

In re Checking Account Overdraft Litigation, No. 09-2036 (S.D. Fla.)

Keller Rohrback serves as Co-Executive Lead Counsel with regard to Defendant, Key Bank, representing consumers who allege that KeyBank violated state law by changing the order of debit card transactions to increase overdraft fees charged to customers, resulting in unlawful profits to the bank in the tens of millions of dollars. The matter is on appeal to the Eleventh Circuit.

Telephone Consumer Protection Act Cases, (King Cnty. Super. Ct., Wash.)

Keller Rohrback prosecuted numerous class actions concerning the sending of unsolicited facsimiles in violation of the Washington Telephone Consumer Protection Act, resulting in the issuance of eleven permanent injunctions and the recovery of over \$56 million on behalf of injured Plaintiffs.

Ormond v. Anthem, Inc., No. 05-1908 (S.D. Ind.)

Anthem Insurance converted from a mutual company to a stock company on November 2, 2001. More than 700,000 former members of the mutual company sued Anthem, alleging that the cash compensation they received as a result of the demutualization was inadequate. After class certification and shortly before the start of trial, Keller Rohrback and co-counsel settled the action for \$90 million.

Corona v. Sony Pictures Entertainment, Inc., No. 14-9600 (C.D. Cal.)

Keller Rohrback serves as interim Co-Lead Counsel and Liaison Counsel in this case against Sony Pictures Entertainment, Inc. on behalf of former and current Sony employees affected by the company's highly publicized data breach. Plaintiffs alleged that Sony failed to secure and protect its computer systems, servers, and databases, resulting in the release of the named Plaintiffs and other class members' personal information. Keller Rohrback obtained a significant settlement for the class in October 2015, which was approved in April 2016.

Iacovelli v. SBTickets.com, LLC, No. 15-1459 (Maricopa Cnty. Super. Ct., Ariz.)

Keller Rohrback filed a class action in Arizona state court on behalf of individuals who paid for, but did not receive, tickets to the 2014 Super Bowl (Super Bowl XLIX) from the ticket broker SBTickets. Despite purchasing tickets and receiving numerous representations that their tickets were guaranteed, SBTickets customers were told just days before the game, and in some instances, only hours before kickoff, that their ticket orders would not be fulfilled. The case was settled on favorable terms for the class notwithstanding the Defendant's insolvency and bankruptcy proceedings.

EMPLOYEE BENEFITS



ATTORNEYS

Lynn Lincoln Sarko
 Laurie Ashton
 Gretchen Freeman Cappio
 T. David Copley
 Alison Gafney
 Laura Gerber
 Matthew Gerend
 Gary Gotto
 Benjamin Gould
 Amy N. L. Hanson
 Khesraw (Kash) Karmand
 Dean N. Kawamoto
 Ron Kilgard
 David Ko
 Cari Campen Laufenberg
 Elizabeth A. Leland
 Jeffrey Lewis
 Derek Loeser
 Ian Mensher
 Gretchen Obrist
 David Preminger
 Jacob Richards
 Erin Riley
 Karin B. Swope
 Havila C. Unrein
 Amy Williams-Derry

Keller Rohrback is the preeminent firm for Employee Retirement Income Security Act of 1974 (ERISA) and other benefit class action litigation. Our firm is a pioneer of ERISA class action litigation, with over a billion dollars of pension and health benefits recovered for our clients. Keller Rohrback has played a major role in developing the law and establishing that ERISA's strict fiduciary duties apply to all investments in company-sponsored retirement plans, as well as to benefits in health and welfare plans.

Keller Rohrback is routinely appointed lead or co-lead counsel in major employee benefit class actions. Our work in this complex and rapidly developing area has been praised by our clients, our co-counsel, and federal courts. Managing a complex, large-scale employee benefit case requires knowledge of employee benefit, securities, accounting, corporate, bankruptcy, and class action law. Keller Rohrback has excelled in these cases by developing a deep understanding of ERISA and by drawing on our expertise in numerous related practice areas.

Keller Rohrback attorneys are frequently featured speakers and presenters at prestigious legal education seminars on employee benefit class actions and ERISA.

REPRESENTATIVE CASES

Whetman v. IKON Office Solutions, Inc., MDL No. 1318 (E.D. Pa.)

The wave of 401(k) company stock cases began with *Whetman v. IKON Office Solutions, Inc.* In a first-of-its-kind complaint, we alleged that company stock was an imprudent investment for IKON's 401(k) plan, that the fiduciaries of the plan failed to provide complete and accurate information concerning company stock to the participants, and that they failed to address their conflicts of interest. This case resulted in ground-breaking opinions in the ERISA 401(k) area of law on motions to dismiss, class certification, approval of securities settlements with a carve-out for ERISA claims, and approval of ERISA settlements providing a total recovery to the Plans of \$111 million. Judge Katz granted final approval of the settlement on August 9, 2002.

In re Enron Corp. ERISA Litigation, MDL No. 1446 (S.D. Tex.)

Keller Rohrback served as Co-Lead Counsel in this class action filed in the Southern District of Texas. After groundbreaking motions to dismiss decisions and several years of discovery, Keller Rohrback negotiated five separate settlements with different groups of Defendants, resulting in recoveries of over \$264 million for the class. Judge Melinda Harmon approved the fifth and final settlement on February 23, 2007.

EMPLOYEE BENEFITS



REPRESENTATIVE CASES continued

In re Lucent Technologies, ERISA Litigation, No. 01-3491 (D.N.J.)

Keller Rohrback served as Co-Lead Counsel in this class action brought on behalf of participants and beneficiaries of the Lucent defined contribution plans who invested in Lucent stock. A settlement providing injunctive relief and the payment of \$69 million to the plan was approved by Judge Joel Pisano on December 12, 2003.

In re WorldCom, Inc. ERISA Litigation, No. 02-4816 (S.D.N.Y.)

Keller Rohrback served as Lead Counsel in this class action filed in the Southern District of New York on behalf of participants and beneficiaries of the WorldCom 401(k) Salary Savings Plan who invested in WorldCom stock. Settlements providing for injunctive relief and payments of over \$48 million to the plan were approved by Judge Denise Cote on October 26, 2004 and November 21, 2005.

"[Keller Rohrback] has performed an important public service in this action and has done so efficiently and with integrity...[Keller Rohrback] has also worked creatively and diligently to obtain a settlement from WorldCom in the context of complex and difficult legal questions... [Keller Rohrback] should be appropriately rewarded as an incentive for the further protection of employees and their pension plans not only in this litigation but in all ERISA actions." *In re WorldCom, Inc. ERISA Litigation*, No. 02-4816, 2004 WL 2338151, *10 (S.D.N.Y. Oct. 18, 2004) (Cote, J.).

In re AIG ERISA Litigation, No. 04-9387 (S.D.N.Y.)

Keller Rohrback served as Co-Lead Counsel in this class action filed in the Southern District of New York on behalf of participants and beneficiaries of the AIG 401(k) retirement plans who invested in AIG stock. A settlement providing for injunctive relief and the payment of \$25 million to the plans was approved by Judge Kevin T. Duffy on October 8, 2008.

In re AIG ERISA Litigation II, No. 08-5722 (S.D.N.Y.)

Keller Rohrback served as Co-Lead Counsel in this class action filed in the Southern District of New York on behalf of participants and beneficiaries of the AIG 401(k) retirement plans who invested in AIG stock. A settlement providing for injunctive relief and the payment of \$40 million to the plans was approved by Judge Laura Swain on September 18, 2015.

Alvidres v. Countrywide Financial Corp., No. 07-5810 (C.D. Cal.)

Keller Rohrback served as Lead Counsel in this class action filed on behalf of participants and beneficiaries of the Countrywide 401(k) plan who invested in Countrywide stock. A settlement providing for injunctive relief and the payment of \$55 million to the plan was approved by Judge John F. Walter on November 16, 2009.

In re CMS Energy ERISA Litigation, No. 02-72834 (E.D. Mich.)

Keller Rohrback served as Co-Lead Counsel in this class action filed in the Eastern District of Michigan on behalf of participants and beneficiaries of the CMS defined contribution plans who invested in CMS stock. A settlement providing injunctive relief and a payment of \$28 million to the plan was approved by Judge George Caram Steeh on December 27, 2004.

EMPLOYEE BENEFITS



REPRESENTATIVE CASES continued

In re Dynegy, Inc. ERISA Litigation, No. 02-3076 (S.D. Tex.)

Keller Rohrback served as Co-Lead Counsel in this class action filed in the Southern District of Texas on behalf of participants and beneficiaries of the Dynegy defined contribution plans who invested in Dynegy stock. A settlement providing injunctive relief and a payment of \$30.75 million to the plan was approved by Judge Sim Lake on March 5, 2004.

In re Fremont General Corporation Litigation, No. 07-2693 (C.D. Cal.)

Keller Rohrback served as Lead Counsel in this class action filed in the Central District of California on behalf of participants and beneficiaries of the Fremont 401(k) plan who invested in Fremont stock. A settlement providing injunctive relief and a payment of \$21 million to the plan was approved by Judge Jacqueline Nguyen on August 10, 2011.

In re Global Crossing, Ltd. ERISA Litigation, No. 02-7453 (S.D.N.Y.)

Keller Rohrback served as Co-Lead Counsel in this class action filed in the Southern District of New York on behalf of participants and beneficiaries of the GX defined contribution plans who invested in GX stock. A settlement providing injunctive relief and a payment of \$79 million to the plan was approved by Judge Gerard Lynch on November 10, 2004.

In re HealthSouth Corp. ERISA Litigation, No. 03-1700 (N.D. Ala.)

Keller Rohrback served as Lead Counsel in this class action filed in the Northern District of Alabama on behalf of participants and beneficiaries of HealthSouth's retirement plans who invested in HealthSouth stock. A settlement providing injunctive relief and a payment of \$28.875 million to the plan was approved by Judge Bowdre on June 28, 2006.

In re Household International, Inc. ERISA Litigation, No. 02-7921 (N.D. Ill.)

Keller Rohrback served as Co-Lead Counsel in this class action filed in the Northern District of Illinois on behalf of participants and beneficiaries of Household's retirement plans who invested in Household stock. A settlement providing injunctive relief and a payment of \$46.5 million to the plan was approved by Judge Samuel Der-Yeghiayan on November 22, 2004.

In re Merck & Co., Inc. "ERISA" Litigation, MDL No. 1658 (D.N.J.)

Keller Rohrback served on the Co-Lead Counsel Committee in this class action filed in the District of New Jersey on behalf of participants and beneficiaries of Merck's retirement plans who invested in Merck stock. A settlement providing injunctive relief and a payment of \$49.5 million to the plan was approved by Judge Stanley R. Chesler on November 29, 2011.

In re Merrill Lynch & Co., Inc. Securities, Derivative & ERISA Litigation, No. 07-10268 (S.D.N.Y.)

Keller Rohrback served as Co-Lead Counsel in this class action filed in the Southern District of New York on behalf of participants and beneficiaries of Merrill Lynch's defined contribution plans who invested in Merrill Lynch stock. A settlement providing injunctive relief and a payment of \$75 million to the plans was approved by Judge Jed S. Rakoff on August 21, 2009.

In re State Street Bank and Trust Co. ERISA Litigation, No. 07-8488 (S.D.N.Y.)

Keller Rohrback served as Co-Lead Counsel in this ERISA breach of fiduciary duty class action filed in the Southern District of New York brought on behalf of participants and beneficiaries in the company's retirement plans. A settlement providing a payment of \$89.75 million was approved by Judge Richard J. Holwell on February 19, 2010.

EMPLOYEE BENEFITS



REPRESENTATIVE CASES continued

Overall v. Ascension Health, No. 13-11396 (E.D. Mich.)

Keller Rohrback served as Co-Lead Counsel in this lawsuit that alleged Defendants' claim that the Ascension pension plans are exempt from ERISA's protections because it is a "church plan" is improper because, among other things, Ascension Health is not a church, or a convention or association of churches, and the Ascension Pension Plans were not established by a church or a convention or association of churches. A settlement providing for equitable relief, plus payment of \$8 million to the plans was approved by Judge Avern Cohn on April 14, 2015. Keller Rohrback continues to litigate a number of similar cases throughout the country, challenging Defendants' claims that their pension plans are exempt from ERISA.

In re Washington Mutual, Inc. ERISA Litigation, No. 07-1874 (W.D. Wash.)

Keller Rohrback served as Co-Lead Counsel in this ERISA breach of fiduciary duty class action filed in the Western District of Washington on behalf of participants and beneficiaries in the company's retirement plans who invested in Washington Mutual stock. On January 7, 2011, Judge Marsha J. Pechman granted final approval of the \$49 million settlement in the ERISA action.

In re Williams Companies ERISA Litigation, No. 02-153 (N.D. Okla.)

Keller Rohrback served as Lead Counsel in this ERISA breach of fiduciary duty class action filed in the Northern District of Oklahoma on behalf of participants and beneficiaries in the company's retirement plans who invested in Williams stock. A settlement providing a payment \$55 million in cash, plus equitable relief, was approved by Judge Terence C. Kern on November 16, 2005.

In re Xerox Corporation ERISA Litigation, No. 02-1138 (D. Conn.)

Keller Rohrback served as Co-Lead Counsel in this ERISA breach of fiduciary duty class action in the District of Connecticut on behalf of participants and beneficiaries in the company's retirement plans who invested in Xerox stock. A settlement providing for equitable relief plus a payment of \$51 million to the plans was approved by Judge Alvin Thompson on April 14, 2009.

"The Court finds that [Keller Rohrback] is experienced and qualified counsel who is generally able to conduct the litigation as lead counsel on behalf of the putative class. Keller Rohrback has significant experience in ERISA litigation, serving as co-lead counsel in the Enron ERISA litigation, the Lucent ERISA litigation, and the Providian ERISA litigation, and experience in complex class action litigation in other areas of law" *In re Williams Cos. ERISA Litigation*, No. 02-153, 2002 U.S. Dist. LEXIS 27691, *8 (N.D. Okla. Oct. 28, 2002) (Holmes, J.).



EMPLOYEE BENEFITS

REPRESENTATIVE CASES continued



Fish v. Greatbanc Trust Company, No. 09-1668 (N.D. Ill.)

Keller Rohrback represents participants in the Antioch ESOP in this lawsuit filed in the Northern District of Illinois. Plaintiffs allege that Defendants breached their ERISA fiduciary duties by allowing the Antioch Company to redeem the Antioch shares of non-ESOP shareholders for more than they were worth, leaving the Antioch ESOP as the sole shareholder of a company with a greatly reduced value.

Potter v. ConvergEx, No. 13-9150 (S.D.N.Y.)

Keller Rohrback serves as Co-Counsel in this lawsuit filed in the Southern District of New York that alleges Defendants violated ERISA by “double-charging” for transition management and brokerage services. Defendants funneled trade orders to an offshore subsidiary broker located in Bermuda, which created a “spread” between the actual investment price and the reported price by adding markups/markdowns. While the reported price was confirmed with customers, the actual price was undisclosed and constituted unauthorized additional compensation.

Rader v. Bruister, No. 13-1081 (S.D. Miss.)

This case alleges breach of fiduciary duty and prohibited transactions in connection with the purchase by the Bruister Company ESOP of shares from its founder. In 2014, Keller Rohrback obtained a judgment for approximately \$6.5 million after a lengthy bench trial. Collection actions are proceeding on the existing judgment. Defendants appealed the judgment. The appeal was fully briefed and argued in 2015.

“[T]he Court expressly finds that the [Keller Rohrback] attorneys added considerable value to the prosecution of these claims through their briefing, preparation, and courtroom appearances. . . . The [Keller Rohrback] attorneys were skilled and knowledgeable in ESOP litigation . . .” *Perez v. Bruister*, 2015 WL 5712883, at *4 (S.D. Miss. 2015) (Jordan, J.)

ENVIRONMENTAL LITIGATION



ATTORNEYS

Lynn Lincoln Sarko
Gretchen Freeman Cappio
Alison Chase
Derek Loeser
Daniel Mensher
Matthew Preusch
Amy Williams-Derry
Michael Woerner

Attorneys in Keller Rohrback's Complex Litigation Group have successfully represented individuals, class members, municipalities, and nonprofit organizations in complex and critical environmental litigation. In cases involving oil spills, mishandled hazardous waste, contaminated consumer products, and industrial pollution, Keller Rohrback works to protect human health and the environment. The firm combines its unparalleled experience in consumer protection and its deep knowledge of environmental law, making Keller Rohrback a worldwide leader in litigation to safeguard our environment and the people and animals that rely on it.

REPRESENTATIVE CASES

In re Volkswagen "Clean Diesel" Marketing, Sales Practices, and Products Litigation, No. 3:15-md-02672 (N.D. Cal.)

Keller Rohrback filed the first multi-plaintiff complaint against Volkswagen on September 20, 2015, two days after the defeat device scheme came to light. Our clients are consumers nationwide who allege they have been damaged by Volkswagen's fraudulent use of an emissions "defeat device" in over 500,000 vehicles in the United States and over eleven million worldwide. Keller Rohrback's Lynn Sarko serves on the Plaintiffs' Steering Committee for this national litigation.

In re Exxon Valdez, No. 89-95 (D. Alaska)

Keller Rohrback was trial counsel representing fishermen, landowners, and businesses located in Prince William Sound in their action against Exxon to recover damages caused by the Exxon Valdez oil spill. A federal jury awarded a \$5 billion judgment in favor of Keller Rohrback clients. At the time, it was the largest punitive damages verdict in U.S. history. Additional claims against the pipeline owner were settled for \$98 million. More than twenty-five years after the tragic spill, the Exxon Valdez spill is still considered one of the most devastating human-caused environmental disasters. In addition, Keller Rohrback Managing Partner Lynn Sarko was appointed to serve as the Administrator of the Exxon and Alaska Qualified Settlement Funds.

Andrews v. Plains All American Pipeline, No. 2:15-cv-04113 (C.D. Cal.)

Keller Rohrback serves as interim co-lead counsel representing fisherman, fish processors, tour companies, and others affected by the May 2015 spill from Plains All American's Line 901 pipeline in Santa Barbara County. The oil spill contaminated pristine beaches, closed critical fishing grounds, and damaged natural resources throughout the region. Keller Rohrback seeks compensation for victims of the spill for their present and future damages and to hold Plains accountable for the harm it caused to the local economy and environment.



Photo: Mark Colman

ENVIRONMENTAL LITIGATION



REPRESENTATIVE CASES continued

Meeker v. Bullseye Glass Co., No. 16CV07002, Circuit Court of the State of Oregon, County of Multnomah

Keller Rohrback has filed the first and only complaint against Bullseye Glass company for contaminating a residential neighborhood in Portland Oregon by emitting hazardous levels of arsenic, cadmium, lead, chromium, and other toxic materials from its facility. Despite using thousands of pounds a year of dangerous heavy metals, Bullseye Glass has used no pollution control technology at all for more than four decades. Using innovative air and soil monitoring, Keller Rohrback is helping this neighborhood to protect itself and hold Bullseye accountable for the harm it has caused.

Wishtoyo Foundation v. Magic Mountain, No. 2:12-cv-05600 (C.D. Cal.)

Keller Rohrback worked with a team of environmental lawyers on behalf of Los Angeles-based clients who successfully negotiated a groundbreaking settlement with Six Flags Magic Mountain to address its stormwater pollution discharged to the Santa Clara River. The settlement significantly reduced the amount of heavy metals and other pollutants entering the Santa Clara from the amusement park by requiring the facility to install state-of-the-art technology, develop and implement a comprehensive site management plan, and fully comply with the Clean Water Act. Additional monetary payments made by Six Flags as a result of the case are being used to perform critical habitat restoration and mitigation projects along the Santa Clara River.

Mapleton Groundwater Litigation (Ruff v. Ensign-Bickford Industries, Inc.), No. 2:99-cv-120B (D. Utah)

Keller Rohrback attorneys successfully litigated a series of groundwater contamination suits against multiple international Defendants accused of releasing hazardous chemicals into the watershed over six decades. The suits were brought on behalf of individuals and their families against Defendants who owned a former explosives plant in Mapleton, Utah. The Plaintiffs alleged that improper waste



Photo: Mark Colman

disposal caused contaminants to seep into the groundwater and that the chemicals caused property damage and non-Hodgkin's lymphoma cancers affecting numerous residents. The matter involved complex scientific issues related to hydrogeology, chemical migration pathways, aquifer dynamics, clean-up methods, and contaminant degradation. The litigation resolved prior to trial after lengthy evidentiary hearings at which Plaintiffs received favorable Daubert rulings.

Clean Water Act Enforcement - General Magnaplate

In partnership with the non-profit Environmental Defense Center, one of the oldest environmental organizations in the United States, Keller Rohrback L.L.P. helped reach a final settlement with General Magnaplate California to control the significant pollutants the company discharged via stormwater into the fragile Santa Clara River. Under the settlement, General Magnaplate agreed to implement enhanced storm water management measures at its electroplating facility to ensure that storm water runoff does not contain high levels of pollutants that pose a threat to human health and the environment. These measures include installing effective treatment technology and repairing paved surfaces. In addition, General Magnaplate will contribute \$15,000 to the Rose Foundation for Communities and the Environment to be used to improve the water quality in the Santa Clara River watershed.



INTERNATIONAL LAW

ATTORNEYS

Lynn Lincoln Sarko
Laurie Ashton
Alison Chase
Juli Farris
Gary A. Gotto
Ian Mensher

Keller Rohrback has experience in international forums. Keller Rohrback clients include sovereign nations, state and local governments, sovereign Native American tribes, and quasi-governmental agencies where international agreements or other tort or statutory claims are at issue.

Keller Rohrback has been honored to represent sovereigns in litigation and arbitration matters involving governmental and business entities. The firm currently has three cases pending in the International Court of Justice and is pursuing a breach of treaty claim on behalf of a sovereign nation. Keller Rohrback is also investigating environmental contamination claims on behalf of a sovereign nation.

Keller Rohrback attorneys have represented clients in international arbitration proceedings, including International Centre for Dispute Resolution and International Chamber of Commerce arbitrations, as well as ad hoc arbitrations conducted under the United Nations Commission on International Trade Law Arbitration Rules. Domestically, these international arbitrations have given rise to related litigation in U.S. courts, including confirmation and enforcement proceedings under the New York Convention on the Recognition and Enforcement of Foreign Arbitral Awards.



In addition, Keller Rohrback attorneys have represented private clients with international interests in civil litigation in U.S. courts, including state and federal courts in California, New York, Illinois, and Texas. Keller Rohrback attorneys have litigated trademark claims on foreign-registered trademarks in several western European countries and have also succeeded in obtaining rulings to conduct depositions and other discovery in Russia for litigation matters pending in the U.S. federal courts. The firm has also represented claimants in insolvency proceedings in Canada, proceeding under the Companies' Creditors Arrangement Act.

Keller Rohrback is a member firm of several international organizations: the Global Justice Network, a consortium of international counsel working together and across borders for the benefit of victims; the International Financial Litigation Network

of attorneys, who handle cross-border litigation in the finance arena; and the Sovereign Wealth Fund Institute, a global organization of asset managers and service providers.

REPRESENTATIVE CASES

The Republic of the Marshall Islands v. United States of America et al., No. 14-1885 (N.D. Cal.)

Keller Rohrback currently represents the Republic of the Marshall Islands (RMI), a sovereign nation, in an action for breach of the Treaty on the Non-Proliferation of Nuclear Weapons, and in multiple similar cases pending at the International Court of Justice against the United Kingdom, India, and Pakistan. For this ground-breaking work, Keller Rohrback has been nominated by the International Peace Bureau for the 2016 Nobel Peace Prize as part of the international legal team representing the RMI, together with the RMI's former Foreign Minister, Tony deBrum, who initiated the litigation.

SECURITIES AND FINANCIAL FRAUD



ATTORNEYS

Lynn Lincoln Sarko
 Alison Chase
 Juli Farris
 Eric Fierro
 Matthew Gerend
 Gary A. Gotto
 Benjamin Gould
 Mark Griffin
 Dean N. Kawamoto
 Ron Kilgard
 David Ko
 Derek W. Loeser
 Ryan McDevitt
 Ian Mensher
 Michael W. Meredith
 Gretchen Obrist
 David S. Preminger
 Erin Riley
 Karin B. Swope
 Havila C. Unrein
 Amy Williams-Derry

Keller Rohrback enjoys a national reputation for excellence in prosecuting securities and financial fraud matters. We represent a variety of investors ranging from classes of individuals to large institutions. Many of our cases reflect recent financial scandals: we are pursuing claims against a group of international banks for rigging LIBOR; we represent investors in connection with their purchases of billions of dollars of mortgage-backed securities; and we pursued claims on behalf of employee benefit plans in connection with the Madoff Ponzi scheme. While our experience is diverse, our approach is simple and straightforward: we master the factual and legal bases for our claims with a focus on providing clear and concise explanations of the financial fraud and why our clients are entitled to recover.

REPRESENTATIVE CASES & SUCCESSES

Federal Home Loan Bank Litigation

Keller Rohrback has played a prominent role in large securities fraud and other investment cases litigated across the country involving mortgage-backed securities. Keller Rohrback has been retained by several Federal Home Loan Banks (FHLBs) to pursue securities and common law claims against dozens of issuers, underwriters, and sponsors of mortgage-backed securities. The FHLB complaints named more than 120 defendants and involved over 200 securities with a collective original face value of \$13 billion. The relief sought by the FHLBs includes rescission and damages under state blue sky laws and the federal securities laws. We have recovered hundreds of millions of dollars on behalf of our clients to date.

In re the Bank of New York Mellon (as Trustee), No. 651786/2011 (N.Y. Sup. Ct.)

Keller Rohrback was a member of the three-firm steering committee addressing significant mortgage repurchase issues that impacted institutional investors. Keller Rohrback represented certificate holders who intervened in a proposed \$8.5 billion settlement initiated by Bank of New York Mellon, as Trustee of 530 Countrywide mortgage-backed securities trusts. Our firm played a lead role in discovery and the eight-week bench trial in New York contesting the fairness of the settlement. The objection we pursued and tried was the only objection that the trial court sustained.

In re LIBOR-Based Financial Instruments Antitrust Litig., No. 11-2262 (S.D.N.Y.)

Keller Rohrback represents institutional funds pursuing antitrust claims based on the manipulation of the London Interbank Offered Rate (LIBOR) by the international panel of banks entrusted to set that rate. Multiple government investigations have revealed that certain panel banks manipulated LIBOR to mislead the markets and investors about the state of their financial health. The case is in discovery.

Diebold v. Northern Trust Investments, N.A., 09-1934 (N.D. Ill.)

Keller Rohrback was Class Counsel in this class action litigation against Northern Trust alleging that Northern Trust imprudently structured and managed its securities lending program by improperly investing cash collateral in long term debt, residential mortgage-backed securities, SIVs, and other risky and illiquid assets. On August 7, 2015, Judge Susan E. Cox approved the allocation plan for a \$36 million settlement.

SECURITIES AND FINANCIAL FRAUD



SUCCESSSES continued

Louisiana Firefighters' Retirement System v. Northern Trust Investments, N.A., No. 09-7203 (N.D. Ill.)

Keller Rohrback is Co-Lead Counsel in this securities lending litigation, a class action brought on behalf of four public retirement systems alleging that Northern Trust breached its fiduciary and contractual duties to investors when it imprudently structured and managed its securities lending program by improperly investing cash collateral in long-term debt, residential mortgage-backed securities, SIVs, and other risky and illiquid assets, rather than conservative, liquid investments. Plaintiffs allege that Northern Trust's imprudent management of the collateral pools caused Plaintiffs and other investors to suffer hundreds of millions of dollars in losses. On May 6, 2011, the Honorable Robert W. Gettleman denied in significant part Defendants' motion to dismiss. Plaintiffs also successfully defeated Defendants' third party complaint. The Court thereafter approved a partial settlement of \$24,000,000 in cash, plus interest earned thereon, which represents settlement of the indirect lending claims of settlement class members.

In re Bank of New York Mellon Corp. Forex Transactions Litigation, No. 12-2335 (S.D.N.Y.)

Keller Rohrback served as Lead ERISA Counsel in this class action against the Bank of New York Mellon arising from its undisclosed charges for Standing Instruction Foreign Currency ("SI FX") transactions. Plaintiffs allege that from January 12, 1999 to the present, Bank of New York Mellon breached its fiduciary duties by failing to prudently and loyally manage the Plan's foreign currency transactions in the best interests of the participants, failing to disclose fully the details of the relevant SI FX transactions it was undertaking on behalf of the Plans, and engaging in prohibited transactions. In March 2015, a global resolution of the private and governmental enforcement actions was announced in which \$504 million will be paid back to BNY Mellon customers—\$335 million of which is directly attributable to funds received in the class litigation.

Madoff Direct & Feeder Fund Litigation: Hartman v. Ivy Asset Management LLC, No. 09-8278 (S.D.N.Y.)

Keller Rohrback successfully litigated this direct action on behalf of the trustees of seventeen employee benefit plans damaged by the Madoff Ponzi scheme. The action alleged that Ivy Asset Management and J.P. Jeanneret Associates, Inc. breached their fiduciary duties under ERISA by causing the plans to be invested directly or indirectly in Madoff funds. Keller Rohrback obtained a settlement of over \$219 million in this case and related actions, including claims brought by the United States Secretary of Labor and the New York Attorney General.

In re IKON Office Solutions, Inc. Securities Litigation, MDL No. 1318 (E.D. Pa.)

Keller Rohrback served as Co-Lead Counsel representing the City of Philadelphia and eight other lead Plaintiffs in this certified class action alleging securities fraud. Class counsel achieved the highest securities fraud settlement at that time in the Eastern District of Pennsylvania by settling with Defendant IKON Office Solutions, Inc. for \$111 million. The settlement was listed as one of the "largest settlements in class-action securities-fraud lawsuits since Congress reformed securities litigation in 1995" by *USA Today*.

In re Apple Computer, Inc. Derivative Litigation, No. 06-4128 (N.D. Cal.)

Keller Rohrback served on the Management Committee in this federal derivative shareholder action against nominal Defendant Apple Computer, Inc. and current and former directors and officers of Apple. Plaintiffs pursued breach of fiduciary duty, unjust enrichment, and gross mismanagement claims arising from backdated stock options granted between 1993 and 2001, which diverted millions of dollars of corporate assets to Apple executives. We achieved a settlement that awarded \$14 million—one of the largest cash recoveries in a stock backdating case—and that required Apple to adopt a series of unique and industry-leading corporate enhancements.

KELLER ROHRBACK

LAW OFFICES ♦ L. L. P.



LYNN LINCOLN SARKO

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Seattle, WA 98101
(206) 623-1900
lsarko@KellerRohrback.com

PRACTICE EMPHASIS

- Antitrust and Trade Regulation
- Appeals
- Class Actions
- Constitutional Law
- Commodities and Futures Contracts
- Consumer Protection
- Data Breach
- Employment Law
- Environmental Litigation
- Employee Benefits and Retirement Security
- Fiduciary Breach
- Financial Products and Services
- Institutional Investors
- Intellectual Property
- International Law
- Mass Personal Injury
- Medical Negligence
- Securities
- State and Local Government
- Whistleblower

Lynn Lincoln Sarko is a master strategist and litigator who leads Keller Rohrback's nationally recognized Complex Litigation Group. One of the nation's top attorneys in complex litigation, Lynn does not just help clients win – he helps them win what they want. Through smart, efficient strategy and tailored, creative problem solving, Lynn and his team accomplish the best outcomes while minimizing costs and maximizing value.

Lynn's diverse experience enables him to think outside the box to resolve complex cases. He regularly interacts with international business interests, representing sovereign nations and institutional clients seeking to recover investment losses caused by financial fraud and other malfeasance. He is currently involved in several matters involving complex derivatives and specialty investment products. Lynn is the driving force behind Keller Rohrback's membership with the Sovereign Wealth Fund Institute, a global organization of leading asset managers and service providers engaged in the public investor community. He represents clients with regard to regulatory investigations and issues involving state and federal supervisory agencies and has litigated actions involving several of the nation's largest accounting and investment firms.

Lynn has led the firm's securities and retirement fund practice for over 25 years and regularly serves as lead counsel in multiparty individual and class action cases involving ERISA, antitrust, securities, breach of fiduciary duty, and other investment fraud issues. Other law firms often hire him as settlement counsel in these and other complex cases because of his reputation as a skilled negotiator. His successes in this area include multimillion dollar settlements in the IKON, Anicom, Scientific-Atlanta, United Companies Financial Corp., and Apple securities fraud and derivative cases and the Enron, WorldCom, Global Crossing, Health South, Delphi, Washington Mutual, Countrywide, Lucent, Merrill Lynch, and Xerox consolidated pension and retirement plan cases.

Courts and professional organizations have honored Lynn for his work on financial, fiduciary duty, consumer and numerous other high profile public cases. After serving as trial counsel in the Exxon Valdez Oil Spill case, which resulted in a \$5 billion punitive damages verdict, Lynn was appointed by the court as Administrator for all funds recovered. He prosecuted the Microsoft civil antitrust case, Vitamin price-fixing cases, the MDL Fen/Phen Diet Drug Litigation, and notable public service lawsuits such as Erickson v. Bartell Drug Co., which established a woman's right to prescription contraceptive health coverage.

Prior to joining Keller Rohrback, Lynn was an Assistant United States Attorney for the District of Columbia, Criminal Division, an associate at the Washington, D.C. office of Arnold & Porter, and law clerk to the Honorable Jerome Farris, United States Court of Appeals for the Ninth Circuit, in Seattle. He has been the managing partner of Keller Rohrback since 1991.

Lynn appears in federal courts from coast to coast, maintaining an active national litigation practice. He regularly counsels and represents consumers, employees, and businesses who have suffered harm resulting from the improper disclosure of proprietary, personal, health, and other protected information.

KELLER ROHRBACK

LAW OFFICES ♦ L.L.P.

EDUCATION

University of Wisconsin

B.B.A., 1977

University of Wisconsin

M.B.A., 1978, *Beta Alpha Psi*

University of Wisconsin

J.D., 1981, *Order of the Coif*; Editor-in-Chief, *Wisconsin Law Review*; Salmon Dalberg Award (outstanding graduate)

BAR & COURT ADMISSIONS

1981, Wisconsin

1983, District of Columbia

1986, Washington

HONORS & AWARDS

Super Lawyers List, Washington Law & Politics, 1999-2013

Avvo Top Tax Lawyer, Washington CEO Magazine, 2008

Trial Lawyer of the Year, 1995

Salmon Dalberg Award, 1981

PROFESSIONAL & CIVIC INVOLVEMENT

American Bar Association, *Member*

Bar Association of The District of Columbia, *Member*

Federal Bar Association, *Member*

King County Bar Association, *Member*

State Bar of Wisconsin, *Member*

Trial Lawyers for Public Justice, *Member*

Washington State Bar Association, *Member*

Washington State Trial Lawyers Association, *Member*

American Association for Justice, *Member*

Social Venture Partners of Santa Barbara, Founding Partner

The Association of Trial Lawyers of America, *Member*

American Academy of Trial Counsel, *Fellow*

Editorial Board, *Washington State Securities Law Deskbook* (scheduled for publication in 2012)

SELECTED PUBLICATIONS

Thomson/West Webinar, "Stock Drop and Roll: Key Supreme Court Rulings and New Standards in ERISA 'Stock Drop' Cases," July 24, 2014

14th Annual Pension Law, Governance and Solvency Conference, 2013

Canadian Institute's 14th Annual Advanced Forum on Pension Law, Governance and Solvency, 2013

ERISA Litigation & Regulatory Compliance Congress, 2013

American Conference Institute's 6th National Forum on ERISA Litigation, 2013

25th Annual ERISA Litigation Conference, 2012

American Conference Institute's 5th National Forum on ERISA Litigation, 2012

KELLER ROHRBACK

LAW OFFICES ♦ L. L. P.



LAURIE ASHTON

CONTACT INFO

3101 North Central Avenue, Suite
1400

Phoenix, AZ 85012

(602) 248-0088

lashton@kellerrohrback.com

PRACTICE EMPHASIS

- Business Reorganizations
- Class Action & Consumer Litigation
- Constitutional Law
- Employee Benefits and Retirement Security
- Fiduciary Breach
- International Law

EDUCATION

University of California, San Diego

B.A., 1987, Economics

Arizona State University College of Law

J.D., 1990, Order of the Coif;
Member, Arizona State Law Journal,
1988-1990; Note and Comment
Editor, *Arizona State Law Journal,*
1989-1990; Student Instructor,
Legal Research and Writing, 1989-
1990.

Laurie Ashton is Of Counsel to Keller Rohrback. Prior to becoming Of Counsel, she was a partner in the Phoenix affiliate of Keller Rohrback. Early in her career, as an Adjunct Professor, she taught semester courses in Lawyering Theory and Practice and Advanced Business Reorganizations. She also served as a law clerk for the Honorable Charles G. Case, U.S. Bankruptcy Court, for the District of Arizona for two years.

In complex litigation, Laurie was the lead attorney for Keller Rohrback in a series of successful groundwater contamination suits brought in 1996 against multiple international defendants concerning chemical releases spanning over 60 years. She was also the lead attorney for Keller Rohrback in an ERISA class action suit on behalf of over 21,000 employees who lost a material percentage of their retirement assets at the hands of fiduciaries who maintained the investment of those assets in their own declining company stock—a case that was, at its time, amongst the largest of its kind in the nation. Laurie has led or been a member of the team leading numerous high profile business reorganizations, including a case in which the Court confirmed a reorganization plan over the objection of the international life insurance company's feasibility expert, based on Laurie's cross examination.

Laurie has been active in the State Bar of Arizona where she served on the Ethics Committee for six years. She was also the coauthor of a textbook on limited liability companies and partnerships, published by West, and is AV rated by Martindale.

An important part of Laurie's international work involves the domestic and international legal implications of treaty obligations and breaches. She is lead counsel for The Republic of the Marshall Islands in its federal court treaty breach suit against the United States, and a member of the international legal team representing the Marshall Islands in three cases pending at the International Court of Justice in The Hague, against the United Kingdom, India and Pakistan. For this work, Laurie is part of the legal team that the International Peace Bureau has nominated, along with the former Foreign Minister of the Marshall Islands, for the 2016 Nobel Peace Prize.

Laurie is frequently interviewed and has been cited by Reuters, Newsweek, Fox News, Huffington Post, Slate Magazine, Radio New Zealand, Radio Australia, and others. She currently serves as a Trustee of the Santa Barbara Foundation, a member of the Human Rights Watch Committee in Santa Barbara, and as a Director of the Global Justice Center in New York, which advances human rights pursuit to various international laws, including the Geneva and Genocide Conventions, as well as customary international law.

KELLER ROHRBACK

LAW OFFICES ♦ L.L.P.

BAR & COURT ADMISSIONS

1990, Arizona

1999, Colorado

2007, Washington, D.C.

2013, Eastern District of Michigan

Sixth Circuit Court of Appeals

Ninth Circuit Court of Appeals

Tenth Circuit Court of Appeals

U.S. Supreme Court

Speaker, United Nations 2015 Review Conference of the Parties to the Treaty on the Non-Proliferation of Nuclear Weapons; Panel, *Marshall Islands Nuclear Zero Lawsuits*

Speaker, Humanity House, The Hague, "*Legal Obligations for Nuclear Disarmament*," March 2016.

Speaker, Bertha Von-Suttner Master Class, The Peace Palace, The Hague, "*Forward Into Light, The Barbarization of the Sky*."

PROFESSIONAL & CIVIC INVOLVEMENT

State Bar of Arizona, *Member*

Colorado Bar Association, *Member*

Washington, D.C. Bar Association, *Member*

Adjunct Professor of Law, *Advanced Chapter 11*, Arizona State University, 1996

Adjunct Professor of Law, *Lawyering Theory & Practice*, Arizona State University, 1997

Committee on the Rules of Professional Conduct ("Ethics Committee"), State Bar of Arizona, *Member*, 1997-2003

Court Appointed Special Advocate, King County, 2007-2009

Santa Barbara Foundation, *Trustee*

Global Justice Center, New York, *Director*

Human Rights Watch Committee, Santa Barbara, *Member*

PUBLICATIONS & PRESENTATIONS

Author, Case Note, *Arizona Mortgage and Deed of Trust Anti-Deficiency Statutes: The Underlying Obligation on a Note Secured By Residential Real Property After Baker v. Gardner*, 21 Ariz. St. L.J. 465, 470 (1989).

Co-Author, *Arizona Legal Forms: Limited Liability Companies and Partnerships* (1996-2004).

Guest Lecturer, Harvard Law School, 1997, 1999, 2001-2002.

Guest Lecturer, Stanford Law School, 2003.

KELLER ROHRBACK

LAW OFFICES ♦ L. L. P.



GRETCHEN FREEMAN CAPPIO

CONTACT INFO

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Seattle, WA 98101
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gcappio@KellerRohrback.com

PRACTICE EMPHASIS

- Consumer & Data Privacy Protection
- Employee Benefits and Retirement Security
- Employment Law
- Environmental Litigation
- Financial Products and Services
- Mass Personal Injury
- Whistleblower

Twenty years ago, Gretchen Freeman Cappio was drawn to study law because she wanted to serve people in need of a strong voice in our nation's legal system. Today, Gretchen is committed to serving her clients with the integrity and passion that led her to study law in the first place.

Gretchen is a partner in the firm's nationally recognized Complex Litigation Group focusing on class action cases. She is privileged to work on behalf of a diverse group of deserving clients and only takes cases she truly believes in. Whether the case involves a family who paid a premium for a so-called environmentally-friendly car that actually spews toxins, a municipality that needs a corporation to clean up its own pollution, or hard-working fishers in need of representation against big oil, Gretchen is proud to serve her clients with integrity. Gretchen strives to be—and is humbled to have been called—a lawyer's lawyer. She takes it as a powerful compliment when those in her own profession, as well as physicians, professors, parents and environmentalists, among others, repeatedly call on her when they are in need of excellent, caring representation in the face of long odds.

Gretchen takes on litigation that makes a difference, and she has achieved meaningful results.

The cutting-edge and complex matters she has litigated include advocating on behalf of Volkswagen, Audi and Porsche consumers who unwittingly purchased and leased unlawfully polluting vehicles, in *In re Volkswagen "Clean Diesel" Marketing, Sales Practices, and Products Liability Litig.*, No. 3:15-md-2672-CRB (N.D. Cal.). She also represented a mid-western town against a paper products company that left behind an environmental disaster and eyesore for the community. Additionally, Gretchen represented parents who discovered their children's products were contaminated and unsafe in *In re Mattel, Inc.*, No. 2:07-ML-01897 (C.D. Cal.), multidistrict litigation regarding hazardous lead-contaminated and magnetic toys. In another prominent consumer class action, her work as co-lead counsel against a major national bank led to the settlement of *In re JPMorgan Chase Mortg. Modification Litig.*, No. 1:11-md-2290 (D. Mass.), which resulted in improved home mortgage modification processes for certain homeowners nationwide.

Gretchen is a litigation leader with respect to privacy issues. She represented plaintiffs in *Krottner v. Starbucks*, where the Ninth Circuit found plaintiffs had standing to sue, holding that plaintiffs alleged a "credible threat of real and immediate harm stemming from the theft of a laptop containing their unencrypted personal data." 628 F.3d 1139, 1143 (9th Cir. 2010). In another cutting-edge privacy case, Gretchen represented plaintiffs in *Erickson v. Bartell Drug Co.*, 141 F. Supp. 2d 1266 (W.D. Wash. 2001), a class action brought on behalf of employees. *Erickson* established that an employer violated Title VII of the Civil Rights Act when its comprehensive insurance coverage plan singled out women and failed to cover certain prescriptions vital to women's health care.

Whether representing employees, municipalities, or families facing difficult circumstances, Gretchen fights for justice and has a record of success. Gretchen works tirelessly to level the playing field for her clients, giving them a powerful voice in our legal system. Among Gretchen's all-time favorite pieces of mail is a photograph of a satisfied client in a baby products case and her young son holding a homemade, hand-written sign that simply says "Thank you Mrs. Cappio."

KELLER ROHRBACK

LAW OFFICES ♦ L. L. P.

EDUCATION

Dartmouth College

B.A., *magna cum laude*, 1995, Religion, Environmental Studies Certificate, Phi Beta Kappa, Foreign Studies: 1992
Germany, 1994 Kenya

University of Washington School of Law

J.D., 1999, Executive Comments Editor, Pacific Rim Law & Policy Journal, 1998-1999

BAR & COURT ADMISSIONS

1999, Washington

2000, U.S. District Court for the Western District of Washington

2008, U.S. Court of Appeals for the Eighth Circuit

2009, U.S. Court of Appeals for the Ninth Circuit

2009, U.S. Supreme Court

2011, U.S. District Court for the Eastern District of Washington

2011, U.S. Court of Appeals for the Sixth Circuit

2015, U.S. District Court for the Eastern District of Michigan

PROFESSIONAL & CIVIC INVOLVEMENT

NextGen Advisory Board at the Emory Law Institute for Complex Litigation and Mass Claims, *Member*

The William L. Dwyer American Inn of Court, *Member*

King County Bar Association, *Member*

Washington State Bar Association, *Member*

American Bar Association, *Member*

Washington Women Lawyers, *Member*

Washington State Trial Lawyer's Association, *Member*

American Association for Justice, *Member*

The National Trial Lawyers, *Member*

Mother Attorney Mentoring Association (MAMAS), *Member*;

Founding Board Member, 2006-2008

HONORS & AWARDS

Select to Rising Stars list in *Super Lawyers - Washington*, 2002, 2009-2012

PRESENTATIONS & PUBLICATIONS

Panelist, HarrisMartin's MDL Conference, *Settlements in Mass Tort and Class Action Litigation*, July 27, 2016.

Panelist, American Association for Justice webinar, *Dissecting the U.S. Supreme Court Decision in Spokeo, Inc. v. Robins*, May 26, 2016.

Panelist, Law Seminars International - *VW Diesel Emissions Litigation: A Case Study of the Interplay Between Government Regulatory Activity and Consumer Fraud Class Actions*, May 6, 2016.

Presenter, PLI Consumer Financial Services Institute 2016, *Data Security & Privacy Issues*, May 12, 2016.

Panelist, HarrisMartin Pharmaceutical and Environmental Mass Tort Litigation, Class Action and Data Breach Litigation, March 30, 2016.

Panelist, Bridgeport Consumer Class Action Litigation Conference, "Current State of the Law on Ascertainability and Standing," January 8, 2016.

Panelist, HarrisMartin MDL Conference Volkswagen and Pharmaceutical Update: RICO and Additional Defendants, December 2, 2015.

Panelist, Bridgeport Volkswagen Class Action & MDL Seminar – Diesel Emissions Scandal, November 23, 2015.

Panelist, HarrisMartin Volkswagen Diesel Emissions Litigation Conference: RICO and Additional Defendants, October 27, 2015.

Panelist, Law Seminars International, The Eleventh Annual Comprehensive Conference on Class Actions: "Data Breaches: Cases at the Intersection of Class Actions and Internet Technology," June 4, 2015.

Panelist, ABA Section of Dispute Resolution Meeting 17th Annual Spring Conference – Solutions in Seattle: A View From the Trenches: What's Working and What's Not Working with Mediators, April 16, 2015.

Presenter, HarrisMartin Data Breach Litigation Conference: Coming of Age: The Differences between Employee and Consumer Cases, March 25, 2015.



PRESENTATIONS & PUBLICATIONS CONT.

Presenter, Practising Law Institute, Managing Complex Litigation 2014: Class Actions; Mass Torts & MDL, October 21, 2014.

Presenter, Class Action Conference: Recent Settlement Trends in Class Actions and Multidistrict Litigation: A Detailed Look at the Process for Settling and Administering Settlements: How case law in the past several years is playing out in the courts and in ADR; best practices for designing a settlement that the courts will approve; how to administer the settlement once it is approved, June 13, 2014.

Presenter, Harris Martin's MDL Conference: Target Data Security Breach Litigation: Recent Development, Issues in Data Breach Litigation, March 26, 2014.

Presenter, Law Seminars International, Class Actions and Other Aggregate Litigation Seminar: Post-Certification Motion Issues in Class Actions, May 14, 2013.

Panelist, Chartis Security & Privacy Seminar, October 20, 2011.

Presenter, 20th Annual American Bar Association Tort Trial and Insurance Practice Section Spring CLE Meeting: Toxic Torts: Toxins In Everyday Products, April 1, 2011.

Gretchen Freeman Cappio, Erosion of Indigenous Right to Negotiate in Australia, 7 Pac. Rim L. & Pol'y J. 405 (1998).

KELLER ROHRBACK

LAW OFFICES ♦ L. L. P.



ALISON CHASE

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PRACTICE EMPHASIS

- Class Actions
- Commercial Litigation
- International Law
- Securities

EDUCATION

Emory University

B.A., *magna cum laude*, 2000,
Political Science and Philosophy,
Phi Beta Kappa

Yale Law School

J.D., 2003; Editor, *Yale Law Journal*,
Articles Editor, *Yale Journal of
International Law*

Alison Chase is a committed legal advocate. Alison practices in Keller Rohrback's nationally recognized Complex Litigation Group. Her broad litigation experience includes white collar criminal defense, complex commercial litigation, international commercial arbitration, and international litigation. Alison's diverse experience and interests enable her to advise and guide clients through a wide variety of complex litigation.

Alison is currently part of the litigation team representing several of the Federal Home Loan Banks in mortgage-backed securities litigation. Alison also maintains an active practice in the appellate arena, representing a class of sitting judges as well as the Republic of the Marshall Islands, while also representing private entities in a wide variety of commercial litigation.

Prior to joining the firm, Alison practiced with Irell & Manella in Los Angeles and O'Melveny & Myers in San Francisco. She also served as a clerk to the Honorable J. Clifford Wallace of the U.S. Court of Appeals, Ninth Circuit and the Honorable Valerie Baker Fairbank, U.S. District Judge for the Central District of California.

At home, Alison stays busy keeping up with her three rescue dogs.

BAR & COURT ADMISSIONS

2003, California

2007, United States District Court for the Central District of California

2010, Ninth Circuit Court of Appeals

2011, Arizona

2014, United States District Court for the Northern District of California

2016, United States District Court for the Southern District of California

PROFESSIONAL & CIVIC INVOLVEMENT

State Bar of California, *Member*

State Bar of Arizona, *Member*

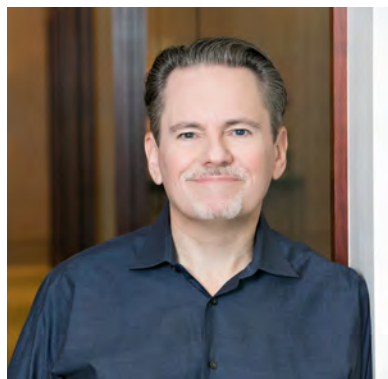
AWARDS & HONORS

Finalist, Morris Tyler Moot Court

Recipient, Gherini Prize for Outstanding Paper in International Law

KELLER ROHRBACK

LAW OFFICES ♦ L. L. P.



T. DAVID COPLEY

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1201 Third Avenue, Suite 3200
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(206) 623-1900
dcopley@KellerRohrback.com

PRACTICE EMPHASIS

- Class Actions & Collective Actions
- Consumer Protection
- Employee Benefits & Retirement Security
- Employment Law
- Breach of Trust

EDUCATION

University of Iowa

B.A., *with Honors and Distinction*,
1981, Political Science and English,
Phi Beta Kappa, Pi Sigma Alpha

Northwestern University School of Law

J.D., 1984, Coordinating Executive
Editor, *Northwestern University Law
Review*

David Copley brings creative solutions to complicated problems. He is a member of Keller Rohrback's nationally recognized Complex Litigation Group, where his practice is focused on class action and other complex litigation. David is a skilled advocate, with extensive experience in pre-trial proceedings, jury trials, bench trials, arbitrations, and appeals. David's experience and passion bring value to collaborations with his talented Keller Rohrback co-workers and with co-counsel across the Country.

Recent significant representations include: cases against major financial institutions regarding improper fees for foreign currency exchange; ERISA violations arising from conversion of privately-held corporation to ESOP ownership; ERISA violations arising from violation of plan prohibition on reduction of certain benefits; wage and hour class action involving misclassification of financial services workers; wage and hour collective action involving misclassification of certain store managers; and representing a large institutional investor that suffered losses from misrepresentations involving mortgage-backed securities.

David is also committed to community service. He is active in local charities fighting hunger and homelessness, and he is active in the fight for Marriage Equality.

BAR & COURT ADMISSIONS

1985, Arizona

1990, Washington

2015, New York

1985, U.S. District Court for the District of Arizona

1986, U.S. District Court for the Northern District of California

1990, U.S. District Court for the Western District of Washington

1990, U.S. District Court for the Eastern District of Washington

2016, U.S. District Court for the Southern District of New York

1986, U.S. Court of Appeals for the Ninth Circuit

2007, U.S. Court of Appeals for the Eighth Circuit

2009, U.S. Court for Appeals for the Sixth Circuit

2015, U.S. Court of Appeals for the Eleventh Circuit

2015, U.S. Court of Appeals for the Fifth Circuit

2000, U.S. Supreme Court



PROFESSIONAL & CIVIC INVOLVEMENT

National Employment Lawyers Association, *Member*

Public Justice, *Member*

Washington State Association for Justice, *Member*

American Bar Association, *Member*

ABA Section of Civil Rights and Social Justice Committee,
Membership Outreach Chair

King County Bar Association, *Member*

Washington State Bar Association, *Member*

Community Lunch on Capitol Hill, *Chair*, Board of Directors
2008-2013

Northwest Harvest, Board of Directors, 2000-2009; *Chair*,
Board of Directors 2005-2007

HONORS & AWARDS

Public Justice Trial Lawyer of the Year 1995

KELLER ROHRBACK

LAW OFFICES ♦ L. L. P.



JULI FARRIS

CONTACT INFO

1201 Third Avenue, Suite 3200
Seattle, WA 98101
(206) 623-1900
jfarris@KellerRohrback.com

PRACTICE EMPHASIS

- Antitrust and Trade Regulation
- Appeals
- Class Actions
- Consumer Protection
- Employee Benefits and Retirement Security
- Fiduciary Breach
- Financial Products and Services
- International Law
- Securities
- Whistleblower

EDUCATION

Stanford University

B.A., 1982, English

Stanford Law School

J.D., 1987, Notes Editor, *Stanford Law Review*

Juli Farris's clients count on her high quality work to meet their legal

needs. Juli practices in Keller Rohrback's nationally recognized Complex Litigation Group where her practice focuses on banking and securities litigation at the trial and appellate levels and also includes antitrust, ERISA fraud, and other areas of financial misconduct. Juli has more than 25 years of experience representing both plaintiffs and defendants in complex multiparty litigation involving allegations of securities and bank regulatory law violations, financial fraud and breach of fiduciary duty. She has represented officers and directors of active and failed financial institutions in investigations and litigation regarding bank regulatory matters. Juli divides her time between the firm's Seattle and Santa Barbara offices.

Juli served as a judicial law clerk for Judge E. Grady Jolly of the U.S. Court of Appeals, Fifth Circuit. Prior to joining Keller Rohrback in 1991, she practiced law at the Washington, D.C. office of Sidley Austin where her practice included litigation involving a wide array of subject matters.

BAR & COURT ADMISSIONS

1988, Washington

1989, California

1990, District of Columbia

PROFESSIONAL & CIVIC INVOLVEMENT

King County Bar Association, *Member*

Loren Miller Bar Association, *Member*

Washington State Bar Association, *Member*

American Bar Association, *Member*

Washington State Association for Justice, *Member*

American Bar Foundation, *Member*

Treehouse, *Chair, Board of Directors*

The National Association of Public Pension Attorneys, *Member*

Susan G. Komen, Puget Sound Affiliate, *Board Member*

KELLER ROHRBACK

LAW OFFICES ♦ L. L. P.

HONORS & AWARDS

Super Lawyers List, Washington Law & Politics, 2015

Selected to Rising Stars list in Super Lawyers - Washington, 1991

Recipient of Promise of One Award from the Puget Sound Affiliate of Susan G. Komen for the Cure, 2013

PUBLICATIONS & PRESENTATION

Andrew D. Freeman & Juli E. Farris, *Grassroots Impact Litigation: Mass Filing of Small Claims*, 26 U.S.F.L. Rev. 261 (1992).

Editorial Board, *Washington State Securities Law Deskbook*

REPRESENTATIVE MATTERS

Unger v. Amedisys Inc., 401 F.3d 316 (5th Cir. 2005)

Phillips v. Scientific-Atlanta, Inc., 374 F.3d 1015 (11th Cir. 2004)

In re IKON Office Solutions, Inc., 277 F.3d 658 (3rd Cir. 2002)

In re WorldCom, Inc. ERISA Litig., 354 F. Supp. 2d 423 (S.D.N.Y. 2005)

Hansen v. Ticket Track, Inc., 213 F.R.D. 412 (W.D. Wash. 2003)

In re Scientific-Atlanta, Inc. Securities Litigation, 239 F. Supp. 2d 1351 (N.D. Ga. 2002)

In re Domestic Air Transp. Antitrust Litig., 137 F.R.D. 677 (N.D. Ga. 1991)

In re Potash Antitrust Litig., 954 F. Supp. 1334 (D. Minn. 1997)

KELLER ROHRBACK

LAW OFFICES ♦ L. L. P.



RAYMOND FARROW

CONTACT INFO

1201 Third Avenue, Suite 3200
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(206) 623-1900
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PRACTICE EMPHASIS

- Antitrust and Trade Regulation
- Class Actions
- Consumer Protection
- Financial Products and Services

EDUCATION

University of Manchester (England)

B.A., 1979, Economics

University of Essex (England)

M.A., 1980, Economics

Princeton University

M.A., 1984, Economics

University of Washington School of Law

J.D., 2001

Raymond Farrow understands the economics behind his clients'

cases. Ray, a member of Keller Rohrback's nationally recognized Complex Litigation Group, is a litigation attorney whose practice focuses on antitrust and consumer protection. His background as an academic economist and teacher makes him uniquely qualified to work with economic experts and to communicate statistics and economic analysis to his clients and to the Court.

Working on antitrust matters, Ray must navigate the rules and issues of varied industries, including hi-tech industries involving constantly changing software and hardware. His many years of experience, strong working relationships with other antitrust litigators, and motivation to redress genuine harms to his clients help him tackle complex issues in litigation and across the negotiating table. Most recently, Ray represented 20,000 nurses in a lawsuit that alleged a conspiracy by certain hospitals in Detroit to depress compensation levels that recovered almost \$90 million for the nurses.

Prior to law school, Ray was a member of the Economics Department faculty at Seattle University, University of Washington, and Queen's University in Canada. While in law school, he served as Articles Editor of the Washington Law Review and as an intern for the U.S. Department of Labor.

In his spare time, Ray enjoys playing soccer and skiing.

BAR & COURT ADMISSIONS

2001, Washington

PROFESSIONAL & CIVIC INVOLVEMENT

King County Bar Association, *Member*

Washington State Bar Association, *Member*

Order of the Coif, *Member*

American Economic Association, *Member*

Washington State Trial Lawyers' Association, *Member*

American College of Trust and Estate Counsel, *Fellow*

PUBLICATIONS & PRESENTATIONS

Raymond J. Farrow, *Notes & Comments: Qualifying Immunity: Protecting State Employees' Right to Protect Their Employment Rights After Alden v. Maine*, 76 Wash. U. L. Rev. 149 (2001).

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ERIC FIERRO

CONTACT INFO

3101 North Central Avenue,
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Phoenix, Arizona 85012

(602) 230-6331

efierro@KellerRohrback.com

PRACTICE EMPHASIS

- Class Actions
- Commercial Litigation
- Consumer Protection
- eDiscovery
- Financial Products and Services
- Intellectual Property
- Mass Personal Injury
- Securities
- Whistleblower

EDUCATION

Arizona State University

B.S., 2002, Justice Studies

New England School of Law

J.D., 2006, Senior Editor, *New England Journal of International and Comparative Law*

Eric Fierro bridges the gap between technology and the law. Eric practices in Keller Rohrback's nationally recognized Complex Litigation Group and oversees the firm's legal technology group, providing electronic discovery and litigation support to colleagues and clients on a wide array of cases. Whether he is helping to preserve significant amounts of data for institutional clients or walking an individual through the data collection process to increase accuracy and maximize privacy, Eric works closely with clients to understand their needs and provide solutions.

Eric has over 15 years of experience with legal technology. While attending law school in the evening, Eric worked full-time for the U.S. Attorney's Office for the District of Massachusetts where he provided technical support for all criminal and civil units, including the healthcare fraud, securities fraud, and other white collar crime units. Eric also worked as a summer law clerk for the computer crime and intellectual property unit at the U.S. Attorney's Office. Before joining Keller Rohrback, he was a managing consultant for Huron Consulting Group, providing consultative services for complex electronic discovery and document review matters.

When not at work, Eric enjoys spending time with his family, golfing, and rebuilding off-road vehicles in his garage.

BAR & COURT ADMISSIONS

2009, Arizona

2009, U.S. District Court for the District of Arizona

PROFESSIONAL & CIVIC INVOLVEMENT

Arizona State Bar Association, *Member*

PUBLICATIONS & PRESENTATIONS

Speaker, National Business Institute, *E-Discovery Problem Solving for Paralegals*, 2008

Speaker, Arizona Paralegal Association, *Cloud Computing: In Your Practice and in Litigation*, 2009

Panelist, IPro Innovations for The Sedona Conference, *The 2015 Federal Rule Amendments: Has Anything Really Changed?* April 2016.

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ALISON GAFFNEY

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1201 Third Avenue, Suite 3200
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agaffney@kellerrohrback.com

PRACTICE EMPHASIS

- Class Actions
- Employee Benefits and Retirement Security
- Fiduciary Breach

EDUCATION

Swarthmore College

B.A., 2002, Linguistics and Languages (Spanish & Mandarin Chinese); McCabe Scholar

University of California, San Diego

M.A., 2007, Latin American Studies (International Migration)

University of Washington School of Law

J.D., 2012

Alison Gaffney leaves no stone unturned. A member of Keller Rohrback's nationally recognized Complex Litigation Group, Alison is a thorough researcher who stays on top of the latest legal developments in class action litigation. During law school, Alison represented clients in deportation proceedings through the Immigration Law Clinic and as an intern with the Northwest Immigrant Rights Project, where she continues to volunteer. She also served as a research assistant to Professor Mary D. Fan and interned with the Seattle Immigration Court. Prior to law school, Alison worked and studied in China, Cuba, England, Greece, and Guatemala.

When she is not solving problems for her clients, Alison enjoys hiking, snowboarding, and spending time with her family.

BAR & COURT ADMISSIONS

2012, Washington

PROFESSIONAL & CIVIC INVOLVEMENT

Washington State Bar Association, *Member*

King County Bar Association, *Member*

Mother Attorneys Mentoring Association of Seattle (MAMAS), *Member*

Northwest Immigrant Rights Project, *Pro Bono Attorney*

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LAURA R. GERBER

CONTACT INFO

1201 Third Avenue, Suite 3200
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lgerber@KellerRohrback.com

PRACTICE EMPHASIS

- Consumer Protection
- Employee Benefits & Retirement Security
- Fiduciary Breach
- Financial Products & Services
- Institutional Investors
- Whistleblower

EDUCATION

Goshen College

B.A., 1994, History, Economics

University of Washington School of Law

J.D., 2003

Evans School of Public Affairs, University of Washington

M.P.A., 2003

Laura R. Gerber is a strong advocate for her clients. From her early years in a whistleblower protection organization, to her current practice litigating against some of America's largest corporations, Laura has built her career as an advocate on behalf of both employees and customers of large corporations. Laura represents her clients with skill, tact and diplomacy. As a result, Laura's clients trust her to listen carefully, keep them informed, provide excellent legal advice, and to diligently pursue their interests in litigation against powerful defendants.

For over a decade, Laura has practiced in Keller Rohrback's Complex Litigation Group where she has developed a diverse practice with a focus on holding banks and other institutions accountable to their customers and employees. She has experience litigating mutual fund excessive fee cases, Ponzi scheme cases, breach of contract and breach of fiduciary duty cases, Employee Retirement Income Security Act ("ERISA") cases, and consumer protection class actions. Laura's strategic persistence in complex cases has led to impressive results with certain of her clients receiving substantial individual recoveries.

While in law school, Laura concurrently received a Master's degree in Public Administration and was a member of the Moot Court Honor Board.

BAR & COURT ADMISSIONS

2004, Washington

2006, U.S. District Court for the Eastern District of Washington

2006, U.S. District Court for the Western District of Washington

2010, U.S. District Court for the Northern District of Illinois

2013, U.S. District Court for the District of Colorado

2016, U.S. District Court for the Southern District of Illinois

2016, U.S. District Court for the Eastern District of Missouri

2016, U.S. District Court for the Northern District of Ohio

2016, U.S. District Court for the Western District of Oklahoma

2006, U.S. Court of Appeals for the Ninth Circuit Court

2014, U.S. Court of Appeals for the Sixth Circuit Court

2015, U.S. Court of Appeals for the Tenth Circuit Court

HONORS & AWARDS

Selected to Rising Stars list in *Super Lawyers - Washington*, 2009, 2013.

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L A W O F F I C E S ♦ L . L . P .

PROFESSIONAL & CIVIC INVOLVEMENT

Washington Appleseed, Board of Directors, *2012-present*

King County Bar Association, *Member*

Washington State Bar Association, *Member*

American Bar Association, *Member*

Mother Attorney Mentoring Association (MAMAS), *Member*

PUBLICATIONS & PRESENTATIONS

Speaker, American Conference Institute's 8th National Forum on ERISA Litigation, October 2014, (New Trends in Church Plan Litigation).

L. Gerber and R. Giovarelli, *Land Reform and Land Markets in Eastern Europe*, Food and Agriculture Organization of the United Nations (2005).

David Weissbrodt, Penny Parker, Laura Gerber, Muria Kruger, Joe W. (Chip) Pitts III, *A Review of the Fifty-Fourth Session of the Sub-Commission on the Promotion and Protection of Human Rights*, 21 NETH Q. HUM. RTS. 291 (2003)

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MATTHEW GEREND

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PRACTICE EMPHASIS

- Class Action
- Employee Benefits and Retirement Security
- Fiduciary Breach
- Securities

EDUCATION

University of Wisconsin

B.A., with distinction, 2005,
Political Science, Phi Beta Kappa

Georgetown University Law Center

J.D., *cum laude*, 2010; Executive
Articles Editor, *Georgetown Journal
on Poverty Law and Policy*

Matthew Gerend practices in the firm's nationally recognized Complex Litigation Group, representing employees and other investors in litigation to enforce securities laws and the Employee Income Retirement Security Act ("ERISA"). Matt has represented plaintiffs in federal courts across the country to redress harms stemming from breaches of fiduciary duties, investment fraud, and other misconduct that threatens employees' retirement security.

Matt became interested in the laws protecting retirement and pension benefits as a clerk with AARP Foundation Litigation, where he helped draft a number of amicus curiae briefs filed in the U.S. Supreme Court and U.S. Courts of Appeals regarding the proper interpretation and implementation of ERISA. During law school, Matt also worked as an intern with the Community Development Project at the Lawyers' Committee for Civil Rights Under Law. Matt believes that lawyers have a unique ability to effect social change, an ethic that has guided his work representing individuals and investors against those engaged in divisive and fraudulent practices.

BAR & COURT ADMISSIONS

2010, Washington
2011, U.S. District Court for the Western District of Washington
2012, U.S. Court of Appeals for the Third Circuit
2013, U.S. District Court for the Eastern District of Michigan
2014, U.S. Court of Appeals for the Sixth Circuit
2014, U.S. Court of Appeals for the Ninth Circuit
2015, U.S. Court of Appeals for the Seventh Circuit
2015, U.S. District Court for the District of Colorado

PROFESSIONAL & CIVIC INVOLVEMENT

Washington State Bar Association, *Member*

HONORS & AWARDS

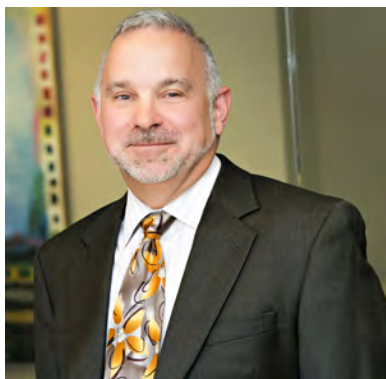
Selected to Rising Stars list in *Super Lawyers – Washington*, 2014, 2015.

PUBLICATIONS & PRESENTATIONS

Contributing Author, *Zanglein et. al., ERISA Litigation* (Bloomberg BNA 2015).
Deborah M. Austin and Matthew M. Gerend, *The Scope and Potential of Section 3 as Currently Implemented*, 19 J. Affordable Housing & Commun. Dev. L. 89 (2009).

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GARY GOTTO

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PRACTICE EMPHASIS

- Class Actions
- Commercial Litigation
- Debtor-Creditor
- Employee Benefits and Retirement Security
- Fiduciary Breach
- Financial Products and Services
- Institutional Investors
- Real Estate Securities

EDUCATION

University of Pennsylvania

B.A., *cum laude*, 1976

Arizona State University of College of Law

J.D., *summa cum laude*, 1982,
Order of the Coif

Gary Gotto's diverse experience helps him meet his clients' diverse

needs. Gary is a member of Keller Rohrback's nationally-recognized Complex Litigation Group. He has a broad range of practice experience and interests, including all aspects of corporate and real estate transactional work, securities issuance and compliance, Chapter 11 bankruptcy and workout matters, and general commercial and ERISA litigation. Gary speaks and teaches regularly on a number of topics, including an annual real estate bankruptcy case study presented at the Harvard Law School. He has practiced in Phoenix since 1982.

BAR & COURT ADMISSIONS

1982, Arizona

1982, U.S. District Court for the District of Arizona

2005, U.S. Court of Appeals for the Second Circuit

PROFESSIONAL & CIVIC INVOLVEMENT

State Bar of Arizona, *Member; Chair*, Subcommittee on Revising the Limited Partnership Act, Business Law Section, 1991

Adjunct Professor Law, Arizona State University College of Law, 1989

PUBLICATIONS & PRESENTATIONS

Co-Author, *Arizona Legal Forms: Limited Liability Companies and Partnerships* (1996-2002).

Co-Author, *Limited Liability Companies and Partnerships* (1996-1997).

Guest Lecturer, *Chapter 11 Reorganizations*, Harvard Law School, 1996-1997, 1999, 2001, 2002.

Guest Lecturer, *Chapter 11 Reorganizations*, Stanford Law School, 2003.

Speaker, National Business Institutes, *Negotiating and Drafting Acquisition Agreements in Arizona*, 1997.

Speaker, National Business Institutes, *Choice of Business Entity in Arizona*, 1996.

Speaker, National Business Institutes, *Limited Liability Companies*, 1994.

Speaker, Professional Education Systems, Inc., *Non-Corporate Business Forms*, 1994.

Speaker, State Bar of Arizona, *Limited Liability Companies*, 1994.

Speaker, National Business Institutes, *Arizona Limited Liability Company Legislation*, 1999

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BENJAMIN GOULD

CONTACT INFO

1201 Third Avenue, Suite 3200
Seattle, WA 98101
(206) 623-1900
bgould@KellerRohrback.com

PRACTICE EMPHASIS

- Appeals
- Class Actions
- Constitutional Law
- Employee Benefits and Retirement Security
- Fiduciary Breach
- Institutional Investors

EDUCATION

Yale University

B.A., *summa cum laude*, 2002,
English, Phi Beta Kappa

Yale Law School

J.D., 2006, Editor, *Yale Law Journal*,
Editor-in-Chief, *Yale Journal of Law
and the Humanities*

Benjamin Gould makes the law work for his clients. Ben, a Seattle native, practices in Keller Rohrback's nationally recognized Complex Litigation Group. His ability to clearly and efficiently communicate factual and legal issues to his clients and courts allows him to adeptly serve the interest of clients who have been harmed by others' misconduct.

Ben has extensive experience in appellate litigation and has active appeals pending in state and federal courts throughout the nation. He has secured successful results for his clients before the U.S. Courts of Appeals for the Second, Eighth, and Ninth Circuits and numerous state appellate courts. Ben also maintains an active practice outside the appellate arena. He has represented clients in cases involving pensions, professional negligence, civil rights, and consumer-protection law, among other subjects.

Before joining the firm, Ben worked as a Legal Fellow of the ACLU Drug Law Reform Project, litigating cases related to drug policy and civil rights. He also served as a clerk to two federal appellate judges: the Honorable Betty Binns Fletcher of the U.S. Court of Appeals for the Ninth Circuit and the Honorable Diana E. Murphy of the U.S. Court of Appeals for the Eighth Circuit.

BAR & COURT ADMISSIONS

- 2007, California
- 2010, District of Columbia
- 2010, U.S. Court of Appeals for the Ninth Circuit
- 2011, Washington
- 2011, U.S. District Court for the Western District of Washington
- 2012, U.S. District Court for the Eastern District of Washington
- 2012, U.S. Court of Appeals for the Third Circuit
- 2013, U.S. Court of Appeals for the Second Circuit

PROFESSIONAL & CIVIC INVOLVEMENT

- King County Bar Association, *Member*; Appellate Law Section
- Washington State Bar Association, *Member*
- Washington State Association for Justice, *Member*

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L A W O F F I C E S ♦ L . L . P .

PUBLICATIONS & PRESENTATIONS

Speaker on Rule 23(f) and Class Action Appeals, American Bar Association 19th Annual National Institute on Class Actions, New Orleans, LA, 2015.

A Review of Antonin Scalia and Bryan A. Garner, Reading Law (2012), in Trial News, March 2014.

Derek W. Loeser & Benjamin Gould, *Point/Counterpoint: Is Rule 23(b)(1) Still Applicable to ERISA Class Actions?*, ERISA Compliance and Enforcement Library of the Bureau of National Affairs, Inc. (May 1, 2009).

Derek W. Loeser & Benjamin Gould, *The Continuing Applicability of Rule 23(b)(1) to ERISA Actions for Breach of Fiduciary Duty*, *Pension & Benefits Reporter*, Bureau of National Affairs, Inc. (Sept. 1, 2009).*

Derek W. Loeser, Erin M. Riley & Benjamin Gould, *2010 ERISA Employer Stock Cases: The Good, the Bad, and the In Between-Plaintiffs' Perspective*, *Pensions & Benefits Daily*, Bureau of National Affairs, Inc. (Jan. 28, 2011).

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CHRISTOPHER GRAVER

CONTACT INFO

3101 North Central Avenue
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Phoenix, Arizona 85012-2600
602.248.0088
cgraver@KellerRohrback.com

PRACTICE EMPHASIS

- Business Litigation
- Bankruptcy and Creditors' Rights

EDUCATION

St. John's College

B.A., 1976

University of New Mexico

J.D., *magna cum laude*, 1990
Order of the Coif

Chris is a member of Keller Rohrback's Complex Litigation and Bankruptcy Groups, representing debtors, creditors, Court-appointed committees, and asset purchasers in Chapter 11 reorganization proceedings and out-of-court workouts. Chris also has wide-ranging experience in complex commercial litigation from corporate restructuring to matters of breach of fiduciary duty, commercial bankruptcy, commercial real estate, contracts, patent infringement, and environmental insurance coverage.

Together with colleagues he has represented clients as diverse as the committee of victims of clergy sexual abuse in the Chapter 11 reorganization of a Catholic diocese, a developer restructuring a portfolio of real property interests nationwide, and a national company acquiring a competitor's assets in a bankruptcy-court-approved sale in California.

A graduate of the great books liberal arts program at St. Johns' College in Santa Fe, Chris earned his law degree from the University of New Mexico Law School *magna cum laude* in 1990. While his practice is centered in the Southwest, Chris represents clients in federal courts coast to coast.

BAR & COURT ADMISSIONS

Arizona, 1990

United States District Court for the District of Arizona, 1990

United States Bankruptcy Appellate Panel of the Ninth Circuit

United States Court of Appeals for the Ninth Circuit

PROFESSIONAL & CIVIC INVOLVEMENT

American Bankruptcy Institute, *Member*

Arizona State Bar Association, *Member*

Maricopa County Bar Association, *Member*

PUBLICATIONS & PRESENTATIONS

"Confirming the Catholics: The Diocese of Tucson Experience, Norton Bankruptcy Law Advisor," 2005.

"Representing the Tort Claimants' Committee in the Chapter 11 Case Filed by the Roman Catholic Diocese of Tucson, prepared for the National Conference of Bankruptcy Judges," 2005.

"Decoding the Code," *AzBusiness Magazine*, 2005.

Speaker, Maricopa County Bar Association presentation, *New Bankruptcy Code: Changing the Way Creditors are Treated*, 2006.

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MEREDITH GRAY

CONTACT INFO

1201 Third Avenue, Suite 3200
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(206) 623-1900
mgray@KellerRohrback.com

PRACTICE EMPHASIS

- Consumer Protection
- Product Liability

EDUCATION

University of Wisconsin Law School

J.D., 2010

Council on Legal Education Opportunity

Fellow, 2007

University of Washington

B.A., 2006, Political Science, Phi Beta Kappa

Meredith Gray practices in the firm's Complex Litigation Group in the Seattle office. Her practice focuses on class actions and individual actions involving consumer protection and personal injury matters.

While in law school, Meredith was Senior Managing Editor of the Wisconsin Law Review and served as a Judicial Intern to the Honorable Barbara B. Crabb, then-Chief Judge United States District Court for the Western District of Wisconsin. Meredith was also a student attorney in the law school's Consumer Law Litigation Clinic in which she actively litigated two consumer class actions against internet payday lenders.

BAR & COURT ADMISSIONS

2014, Washington

2011, New York

2010, Wisconsin

PROFESSIONAL & CIVIC INVOLVEMENT

Washington State Bar Association, Member

New York State Bar Association, Member

Wisconsin State Bar Association, Member

PUBLICATIONS & PRESENTATIONS

Comment, A Presumption without Prudence: Replacing *Moench v. Robertson* with a Prudent 'When in Doubt, Don't' Standard for ESOP and 401(k) Company Stock Fund Fiduciaries, 2010 Wis. L. Rev. 907

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MARK GRIFFIN

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mgriffin@KellerRohrback.com

PRACTICE EMPHASIS

- Antitrust & Trade Regulation
- Class Actions
- Commercial Litigation
- Consumer Protection
- Intellectual Property
- Mass Personal Injury
- Securities

EDUCATION

Marquette University

B.S., *magna cum laude*, 1983,
Economics Faculty Award

Gonzaga University School of Law

J.D., *magna cum laude*, 1986,
Thomas More Scholar

Mark Griffin has over 25 years of experience in antitrust litigation. As a member of Keller Rohrback's nationally recognized Complex Litigation Group, Mark has litigated over 80 class action cases to successful conclusions. Mark joined Keller Rohrback in 1988 after serving as a judicial law clerk for Magistrate Judge Philip K. Sweigert of the U.S. District Court for the Western District of Washington. He helped launch the firm's antitrust practice with achievements including \$49.5 million in settlements in the *Specialty Steel Pipe Antitrust Litigation*, paving the way for the firm's success in other class action litigation. Mark has been a partner at Keller Rohrback for almost 20 years, has served on the firm's Executive Committee since 2001, and has chaired the Antitrust Practice Group since 2007. Most recently, his leadership in an antitrust class action resulted in settlements totaling almost \$90 million for registered nurses employed by hospitals in Detroit, (*Cason-Merenda v. VHS Michigan, Inc.*).

Since 2004, Mark has volunteered his time as pro bono coordinator at Keller Rohrback. He serves as a member of the Board of Trustees of the Legal Foundation of Washington (LFW) and previously as a board member and officer of the Legal Aid for Washington Fund (LAW Fund). The LFW and the LAW Fund through their Campaign for Equal Justice raise charitable contributions to ensure that justice is a reality, not just for those who can afford it, but for everyone in Washington state. In 2013, the firm received the President's Award from the LFW for its work in *Jerry Cooper, Inc. v. Lifequotes of America, Inc.*, a case in which Mark helped achieve judgments totaling over \$760 million in favor of the plaintiff class. Mark also volunteers at Public Justice and has served as chair of the Consumer Protection, Antitrust & Unfair Business Practices Section of the Washington State Bar Association.

BAR & COURT ADMISSIONS

1986, Washington

2010, Arizona

1986, U. S. District Court for the Western District of Washington

1989, U. S. Court of Appeals for the Ninth Circuit

1990, U. S. District Court for the Eastern District of Washington

1993, U. S. Supreme Court

2008, U. S. Court of Appeals for the Fourth Circuit

2009, U. S. District Court for the Eastern District of Michigan

2009, U. S. District Court for the District of Columbia

2010, U. S. Court of Appeals for the Eleventh Circuit

2013, U.S. Court of Appeals for the Sixth Circuit

2014, U.S. Court of Appeals for the Tenth Circuit

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HONORS & AWARDS

AV Rating, Martindale-Hubbell, 2000-Present
President's Award, Legal Foundation of Washington, 2013
Named to Washington Super Lawyers list, 2011-2012, 2014-2016
Named a Rising Star, Super Lawyers – Washington, 2000
Thomas More Scholarship, 1983-1986
American Jurisprudence Award in Antitrust, 1986
American Jurisprudence Award in Remedies, 1986
American Jurisprudence Award in Agency and Partnerships, 1985
American Jurisprudence Award in Corporations, 1985
American Jurisprudence Award in Property, 1984
Alpha Sigma Nu (National Jesuit Honors Society) 1983
Beta Gamma Sigma (National Business Honors Society), 1982
Pi Sigma Alpha (National Political Science Honor Society), 1982
Pi Gamma Mu (International Honor Society in Social Science), 1982
Economics Faculty Award (outstanding student majoring in economics) 1983
Delta Sigma Pi Scholarship, 1979-1983

PROFESSIONAL & CIVIC INVOLVEMENT

King County Bar Association, *Member*
Washington State Bar Association, *Member*; Executive Committee and Chair-elect of the Antitrust, Consumer Protection & Unfair Business Practices Section
American Bar Association, *Member*; Litigation and Antitrust sections
Washington State Trial Lawyer's Association, *Member*
Federal Bar Association, *Member*

PUBLICATIONS & PRESENTATIONS

"The Future of Reverse Payment Settlement Agreements after *FTC v. Actavis*," 30th Annual Antitrust, Consumer Protection and Unfair Business Practices Seminar, November 8, 2013
"Intellectual Property v. Cultural Property: From Colonization to Co-Existence," Intellectual Property Institute of Canada, September 27, 2013
Contributor, "Concurrent Antitrust Criminal and Civil Proceedings: Identifying Problems and Planning for Success," American Bar Association, 2013
"Profile/Lynn Sarko: Leading the Way," Bar Bulletin, December, 2011
"Cy Pres – News on Recent Decisions which may affect cy pres in the future," LAW Fund Executive Committee Meeting, September 15, 2011
"Current Issues in Antitrust, *Twombly* Pleading Standards" (speaking for Mark Samson), State Bar of Arizona, June 20, 2008
The New Rules for Business Litigators: Keeping Ahead of the Curve, "The New Rules in Class Action Litigation," Washington State Bar Association, November 13, 2007
Executive Editor, Washington Antitrust and Consumer Protection Handbook (2007 Supplement)
"Message from the Chair," Antitrust, Consumer Protection Unfair Business Practices Newsletter, Washington State Bar Association, Fall 2005
Program Chair, "The Essentials of Civil Settlement Strategies," Washington State Bar Association, October 8, 2003
Executive Editor, Washington Antitrust and Consumer Protection Handbook (Third Edition 2001)
Program Co-Chair, 2001 Antitrust, Consumer Protection and Unfair Business Practices Conference, Washington State Bar Association, November 9, 2001
Moderator, "How to Avoid Antitrust Actions Against Your Business Clients," Washington State Bar Association, November 6, 1998
Program Committee, "1995 and Counting: A Symposium on Practices, Procedures and Professionalism," Federal Bar Association of Western Washington, December 6, 1995
Program Committee, "Trials Viewed from the Bench: See What We See," Federal Bar Association of Western Washington, December 7, 1994

KELLER ROHRBACK

L A W O F F I C E S ♦ L . L . P .

Questions of Law Column on Antitrust Law, Washington State Bar Association, 1992

Program Co-Chair, "Trial Practice Seminar," King County Bar Association, 1991

"Civil Service Protections for Police Officers," Washington State Council of Police Officers, October 12, 1989

"Contractual Liability of Companies and Individuals," International Television Association, Seattle Chapter, Legal Workshop, April 19, 1989

Note on Meier and Meier, 595 P.2d 474 (1979), 1986 Canadian-American Law Journal

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AMY N. L. HANSON

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(206) 623-1900
ahanson@kellerrohrback.com

PRACTICE EMPHASIS

- Antitrust & Trade Regulation
- Consumer & Data Privacy Protection
- Employee Benefits & Retirement Security
- Mass Personal Injury

EDUCATION

University of Minnesota

B.A., *summa cum laude*, 1995,
Economics and Political Science

University of Wisconsin Law School

J.D., 1998

Amy Hanson helps her clients work past disputes so they can refocus on personal and business goals. As a member of Keller Rohrback's nationally recognized Complex Litigation Group, Amy's practice is focused on class action and other complex litigation. Amy is a practical problem-solver who enjoys rolling up her sleeves to obtain evidence and achieve solutions. She became interested in complex litigation because she wanted to help level the playing field for hard-working people and small businesses that were similarly harmed by large businesses and groups of businesses acting together. In her more than 17 years as a litigator Amy has represented patients who experienced serious medical problems after consuming prescription drugs, small business owners who challenged alleged nationwide price fixing conspiracies, employees who challenged the prudence of allowing their employers' 401(k) plans to hold and acquire company stock and employees who challenged the reasonableness of their employers' data security practices.

Prior to joining Keller Rohrback, Amy was a Student Advocate at the University of Wisconsin Law School's Consumer Litigation Clinic and a judicial law clerk intern for Judge Deininger at the State of Wisconsin Court of Appeals. She is currently honored to serve on the Vioxx Consumer Purchase Claims Subcommittee of the Plaintiffs' Steering Committee in *In re: Vioxx Prods. Liab. Litig.*, MDL No. 1657 (E.D.La.) and the WSAJ Consumer Protection Section Deskbook Editorial Board.

BAR & COURT ADMISSIONS

1998, Wisconsin
1998, Washington
1998, U.S. District Court for the Western District of Washington
2000, U.S. District Court for the Eastern District of Washington
2003, U.S. Court of Appeals for the Ninth Circuit
2005, U.S. District Court for the Eastern District of Michigan

PROFESSIONAL & CIVIC INVOLVEMENT

American Association for Justice, *Member*
American Bar Association, *Member*
King County Bar Association, *Member*
Washington State Association for Justice, *Member*
Washington State Bar Association, *Member*

HONORS & AWARDS

Named to Washington Super Lawyers list, 2016

PUBLICATIONS & PRESENTATIONS

Co-author, *Handbook for Washington Seniors: Legal Rights and Resources*, Legal Voice (Oct. 15, 2012).

KELLER ROHRBACK

LAW OFFICES ♦ L. L. P.



KASH KARMAND

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PRACTICE EMPHASIS

- Class Actions
- Consumer Protection
- Employee Benefits and Retirement Security
- Fiduciary Breach
- Financial Products and Services
- Mass Personal Injury
- Securities

EDUCATION

University of California, Riverside

B.A., *cum laude*, History and
Political Science, 2007

University of California, Hastings College of the Law

J.D., 2011

Kash Karmand focuses his practice on complex litigation matters with an emphasis on class action and multidistrict litigation. Kash practices in Keller Rohrback's Santa Barbara office and is a member of the firm's nationally recognized Complex Litigation Group.

Kash has experience handling a wide range of high-stakes disputes involving claims for breach of contract, breach of fiduciary duty, consumer fraud, employee benefits, false or misleading advertising, products liability, securities fraud, and violations of state and federal consumer protection and unfair business practices statutes. He has litigated cases in courts across the country involving a multitude of industries, including the consumer products, financial services, food and beverage, health care, and pharmaceuticals industries.

Kash is experienced in all phases of litigation, including fact and expert discovery, motions practice, trial preparation, and trial. He has significant experience researching and drafting successful motions and briefs, such as motions for class certification, motions for summary judgment, and Daubert motions.

During law school, Kash served as an extern to the Honorable Maria-Elena James in the U.S. District Court for the Northern District of California and a law clerk to California's Chief Assistant Attorney General David Chaney (ret.). He also interned in the legal department of a Fortune 200 company in San Francisco where he worked on business and employment disputes and regulatory matters.

Kash's competitive side shines in his legal practice as well as outside of work. He enjoys playing and watching sports and is a passionate fan of the Houston Rockets and Oakland Raiders.

BAR & COURT ADMISSIONS

2011, California
2013, Minnesota
2014, District of Columbia

PROFESSIONAL & CIVIC INVOLVEMENT

State Bar of California, *Member*
Los Angeles County Bar Association, *Member*
California Minority Counsel Program, *Member*
Bar of the State of Minnesota, *Member*
District of Columbia Bar, *Member*

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LAW OFFICES ♦ L. L. P.



DEAN KAWAMOTO

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PRACTICE EMPHASIS

- Class Actions
- Environmental Litigation
- Financial Products & Services
- Institutional Investors
- Mortgage Put-Back Litigation
- Securities

EDUCATION

University of California at Berkeley

B.A., History and Biology, *High Distinction*, 1998

Yale Law School

J.D., 2003

University of Cambridge (UK)

LL.M., International Law, *First Class Honors*, 2007

Dean Kawamoto understands complex cases. Dean practices in the firm's nationally recognized Complex Litigation Group with a focus on financial services and securities law. His experience with complicated financial transactions, sophisticated institutional clients, and large-scale discovery makes him highly qualified to litigate high-stakes cases involving complex issues and significant damages.

Dean is currently part of the litigation team representing several of the Federal Home Loan Banks in litigation against dozens of issuers, underwriters, and sponsors of private label mortgage-backed securities worth \$13 billion. He was also part of the trial team that successfully objected to the \$8.5 billion settlement between Bank of New York Mellon and Bank of America over Countrywide's massive mortgage liabilities. The argument developed and presented by Keller Rohrback during the course of the trial was the only objection sustained to the settlement. Dean also represents institutional investors in connection with litigation over LIBOR. In addition to financial services and securities litigation, Dean has experience litigating cases involving consumer protection, product liability, environmental law, professional liability, and the First Amendment.

Prior to joining the firm, Dean practiced with Boies, Schiller & Flexner in Washington, D.C., and Munger, Tolles & Olson in Los Angeles. He also served as a clerk for the Honorable Wm. Matthew Byrne, U.S. District Judge for the Central District of California, and was previously a Professional Staff Member on the U.S. Senate Committee on Environment and Public Works and a Legislative Aide to Senator Lincoln D. Chafee of Rhode Island.

BAR & COURT ADMISSIONS

2004, California
2009, District of Columbia
2011, Washington
2004, U.S. District Court for the Central District of California
2015, U.S. District Court for the Northern District of California
2015, U.S. District Court for the Eastern District of California
2015, U.S. District Court for the Western District of Washington

PROFESSIONAL & CIVIC INVOLVEMENT

Washington State Bar Association, *Member*
State Bar of California, *Member*
District of Columbia Bar, *Member*
American Bar Association, *Member*

HONORS & AWARDS

Selected to Rising Stars list in Super Lawyers – Washington, 2014-2015
Recipient of the Clifford Chance C.J. Hamson Prize for thesis on class actions
John Gardner Public Service Fellow
Recipient of the Departmental Citation for Integrative Biology (awarded to the top graduate in the major)

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RON KILGARD

CONTACT INFO

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rkilgard@KellerRohrback.com

PRACTICE EMPHASIS

- Appeals
- Class Action
- Constitutional Law
- Employee Benefits and Retirement Security
- Fiduciary Breach
- Financial Products and Services

EDUCATION

Harvard College B.A., 1973,
History

Harvard Divinity School M.T.S.,
1975, Old Testament

**Arizona State University College
of Law** J.D., 1979, Editor-in
Chief, *Arizona State Law Journal*,
Armstrong Award (outstanding
graduate)

Ron Kilgard is a seasoned lawyer who understands that yesterday's rule changes are just as important as the landmark cases decided decades ago. Ron has 35 years of experience in civil litigation. He knows that the substantive law changes slowly (at least most of the time!). However, the relevant rules and judges' individual practices change almost daily, and they vary enormously from jurisdiction to jurisdiction and judge to judge. Balancing all of this is, for Ron, one of the many challenges and pleasures of law practice.

Ron's practice is focused primarily on commercial and financial matters. For the last 15 years, he has extensively litigated pension plan class actions, involving both plans regulated by the Employee Retirement Income Security Act ("ERISA") and non-ERISA plans such as public plans and so-called "church plans." Ron helped Keller Rohrback pioneer company stock ERISA litigation in the late 1990s and early 2000s. More recently, Ron was part of the team that obtained settlements of over \$265 million (in cash) in the Enron 401(k) litigation. In 2012, Ron was selected for inclusion in Best Lawyers in America (19th ed.) for ERISA practice. Ron is currently class counsel in a case on behalf of all sitting state court, general jurisdiction, judges in Arizona, Hall v. Elected Officials' Retirement Plan.

Ron is a Phoenix native. He began law practice with Martori, Meyer, Hendricks & Victor, P.A., clerked for the Honorable Mary M. Schroeder, U. S. Court of Appeals for the Ninth Circuit and, in 1995, was one of the founders of Dalton Gotto Samson & Kilgard, P.L.C. He joined most of the Dalton Gotto lawyers in forming the Phoenix affiliate of Keller Rohrback L.L.P. in November 2002.

When not practicing law, he enjoys spending time with his wife and children and reading on the porch with his Golden Retriever.

BAR & COURT ADMISSIONS

1979, Arizona

2009, District of Columbia

2011, New York

HONORS & AWARDS

Best Lawyers in America (19th ed.) – ERISA practice.

PROFESSIONAL & CIVIC INVOLVEMENT

State Bar of Arizona, Member

District of Columbia Bar, Member

New York State Bar Association, Member



PUBLICATIONS & PRESENTATIONS

Speaker, ABA Seminar, After Enron, 2006

Speaker, Chicago Bar Association, Company Stock Litigation, 2006

Speaker, West LegalWorks ERISA Litigation Conference, 2007

Speaker, National Center for Employee Ownership, *Fiduciary Implications of Company Stock Lawsuits*, 2012 and 2013

Speaker, American Conference Institute, *New Developments in Church Plan Litigation*, 2015

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DAVID KO

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PRACTICE EMPHASIS

- Class Actions
- Consumer Protection
- Employee Benefits and Retirement Security
- Securities

EDUCATION

University of Washington

B.A., 2002, History and Political Science

Seattle University School of Law

J.D., *cum laude*, 2006; National Order of Barristers

University of Washington School of Law

LL.M., 2007 Taxation

David practices in the firm's nationally recognized Complex Litigation

Group where he represents individuals, ESOPs, retirement plans, and institutional investors in federal and state courts across the country. David has experience in all phases of litigation, and focuses on cases involving investment mismanagement, consumer protection violations, breaches of fiduciary duty under ERISA, and securities violations. He has made substantial contributions to several multimillion dollar settlements, including in cases against Fremont General Corp., Intelius, Inc., Sitrick and Co., and Tharaldson Motels, Inc.

David was also part of the trial team that objected to a proposed \$8.5 billion settlement brought by the Bank of New York Mellon in an effort to resolve Bank of America's liability arising out of Countrywide's issuance of mortgage-backed securities. The arguments raised by Keller Rohrback in an eight week trial in New York Supreme Court were the only objections sustained by the Court.

Prior to joining the firm, David completed a two year clerkship for the Honorable Ricardo S. Martinez, U.S. District Judge in the Western District of Washington.

David is past President of the Korean American Bar Association of Washington, and is also a 2014 Fellow of the Washington Leadership Institute.

BAR & COURT ADMISSIONS

2006, Washington

2010, U.S. District Court for the Western District of Washington

2010, U.S. District Court for North Dakota

2011, U.S. Court of Appeals for the Ninth Circuit

PROFESSIONAL & CIVIC INVOLVEMENT

Washington State Bar Association, *Member*

King County Bar Association, *Member*

Korean American Bar Association, *Board Member*

Asian American Bar Association, *Member*

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CARI CAMPEN LAUFENBERG

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PRACTICE EMPHASIS

- Antitrust & Trade Regulation
- Appeals
- Class Actions
- Consumer & Data Privacy Protection
- Employee Benefits & Retirement Security
- Fiduciary Breach
- Financial Products & Services

EDUCATION

University of California, San Diego

B.A., 1993, Art History

University of Washington

M.A., 1998, Public Administration

University of Washington School of Law

J.D., 2003

Cari Laufenberg keeps client goals in focus. As a member of Keller Rohrback's nationally recognized Complex Litigation Group, Cari is involved in representing plaintiffs in federal courts across the United States. She represents individuals and institutions in class action litigation involving breach of fiduciary duty, identity theft and privacy, investment fraud and mismanagement, retirement plan litigation and consumer protection. Cari's background in nonprofit management and public administration makes her skilled at organizing and strategizing complex cases to achieve short-term goals and long-term successes.

Cari regularly counsels and represents consumers, employees and businesses who have suffered harm resulting from the improper disclosure of proprietary, personal, health and other protected information. She has litigated fiduciary breach issues for over 10 years and has played a key role in many of the firm's large and complex fiduciary breach cases, including a \$90 million settlement against Anthem Inc. in a case alleging fiduciary breach related to Anthem Insurance's demutualization of membership interests. Cari has also successfully litigated alleged violations of the Employee Retirement Income Security Act ("ERISA"), with multi-million dollar settlements against companies including Countrywide Financial Corp., Marsh & McLennan Companies, Inc., and Williams Companies, Inc.

Prior to joining Keller Rohrback in 2003, Cari served as a judicial extern for Judge Barbara Jacobs Rothstein of the U.S. District Court for the Western District of Washington. Cari loves living in the Pacific Northwest and enjoys spending time outdoors with her family and friends.

BAR & COURT ADMISSIONS

2003, Washington

2004, U.S. District Court for the Western District of Washington

2006, U.S. District Court for the Eastern District of Michigan

2006, U.S. Court of Appeals for the Eleventh Circuit

2011, U.S. Court of Appeals for the Seventh Circuit

2013, U.S. Court of Appeals for the Eighth Circuit

HONORS & AWARDS

Selected to Rising Starts list in *Super Lawyers - Washington*, 2008-2009, 2011

King County Washington Women Lawyers Chapter Member of the Year, 2005



PROFESSIONAL & CIVIC INVOLVEMENT

King County Bar Association, *Member*

Washington State Bar Association, *Member*

American Bar Association, *Member*

King County Washington Women Lawyers, *Member*;
Member of the Board of Directors (2003-2005)

Washington Women Lawyers, *Member*

William L. Dwyer Inn of Court, *Founding Student Member*
(2002-2003)

Federal Bar Association, *Member*

American Association for Justice, *Member*

Washington State Association for Justice, *Member*

Northwest Immigrant Rights Project, *Volunteer Attorney*

National Association for Public Pension Attorneys, *Member*

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ELIZABETH LELAND

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PRACTICE EMPHASIS

- Class Actions
- Consumer Protection
- Employee Benefits & Retirement Security
- Fiduciary Breach
- Financial Products & Services
- Institutional Investors
- Securities

EDUCATION

University of Washington

B.A., 1989, Business Administration with double concentration in Finance and Business Economics

University of Puget Sound School of Law

J.D., *cum laude*, 1993

Beth Leland pays attention to the details. As a longtime member of the firm's Complex Litigation Group, Beth prides herself on crafting creative arguments to plead cases in her clients' best interests. She also strives to be on the forefront of technological innovation, managing electronic discovery in complex cases to increase accuracy and efficiency in order to maximize benefits to her clients, while minimizing client discovery burdens and costs. Beth has nearly twenty years of experience litigating complex cases arising from investment fraud at both the trial and appellate levels and has also gained experience in consumer protection, mass tort, and antitrust litigation. Notable cases include mortgage-backed securities litigation on behalf of the Federal Home Loan Banks of Boston, Chicago, and Indianapolis. She has also played a key role in numerous cases resulting in multi-million dollar settlements, including against Anicom Inc., Apple, Inc., Dynegey Inc., IKON Office Solutions, Merrill Lynch & Co., United Companies Financial Corp., and Xerox Corporation.

Beth has spoken at conferences and as a guest lecturer at the Seattle University School of Law.

Before joining Keller Rohrback in 1998, Beth spent several years in general civil practice in the Seattle area. Outside of work, Beth can be found skiing, spending time with friends, or cheering on her favorite team at Husky Stadium.

BAR & COURT ADMISSIONS

1993, Washington

1994, U. S. District Court for the Western District of Washington

1998, U.S. Court of Appeals for the Ninth Circuit

2003, U.S. Court of Appeals for the Eleventh Circuit

2003, U.S. Court of Appeals for the Fifth Circuit

2005, U.S. Court of Appeals for the Seventh Circuit

2009, U.S. District Court for the Eastern District of Michigan

2010, U.S. Court of Appeals for the Fourth Circuit

PROFESSIONAL & CIVIC INVOLVEMENT

King County Bar Association, *Member*

Washington State Bar Association, *Member*; Antitrust, Consumer Protection & Unfair Business Practices Section; Labor & Employment Section; and Litigation Sections

American Bar Association, *Member*; Antitrust and Litigation Section



PROFESSIONAL & CIVIC INVOLVEMENT (CONT)

Washington Women Lawyers, *Member*

King County Washington Women Lawyers, *Member*

University of Washington Alumni Association, *Member*

Seattle University School of Law Alumni Association, *Member*

King County Bar Association Housing Justice Project, 1999-2003, *Volunteer Attorney*

Gilda's Club, *Volunteer*

King County Bar Association, *Member*

Washington State Bar Association, *Member*; Antitrust, Consumer Protection & Unfair Business Practices, Labor & Employment, and Litigation sections

American Bar Association, *Member*; Antitrust and Litigation sections

King County Bar Association, *Member*

Washington State Bar Association, *Member*; Antitrust, Consumer Protection & Unfair

Business Practices, Labor & Employment, and Litigation sections American Bar Association, *Member*; Antitrust and Litigation sections

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JEFFREY LEWIS

CONTACT INFO

300 Lakeside Drive, Suite 1000
Oakland, California 94612
510.463.3900
jlewis@kellerrohrback.com

PRACTICE EMPHASIS

- Employee Benefits and Retirement Security
- Complex Litigation
- Employment Litigation
- Private Judge, Mediator, Special Master

EDUCATION

Yale University

B.A., 1970

University of California at Berkeley School of Law

Order of the Coif – J.D., 1975

Jeffrey Lewis has specialized in ERISA and employee benefits law since 1975. He has successfully litigated individual, group, and class action claims on behalf of hundreds of thousands of employees, retirees, and the disabled. He was a founding partner of Lewis, Feinberg, Lee & Jackson, one of the first firms in the nation to specialize in ERISA litigation on behalf of plaintiffs. Among his major successes was serving as one of appointed counsel for employees of WorldCom, Inc. in a class action which resulted in a settlement that paid more than \$47 million to participants in WorldCom's 401(k) plan. Mr. Lewis serves as a mediator both for the U.S. District Court for the Northern District of California and privately, and has served as an arbitrator and expert witness in ERISA cases. He has also advised employee groups and benefit plan fiduciaries.

In addition to his litigation and advisory activities throughout the U.S., Mr. Lewis has testified before Congressional committees regarding pension issues, serves as one of the Co-Chairs of the Senior Board of Editors of the Employee Benefits Law treatise, teaches employee benefits law at the University of California at Berkeley School of Law, and also has taught pension law courses at several other law schools.

BAR & COURT ADMISSIONS

1975, California

PROFESSIONAL & CIVIC INVOLVEMENT

Elected as a charter fellow of the College of Employee Benefits Counsel, Board of Governors

American Bar Association, Member, Labor & Employment Section, Former Plaintiff Co-Chair of the Employee Benefits Committee

AC Transit Retirement Board, Chair, Board of Trustees

Goodyear Retiree Health Care Trust, Member of the Plan Committee

National Employment Lawyers Association, Member of the Amicus Committee

HONORS & AWARDS

Super Lawyers List, Super Lawyers magazine, 2005-2015

Top 100 Lawyers in Northern California, Super Lawyers magazine, 2010-2015

Top Attorney for ERISA Plaintiffs in the San Francisco Bar Area, The Recorder

Forty Top Benefits Attorneys, The National Law Journal, 1998



PUBLICATIONS & PRESENTATIONS

Co-Chair of the Board of Senior Editors of Lewis, et al.,
Employee Benefits Law (3d ed. BNA)

Former editor of the Discrimination Claims Under ERISA
chapter of Employee Rights Litigation: Pleading and
Practice (Matthew Bender, 1991)

Frequent speaker on ERISA topics such as preemption,
fiduciary duty, and benefit claims at seminars sponsored
by the American Bar Association, the Bureau of National
Affairs, the National Employment Lawyers Association
(NELA), and other organizations.

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TANA LIN

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PRACTICE EMPHASIS

- Antitrust & Trade Regulation
- Class Actions
- Consumer Protection
- Employment Law
- Fiduciary Breach
- Mutual Fund Excessive Fees

EDUCATION

Cornell University

A.B., *with distinction*, 1988,
Government

New York University School of Law

J.D., 1991, Root-Tilden-Snow
Scholar

Tana Lin fights hard for her clients, building cases that are legally and factually compelling. Tana has 25 years of litigation experience in civil and criminal matters in state and federal courts throughout the country. She is a member of the firm's nationally recognized Complex Litigation Group.

Tana joined Keller Rohrback in 2004 after practicing as a civil rights and criminal defense attorney. She began her legal career as a trial attorney with the Public Defender Service for the District of Columbia, the preeminent public defender office in the country, where she handled cases at the trial level and argued appellate cases before the District of Columbia Court of Appeals.

Tana then joined the Employment Litigation Section of the Civil Rights Division of the U.S. Department of Justice and, subsequently, the Chicago District Office of the U.S. Equal Employment Opportunity Commission where she enforced federal discrimination laws across the country. She has investigated and prosecuted employment discrimination cases against large governmental entities such as the Louisiana State Police and private corporations such as Wal-Mart. She also served as the Litigation coordinator for the Michigan Poverty Law Program, developing statewide projects to address issues facing the underprivileged and crafting creative solutions by developing partnerships with interested stakeholders.

At Keller Rohrback, Tana has achieved significant settlements for her clients. She has won landmark victories for shareholders of mutual funds in suits alleging breaches of fiduciary duty by investment advisors in violation of the Investment Company Act. She has protected the retirement funds of employees whose employers breached their fiduciary duties in violation of the Employee Retirement Income Security Act (ERISA). Tana has also stood up for workers who had been denied their proper wages and overtime payments. Tana was recently part of the trial team representing 20,000 Detroit nurses alleging an antitrust conspiracy by healthcare providers to depress compensation levels. This extraordinary case settled on the eve of trial. In total, Tana played an essential role in recovering almost \$90 million on behalf of affected Detroit nurses.

Tana's wide ranging experience helps her quickly grasp what issues will dictate a case's outcome, and she works tirelessly to see that her clients obtain the best result available.

BAR & COURT ADMISSIONS

1991, District of Columbia

2000, Illinois

2001, Michigan

2004, Washington

HONORS & AWARDS

Named to Washington Super Lawyers list, 2012, 2014 - 2016

U.S. Department of Justice Special Achievement Award, 1997

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PROFESSIONAL & CIVIC INVOLVEMENT

ACLU of Washington: Board of Directors, 2016; *Legal Committee*, 2015-present

American Association for Justice, *Member*

American Bar Association, *Member*

Asian Bar Association of Washington, *Member*, 2006-present; *Board of Directors*, 2010-2012

Joint Asian Judicial Evaluation Committee, *Member*, 2006-2008, 2011-2013, 2015-present; *Chairperson*, 2010

King County Bar Association, *Member*

Lawyers Fostering Independence Program, *Volunteer Attorney*, 2008-present

Mother Attorneys Mentoring Association (MAMAS), *Founding Member*

National Employment Lawyers Association, *Member*

Washington State Bar Association, *Member*

Washington State Association for Justice, *Member*

Lead Trainer, Negotiation Skills Training, Committee on Regional Training, Ann Arbor, MI, Oct. 2003.

Faculty and Lecturer, Trial Advocacy Training for Legal Aid Attorneys, National Legal Aid and Defender Association, Los Angeles, CA, July 2003.

Trainer, Basic Lawyering Skills Training, Committee on Regional Training, Ann Arbor, MI, Dec. 2002.

PUBLICATIONS & PRESENTATIONS

Presenter, Women Antitrust Plaintiffs' Attorneys Networking Event, Minneapolis, MN, *How to Prepare for the Big Event: Trial (The Last 90 Days)*, Oct. 2010.

Faculty, Trial Advocacy College, National Legal Aid and Defender Association, Philadelphia, PA, July 2005.

Tana Lin, *Recovering Attorney's Fees under the Individuals With Disabilities Education Act*, West's Education Law Reporter, 180 Ed.LawRep. 1 (2003).

Civil Track Plenary Panelist, National Legal Aid and Defender Annual Conference, Seattle, WA, *Navigating the Crossroads of Change: Where Do We Go from Here?*, Nov. 2003.

Presenter, National Legal Aid and Defender Annual Conference, Seattle, WA, Holistic Advocacy for Youth: Addressing the Basic Needs of Children Through Civil, Criminal and Community Collaborations, Nov. 2003.

Presenter, National Legal Aid and Defender Annual Conference, Seattle, WA, Civil and Criminal Strategies for Protecting Clients Accused of Food Stamp Fraud, Nov. 2003.

KELLER ROHRBACK

LAW OFFICES ♦ L. L. P.



DEREK LOESER

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PRACTICE EMPHASIS

- Antitrust & Trade Regulation
- Appeals
- Class Action & Consumer Litigation
- Employee Benefits & Retirement Security
- Employment Law
- Environmental Litigation
- Fiduciary Breach
- Financial Products & Services
- Institutional Investors
- Mortgage Put-Back Litigation
- Securities Fraud
- Whistleblower

Derek Loeser is a senior member of Keller Rohrback's nationally recognized Complex Litigation Group and a member of the firm's Executive Committee. He maintains a national practice prosecuting class action and large scale individual cases, including corporate fraud and misconduct, securities, Employee Retirement Income Security Act ("ERISA"), breach of fiduciary duty, and investment mismanagement cases. Derek has served as lead and co-lead counsel in large, complex cases in both state and federal courts around the country.

Derek has been a plaintiffs' attorney for over twenty years. He has a passion for taking on large corporations and holding them accountable for wrongdoing. Through all stages of litigation, including trial, he has helped recover over a billion dollars for institutions, retirement plans, retirees, employees, and consumers. Notable cases include mortgage-backed securities cases on behalf of the Federal Home Loan Banks of Chicago, Indianapolis and Boston, and ERISA class cases representing employees in cases against Enron, WorldCom, Countrywide, and Washington Mutual, among others. Many of Derek's cases have required coordinating with state and federal agencies involved in litigation that parallels cases pursued by Keller Rohrback, including states attorneys general, the Department of Justice, and the Department of Labor. In addition, Derek has extensive experience negotiating complex, multi-party settlements, and coordinating with the many parties and counsel necessary to accomplish this.

Before joining Keller Rohrback, Derek served as a law clerk for the Honorable Michael R. Hogan, U.S. District Court for the District of Oregon, and was a trial attorney in the Employment Litigation Section of the Civil Rights Division of the U.S. Department of Justice in Washington, D.C., where he prosecuted individual and class action employment discrimination cases. He is a frequent speaker at national conferences on class actions, ERISA and other complex litigation topics.

EDUCATION

Middlebury College

B.A., summa cum laude, 1989, American Literature (highest department honors), Stolley-Ryan American Literature Prize, Phi Beta Kappa

University of Washington School of Law

J.D., with honors, 1994

KELLER ROHRBACK

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HONORS & AWARDS

U.S. Department of Justice Honors Program Hire, 1994
U.S. Department of Justice Award for Public Service, 1996
U.S. Department of Justice Achievement Award, 1996
Selected to Rising Stars list in Super Lawyers - Washington, 2005-2007
Selected to Super Lawyers list in Super Lawyers - Washington, 2007-2012, 2014-2015
Recipient of the 2010 Burton Award for Legal Achievement for the article, *The Continuing Applicability of Rule 23(b)(1) to ERISA Actions for Breach of Fiduciary Duty, Pension & Benefits Reporter*, Bureau of National Affairs, Inc. (Sept. 1, 2009).

BAR & COURT ADMISSIONS

1994, Washington
1998, U.S. District Court for the Western District of Washington
1998, U.S. District Court for the Eastern District of Washington
1998, U.S. Court of Appeals for the Ninth Circuit
2002, U.S. District Court for the Eastern District of Michigan
2004, U.S. District Court for the Northern District of Illinois
2006, U.S. Court of Appeals for the Eleventh Circuit
2013, U.S. Court of Appeals for the Second Circuit
2008, U.S. Court of Appeals for the Eighth Circuit
2010, U.S. Court of Appeals for the Fourth Circuit
2010, United States Supreme Court
2012, U.S. Court of Appeals for the Third Circuit
2014, U.S. Court of Appeals for the First Circuit

PUBLICATIONS & PRESENTATIONS

Derek W. Loeser, *The Legal, Ethical, and Practical Implications of Noncompetition Clauses: What Physicians Should Know Before They Sign*, J.L. Med. & Ethics, Vol. 31:2 (2003).

Derek W. Loeser & Benjamin B. Gould, *Point/Counterpoint: Is Rule 23(b)(1) Still Applicable to ERISA Class Actions?*, ERISA Compliance and Enforcement Library of the Bureau of National Affairs, Inc. (May 1, 2009).

Derek W. Loeser & Benjamin B. Gould, *The Continuing Applicability of Rule 23(b)(1) to ERISA Actions for Breach of Fiduciary Duty*, Pension & Benefits Reporter, Bureau of National Affairs, Inc. (Sept. 1, 2009).

Speaker, 22nd Annual ERISA Litigation Conference, Las Vegas, NV, Oct. 2009.

Speaker, 22nd Annual ERISA Litigation Conference, New York, NY, Nov. 2009.

Speaker, ABA Mid-Winter Meeting, San Antonio, TX, 2010.

Derek W. Loeser & Erin M. Riley, *The Case Against the Presumption of Prudence*, Pension & Benefits Daily, Bureau of National Affairs, Inc. (Sept. 10, 2010).

Derek W. Loeser, Erin M. Riley & Benjamin B. Gould, 2010 *ERISA Employer Stock Cases: The Good, the Bad, and the In Between-Plaintiffs' Perspective*, Pension & Benefits Daily, Bureau of National Affairs, Inc. (Jan. 28, 2011).

Speaker, *Post-Certification: Motion Issues in Class Actions*, Litigating Class Actions, Seattle, WA, 2012.

Speaker, *Investment Litigation: Fees & Investments in Defined Contribution Plans*, ERISA Litigation, Washington, D.C., 2012.

Speaker, *Post-Certification Motion Practice in Class Actions*, Seattle, WA, June, 2014.

Speaker, *Fiduciary Challenges in a Low Return Environment*, Seattle, WA, December, 2014.

Speaker, *Class Action & Data Breach Litigation*, Santa Barbara, CA, March, 2016.

Panelist, Law Seminars International - *VW Diesel Emissions Litigation: A Case Study of the Interplay Between Government Regulatory Activity and Consumer Fraud Class Actions*, May 6, 2016.

KELLER ROHRBACK

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RYAN MCDEVITT

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PRACTICE EMPHASIS

- Antitrust & Trade Regulation
- Class Action & Consumer Litigation
- Consumer & Data Privacy Protection
- Financial Products & Services
- Intellectual Property
- Securities

EDUCATION

Claremont McKenna College

B.A., 2007, Government and Leadership Sequence, Departmental Honors in Government

Columbia Law School

J.D., 2010, Harlan Fiske Stone Honors Scholar

Ryan McDevitt protects market participants. Ryan is a member of Keller Rohrback's nationally recognized Complex Litigation Group. His practice focuses on ensuring fairness in the marketplace on behalf of investors, innovators, and consumers.

Ryan has experience litigating cases involving securities fraud and financial mismanagement, consumer protection and antitrust claims, intellectual property infringement, and federal labor law violations in state and federal courts across the country. He currently represents Volkswagen, Audi, and Porsche consumers in the high-profile Volkswagen "Clean Diesel" multi-district litigation; the Federal Home Loan Banks of Boston, Chicago, and Indianapolis against dozens of issuers, underwriters, and sponsors of private label mortgage-backed securities worth \$13 billion; and putative classes of mortgage borrowers in cases relating to unfair and deceptive treatment by mortgage servicers and banks during and after the financial crisis. Ryan is also involved in complex intellectual property litigation, representing the Navajo Nation in a trademark suit involving Urban Outfitters' infringement of the NAVAJO trademark.

Before joining the firm, Ryan served as a law clerk in the Antitrust Division of the Washington State Attorney General where he worked on a multistate investigation concerning an international price-fixing conspiracy as well as on local Washington antitrust matters. In law school, he served as a research assistant to June Besek, chair of the ABA Copyright Task Force.

Outside of work, Ryan enjoys skiing, backpacking, travel and soccer.

BAR & COURT ADMISSIONS

2010, Washington

2011, US District Court for the Western District of Washington

2012, US Court of Appeals for the Ninth Circuit

PROFESSIONAL & CIVIC INVOLVEMENT

Washington State Bar Association, *Member*

King County Bar Association, *Member*

American Bar Association, *Member*

Seattle Academy of Arts & Sciences, *Alumni Board President, Board of Trustees Member Ex Officio*

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DANIEL MENSHER

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PRACTICE EMPHASIS

- Class Action & Consumer Litigation
- Consumer & Data Privacy Protection
- Environmental Litigation
- Mass Personal Injury
- Personal Injury & Wrongful Death

EDUCATION

Wesleyan University

B.A., 1998, History

University of Wisconsin

M.S., 2002, Geography

Lewis & Clark Law School

J.D., *cum laude*, 2007,
Environmental Law Certificate;
Cornelius Honors Society; Articles
Editor, *Environmental Law Review*

Daniel Mensher translates thorough preparation into courtroom success.

Dan practices in Keller Rohrback's nationally recognized Complex Litigation Group with a focus on complex environmental and consumer protection litigation. He enjoys collaborating with his colleagues and clients to identify problems and find creative, convincing solutions.

Dan has litigated important environmental and consumer cases across the country in federal and state court. Before joining the firm, Dan was an environmental law professor at Lewis & Clark Law School in Portland, Oregon, where he also litigated cases involving toxic waste, water pollution, and natural resource management. He has sat on governmental advisory boards and helped to draft key environmental regulations in place today. Dan uses his passion and experience to protect our environment and the people and communities that rely on clean air, water, and products.

BAR & COURT ADMISSIONS

2007, Oregon

2014, Washington

2008, U.S. Court of Appeals for the Ninth Circuit

2008, U.S. District Court for the District of Oregon

2010, U.S. Court of Appeals for the District of Columbia

2011, U.S. District Court for the District of Wisconsin

2014, U.S. District Court for the Eastern District of Washington

PROFESSIONAL & CIVIC INVOLVEMENT

Oregon State Bar Association, *Member*

Washington State Bar Association, *Member*

Earthrise Law Center, Lewis & Clark Law School, *Advisory Council Member*

Northwest Environmental Defense Center, *Board Member*



PUBLICATIONS & PRESENTATIONS

Speaker, Bridgeport Environmental Class Action Webinar, March 2016

Speaker, Harris Martin Porter Ranch Gas Leak Litigation Conference, "Testing of the Air Quality and Expert Witnesses for the Cases," 19 January 2016

Daniel P. Mensher, With Friends Like These...: The Trouble With Auer Deference, 43 *Envtl. Law Rev.* 4 (2013).

Speaker, Oregon Water Law Conference, November 7, 2013 (Addressing issues in Water Quality Trading)

Speaker, Northwest Environmental Conference and Tradeshow, December 11, 2013 (The Precautionary Principle in Environmental Law)

Speaker, RainOps Conference, 2013, Spokane, WA, Longview, WA (Clean Water Act stormwater regulation)

Presenter, Oregon State Bar Environmental and Natural Resources Committee annual Continuing Legal Education Program, 2013 (salmon issues in Oregon and the Pacific Northwest)

Speaker, Oregon State Bar brown bag CLE debate with Oregon DOJ assistant attorney general about the Supreme Court case *Decker v. NEDC*, 2012

Daniel P. Mensher, Common Law On Ice: Using Federal Nuisance Law to Address Global Warming, 37 *Envtl. Law Rev.* 2 (2007).

Chris Rycewicz and Dan Mensher, Growing State Authority Under the Clean Water Act, 22 *Nat. Resources & Env't* 2 (2007).

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IAN MENSHER

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PRACTICE EMPHASIS

- Class Actions
- Employee Benefits & Retirement Security
- Fiduciary Breach
- Financial Products & Services
- Institutional Investors
- Securities

EDUCATION

Wesleyan University

B.A., 2002, Romance Literatures
(French & Italian), *Phi Beta Kappa*

University of Washington

J.D., 2007, Executive Comment
Editor, Pacific Rim Law and Policy
Journal

Ian Mensher understands that different clients have different goals. Ian practices in Keller Rohrback's nationally recognized Complex Litigation Group. He represents both institutional and individual investors in cases involving financial fraud and investment mismanagement. Ian provides frank and honest guidance that is tailored to meet the specific needs of his clients.

After graduating from the University of Washington School of Law, Ian clerked for the Honorable Jerome Farris on the Ninth Circuit Court of Appeals. Ian also clerked for the Honorable Marsha J. Pechman on the U.S. District Court for the Western District of Washington. Ian's rich experience in the federal court system brings a unique and important perspective to guide the important strategic decisions in litigation.

Ian is fluent in French and Italian. He is the president of the Keller Rohrback Cycling Team and spends much of his free time racing both on the road and at the velodrome.

BAR & COURT ADMISSIONS

2007, Washington
2008, U.S. District Court for the Western District of Washington
2008, U.S. Court of Appeals for the Ninth Circuit
2013, U.S. District Court for the Eastern District of Washington

PROFESSIONAL & CIVIC INVOLVEMENT

Washington State Bar Association, *Member*
King County Bar Association, *Member*
Federal Bar Association, *Member*

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MICHAEL W. MEREDITH

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PRACTICE EMPHASIS

- Complex litigation

EDUCATION

Whitman College

BA, *magna cum laude*, 2008

University of Washington School of Law

JD, with honors, 2012

Michael W. Meredith practices in Keller Rohrback L.L.P.'s section for complex litigation, and presently focuses his practice on cases arising out of the foreclosure crisis in the United States including the servicing and securitization of mortgage loans.

Michael is a graduate of the University of Washington School of Law where he graduated with honors. Before joining KR, Michael clerked at the United States District Court for the Western District of Texas, and served as a staff attorney at the Washington Supreme Court.

He also held a number faculty positions at law schools in Washington and elsewhere, where his scholarly work focused on mortgage securitization and network economies.

BAR & COURT ADMISSIONS

Washington, 2012

PROFESSIONAL & CIVIC INVOLVEMENT

Central Washington University, Adjunct Professor

Law School Preparation Institute, Lecturer

Whitman College, Adjunct Professor, *Introduction to Communication & Public Speaking*

PRESENTATIONS & PUBLICATIONS

Kevin V. Tu, Michael W. Meredith, *Rethinking Virtual Currency Regulation in the Bitcoin Age*, 90 Wash. L. Rev. 271 (2015)

Michael W. Meredith, *Four Legs to Stand on: The Unexplored Potential of Civil War Era "Qui Tam" Suits to Advance Animal Rights in the Federal Judiciary*, 4 Seattle J. Envtl. L. 187 (2014)

Mercy W. Buku, Michael W. Meredith, Safaricom and M-Pesa in Kenya: *Financial Inclusion and Financial Integrity*, 8 Wash. J.L. Tech. & Arts 375 (2013)

Michael W. Meredith, *Malaysia's World Trade Organization Challenge to the European Union's Renewable Energy Directive: An Economic Analysis*, 21 Pac. Rim L. & Pol'y J. 399 (2012)

Michael W. Meredith, *The Costs of Failed Private Regulation; Mortgage Electronic Registration Systems (MERS) as Case Study*, Law and Society Conference, Seattle, Washington (2015).

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GRETCHEN OBRIST

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PRACTICE EMPHASIS

- Appeals
- Class Actions
- Consumer Protection
- Employee Benefits and Retirement Security
- Fiduciary Breach
- Financial Products and Services
- Whistleblower

EDUCATION

University of Nebraska - Lincoln

B.S. *with distinction*, 1999,
Women's Studies, UNL Honors
Program

University of Nebraska - Lincoln, College of Law

J.D., *with high distinction*, 2005,
Order of the Coif, Editor-in-Chief,
Nebraska Law Review, 2004-2005

Gretchen Obrist provides her clients with a clear voice in complex cases.

Gretchen is a member of Keller Rohrback's nationally recognized Complex Litigation group whose work as a dedicated advocate dates back nearly two decades to her role at a nonprofit organization focused on impact litigation. Gretchen works closely with clients to help them understand the processes of litigation and negotiation. Her hands-on approach to legal strategy helps her identify and achieve her clients' goals and right the wrongs they have experienced.

With her work as a law clerk and as a litigator, Gretchen has significant experience with a broad range of federal cases at all stages. Her nationwide practice focuses on Employee Retirement Income Security Act ("ERISA") fiduciary breach and prohibited transaction cases. Gretchen's work has helped curtail excessive and conflict-ridden fees in the multi-trillion dollar retirement savings industry and provide recourse to retirement plan participants and beneficiaries who have faced pension reductions, misrepresentations, and other unfair practices related to their retirement plan benefits. Gretchen's ERISA experience includes a successful appeal to the Eighth Circuit in *Braden v. Wal-Mart Stores, Inc.* reversing dismissal of the lead plaintiff's excessive fee case, significant contributions to cases challenging cash balance pension plan conversions by Washington Mutual and JPMorgan, and representation of the employees who lost nearly all of their ESOP savings with the collapse of Bear Stearns.

Gretchen's breadth of practice extends to consumer protection and financial fraud claims, civil rights issues, and qui tam relator representation. She has played a key role in class action and multi-district cases arising out of the collapse of the mortgage securities industry and the residential mortgage modification and foreclosure crisis, including several ERISA actions and a consumer MDL against JPMorgan Chase. Gretchen has made significant contributions to the firm's cases against other large companies, such as Procter & Gamble and Merrill Lynch.

Prior to joining Keller Rohrback, Gretchen served as a law clerk to the Honorable John C. Coughenour, U.S. District Judge for the Western District of Washington. Before obtaining her law degree, she worked at a public defender's office, the Nebraska Domestic Violence Sexual Assault Coalition, and the Nebraska Appleseed Center for Law in the Public Interest—where she recently was profiled for Nebraska Appleseed's 20th Anniversary celebration as an innovator in the organization's earliest days.

Gretchen is a Plaintiff Co-Chair of the ABA Employee Benefits Committee's Fiduciary Responsibility Subcommittee and a Chapter Editor for the ERISA treatise *Employee Benefits Law* (Jeffrey Lewis et al. eds., 3d ed. BNA 2012), whose 4th edition is forthcoming. She frequently speaks at conferences and CLEs, is quoted in pension-related publications, and has published a number of articles related to her practice areas.

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BAR & COURT ADMISSIONS

2005, Washington
2007, U.S. District Court for the Western District of Washington
2008, U.S. District Court for the Eastern District of Michigan
2008, U.S. Court of Appeals for the Eighth Circuit
2010, U.S. Court of Appeals for the Ninth Circuit
2011, U.S. District Court for the Eastern District of Washington
2011, U.S. Court of Appeals for the Second Circuit
2011, U.S. Court of Appeals for the Sixth Circuit

PROFESSIONAL & CIVIC INVOLVEMENT

The William L. Dwyer American Inn of Court, *Member*
American Constitution Society, Puget Sound Lawyer Chapter, *Member*
King County Bar Association, *Member*
Washington State Bar Association, *Member*
American Bar Association, *Member*, Litigation/Labor and Employment Sections

HONORS & AWARDS

Recipient of the 2004 Robert G. Simmons Law Practice Award (first place)
Theodore C. Sorensen Fellow, 2004-2005
National Association of Women Lawyers Outstanding Law Student Award, 2005
Selected to Rising Stars list in *Super Lawyers - Washington*, 2010

PUBLICATIONS & PRESENTATIONS

Quoted in Jacklyn Wille, "Ninth Circuit Adopts Pro-Worker Pension Framework," *Pension & Benefits Daily*, Bloomberg BNA (Apr. 22, 2016) (www.bna.com).

Speaker, ABA Section of Labor and Employment Law, Employee Benefits Committee – Mid-Winter Meeting, Las Vegas, NV, 2016 (Will Class Actions Live After This Supreme Court Term?).

Quoted in Andrea L. Ben-Yosef, "Class Action Suits on Plan Fees Steam Ahead," *Pension & Benefits Blog*, Bloomberg BNA (Feb. 10, 2016) (www.bna.com).

Lynn L. Sarko, Erin M. Riley, and Gretchen S. Obrist, Brief for Law Professors as Amici Curiae in Support of the Petitioners, *Tibble, et al. v. Edison International, et al.*, No. 13-550 (U.S. 2014).

Erin M. Riley and Gretchen S. Obrist, Contributors, "Attorneys Reflect on 40 Years of ERISA's Biggest Court Rulings" *Pension & Benefits Daily*, Bloomberg BNA, discussing *CIGNA Corp. v. Amara*, 131 S.Ct. 1866, 50 EBC 2569 (U.S. 2011) (95 PBD, 5/17/11; 38 BPR 990, 5/24/11) (BNA Sept. 9, 2014) (www.bna.com).

Erin M. Riley and Gretchen S. Obrist, "The Impact of Fifth Third Bancorp v. Dudenhofer: Finally, a Court Gets it Right!" *Pension & Benefits Daily*, Bloomberg BNA (154 PBD, 8/11/2014) (BNA Aug. 11, 2014) (www.bna.com).

Speaker, ABA Joint Committee on Employee Benefits – 24th Annual National Institute on ERISA Litigation, Chicago, IL, 2014 (Fiduciary Litigation: Disclosure & Investment; Ethical Considerations in ERISA Litigation).

Speaker, Western Pension & Benefits Council – 2014 Spring Seminar, Seattle, WA, 2014 (What's New in Fiduciary Litigation?).

Quoted in Jacklyn Wille, "High Court to Address Statute of Limitations for Suits Challenging Retirement Plan Fees," *Pension & Benefits Daily*, Bloomberg BNA (Oct. 3, 2014) (www.bna.com).

Quoted in Jacklyn Wille, "High Court Seeks Government View in *Tibble*; Limitations Period, Deference Level at Issue," *Pension & Benefits Daily*, Bloomberg BNA (Mar. 25, 2014) (www.bna.com).



PUBLICATIONS & PRESENTATIONS CONT.

Speaker, ABA Joint Committee on Employee Benefits – 23rd Annual National Institute on ERISA Litigation, Chicago, IL, 2013 (Fiduciary Litigation Part 1: Disclosure & Investment; Fiduciary Litigation Part 2: Cutting Edge Issues).

Speaker, ABA Section of Labor and Employment Law, Employee Benefits Committee – Mid-Winter Meeting, Charleston, SC, 2013 (ERISA 408(b)(2) and 404(a) Disclosures and the Ongoing Fee Litigation).

Contributing Editor and Writer, Foreclosure Manual for Judges: A Reference Guide to Foreclosure Law in Washington State, A Resource by Washington Appleseed (2013).

Gretchen S. Obrist, "Class of Plans' Actions Could Be Next Wave of ERISA Litigation, Gretchen Obrist Says," ERISA Litigation Tracker: Litigator Q&A, Bloomberg BNA (June 19, 2013) (www.bna.com).

Gretchen S. Obrist, "ERISA Fee Litigation: Overview of Developments in 2012 and What to Expect in 2013," Benefits Practitioners' Strategy Guide, Bloomberg BNA (Mar. 26, 2013) (www.bna.com).

Gretchen S. Obrist, "ERISA Fee Litigation: The Impact of New Disclosure Rules, and What's Next in Pending Cases," Pension & Benefits Daily, Bloomberg BNA (Feb. 21, 2013) (www.bna.com).

Speaker, ABA Section of Labor and Employment Law, Employee Benefits Committee – Mid-Winter Meeting, Savannah, GA, 2011 (Update on ERISA Fee Litigation and the Impact of the Regulations).

Gretchen S. Obrist, Note, The Nebraska Supreme Court Lets Its Probation Department Off the Hook in *Bartunek v. State*: "No Duty" as a Non-Response to Violence Against Women and Identifiable Victims, 83 Neb. L. Rev. 225 (2004).

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DAVID PREMINGER

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New York, NY 10036

(646) 380-6690

dpreminger@KellerRohrback.com

PRACTICE EMPHASIS

- Class Actions
- Employee Benefits & Retirement Security
- Fiduciary Breach

EDUCATION

Rutgers University

B.A., 1969, Mathematics

New York University School of Law

J.D., 1972 New York

David Preminger is a practiced advocate for employees, retirees, and beneficiaries. The resident partner in the firm's Complex Litigation Group New York office, David focuses on Employee Retirement Income Security Act ("ERISA") fiduciary breach class action cases as well as individual benefit claims. He has been litigating ERISA cases for over 40 years, since the Act's passage in 1974. David has been the lead counsel or co-counsel on numerous ERISA cases alleging misconduct in connection with the investment of retirement plan assets, including *Hartman et al. v. Ivy Asset Management et al.*, a case involving fiduciary breach related to Madoff investments that resulted in a \$219 million settlement with consolidated cases. He has been involved in ERISA cases against Bear Stearns, Merrill Lynch, Colonial BancGroup and Marsh & McLennan resulting in multi-million dollar settlements on behalf of class members. David's familiarity with the changes to and nuances of ERISA law allows him to expertly and efficiently interpret the statute and regulations and analyze issues on behalf of his clients. He has handled over 100 trials and in addition to his ERISA experience has extensive experience litigating and negotiating antitrust, real estate, civil rights, family law, and general commercial and corporate matters.

Prior to joining Keller Rohrback, David was a partner at Rosen Preminger & Bloom LLP where his successes included the *In re Masters Mates & Pilots Pension Plan* and *IRAP Litigation*. He was previously a Supervisory Trial Attorney for the Equal Employment Opportunity Commission, a Senior Attorney with Legal Services for the Elderly Poor, and a Reginald Heber Smith Fellow with Brooklyn Legal Services. He is a charter fellow of the American College of Employee Benefits Counsel, a senior editor of *Employee Benefits Law* (Bloomberg BNA), and Chair of the Board of Mabou Mines, an experimental theater company in New York City, for the past 20 years.

BAR & COURT ADMISSIONS

1973, New York

1973, U.S. District Court for the Eastern District of New York

1974, U.S. District Court for the Southern District of New York

1974, U.S. Court of Appeals for the Second Circuit

1976, United States Supreme Court

1991, U.S. District Court for the Western District of New York

1993, U.S. Court of Appeals for the Ninth Circuit

1995, U.S. District Court for the Northern District of New York

2001, U.S. Court of Appeals for the District of Columbia Circuit

2006, U.S. Court of Appeals for the Seventh Circuit

2010, U.S. Court of Appeals for the Fourth Circuit

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LAW OFFICES ♦ L. L. P.

PROFESSIONAL & CIVIC INVOLVEMENT

The Association of the Bar of the City of New York,
Member, Committee on Employee Benefits, 1993-1996;
1996-1999; 2002-2005; Committee on Legal Problems of
the Aging, 1985-1988

New York State Bar Association, *Member*

American Bar Association, *former Co-Chair*, Fiduciary
Responsibility Subcommittee; Committee on Employee
Benefits, Labor and Employment Section; former Co-
Chair, Subcommittee on ERISA Preemption and the
Subcommittee on ERISA Reporting and Disclosure

American College of Employee Benefits Counsel, *Member
and Charter Fellow*

PUBLICATIONS & PRESENTATIONS

Mr. Preminger regularly speaks at conferences on ERISA
and employee benefits litigation and has lectured at New
York University School of Law, Saint John's University
School of Law, and Rutgers University, and has testified
before Congress on proposed amendments to ERISA and
participated in New York State Attorney General's hearings
on protection of pension benefits.

Senior Editor, Employee Benefits Law (BNA)

Preminger & Clancy, *Aspects of Federal Jurisdiction Under
Sections 301(c)(5) and 302(e) of The Taft-Hartley Act – The
"Sole and Exclusive Benefit Requirement,"* 4 Tex. S. U. L. Rev.
1 (1976).

David S. Preminger, E. Judson Jennings & John Alexander,
*What Do You Get With the Gold Watch? An Analysis of the
Employee Retirement Income Security Act of 1974.* 17 Ariz. L.
Rev. 426 (1975).

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MATTHEW PREUSCH

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PRACTICE EMPHASIS

- Consumer & Data Privacy Protection
- Environmental Law

EDUCATION

Pomona College

B.A., 2000, Politics, Philosophy, and Economics

Lewis & Clark Law School

J.D., magna cum laude, 2013, Environmental & Natural Resources Law Certificate

Matthew Preusch practices in Keller Rohrback's nationally recognized Complex Litigation Group. Before joining Keller Rohrback, Matthew served as an honors attorney in the Oregon Department of Justice's appellate and trial divisions. He was a judicial extern for the Hon. Michael W. Mosman in the District of Oregon during law school. Prior to his legal career, he spent ten years as a journalist in the Pacific Northwest, covering regional and national news for The Oregonian, The New York Times, and other publications.

BAR & COURT ADMISSIONS

2014, California

2014, U.S. District Court for the Central District of California

2014, U.S. District Court for the Eastern District of California

2014, U.S. District Court for the Northern District of California

2014, U.S. District Court for the Southern District of California

2014, U.S. Court of Appeals for the Ninth Circuit

2013, Oregon

2013, U.S. District Court for the District of Oregon

PROFESSIONAL & CIVIC INVOLVEMENT

Oregon State Bar Association, Environmental and Natural Resources Section, Case Notes Editor

Federal Bar Association, Member

PRESENTATIONS & PUBLICATIONS

Panelist, Lewis and Clark Law School, Public Interest Law Project, "Cutting-Edge Bet the Company Mega Class Action CLE" February 2016

Speaker, Harris Martin Porter Ranch Gas Leak Litigation Conference, "Remedies," 19 January 2016

Don't Say, "No Comment": How To Ethically and Effectively Talk to Reporters, Santa Barbara County Bar Association (Sep. 16, 2015)

Oregon State Bar Environmental & Natural Resources Section Case Notes (July 2015)

Matthew Preusch, Tim Weaver, Yakama Tribes' Salmon Champion, Says His Goodbyes, The Oregonian (Jan. 1, 2010).

Matthew Preusch, DEQ to Help Polluter Seek Federal Break on Mercury Emission, The Oregonian (Aug. 19, 2009).

Matthew Preusch, Amid Forests Ashes, A Debate Over Logging Profits is Burning On, The New York Times (Apr. 15, 2004)

Panelist, Bridgeport Consumer Class Action Litigation Conference, "Current State of the Law on Ascertainability and Standing," January 2016

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JACOB RICHARDS

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PRACTICE EMPHASIS

- Employee Benefits and Retirement Security
- Complex Litigation

EDUCATION

San Francisco State University

B.A., 2007

University of California at Berkeley School of Law

Order of the Coif – J.D., 2010

Jacob Richards joined Keller Rohrback as an associate attorney in 2015.

Prior to joining the firm, he served as a law clerk to the Honorable Edward M. Chen of the United States District Court for the Northern District of California. From 2010 to 2012, he served as a law clerk for Administrative Law Judge Steven Berlin in the United States Department of Labor, where he focused on cases involving workers' compensation, wage and hour laws, and employee whistleblower protections.

Before attending law school, Mr. Richards worked for the Gay, Lesbian, Bisexual, Transgender Historical Society. He also served on the Transgender Law Center's Board of Directors from 2011 to 2012. During law school, he interned with the East Bay Community Law Center's Neighborhood Justice Clinic, where he represented homeless people charged with quality of life infractions. He also completed internships with the National Center for Lesbian Rights and the American Civil Liberties Union's LGBT & AIDS Project.

BAR & COURT ADMISSIONS

2010, California

PROFESSIONAL & CIVIC INVOLVEMENT

Transgender Law Center, Board of Directors 2011-2012 and 2014 to present
American Bar Association, Labor and Employment Section, Member
National Employment Lawyers Association (NELA), Member
Bay Area Lawyers for Individual Freedom (BALIF), the Bay Area's LGBT bar association, Member
Coalition on Homelessness Volunteer Citation Defense Attorney, Member
Spring – Summer 2011

HONORS & AWARDS

Super Lawyers List, Super Lawyers magazine, 2005-2015
Top 100 Lawyers in Northern California, Super Lawyers magazine, 2010-2015
Top Attorney for ERISA Plaintiffs in the San Francisco Bar Area, The Recorder
Forty Top Benefits Attorneys, The National Law Journal, 1998



PUBLICATIONS & PRESENTATIONS

National Employment Lawyers Association Annual Convention, Los Angeles, June 22-25, 2016, "Advocating for the Rights of LGBT Employees" (panelist) (upcoming).

Joint Committee on Employee Benefits Government Invitational, Baltimore, March 31, 2016, "Transgender Benefits – What Needs to Be Provided and Current Developments" (co-moderator) (upcoming).

Colorado Plaintiff Employment Lawyers Association, Denver, March 14, 2016, "Advocating for the Rights of LGBT Employees" (co-presenter).

Midwinter Meeting of ABA Employee Benefits Committee, Las Vegas, February 11, 2016, "ACA's Expansive Nondiscrimination Provision and Transgender Benefits" (panelist).

Transgender Law Symposium, Chicago, August 7, 2015, Employment Law Panel (panelist).

Lavender Law: The LGBT Bar Annual Conference, Chicago, August 5/6, 2015, "Transgender Health Care Exclusions, Present and Future, Lavender Law Conference" (panelist).

"Sex Discrimination and Transgender Healthcare Coverage," Employee Benefits Committee Newsletter, Summer 2015 (ABA).

Welfare Plans, Chapter 1, "ERISA Litigation" (BNA 2015, 2016) (Chapter Editor 2015, 2016 updates).

National Transgender Health Summit, Oakland, California, April 18, 2015, "Beyond the Affordable Care Act: Using Litigation and Legal Advocacy as Strategies to Advance Transgender Health Access" (panelist).

"From One to Windsor: Sixty Years of the Movement for LGBT Rights," GP Solo, November/December 2014 (ABA).

Shaking the Foundations Conference, Stanford Law School, October 18, 2014. "Advocating for LGBTQ Workplace Equality" (panelist).

Doing Justice at Plaintiff Side Firms, U.C. Berkeley School of Law, February 25, 2014 (panelist).

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ERIN RILEY

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PRACTICE EMPHASIS

- Appeals
- Class Actions
- Employee Benefits & Retirement Security
- Fiduciary Breach
- Financial Products and Services
- Securities

EDUCATION

Gonzaga University

B.A., *cum laude*, 1992, French & History

University of Wisconsin Law School

J.D., *cum laude*, 2000, Wisconsin Law Review

Erin Riley knows that strong relationships are key in complex cases.

Erin was a summer associate at Keller Rohrback in 1999, and joined Keller Rohrback's complex litigation group in 2000.

Since the Fall of 2001, her practice has focused on representing employees and retirees in ERISA actions involving defined contribution, defined benefit, and health benefit plans. She has successfully litigated a number of ERISA breach of fiduciary duty cases including cases filed against Washington Mutual, Merrill Lynch and WorldCom. Erin has worked on ERISA-related articles and amicus briefs, and has spoken at ERISA-related conferences. She is the Plaintiffs' Co-Chair of the Civil Procedure Subcommittee for the ABA Employee Benefits Committee, and is currently a senior editor and a chapter editor of the Employee Benefits Law treatise.

She earned her J.D. from the University of Wisconsin, where she served as an editor of the Wisconsin Law Review. She received her undergraduate degree from Gonzaga University.

When not at work, Erin enjoys spending time with her family and friends.

BAR & COURT ADMISSIONS

2000, Wisconsin
2000, Washington

PROFESSIONAL & CIVIC INVOLVEMENT

Wisconsin State Bar Association, *Member*

King County Bar Association, *Member*

Washington State Bar Association, *Member*

Civil Procedure Sub-Committee for the ABA Employee Benefits Committee, *Plaintiffs' Co-Chair*

HONORS & AWARDS

Selected to Rising Stars list in *Super Lawyers - Washington*, 2009

PUBLICATIONS & PRESENTATIONS

Quoted in Jacklyn Wille, "Ninth Circuit Adopts Pro-Worker Pension Framework," *Pension & Benefits Daily*, Bloomberg BNA (Apr. 22, 2016) (www.bna.com).

"*Amgen Inc. v. Harris*: What is the Status of ERISA Company Stock Cases Post-*Amgen*," ABA Employee Benefits Committee Newsletter, Spring, 2016.

Speaker, ACI ERISA Litigation, Chicago, IL, 2016 (Supreme Court Roundup).

KELLER ROHRBACK

LAW OFFICES ♦ L.L.P.

PUBLICATIONS & PRESENTATIONS (CONT)

Panelist, ABA Section of Labor and Employment Law, Employee Benefits Committee – Mid-Winter Meeting, Las Vegas, NV, 2016 (mock mediation).

Quoted in Andrea L. Ben-Yosef, “Class Action Suits on Plan Fees Steam Ahead,” *Pension & Benefits Blog*, Bloomberg BNA (Feb. 10, 2016) (www.bna.com).

Br. of Amicus Curiae of Pension Rights Center in Supp. of Petition, *Pundt v. Verizon Communications*, No. 15-785 (U.S. 2016).

Br. of Amicus Curiae AARP and National Employment Lawyers Association in Supp. of Pls.-Appellees, *Whitley v. BP, P.L.C.*, No. 15-20282 (5th Cir. Oct. 28, 2015).

Br. of The Pension Rights Center as Amicus Curiae in Supp. of Resp't, *Spokeo, Inc. v. Robins*, No. 13-1339 (U.S. Sept. 4, 2015).

Lynn L. Sarko, Erin M. Riley, and Gretchen S. Obrist, Brief for Law Professors as Amici Curiae in Support of the Petitioners, *Tibble, et al. v. Edison International, et al.*, No. 13-550 (U.S. 2014).

Quoted in Jacklyn Wille, “High Court to Address Statute of Limitations for Suits Challenging Retirement Plan Fees,” *Pension & Benefits Daily*, Bloomberg BNA (Oct. 3, 2014) (www.bna.com).

Speaker, Western Pension & Benefits Council – 2014 Spring Seminar, Seattle, WA, 2014 (What’s New in Fiduciary Litigation?).

Erin M. Riley and Gretchen S. Obrist, Contributors, “Attorneys Reflect on 40 Years of ERISA’s Biggest Court Rulings” *Pension & Benefits Daily*, Bloomberg BNA, discussing *CIGNA Corp. v. Amara*, 131 S.Ct. 1866, 50 EBC 2569 (U.S. 2011) (95 PBD, 5/17/11; 38 BPR 990, 5/24/11) (<http://www.bna.com>)

Erin M. Riley and Gretchen S. Obrist, “The Impact of Fifth Third Bancorp v. Dudenhoefter: Finally, a Court Gets it Right!” *Pension & Benefits Daily*, Bloomberg BNA (154 PBD, 8/11/2014) (<http://www.bna.com>).

Lynn L. Sarko and Erin M. Riley, Brief for Law Professors as Amici Curiae in Support of the Respondents, *Fifth Third Bancorp v. Dudenhoefter*, No. 12-751 (U.S. March 5, 2014).

“Erin M. Riley Explores the Pro-Plaintiff Aspects of the Citigroup Ruling”, ERISA Litigation Tracker: Litigator Q&A, Bloomberg BNA (Dec. 1, 2011). Reproduced with permission from ERISA Litigation Tracker Litigator Q & A (Dec. 5, 2011). Copyright 2011 by The Bureau of National Affairs, Inc. (800-372-1033)

Sarah H. Kimberly, Erin M. Riley, “Court Declines to Limit Damages in Neil v. Zell”, ABA Employee Benefits Committee Newsletter (Spring, 2011).

Derek W. Loeser, Erin M. Riley and Benjamin Gould, “2010 ERISA Employer Stock Cases: The Good, the Bad, and the In-Between Plaintiffs’ Perspective”, Bureau of National Affairs, Inc. (Jan. 28, 2011).

Derek W. Loeser and Erin M. Riley, “The Case Against the Presumption of Prudence”, Bureau of National Affairs, Inc. (Sept. 10, 2010).

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PRACTICE EMPHASIS

- Medical Malpractice Litigation
- Products Liability - Plaintiffs
- Personal Injury Litigation
- Commercial Litigation
- Complex Litigation

EDUCATION

Arizona State University

B.S., summa cum laude, 1976, Bio-
Ag Sciences

Washington State University College of Veterinary Medicine

D.V.M., summa cum laude, 1980

Washington State University College of Veterinary Medicine

M.S., 1983, Veterinary Anatomy

Arizona State University College of Law

J.D., summa cum laude, 1986,
Order of the Coif

As a licensed veterinarian, Mark's medical knowledge helps get his clients the results they deserve.

Given his strong medical science background, Mark's practice focuses on tort law, including medical negligence, product liability, and other significant personal injury cases. He has nearly 30 years of experience litigating medical malpractice cases with victories including the landmark Edwards verdict, a transfusion-associated AIDS case which remains one of the largest personal injury verdicts in Arizona history. Mark was born in New York, but he moved to the Phoenix area in 1959 and grew up there. He practiced from 1986 to 1995 at Meyer, Hendricks, Victor, Osborn & Maledon, becoming a member in 1992. In 1995, Mark formed Dalton Gotto Samson & Kilgard, P.L.C. ("DGSK") and was one of the members of DGSK who formed Keller Rohrback P.L.C. in 2002.

BAR & COURT ADMISSIONS

1986, Arizona

1986, U.S. District Court for the District of Arizona

1986, U.S. Court of Appeals for the Ninth Circuit

1986, U.S. Supreme Court

2008, Washington, D.C.

PROFESSIONAL & CIVIC INVOLVEMENT

Maricopa County Bar Association, *Member*

Arizona State Bar Association, *Member*

American Association for Justice, *Member*

Arizona Association for Justice, *Sustaining Member*

PUBLICATIONS & PRESENTATIONS

Speaker, National Meeting of American Veterinary Medical Law Association, Tort and regulatory issues affecting veterinarians, 1995.

Chairman, Maricopa County Bar Association Seminar on Anatomy, 1994.

Chairman, Maricopa County Bar Association Seminar on Medical Malpractice in the Ages of Disclosure.

Speaker, Arizona Trial Lawyers Association Medical Malpractice Seminar, *Use of medical literature in the courtroom*, 1996; New legal theories in medical malpractice, 1999.

Co-Chair, Arizona Trial Lawyers Association, Anatomy of Pain, 2002.

Speaker, Arizona Veterinary Medical Association, *Application of legal principles to veterinary medicine*, 1999-2003.



PUBLICATIONS & PRESENTATIONS (CONT)

Speaker Arizona Paralegal Association, Settlement conferences versus trial in medical malpractice cases, 2002; Changes and issues in Arizona's ethical rules for attorneys, 2003.

Maricopa County Bar Association, *Punitive Damages after Campbell v. State Farm*, May 2003.

Chairman, Arizona State Bar, New Ethical Rules in Arizona, Oct. 2003.

Maricopa County Bar Association, Liens Again, 2004.

Maricopa County Bar Association, Arizona Appellate Update, 2005.

Co-Chairman, Arizona Trial Lawyers Association, Liens, Jan. 2006.

Blackwell's 5-Minute Veterinary Manager, Negotiation (2006).

Chairman, Arizona Trial Lawyers Association, *Rapid Fire on Litigation Issues*, Oct. 2006.

Co-Chairman, Arizona Trial Lawyers Association, Trial Practice - Damages, 2007.

Arizona Trial Lawyers Association, Issues in FTCA Claims, 2008.

Arizona Trial Lawyers Association, *Loss of a Chance in Med Mal Cases*, 2008.

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KARIN SWOPE

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PRACTICE EMPHASIS

- Appeals
- Class Actions
- Consumer Protection
- Employee Benefits and Retirement Security
- Employment Law
- Fiduciary Breach
- Intellectual Property Litigation
- Intellectual Property Counseling
- Securities

EDUCATION

Amherst College

B.A., magna cum laude, 1987, Phi Beta Kappa

Columbia Law School

J.D., 1993

Harlan Fiske Stone Scholar
Executive Articles Editor,
Columbia Human Rights Law
Review

Paul Bernstein Scholarship
Recipient

Karin Swope is focused on client success. As a member of the firm's nationally recognized Complex Litigation Group, Karin represents clients in intellectual property litigation and counseling, consumer protection law, ERISA law, antitrust and securities litigation, with a particular emphasis in federal court litigation. Ms. Swope has represented clients for over 20 years in proceedings before the United States Patent and Trademark Office, as well as in state and federal courts across the country. She has represented companies and sovereign nations in protecting their intellectual property rights. She has protected the retirement funds of employees whose employers had breached their fiduciary duties in violation of ERISA, in cases against Washington Mutual, State Street Bank and Regions Financial Corporation, among others. She has helped consumers fight against unfair and deceptive practices, and has helped to change consumer protection law in the process. She has also represented shareholders in complex securities litigation.

Following her graduation from Columbia Law School, Karin served as a law clerk to the Honorable John C. Coughenour in the U.S. District Court for the Western District of Washington, and as a law clerk to the Honorable Robert E. Cowen of the U.S. Court of Appeals, Third Circuit. She has been an Adjunct Professor of Intellectual Property Law at Seattle University School of Law since 2008.

BAR & COURT ADMISSIONS

- 1994, Washington
- 1997, U.S. District Court for the Western District of Washington
- 1997, U.S. Court of Appeals for the Ninth Circuit
- 2006, U.S. District Court for the Northern District of California
- 2006, U.S. District Court for the Central District of California
- 2007, U.S. Court of Appeals for the Second Circuit
- 2009, Western District of Tennessee
- 2010, U.S. Patent and Trademark Office
- 2010, U.S. District Court for the Middle District of Florida
- 2010, U.S. Court of Appeals for the Eleventh Circuit
- 2010, U.S. Supreme Court
- 2015, U.S. Court of Appeals for the Tenth Circuit

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PROFESSIONAL & CIVIC INVOLVEMENT

Adjunct Professor, Seattle University School of Law,
Intellectual Property Law

National Employment Lawyers Association, *ERISA Amicus
Committee Member and Amicus Brief Writer*

ABA Tort, Trial and Insurance Law Journal, *Associate Editor*

Washington State Bar Association, *Member*

American Bar Association, *Member*, Tort Trial & Insurance
Practice and Intellectual Property sections

King County Bar Association, *Member*, Intellectual Property
section

HONORS & AWARDS

Selected to Rising Stars list in *Super Lawyers - Washington*,
2006

PUBLICATIONS & PRESENTATIONS

Speaker, Federal Court Practice Bootcamp, 2011

Speaker, National Employment Lawyers Association
Annual Convention, Atlanta, GA, ERISA Hot Topics, 2008.

Co-Chair and Speaker, WSBA CLE, IP For the Rest of Us,
2007-2009.

Speaker, WSBA CLE, 11th Annual Intellectual Property
Institute, The Year in Trademark Law, 2006.

Speaker, King County Bar Association CLE, Electronic
Discovery, 2006.

Speaker, WSBA CLE, Hot Trends in Intellectual Property
Damages, 2005.

Karin B. Swope, 5K2.0 Departures: A Backdoor out of the
Federal Sentencing Guidelines, 24 Colum. Hum. Rts. L. Rev.
135 (1993).

Executive Articles Editor, Columbia Human Rights Law
Review, 1992-1993.

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HAVILA UNREIN

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PRACTICE EMPHASIS

- Class Actions
- Consumer Protection
- Employee Benefits and Retirement Security
- Environmental Contamination
- Fiduciary Breach
- Financial Products and Services
- Mass Personal Injury
- Securities
- Whistleblower

EDUCATION

Dartmouth College

B.A., *magna cum laude*, 2003,
Russian Area Studies

University of Washington School of Law

J.D./LL.M. (Tax), *with honors*, 2008

Havila Unrein gives her clients a voice in the legal system. Havila practices in Keller Rohrback's nationally recognized Complex Litigation Group, where she is dedicated to helping clients who have been harmed by others engaged in fraud, cutting corners, and abuses of power.

Havila made significant contributions to *Hartman et al. v. Ivy Asset Management et al.*, a case involving fiduciary breach related to Madoff investments that resulted in a \$219 million settlement with consolidated cases. She currently represents plaintiffs in multiple cases alleging violations of the Employee Retirement Income Security Act of 1974 ("ERISA") by healthcare institutions attempting to claim exempt "church plan" status under ERISA.

During law school, Havila provided tax and business advice to low-income entrepreneurs and high-tech start-ups as a student in the Entrepreneurial Law Clinic. She also served as an extern to the Honorable Stephanie Joannides of the Anchorage Superior Court. Prior to law school, Havila worked and studied abroad in Russia, Azerbaijan, and the Czech Republic.

BAR & COURT ADMISSIONS

2008, Washington
2009, U.S. District Court for the Western District of Washington
2012, Montana
2012, U.S. Court of Appeals for the Ninth Circuit
2012, U.S. District Court for the District of Montana
2013, California
2013, U.S. District Court for the District of Colorado
2013, U.S. District Court for the Central District of California
2013, U.S. District Court for the Eastern District of California
2013, U.S. District Court for the Northern District of California
2013, U.S. District Court for the Southern District of California
2014, U.S. Court of Appeals for the Sixth Circuit

PROFESSIONAL & CIVIC INVOLVEMENT

California State Bar Association, *Member*
Santa Barbara County Bar Association, *Member*
Washington State Bar Association, *Member*
King County Bar Association, *Member*
Montana State Bar Association, *Member*

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PRACTICE EMPHASIS

- Class Actions
- Consumer Protection
- Environmental Litigation
- Employee Benefits and Retirement Security
- Fiduciary Breach Financial Projects and Services
- Institutional Investors
- Securities
- Whistleblower

EDUCATION

Brown University

B.A., *with honors*, 1993 Sociology

University of Virginia School of Law

J.D., 1998; Editor in Chief, *Virginia Environmental Law Journal*, 1997-1998

Amy Williams-Derry's practice at Keller Rohrback L.L.P. combines her passion for protecting people and the environment with her talent and experience in commercial litigation, complex financial transactions, and consumer protection.

Amy is a senior member of the complex litigation group at Keller Rohrback, where she draws on her diverse background representing plaintiffs, defendants, and coordinating with federal and state governmental entities to secure the best results for her clients. Prior to law school, Amy worked on environmental and transportation issues in Washington, D.C. At the University of Virginia School of Law, Amy was the Editor-in-Chief of the Virginia Environmental Law Journal.

After practicing commercial litigation for five years with a prominent Seattle firm, Amy applied her trial, arbitration, and mediation experience to an environmental law fellowship in the non-profit sector. Working with Earthjustice, she fought for salmon, old-growth timber forests, and endangered species in litigation in state and federal courts throughout the Pacific Northwest.

Amy joined Keller Rohrback in 2005 with this wealth of experience in commercial litigation and environmental law. At Keller Rohrback, Amy has expanded her docket to include complex class actions, investor cases, and multi-defendant actions. Amy thrives on solving complex problems by looking at them from a variety of angles, and her practice has flourished at Keller Rohrback where she has played key roles in cases nationwide in ERISA, securities, complex financial transactions, consumer protection, and environmental actions on behalf of both institutions and individuals.

Amy has represented clients in proceedings involving the U.S. Department of Justice, as well as in mediation and arbitration settings, including before the National Labor Relations Board, National Association of Securities Dealers, and the New York Stock Exchange. Amy's current representative cases include Federal Home Loan Bank of Boston v. Ally Financial, Inc., et al. (D. Mass.), Federal Home Loan Bank of Chicago v. Banc of America Funding Corp., et al. (Cook Cty. Ill.), and In re Volkswagen "Clean Diesel" Marketing, Sales Practices and Products Liability Litigation (N.D. Cal.).

BAR & COURT ADMISSIONS

1998, Washington

1998, U.S. District Court for the Western District of Washington

1998, U.S. District Court for the Eastern District of Washington

1999, U.S. Court of Appeals for the Ninth Circuit

2007, U.S. District Court for the Eastern District of Michigan

2007, U.S. Court of Appeals for the Second Circuit

2014, U.S. Court of Appeals for the First Circuit

2015, US Supreme Court

2015, Massachusetts

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L A W O F F I C E S ♦ L . L . P .

PROFESSIONAL & CIVIC INVOLVEMENT

King County Bar Association, *Member*
Washington State Bar Association, *Member*
American Bar Association, *Member*
WithinReach, *Board of Directors*, 2006-2009
The Evergreen School, *Annual Giving Co-Chair*, 2012-2013
Washington Women Lawyers, *Member*
King County Washington Women Lawyers, *Member*
The National Association of Public Pension Attorneys,
Member

HONORS & AWARDS

Selected to Rising Stars list in *Super Lawyers - Washington*,
2003-2009
AV[®], Peer Review Top-Rated by Martindale-Hubbell

PUBLICATIONS & PRESENTATIONS

*No Surprises After Winstar: Contractual Certainty and Habitat
Conservation Planning Under the Endangered Species Act*, 17
Va. Env'tl. L.J. 357 (1998)

Presenter, American Law Institute-American Bar
Association ERISA Conference, *Employer Stock Cases and
Cash Balance Plans*, Scottsdale, AZ, 2008.

Presenter, Washington State Bar Association, Employment
Benefits CLE, *Hot Topics in ERISA Class Action Litigation*,
Seattle, WA, 2010.

Presenter, HarrisMartin MDL Conference: *Fantasy Sports,
Volkswagen, Porsche, and Pharmaceutical Litigation*, Cape
Coral, FL 2016

Presenter, HarrisMartin *Aliso Canyon Gas Leak Litigation
Conference*, Santa Barbara, CA 2016.

Presenter, HarrisMartin MDL Conference: *Environmental
Contamination Cases*, Seattle, WA 2016.

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PRACTICE EMPHASIS

- Class Actions
- Consumer & Data Privacy Protection
- Environmental Litigation
- Mass Personal Injury
- Medical Negligence

EDUCATION

University of Puget Sound

B.S., 1982

Notre Dame Law School

J.D., 1985

Mike Woerner works for the public good. A member of Keller Rohrback's nationally recognized Complex Litigation Group since 1985, Mike focuses on class action and mass personal injury cases. He is skilled at focusing the Courts' attention on key issues in litigation and at negotiating favorable settlements to bring relief to people who have experienced physical, emotional, and financial harm from environmental contamination, dangerous pharmaceutical drugs, and other negligent acts with far-reaching consequences.

Mike was a member of the litigation team that received the 1995 Trial Lawyer of the Year Award from Trial Lawyers for Public Justice for the In re Exxon Valdez litigation resulting from the devastation of thousands of miles of fishing ground around Prince William Sound, Kodiak Island, Chignik, and Cook Inlet after the infamous oil spill. He has more recently represented hundreds of clients in multiple states at risk of heart-valve damage or primary pulmonary hypertension from fen-phen diet drugs. Mike also has experience litigating and negotiating widespread medical negligence issues and misconduct by fiduciaries charged with investing retirement plan assets. With his focus on impact litigation, Mike strives to achieve full compensation for his clients as well as to compel institutional reform and change the conduct of powerful bad actors to prevent them from causing future harm.

Outside of work, Mike enjoys traveling with his family experiencing new places and cultures, as well as staying closer to home cheering on his kids' basketball and volleyball teams.

BAR & COURT ADMISSIONS

1985, Washington

PROFESSIONAL & CIVIC INVOLVEMENT

King County Bar Association, *Member*

Washington State Bar Association, *Member*

American Bar Association, *Member*

HONORS & AWARDS

Trial Lawyer of the Year – Trial Lawyers for Public Justice, 1995

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RONAN

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Exhibit 19

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

ARKANSAS TEACHER RETIREMENT SYSTEM,)
on behalf of itself and all others similarly situated,) No. 11-cv-10230 MLW
)
Plaintiffs,)
)
v.)
)
STATE STREET BANK AND TRUST COMPANY,)
)
Defendant.)

ARNOLD HENRIQUEZ, MICHAEL T. COHN,)
WILLIAM R. TAYLOR, RICHARD A. SUTHERLAND,) No. 11-cv-12049 MLW
and those similarly situated,)
)
Plaintiffs,)
)
v.)
)
STATE STREET BANK AND TRUST COMPANY,)
STATE STREET GLOBAL MARKETS, LLC and)
DOES 1-20,)
)
Defendants.)

THE ANDOVER COMPANIES EMPLOYEE SAVINGS)
AND PROFIT SHARING PLAN, on behalf of itself, and) No. 12-cv-11698 MLW
JAMES PEHOUSHEK-STANGELAND, and all others)
similarly situated,)
)
Plaintiffs,)
)
v.)
)
STATE STREET BANK AND TRUST COMPANY,)
)
Defendant.)

**DECLARATION OF J. BRIAN MCTIGUE IN SUPPORT OF MOTION FOR
ATTORNEYS' FEES, REIMBURSEMENT OF EXPENSES, AND INCENTIVE
AWARDS TO CERTAIN CLASS REPRESENTATIVES**

I, Brian McTigue, declare as follows, pursuant to 28 U.S.C. § 1746:

1. I am the founder and managing partner of McTigue Law LLP (“McTigue Law” or “Firm”). McTigue Law is a law firm that focuses its practice on the representation of private pension plans qualified under the Employee Retirement Income Security Act of 1974 (“ERISA”), their trustees, participants, and beneficiaries in class actions—principally involving allegations of improper investment of those ERISA plans’ assets.

2. I submit this declaration in support of Lead Settlement Counsel’s motion for an award of attorneys’ fees, payment of litigation expenses on behalf of McTigue Law, and payment of incentive awards to proposed class representatives Arnold Henriquez, Michael T. Cohn, William R. Taylor, and Richard A. Sutherland each of whom is represented by McTigue Law (“*Henriquez* Plaintiffs”). Each of the *Henriquez* Plaintiffs contributed time and attention to the prosecution of the claims in the above-captioned *Henriquez et al v. State Street Bank State Street Bank and Trust Company and State Street Global Markets LLC and Does 1-20*, No. 11-cv-12049-MLW class action (“Action” or “*Henriquez*”) from our Firm’s filing of the first ERISA Claims in 2011 through August 30, 2016 (the “Time Period”).¹

3. I personally rendered legal services and was responsible for coordinating and supervising the activity carried out by the McTigue Law attorneys and professional staff in the Action, including personally advising and counseling each of the *Henriquez* Plaintiffs.

4. McTigue Law is counsel of record, along with Zuckerman Spaeder LLP and Beins, Axelrod, PC for the *Henriquez* Plaintiffs. Two additional law firms performed work on

¹ McTigue Law and Beins Axelrod, PC originally filed the ERISA Claims in the District of Maryland, Case No.: 1:11-cv-02920-WDQ, complaint filed October 12, 2011. That complaint was withdrawn and the complaint refiled in this District, with the firm of Feinberg, Campbell & Zack, LLP serving as local counsel.

behalf of *Henriquez* Plaintiffs, Feinberg, Campbell & Zack, PC and Richardson, Patrick, Westbrook & Brickman, LLP.

5. In its capacity as counsel of record in *Henriquez*, McTigue Law contributed to this action and performed valuable work on behalf of and for the benefit of the Class.

McTigue Law's Efforts in This Litigation

6. A summary of the work McTigue Law performed and/or participated in follows.

7. The work performed by McTigue Law in *Henriquez* includes the initial representation conferences with, and drafting attorney-client agreements for the *Henriquez* Plaintiffs, who collectively represent four employee benefit plans with more than 350,000 participants and beneficiaries.

8. McTigue Law reviewed hundreds of thousands of pages of defendants' discovery, *Henriquez* Plaintiffs' own documents, and their plans' documents; produced *Henriquez* Plaintiffs' documents to defendants; researched and developed the ERISA legal theories and facts employed in the *Henriquez* complaints; and drafted those complaints. By filing the *Henriquez* complaints, McTigue Law was breaking new ground. It became the first firm in the country to file ERISA claims on behalf of clients with respect to FX transactions.

9. After the *Henriquez* action was filed in this District on November 18, 2011, the staff of McTigue Law zealously litigated its clients' claims. During the Time Period, McTigue Law's work included obtaining and analyzing each of the annual reports during the proposed Class Period for pension plans in which each *Henriquez* Plaintiff participated; reviewing *Henriquez* Plaintiffs' and defendants' documents; negotiating a protective order; developing a motion for jurisdictional discovery; preparing to oppose Defendants' motion to dismiss and persuading them that the ERISA claims would likely survive any such motion; developing and

analyzing damage estimates, both alone and in coordination with other counsel; keeping *Henriquez* Plaintiffs apprised of the litigation through emails, phone calls and meetings; attending the numerous mediation sessions; and interacting with the counsel for the U.S. Department of Labor—all of which resulted in a \$300 million settlement agreement allocating \$60 million of the \$300 hundred million to ERISA Plans and Group Trusts² holding ERISA Plan assets.

10. McTigue Law also reviewed and revised principal settlement documents, filings, and agreements, including certain agreements with proposed settlement service providers such as settlement administrators and escrow agents. McTigue Law counsel also participated in numerous telephone conferences with many other Plaintiffs Counsel.

**McTigue Law’s Efforts Specific to Proposed Class Representatives Who Are
Henriquez Plaintiffs**

11. McTigue Law represents the four *Henriquez* Plaintiffs in this Action: Arnold Henriquez, Michael T. Cohn, William R. Taylor, and Richard A. Sutherland. Plaintiff Arnold Henriquez is a participant in the Waste Management Retirement Savings Plan, an ERISA-covered plan. Plaintiff Michael T. Cohn is a participant in the Citigroup 401(k) Plan, an ERISA-covered plan. Plaintiffs William R. Taylor and Richard A. Sutherland are participants in the Retirement Plan of Johnson and Johnson, an ERISA-covered plan. Each *Henriquez* Plaintiff represented the class of ERISA plans, and each stepped forward to represent their ERISA plan and the Class, despite having no obligation to do so, after the fiduciaries of their respective plans had not stepped forward to assert the plan’s ERISA rights.

12. Each *Henriquez* Plaintiff is a participant in their respective plan. None is an official of their plan, such as a plan trustee. Each is a lay person who has undertaken

² This term is defined in the Settlement Agreement.

responsibility far beyond that required of an ordinary participant. Participants are not required by law, as trustee are, to represent their plan. However, under §502(a) of ERISA, ordinary plan participants may voluntarily, and in my view at some risk to themselves for possible adverse consequences, represent their plan.

13. *Henriquez* Plaintiffs have stepped into the role of plan representative. They have been concerned that the law be enforced, and acted not merely for themselves, but for the Class as a whole. For doing that, I recommend them, and the fruit of their efforts, to the court for approval.

14. Plaintiff Arnold Henriquez, a participant in the Waste Management Retirement Savings Plan, resides in Frederick, Maryland. Mr. Henriquez began work as a truck driver for Waste Management in 1994. Plaintiff Michael T. Cohn, a participant in the Citigroup 401(k) Plan, resides in Highland Park, Illinois. Plaintiff Cohn began contributing to what became the Citigroup 401(k) Plan in 1966 when he began working as a commodities trader for a Citigroup predecessor. Plaintiff William R. Taylor, a participant in the Retirement Plan of Johnson and Johnson, resides in Aston, Pennsylvania. Mr. Taylor started work as a heavy laborer for Johnson and Johnson chemical subsidiary on September 21, 1998. Plaintiff Richard A. Sutherland, a participant in the 401(k) Plan of Johnson and Johnson, began working as pharmaceutical salesman for Johnson and Johnson in January of 1999.

15. Collectively, the four *Henriquez* ERISA Plaintiffs Henriquez, Cohn, Taylor, and Sutherland at the request of McTigue Law searched their personal records for relevant documents. They provided more than 550, totaling more than 3,700 pages for McTigue Law's review.

16. During the course of this litigation, I and other McTigue Law counsel communicated and/or met with the *Henriquez* plaintiffs more than fifty times. I have visited several of the *Henriquez* Plaintiffs at their homes and/or workplaces to discuss and brief them on the litigation. Each has been a personally engaged and responsible named plaintiff.

17. The four Plaintiffs gave their time and attention to the Action, including reading draft and final papers filed in the litigation which McTigue Law sent to them, papers we discussed before and after filing. I was impressed with the resolution each showed in seeking to enforce ERISA and obtaining justice for ERISA participants and beneficiaries across the nation who comprise a large part of the class. The *Henriquez* Plaintiffs were the first ERISA plaintiffs and ERISA claimants in this Action. Their fortitude meant there were those who stepped forward to assert as yet unasserted ERISA claims for their plans and their plans' participants against the institutional defendants in this litigation.

18. Given their important role in this litigation, I respectfully request that the Court, besides approving the Settlement and award of Attorneys' Fees and Litigation Expenses, approve a Service Award to each of the four *Henriquez* Plaintiffs of \$10,000.

Billing and Lodestar Details

19. The schedule attached hereto as Exhibit A is a summary representing the amount of time spent by each attorney and professional support staff-member of my Firm who was involved in the prosecution of the Action, and the lodestar calculation based on my Firm's current billing rates. For personnel who are no longer employed by my Firm, the lodestar calculation is based upon the billing rates for such McTigue Law staffers in their final year of employment by the Firm. The schedule was prepared from contemporaneous daily time records regularly prepared and maintained by my Firm, which are available at the request of the Court.

Time expended in preparing this application for fees and payment of expenses has not been included in this request.

20. The hourly rates for the attorneys and professional support staff in my Firm included in Exhibit A are the same as my Firm's regular rates otherwise charged for their services, which have been accepted in other complex class actions my firm has been involved in.

21. The total number of hours expended by McTigue Law on this Action during the Time Period is 4,914.05. The total lodestar for my Firm for those hours consists of \$2,210,831.00 in attorney time and \$414,672.75 in professional support staff time.

22. In my judgment, having litigated class actions for more than twenty years, the number of hours expended and the services performed by the attorneys and staff at McTigue Law in this action were reasonable and were expended for the benefit of the settlement class in this Action.

23. McTigue Law's lodestar figures are based on the Firm's billing rates, which do not include charges for expense items. Expense items are separately represented in Exhibit B. Such charges are neither represented nor duplicated in the Firm's billing rates.

24. As set forth in Exhibit B, McTigue Law has incurred a total of \$41,412.90 in unreimbursed expenses in connection with the prosecution of the Class Action during the Time Period. In my judgment, based on my experience, these expenses were reasonable and expended for the benefit of the settlement class in this Action.

25. These expenses are reflected on the books and records of the Firm. It is the Firm's policy and practice to prepare such records from expense vouchers; checking account records; credit card statements and receipts and records; and other original source materials. Based on my management of McTigue Law's work in connection with this litigation and my review of these

records, I believe they constitute an accurate record of the expenses actually incurred by the Firm in connection with this litigation.

26. With respect to the expertise and standing of my Firm in asserting ERISA claims, attached hereto as Exhibit C is a brief history of my Firm as well as biographies of the Firm's partners.

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

Executed this 13th day of September, 2016 in Washington, DC.



J. Brian McTigue

Exhibit A

Henriquez v. State Street, et al., 11-12049
McTigue Law LLP Hours from Inception to September 6, 2016

Name	Total	Rate	Lodestar
Attorneys			
J. Brian McTigue, Esq.	1264.84	\$725.00	\$917,009.00
James Moore, Esq.	931.78	\$725.00	\$675,540.50
Regina M. Markey, Esq.	190.09	\$625.00	\$118,806.25
Brooke Edwards, Esq.	6.82	\$400.00	\$2,728.00
Bryan T. Veis, Esq.	430.16	\$550.00	\$236,588.00
Emily Peterson, Esq.	551.96	\$325.00	\$179,387.00
Joshua Erlich, Esq.	248.53	\$325.00	\$80,772.25
Attorney Total	3624.18		\$2,210,831.00
Staff			
David T. Bond, Case Manager	459.65	\$325.00	\$149,386.25
Miyuki Britton, MBA	6.41	\$325.00	\$2,083.25
Michele Chasse, Paralegal	1.49	\$325.00	\$484.25
Sarah McGuane, MBA	784.84	\$325.00	\$255,073.00
Rachel J. Kaplan, Law Clerk	3.00	\$250.00	\$750.00
Julia Cade, Paralegal	34.48	\$200.00	\$6,896.00
Staff Total	1289.87		\$414,672.75
Firm Total	4,914.05		\$2,625,503.75

Exhibit B

Henriquez v. State Street Bank & Trust
McTigue Law Expenses from Inception to September 6, 2016

Type of Expense	SSBT FX
Costs	
Courier/Messenger/Postage	\$252.94
Teleconference	\$609.87
Telephone/Fax	\$459.81
Total Costs	\$1,322.62
Services	
Consultants on FX transactions	\$7,452.50
Copies (In-House Copies at \$0.09/page)	\$3,504.58
Database: EDGAR, Thomson Westlaw, PACER	\$10,374.51
Docket Services	\$23.40
Document Retrieval	\$760.16
Filing	\$118.50
Imaging - OCR	\$253.55
Mediation	\$736.81
Total Services	\$22,233.64
Travel	
Airfare, baggage fee	\$684.20
Airfare, Train	\$5,659.80
Car Rental, Cab, Metro	\$429.56
Hotels	\$4,346.55
Meals, Breakfast	\$39.58
Meals, Dinner	\$222.03
Meals, Lunch	\$39.92
Mileage	\$37.74
Miscellaneous Travel Costs (charger, pens)	\$17.26
Parking	\$140.00
Total Travel	\$11,616.64
Third Party Counsel Advice re: Potential Class Representative	\$6,240.00
TOTAL EXPENSES	\$41,412.90

Exhibit C

MCTIGUE LAW LLP

4530 Wisconsin Ave, NW
Suite 300
Washington, DC 20016

McTigue Law LLP represents trustees and participants in traditional pension plans, 401(k) salary deferral plans, savings plans, and Employee Stock Ownership Plans (ESOPs). The firm confines itself to the litigation of complex class actions, the majority of which are brought under the federal Employee Retirement Income Security Act (ERISA). We represent and protect employees in pension plans when those plans have lost assets because the employer-fiduciaries, trustees and investment managers fail to meet their obligations under ERISA.

We are likely the first law firm, years before the Enron, WorldCom, and Global Crossing scandals, to recognize the need for lawyers focused on litigation to protect plan participants against the growing risks of imprudently-invested 401(k) plans. Participants in these plans directly bear the investment risks of plan investments.

The Finn's representative cases include the following in which the firm served as lead or co-lead class counsel and secured multimillion dollar awards for ERISA plans and participants:

- *In re Bank of New York Mellon Corp. Forex Transactions Litigation*, (S.D.N.Y.) No. 12-md-2335. This Multidistrict Litigation case involved allegations that Bank of New York Mellon systematically overcharged custodial bank clients for a type of foreign exchange transactions known as "standing instruction." McTigue Law brought ERISA class claims, and other firms brought non-ERISA claims. Acting as one of three lead settlement counsel and the only ERISA settlement counsel, McTigue Law achieved a \$335 million settlement, approximately \$70 million of which was allocated to a class of ERISA plans with more than 490,000 members.
- *Presley v. CHH, et al.*, (N.D. Cal.) No. 97-cv-04316 (SC). CHH, was the Los Angeles holding company for the Broadway, Emporium, Capwells, and Weinstocks department stores, with more than 24,000 employees in its 401(k) plan. More than half of the plan's assets were invested in CHH stock when the chain filed for bankruptcy. Nearly \$39 million was recovered for the plan from defendants.
- *In re CMS Energy ERISA Litig.*, (E.D. Mich.) No. 02-cv-72834 (GCS). This litigation, on behalf of more than 10,000 pension plan participants, involves a former Detroit-based utility. A \$28 million settlement was reached in this litigation.
- *In re McKesson HBOC, Inc. ERISA Litig.*, (N.D. Cal.) No. 00-20030 (RMW). Case on behalf of 8,000 participants filed against one of the country's largest healthcare information management companies involving plan investment in company stock. \$23 million settlement.
- *Blyler v. Agee, et al.*, (D. Idaho) No. CV-97-0332 (BLW). This litigation involved pension plans with 8,000 employees sponsored by Morrison Knudsen Corporation which declared bankruptcy in 1996. \$21 million settlement obtained.
- *Figas v. Wells Fargo & Co.* (Wells Fargo ERISA Litig.) (D. Minn.) No. 08-04546. This litigation involved allegations of breaches of ERISA fiduciary duties and prohibited

MCTIGUE LAW LLP

transactions where defendants invested retirement plan savings in proprietary mutual funds with high fees and poor performance. \$17.5 million was recovered for the plan.

- *Sherrill v. Federal Mogul Corp. Ret. Programs Committee, et al.*, (E.D. Mich.) No. 04072949. Plan sponsor bankruptcy with asbestos liability, plan with 12,000 participants. \$12.75 million settlement.
- *Koch v. Dwyer, et al.*, (S.D.N.Y.) No. 98-cv-5519 (RPP). This litigation involved JWP, Inc., a S&P 500 company that declared bankruptcy. A \$6.4 million settlement was reached in 2002 on behalf of JWP's pension plan.

Overall, the firm has prosecuted cases on behalf of hundreds of thousands of plan participants recovering more than \$220 million. Many lawsuits involved alleged fiduciary breaches with respect to a pension plan sponsored by a S&P 500 or similar company.

The firm currently litigates several other cases throughout the United States on behalf of thousands of pension plan participants who have lost retirement assets due to a trustee's or fiduciary's breach of fiduciary duty. These cases include the following ERISA actions:

- *Allen v. Bank of America Corp., Barclays PLC, Citigroup, Inc., J.P. Morgan Chase & Co., et al.* (S.D.N.Y.), No. 15-cv-4285. Alleging breaches of ERISA fiduciary duty, *inter alia*, in manipulating foreign exchange benchmark prices that affected foreign exchange transactions with ERISA plan assets. McTigue Law was appointed Interim Lead Counsel on April 12, 2016.
- *Henriquez v. State Street Bank and Trust Company et al.*, (D. Mass.), No. 1:11-cv-12049-MLW. Alleging breaches of fiduciary duty related to defendants' pricing and execution of foreign exchange transactions for ERISA plans.
- *Leber v. Citigroup*, (S.D.N.Y.) No. 07-09329. Alleging breaches of fiduciary duty where defendants invested retirement plan savings in proprietary mutual funds with high fees and poor performance.
- *In re SunTrust Banks, Inc. 401 (k) Plan Affiliated Funds ERISA Litigation* (N.D. Ga.) No. 1:11-CV-784-ODE. Alleging breaches of fiduciary duty where defendants invested retirement plan savings in proprietary mutual funds with high fees and poor performance.

The Defendants in these cases include fiduciaries and administrators of 401(k) Plans, corporate boards which appointed and failed to monitor the fiduciaries and administrators. The lawsuits allege a variety of federal pension law violations, including that fiduciaries of these pension plans failed to perform fiduciary duties to the funds and their pension plan members as required by federal law, participated in others breaches of fiduciary duty, and engaged in prohibited transactions, involving conflicts-of-interest, under federal pension law.

MCTIGUE LAW LLP

The events beginning in late 2001 and the first half of 2002, including the financial collapse and bankruptcy filings by ENRON, WorldCom, and Global Crossing confirmed the risks that participants in defined contribution pension plans are exposed to because of large portfolios of Company Stock. The nature of this risk to 401(k) plan participants was brought to the attention of the United States Department of Labor in 1997 by Mr. McTigue when he was invited to testify before the Department's pension fund Advisory Council.

PRINCIPAL ATTORNEYS

Brian McTigue

Mr. McTigue founded McTigue Law LLP. Prior to private practice, Mr. McTigue was counsel to committees of the United States House of Representatives and Senate. His legislative work included investigations and legislation pertaining to federal pension law and fund investment.

As a Senate Legal Counsel for Special Projects, Mr. McTigue was responsible 1996 for initiating the first legislative proposal to reduce the percentage of sponsoring corporation stock permitted in the portfolios of 401(k) and similar defined contribution pension plans. The bill represented the first congressional recognition of problems with the typical pension plan of the baby boom generation. Although opposed by many employers and employer groups, several of the concepts embodied in the bill became law. Since, then, Mr. McTigue has assisted congressional offices with draft legislation which would give ERISA fiduciary breach claims greater protection when companies sponsoring plans file for bankruptcy .

Mr. McTigue's congressional investigation of Michael Milken, Drexel Burnham Lambert and the junk bond market was a basis for *FDIC v. Milken, et al.*, brought by the Federal Deposit Insurance Corporation, and which settled for \$1.3 billion. McTigue's congressional investigations of the funding of pension plans with annuities issued by the Executive Life Insurance Company identified problems that later caused Executive Life to become insolvent, and led to numerous class action lawsuits, the U.S. Department of Labor alleging federal pension law violations, the Labor Department's adoption of standards for pension annuities and to the passage of the Pension Annuitants Protection Act.

Prior to his legislative work, Mr. McTigue was an investigative reporter and television news producer for ABC and NBC News. Before working in television he reported from Europe and Africa, where he covered revolution and civil war. His investigative reporting has been awarded Emmys and a George Polk Award.

Mr. McTigue is a graduate of Notre Dame and the Golden Gate University Law School, San Francisco, California. Mr. McTigue is a member of the District of Columbia Bar and the State Bar of California. He is also a member of the Bars of the United States District Courts for the District of Columbia, Northern District of California, and the Eastern District of Michigan.

Mr. McTigue is from Fort Dodge, Iowa.

MCTIGUE LAW LLP

James A. Moore

Mr. Moore is a senior litigation partner with nearly two decades of experience in class action cases in federal and state courts, including, in particular, ERISA retirement plan cases. He is quoted in news articles on cutting-edge ERISA litigation issues.

Mr. Moore has played a major role in securing multimillion dollar awards for 401(k) and pension plan participants in numerous cases, including *In re Bank of New York Mellon Corp. Forex Transactions Litigation*, No. 12-md-2335 (S.D.N.Y.); *Figas v. Wells Fargo & Co.*, No. 08-04546 (D. Minn.); *Dickerson v. Feldman* (Solutia Corp. ERISA Litig.), No. 1:04-CIV-07935 (S.D.N.Y.); *In re RCN Corp. ERISA Litig.*, No. 04-5068 (D.N.J.); *Koch v. Dwyer* (EMCOR Corp. ERISA Litig.), No. 98-CIV-5519 (S.D.N.Y.); and *Byler v. Agee* (Morrison Knudsen Corp. ERISA Litig.), No. 97-00332 (D. Idaho).

Mr. Moore is a 1994 graduate of the University of Michigan Law School, where he served as an Associate and Article editor for the *Michigan Journal of International Law*. He is admitted to practice in the District of Columbia, Pennsylvania, the United States District Court for the District of Columbia, and the U.S. Court of Appeals for the Second, Fourth, and Eleventh Circuits. He serves on the Board of Directors of the Maryland Ornithological Society, and is chair of its investment committee.

Prior to his law career, Mr. Moore earned a Ph.D. in philosophy from the University of Pittsburgh. The Pitt philosophy department has been ranked among the top five in the country. He was awarded the prestigious Mellon Pre-Doctoral Fellowship in his first year of study, and was awarded a Teaching Fellowship to teach logic and philosophy during the remainder of his studies. He earned his Bachelor of Arts from Indiana University-Bloomington, graduating Phi Beta Kappa and with honors.

Prior to joining McTigue Law LLP, Mr. Moore was an attorney with Malakoff, Doyle, & Finberg, P.C., which, together with McTigue Law LLP, pioneered the pursuit of class action suits on behalf of employees who lost retirement savings due to their pension plan fiduciary's imprudent investment in their employer's stock.

Mr. Moore's publications include "Taking Legal Action to Protect Policyholders' Ownership Rights in the Wake of the Continuing Trend Toward Insurance Company Demutualization," *ATLA Insurance Law Section Newsletter*, Fall 2000 (co-author with Ellen M. Doyle), and publications in scholarly journals including the *Harvard International Law Journal*.

MCTIGUE LAW LLP

Regina M Markey

Since beginning her law practice in 2001, Ms. Markey has concentrated on employment, employee benefit, and labor law. Beginning in 2012, her litigation has focused on class action lawsuits against Bank of New York Mellon, State Street Bank and Trust, and other major financial institutions alleging manipulation foreign currency exchange prices charged to retirement and health plans. Ms. Markey has also pursued and settled employment claims, developed a successful ERISA claim against the National Football League benefit plan, argued as a federal appellate advocate, represented a prominent environmental whistleblower who repeatedly exposed failures of the federal government to protect America's communities, advised the U.S. Congress on public safety officer benefit legislation in support of the nation's emergency responders, and was instrumental in a class action charging the U.S. Environmental Protection Agency and its former administrator with Constitutional and statutory violations following 9/11 terrorist attacks on behalf of New York City residents, office workers, and students. Ms. Markey is admitted to practice in the District of Columbia and Pennsylvania, before the United States Court of Appeals for the District of Columbia, the U.S. District Court for the District of Columbia, the U.S. District Court in Maryland, and the U.S. Supreme Court. Ms. Markey is a member of the District of Columbia Bar Association and the American Bar Association. She graduated from the Columbus School of Law at Catholic University of America, Washington, D.C., J.D. (1992), and earned a B.A. in Economics from the University of Connecticut where she was an active member of its Intentional Democratic Community.

Prior to private practice, for more than a decade Ms. Markey's primary professional focus was developing and advancing policies to protect ERISA and public employee pension funds, during which time she advised plans, trustees, labor officials, and financial companies on related governance and programmatic investment issues. For seven years Ms. Markey co-authored the leading labor union publication covering pension participant and investment issues, *Labor and Investments*. She analyzed domestic and foreign retirement systems and actively promoted best practices for retirement funds through strategic advice, writing and presentations.

Ms. Markey has served as the AFL-CIO Staff Retirement Plan's representative to the Council of Institutional Investors; as an observer to the National Conference of Commissioners on Uniform State Law Drafting Committee on the Public Employee Retirement Fund Act; as a founder and coordinator of the Industrial Heartland Labor Investment Forum, a grassroots consortium providing cutting edge analyses of private and public sector pension investment practices; and as an advisor in corporate shareholder accountability actions, and on the implications of the U.S. Supreme Court's *Citizens United* campaign finance decision.

Ms. Markey has spoken on retirement funds and ethics before numerous groups, including the National Coalition of Public Safety Officers; the National Association of Public Pension Attorneys; the California Public Employee Retirement System Board of Trustees; the Communications Workers of America; the Connecticut Treasurer's Stakeholders Conference; the AFL-CIO; and the Super 2000 Pension Conference in Sydney, Australia. Ms. Markey was raised in Emerson, New Jersey and Ridgefield, Connecticut as one of eleven siblings.

* * *

Exhibit 20

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

ARKANSAS TEACHER RETIREMENT SYSTEM,)
on behalf of itself and all others similarly situated,) No. 11-cv-10230 MLW
)
Plaintiffs,)
)
v.)
)
STATE STREET BANK AND TRUST COMPANY,)
)
Defendant.)

ARNOLD HENRIQUEZ, MICHAEL T. COHN,)
WILLIAM R. TAYLOR, RICHARD A. SUTHERLAND,) No. 11-cv-12049 MLW
and those similarly situated,)
)
Plaintiffs,)
)
v.)
)
STATE STREET BANK AND TRUST COMPANY,)
STATE STREET GLOBAL MARKETS, LLC and)
DOES 1-20,)
)
Defendants.)

THE ANDOVER COMPANIES EMPLOYEE SAVINGS)
AND PROFIT SHARING PLAN, on behalf of itself, and) No. 12-cv-11698 MLW
JAMES PEHOUSHEK-STANGELAND, and all others)
similarly situated,)
)
Plaintiffs,)
)
v.)
)
STATE STREET BANK AND TRUST COMPANY,)
)
Defendant.)

**DECLARATION OF CARL S. KRAVITZ IN SUPPORT
OF LEAD COUNSEL’S MOTION FOR AN AWARD OF
ATTORNEYS’ FEES AND PAYMENT OF EXPENSES**

Carl S. Kravitz, Esq., declares as follows, pursuant to 28 U.S.C. § 1746:

1. I am partner in the law firm of Zuckerman Spaeder LLP (“Zuckerman”). I submit this declaration in support of Lead Counsel’s motion for an award of attorneys’ fees and payment of litigation expenses on behalf of all Plaintiffs’ counsel who contributed to the prosecution of the claims in the above-captioned class actions (the “Class Actions”) from August 28, 2012 through August 31, 2016 (the “Time Period”).

2. Zuckerman is counsel of record, with McTigue Law LLP, for plaintiffs in *Henriquez, et al. v. State Street Bank and Trust Co., et al.*, No. 11-cv-12049 MLW. My firm attended court hearings during the Time Period; performed factual and legal research and developed the claims asserted by our clients and the other Plaintiffs; reviewed and analyzed documents produced by State Street Bank; analyzed trading volume data and damages to the class and to ERISA plaintiffs; worked with an expert witness in the field of foreign exchange trading and damages; participated in the many mediation sessions in the Time Period held in Boston, New York and Washington, D.C.; worked on settlement and mediation issues outside of the in-person mediation sessions, including discussions with counsel for State Street; worked and negotiated with the Department of Labor (“DOL”) on numerous issues, including numerous phone conversations; participated in the drafting of settlement documents and court submissions regarding approval of the settlement; and worked with McTigue and Keller Rohrbach (with Zuckerman, collectively “ERISA Counsel”), Lead Counsel and other Plaintiffs’ counsel to develop the case and produce the gross settlement amount of \$300 million to the entire class and the \$60 million allocation to ERISA Plans and qualifying Group Trusts.

3. The schedule attached hereto as Exhibit A is a summary indicating the amount of time spent by attorneys and professional support staff-members of my firm involved in the prosecution of the Class Actions, and the lodestar calculation based on my firm's current billing rates. For personnel who are no longer employed by my firm, the lodestar calculation is based upon the billing rates for such personnel in his or her final year of employment by my firm. The schedule was prepared from contemporaneous daily time records regularly prepared and maintained by my firm, which are available at the request of the Court. Time expended in preparing this application for fees and payment of expenses has not been included in this request.

4. The hourly rates for the attorneys and professional support staff in my firm included in Exhibit A are the same as my firm's regular rates charged for their services, which have been accepted in other complex class actions and are charged to clients paying us currently by the hour.

5. The total number of hours expended on this litigation by my firm during the Time Period is 1,400.50 hours. The total lodestar for my firm for those hours is \$1,174,925.00.

6. My firm's lodestar figures are based upon the firm's billing rates, which rates do not include charges for expenses items. Expense items are billed separately and such charges are not duplicated in my firm's billing rates.

7. As detailed in Exhibit B, my firm has incurred a total of \$38,670.29 in expenses in connection with the prosecution of the Class Actions. The expenses are reflected on the books and records of my firm. These books and records are prepared from expense vouchers, check records and other source materials and are an accurate record of the expenses incurred.

8. With respect to the standing of my firm, attached hereto as Exhibit C is a brief biography of my firm as well as biographies of the firm's partners and attorneys who participated in this Class Action.

I declare under penalty of perjury that the foregoing is true and correct. Executed on September 14, 2016.

Carl S. Kravitz
Carl S. Kravitz

Exhibit A

EXHIBIT A

STATE STREET INDIRECT FX TRADING CLASS ACTION
No. 11-cv-10230, No. 11-cv-12049, No. 12-cv-11698 MLW (D. Mass.)

LODESTAR REPORT

FIRM: Zuckerman Spaeder LLP

REPORTING PERIOD: INCEPTION THROUGH AUGUST 31, 2016

PROFESSIONAL	STATUS*	HOURLY RATE	TOTAL HOURS TO DATE	TOTAL LODESTAR TO DATE
Carl S. Kravitz	P	\$990.00	587.10	\$581,229.00
Dwight Bostwick	P	\$825.00	439.90	\$362,917.50
Graeme Bush	P	\$990.00	46.90	\$46,431.00
Adam Fotiades	P	\$650.00	188.50	\$122,525.00
Afton Hodge	PL	\$225.00	86.85	\$19,541.25
Marshall Wolff	P	\$825.00	51.25	\$42,281.25
TOTAL			1,400.50	\$1,174,925.00

Partner (P)	Paralegal (PL)
Of Counsel (OC)	Investigator (I)
Associate (A)	Research Analyst (RA)
Staff Attorney (SA)	

Exhibit B

EXHIBIT B***STATE STREET INDIRECT FX TRADING CLASS ACTION***
No. 11-cv-10230, No. 11-cv-12049, No. 12-cv-11698 MLW (D. Mass.)**EXPENSE REPORT****FIRM: Zuckerman Spaeder LLP****REPORTING PERIOD: INCEPTION THROUGH AUGUST 31, 2016**

Duplicating	\$1,107.20
Long-Distance Telephone / Fax / Conference Calls	\$271.39
Messengers	\$110.40
Court Hearing & Deposition Transcripts	\$360.22
Online Legal & Financial Research	\$1,470.41
Overnight Delivery Services	\$45.88
Experts/Consultants	\$16,984.93
Litigation Support/Electronic Discovery	\$200.00
Work-Related Transportation/Meals/Lodging	\$17,986.86
Miscellaneous	\$133.00
TOTAL	\$38,670.29

Exhibit C

OUR FIRM

Zuckerman Spaeder LLP is a nationally recognized litigation firm that represents individual and institutional clients in complex, highly contested civil and criminal cases. With offices in Washington, DC; New York; Tampa; and Baltimore, our firm is involved in many of the most significant and topical litigation matters across the country.

Our clients often turn to us to resolve their most challenging legal problems. They do so in part because we count among our ranks many of the nation's most distinguished lawyers, including former federal prosecutors and public defenders as well as attorneys who have served in key roles on Capitol Hill, in federal agencies, and in state government, and who have held top positions in corporate legal departments.

The remarkable experience of our attorneys is second only to the depth of their expertise. Lawyers at Zuckerman Spaeder offer substantive knowledge that encompasses such diverse areas as FDA law, legal and professional ethics, health care fraud, bankruptcy litigation, tax controversy, intellectual property, American Indian law, executive-level employment law, and nonprofit law, among others.

Our firm thrives in those particular cases in which civil litigation and business counseling intersect with white collar investigations and issues of regulatory compliance. We frequently represent clients who are simultaneously involved in these challenging forums, sometimes in cases of national significance.

Zuckerman Spaeder was founded in Washington, DC in 1975 by a highly cohesive group of lawyers with backgrounds as Assistant U.S. Attorneys and public defenders, all devoted to exceptional client commitment. Since then, we have grown because of the recognition that our work has received and because of the addition of exceptional attorneys who share our founding values: a commitment to excellence in the service of our clients; a commitment to decency and fairness in our relationships with our adversaries; and an unqualified and overarching commitment to the full and fair administration of justice.

Zuckerman Spaeder's track record and philosophy have garnered significant recognition from the national legal community. Our firm has been named to *The National Law Journal's* "Midsize Hot List" every year since 2010, and was recognized as a finalist for "Litigation Boutique of the Year" by *The American Lawyer* in 2005 and 2009, both times the competition was held. In 2010, *U.S. News and World Report* recognized Zuckerman Spaeder as one of 27 law firms ranked in the top tier nationally for commercial litigation. Zuckerman Spaeder is also the top-listed firm for white collar criminal defense in *Best Lawyers*, with more attorneys recognized in that category than any other firm in the country.

CARL S. KRAVITZ

OVERVIEW

Carl S. Kravitz has been practicing law in Washington, DC for more than 30 years, earning recognition as a "Leading Lawyer" for business litigation and as a "Local Litigation Star." Mr. Kravitz litigates complex civil cases for both plaintiffs and defendants at the trial and appellate levels in state and federal courts across the country. He has obtained many significant recoveries for plaintiffs in individual, group, and class actions, with settlements ranging up to nearly \$400 million. Mr. Kravitz has also defended companies and executives in significant investigations and litigation. He has been chairman of Zuckerman Spaeder's litigation department for more than a decade.

Mr. Kravitz's practice covers the areas of securities fraud, consumer fraud, bad faith insurance and deceptive trade practices, insurance coverage, civil rights, antitrust, products liability, shareholder rights and corporate governance, fraudulent conveyances, mass torts, toxic torts, professional negligence, wrongful death, partnership disputes, legal ethics, qui tam/false claims act, and general commercial issues. He has represented individuals, groups, and classes challenging Fortune 500 companies, the estate of an NFL legend, wrongfully convicted prisoners, and companies in a wide variety of industries. His cases often deal with high-profile issues, such as matters relating to the financial services industry, fraud, health insurance, worker safety, and sports head injuries, to name a few.

Mr. Kravitz has also led the defense of several significant matters, including, recently, the defense of certain London Market Insurers in coverage litigation concerning lead paint liabilities and the defense of corporate executives in civil, regulatory, and criminal securities fraud investigations and litigation. In the securities arena, he recently obtained dismissals for a former Collins & Aikman executive of an indictment pending for more than a year in the Southern District of New York and in a securities fraud class action pending in the Eastern District of Michigan. He recently represented a former hedge fund analyst in a highly publicized insider-trading investigation in the Southern District of New York. He also obtained dismissals for his client in the Homestore.com and PurchasePro securities litigation cases pending in the Central District of California and the District of Nevada.



Partner

Washington, DC
202.778.1873
202.822.8106 fax
ckravitz@zuckerman.com

Practice Focus

Antitrust
Appellate
Business Disputes
Criminal Defense
False Claims Act
Insurance
Legal Profession & Ethics
Plaintiffs & Class Action Litigation
Securities Litigation

Clerkships

Hon. Stephen Reinhardt, U.S. Court of Appeals, Ninth Circuit

Education

Columbia Law School, J.D., 1980
• Harlan Fiske Stone Scholar
Harvard University, A.B., 1977

CARL S. KRAVITZ

In addition to his more than 30 years of work in the securities area, Mr. Kravitz has represented clients in a number of white collar criminal investigations, including matters involving alleged fraud by government contractors (e.g., false claims by the contractor who converted the Kennedy Space Center from the Apollo to the Space Shuttle Program; false certifications concerning the testing missile systems in arctic conditions; false certifications concerning testing of the angle of attack transmitter for a Navy fighter; and alleged fraud in charging improper expenses to the overhead of a Navy contract), alleged antitrust violations in the soft drink industry (price fixing), and alleged tax fraud.

Mr. Kravitz has tried several cases in state and federal courts, including cases in the District of Columbia Superior Court, Virginia state court, West Virginia state court, U.S. District Courts, U.S. Bankruptcy Court, and U.S. Tax Court. He has also handled appeals in several U.S. Courts of Appeals, the Maryland Court of Appeals, the New York Appellate Division, the Virginia Supreme Court, and the West Virginia Supreme Court.

Before entering private practice, Mr. Kravitz clerked for the Hon. Stephen Reinhardt of the U.S. Court of Appeals for the Ninth Circuit.

Professional Highlights

- Mr. Kravitz's most recent victories for plaintiffs have been in fraud and deceptive trade practice class actions against insurance companies (settlements of \$72.5 million and in excess of \$40 million), in a securities fraud class action against a major financial services company (settlement of nearly \$400 million), in a breach of contract action against a major industrial company (settlement of \$16.2 million), in a wrongful death bad faith insurance action against a coal mine and its insurer (settlements in excess of \$13 million), in shareholder derivative litigation on behalf of national banks (settlements of \$10 million and \$9 million), and confidential settlements in actions on behalf of individuals wrongly convicted of serious crimes based on evidence fabricated by a state crime lab and in product liability action against car company for defective doors.
- Mr. Kravitz obtained a precedent setting result on behalf of the Estate of Mike Webster (the former All-Pro center for the Pittsburgh Steelers) against the NFL Pension Fund for concussion related disabilities incurred during Mr. Webster's NFL career.
- In addition to his role as chairman of the firm's litigation department, Mr. Kravitz has been a frequent faculty member at the National Institute for Trial Advocacy (NITA) and other trial practice programs, including programs at Georgetown University, the University of Virginia and UCLA law schools.

Honors

- 2007 Leading Lawyers: Top Business Litigation Attorneys, *Legal Times*
- AV® Peer Review Rated, Martindale-Hubbell
- *Benchmark Litigation*, Local Litigation Star (Washington, DC)
- *Super Lawyers* (Washington, DC)

EXPERIENCE

- \$40 Million Settlement in Class Action Against Health Insurer for Misrepresenting Scope of Coverage

CARL S. KRAVITZ

The firm served as class counsel in a suit against a health insurer and its agent for fraudulently selling limited benefit health insurance policies bundled with memberships in a physician and hospital discount network as being as good or better than major medical coverage; the policies left consumers exposed to large bills or no treatment. The case settled in 2012 for more than \$40 million in value to the class, plus significant governance changes designed to prevent a recurrence of the allegedly fraudulent sales practices.

- **\$72.4 Million Settlement in Class Action Against Insurer for Alleged Fraud in Structured Settlement Program**

The firm represented a class of people who settled personal injury cases with The Hartford Financial Services Group, Inc., where some or all of the settlement was paid with a structured settlement. The suit alleged that The Hartford had secretly skimmed 15 percent of the settlement values for itself by purchasing the structured settlement annuity from its own life insurance subsidiary. The case, which also alleged claims under RICO (predicate acts wire and mail fraud) and for common law fraud, unjust enrichment, and breach of contract, settled in 2010 for \$72.5 million.

- **\$400 Million Settlement in Class Action Against Major Financial Company for Alleged Securities Fraud Arising Out of the Financial Crisis**

The firm represented the lead plaintiff in a securities fraud class action, arising out of the financial crisis and Merrill Lynch's merger with Bank of America. The case settled for approximately \$400 million in 2010 after defeating the motion to dismiss.

- **Settlements in Civil Rights Actions on Behalf of Individuals Wrongly Convicted Based on Fabricated Evidence**

We represented two individuals who were wrongly convicted and sentenced to life imprisonment because of a fraud in the West Virginia State Police Crime Lab where blood and semen evidence was fabricated and misrepresented to the jury in their trials. After both men were released from prison, we brought civil rights actions against the state and against the state's insurer and outside counsel for covering up the fraud and prolonging the plaintiffs' incarcerations. The actions against the state each settled for approximately \$2 million. The actions against the insurer and lawyer were settled on confidential terms.

- **Shareholder Derivative Actions Resulted in Recoveries for National Banks**

The firm has prosecuted shareholder derivative actions on behalf of national banks, involving breaches of fiduciary duty by senior executives and board members, and inadequate corporate governance and internal controls. In *Tallman v. City Holding Co., et al.*, Circuit Court of Kanawha County, WVA, C.A. No. 01-C-4090, for example, the firm prosecuted a shareholder derivative action on behalf of a national bank against its officers and directors for breaches of fiduciary duty related to the bank's subprime lending. The bank's officers and directors had expanded into subprime lending outside its territorial knowledge base without adequate experience or internal controls, resulting in substantial losses to the bank. The case settled in for \$9 million.

- **\$10 Million Settlement in Shareholder Derivative Action Alleging Breaches of Fiduciary Duty In *Fleagane v. Belmont Bancorp., et al*, Circuit Court of Ohio County, WVA, C.A. No. 99-C-476)**, the firm prosecuted another shareholder derivative suit on behalf of a national bank against its officers and directors for breaches of fiduciary duty related to bank's lending to a mobile home dealer that resulted in substantial losses to the bank. The case settled for approximately \$10 million.

CARL S. KRAVITZ

- **\$400 Million Settlement for 2,000 Asbestos Victims in Fraudulent Conveyance Action**
Our attorneys represented a group of asbestos victims of the Celotex Corporation in an action against Celotex's parent and the leveraged buyout (LBO) firm that bought the parent for approximately \$2.5 billion (financed by junk bonds). The suit sought to set aside the LBO as a fraudulent conveyance on the theory that Celotex's asbestos liabilities made the parent insolvent at the time the parent transferred its assets to the LBO firm's entities. After a trial in U.S. Bankruptcy Court for the Middle District of Florida, the matter settled for nearly \$400 million.
- **Landmark Case Involving Football Head Injuries Against the NFL Pension Plan**
The firm represented the estate of NFL legend Mike Webster against the NFL pension fund. The suit involved the level of benefits due to Mr. Webster and was the first case in which the NFL acknowledged that players could be disabled because of injuries to their brains. After losing in proceedings under the collective bargaining agreement, the firm prevailed in the U.S. District Court for the District of Maryland and in the U.S. Court of Appeals for the Fourth Circuit and obtained the highest level of benefits for its client.
- **Sex Abuse Case Against the Mormon Church**
The firm is representing six families and their 13 minor children who allege that they were sexually abused by a pedophile who is currently serving a 35-75 year sentence for having abused two of the plaintiffs. The plaintiffs allege in the suit, which is pending in state court in West Virginia, that the Mormon Church through its agents violated a statutory duty to report sex abuse to the authorities and otherwise acted and failed to act in ways that allowed the abuse to occur. The church has denied the allegations and is actively defending the suit.
- **Class of ERISA Plans in Litigation Concerning Foreign Currency Transactions**
The firm is currently litigating, on behalf of a putative class of ERISA plans, against State Street Bank & Trust concerning foreign currency transactions. The case is pending in the U.S. District Court for the District of Massachusetts.
- **Union Officials in ERISA Litigation Regarding Retaliation by Political Rivals**
Mr. Kravitz, in another ERISA matter, represented a group of union officials who were retaliated against with respect to their pensions when they were defeated by their political rivals in the union. Mr. Kravitz's clients' pensions were restored.
- **Representation of Collins & Aikman Executive in Criminal, Regulatory, and Civil Securities Fraud Actions**
The firm represented a former Collins & Aikman executive in a case that involved alleged accounting improprieties concerning rebates in the auto parts industry. We obtained the dismissal of an indictment against our client that had been pending in the U.S. District Court for the Southern District of New York for 18 months, dismissal of a private securities fraud class action, dismissal of securities and fraud claims asserted by the Collins & Aikman Litigation Trust, and a resolution of the SEC's claims.
- **Representation of Former Hedge Fund Employee in Insider Trading Investigation**
The firm represented a former employee at one of the country's largest hedge funds in an investigation of insider trading conducted by the U.S. Attorney's Office for the Southern District of New York and the SEC. Although the Southern District of New York charged and prosecuted a number of individuals in this and related insider trading cases, our client was not charged criminally and ultimately disposed of the matter by agreeing to a settlement with the SEC, without admitting or denying wrongdoing.

CARL S. KRAVITZ

- **Representation of AOL-Time Warner Executive in Criminal, Regulatory, and Civil Securities Fraud Actions**

In addition to defending a criminal investigation and SEC enforcement action, the firm defended our client in a series of federal securities class actions brought on behalf of the shareholders AOL-Time Warner and the shareholders of two AOL-Time Warner business partners (alleging fraud in connection with the accounting for online advertising revenues. The class actions were either dismissed or otherwise resolved successfully as to our client.

- **Representation of Small Cigarette Manufacturer in Qui Tam Action under False Claims Act against Philip Morris USA**

The firm represents the relator in an action against Philip Morris USA for allegedly overcharging the military for cigarettes in violation of a most favored customer clause in Philip Morris' contracts with the military. The case is pending in the U.S. District Court for the District of Columbia.

- **Summary Judgment for National Law Firm in Legal Malpractice Action**

Mr. Kravitz represented a national law firm in a case alleging \$100 million of damages in connection with advice given under the Investment Company Act of 1940. We secured a victory for our client on summary judgment, and that decision was affirmed on appeal by the Maryland intermediate court of appeals, and the Maryland Court of Appeal refused to review the matter.

- **London Market Insurers in High-Stakes Coverage Litigation**

Our attorneys have defended Certain Underwriters at Lloyds of London and other London Market Insurers in coverage matters involving diethylstilbestrol (DES), asbestos, environmental clean-up, and most recently lead paint claims. Our attorneys have appeared in numerous coverage cases on behalf of these clients in state and federal courts around the country. Many of the cases have involved claims for billions of dollars of insurance coverage.

- **Represented London Market Insurers in Commercial Litigation Against Major Industrial Company**

The firm represented certain Lloyd's of London Underwriters and London Market Insurers in a suit against Dow Corning to recover insurance payments made in a 1995 insurance settlement of the company's liabilities for breast implants. At the time of the insurance settlement, it was predicted that these liabilities would total \$5 billion, but Dow Corning's total loss turned out to be materially less and its insurers were entitled to a refund of insurance payments made under the settlement. The case settled on confidential terms in 2011.

- **Summary Judgment for Space Insurance Broker**

Mr. Kravitz represented a space insurance broker in a dispute between the insured, INTELSAT, for which it had placed launch insurance for a telecommunications satellite, and its insured. INTELSAT sought nearly \$100 million coverage when the launch vehicle for one of its telecommunications satellites failed and the satellite did not reach geosynchronous orbit. After years of hard fought litigation, Mr. Kravitz obtained a summary judgment in favor of his client on the eve of trial.

- **Settlement for Television Network Against Satellite Manufacturer in Products Liability Action**

Mr. Kravitz represented a major television network in litigation filed in the U.S. District Court for the Central District of California against the manufacturer of the telecommunications satellite that beamed its programming across North America. The suit alleged that the \$120 million satellite was defectively designed and would remain on station in geosynchronous orbit for substantially less than its minimum 10-year life. Mr. Kravitz defeated the defendant's motion for

CARL S. KRAVITZ

summary judgment and the case then settled on a confidential basis before trial.

- **Antitrust Class Action Alleging Price-Fixing in Polyurethane Foam Industry**
Zuckerman Spaeder currently represents plaintiffs in an antitrust class action alleging price-fixing in the polyurethane foam industry.
- **Antitrust Class Action Against Blue Cross Blue Shield Alleging Per Se Violations**
The firm currently represents plaintiffs in an antitrust class action alleging illegal horizontal restraints of trade, whereby Blue Cross Blue Shield of America divides up the territories among the various Blues.
- **Settlements for Students and Teachers in Toxic Tort Case Against Pesticide Manufactures**
Mr. Kravitz represented a group of 65 students and teachers who suffered personal injuries from the exposure to chlorinated hydrocarbons and other dangerous pesticides that were misapplied in their middle school outside of Charleston, WV. Mr. Kravitz obtained a series of confidential settlements against a long list of defendants, any of which manufactured the defective products, and produced a substantial recovery for his clients.
- **Prevailed at Trial for Major Developer in Suit Involving the Development of Friendship Heights, Maryland**
Represented a major developer in a dispute with his partner concerning the development of the Friendship Heights section of Bethesda, MD. The case involved complex zoning questions and years of business dealings. He obtained a verdict for his client after a four-week trial in federal court in Baltimore.
- **Prevailed at Trial for Developer in Real Estate Dispute Concerning a Planned Unit Development in Loudoun County, VA**
Mr. Kravitz also represented a developer of a planned unit development in Loudoun County, VA in a dispute concerning a California entity's attempted purchase of the property. Mr. Kravitz prevailed at trial for his client and then the case settled after extensive appellate proceedings (including two appeals to the Virginia Supreme Court).
- **Favorable Settlement on Behalf of a Widow Whose Husband Was Killed in a Natural Gas Pipeline Explosion**
The firm represented the widow of gas company employee, who was killed when a leaking natural gas pipeline he had been sent to repair exploded, in a wrongful death case against the company and a contractor that had worked on the pipe in the past. We also represented the widow in a follow-on third-party bad faith action under West Virginia's Unfair Claims Settlement Practices Act against the insurance company that had provided the defense in the wrongful death action. Both cases were fiercely contested and litigated for several years before confidential settlements were reached.
- **\$12 Million Summary Judgment in Bad Faith Insurance Action for Young Man Paralyzed in Car Accident**
Mr. Kravitz represented a guest passenger who was paralyzed in a car accident in a bad faith action against the driver's insurance company. The insurance company refused to defend its insured, a Green Beret, when it learned that he had a substantial loss during the binder period. Mr. Kravitz obtained a \$12 million summary judgment on the merits in favor of his client and then secured a confidential settlement during the subsequent trial on punitive damages.
- **Favorable Settlement for Family of Man Killed in Accident Involving Defective Car Doors**
We represented the family of an individual whose death in an industrial truck accident was

CARL S. KRAVITZ

caused by defective doors on the Ford truck he was driving. The product liability and crashworthiness case was settled on confidential terms on the eve of trial. The firm developed significant evidence that was used by lawyers in multiple other cases where serious injury or death was caused by defective doors on Ford vehicles.

- **Favorable Settlement for Family of Employee Electrocuted in Coal Preparation Plant**
Mr. Kravitz represented the widow and children of a coal preparation plant employee who was electrocuted using an impact wrench attached to an improperly wired extension cord. The negligence and unsafe workplace suit was settled during trial, after the mine's chief engineer admitted under cross examination by Mr. Kravitz that his company had failed to provide the victim a reasonably safe place to work.
- **Favorable Settlement for Investor against Major Financial Services Company**
Mr. Kravitz represented a highly sophisticated investor in an NASD arbitration against a major financial services company involving churning and other frauds in connection with equity options trading. After two days of trial before the arbitrator the matter settled for a confidential amount.

AFFILIATIONS

Bar Admissions

- District of Columbia
- Massachusetts
- New York
- West Virginia

Court Admissions

- U.S. Court of Appeals, Federal Circuit
- U.S. Court of Appeals, District of Columbia Circuit
- U.S. Court of Appeals, Second Circuit
- U.S. Court of Appeals, Fifth Circuit
- U.S. Court of Appeals, Sixth Circuit
- U.S. Court of Appeals, Ninth Circuit
- U.S. Court of Appeals, Eleventh Circuit
- U.S. District Court, District of Columbia
- U.S. District Court, Southern District of New York
- U.S. District Court, Eastern District of New York
- U.S. District Court, Eastern District of Michigan
- U.S. District Court, Eastern District of Wisconsin

CARL S. KRAVITZ

Professional Affiliations

- Faculty, National Institute for Trial Advocacy (NITA)

Community Involvement

- Board of Directors, DC SCORES
- Team Leader, Voter Protection Program, Lawyers Committee for Civil Rights Under Law

DWIGHT P. BOSTWICK

OVERVIEW

Dwight P. Bostwick is the chairman of Zuckerman Spaeder's Executive Committee and Partnership Board.

Repeatedly recognized by *The Best Lawyers in America* for his success in commercial litigation and white collar defense, Dwight provides sound judgment and effective advocacy in high-stakes disputes.

In the civil arena, Dwight has successfully represented both plaintiffs and defendants in multimillion-dollar litigation involving claims for fraud, breach of contract, securities violations, and antitrust conspiracies.

In white collar crime matters, Dwight has successfully defended a range of clients in investigations and cases brought by the U.S. Department of Justice (DOJ), the Securities & Exchange Commission (SEC), the Federal Trade Commission (FTC) and other agencies. He has significant experience defending investigations involving banking, health care, and accounting fraud, as well as allegations of insider trading, foreign corrupt practices, and securities fraud.

Dwight has represented a wide variety of clients from the United States, Europe, and South America including executives, government officials, state and national associations, professional services firms, nonprofits, labor unions, and corporations in the technology, health care, financial and commercial industries.

Early in his career, Dwight served in the Department of Justice, first in the Criminal Division's Fraud Section and later in the Deputy Attorney General's Office. While at DOJ, Dwight was one of three prosecutors selected to lead the original Whitewater grand jury investigation prior to the appointment of independent counsel.

Honors

- *The Best Lawyers in America*, Commercial Litigation, White-Collar Criminal Defense
- *Super Lawyers* (Washington, DC)

EXPERIENCE

- Represents former NFL players in an appeal of the recent \$765 million settlement of the high-profile concussion related lawsuit brought in 2013 by former players against the NFL. The appeal cites the disparate treatment under the settlement of former NFL players



Chairman and Partner

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Practice Focus

Antitrust
Appellate
Business Disputes
Congressional Investigations
Criminal Defense
Financial Services
Foreign Corrupt Practices Act (FCPA)
Health Care
Internal Investigations
Plaintiffs & Class Action Litigation
Procurement Fraud
Public Integrity & Ethics
Securities Litigation

Clerkships

Hon. Manuel L. Real, U.S. District Court, Central District of California

Education

Georgetown University Law Center, J.D., 1988
Stanford University, B.A., 1983

DWIGHT P. BOSTWICK

who were diagnosed with chronic traumatic encephalopathy (CTE) before the settlement and those who will most certainly be diagnosed with CTE after the settlement.

- Represents the former Chief Accounting Officer of a multibillion-dollar real estate investment trust in parallel civil and criminal proceedings. The client has been targeted by DOJ and the SEC in an investigation of accounting and securities fraud.
- Represents a foreign national targeted in an insider trading investigation conducted by the U.S. Securities and Exchange Commission and Department of Justice.
- Represents two clients in a Foreign Corrupt Practices Act investigation conducted by the Fraud Section of the Department of Justice and the Securities and Exchange Commission arising out of the Petrobras or "Lava Jato" scandal in Brazil.
- Represented an international pharmaceutical company headquartered in Paris in a multimillion-dollar lawsuit against Abbott Laboratories alleging antitrust violations in restraint of trade in the billion-dollar-a-year heart medication market.
- Represented a national accounting firm and numerous partners in a grand jury investigation relating to alleged accounting improprieties. The client, a target of the federal criminal investigation, was not indicted and entered an agreement with the government disposing of the matter.
- Represented a national association, a state association, individual psychologists, and mental health patients in a test case asserting breach of contract and fraud claims against Blue Cross and CareFirst in connection with the marketing and implementation of a managed care plan. The clients entered a favorable settlement prior to trial.
- Represented a telecommunication entrepreneur and his company in a suit for recovery of a multimillion-dollar investment made to an Israeli company in an internet technology platform based on claims of fraud and breach of contract. The client entered a favorable settlement on the eve of trial.
- Represented an international pharmaceutical company in multimillion-dollar litigation alleging breach of contract, breach of the covenant of good faith and fair dealing, and misuse of trade secrets. The client entered into a favorable settlement following mediation and prior to trial.
- Represented a top official of the U.S. Department of the Interior in civil and criminal contempt proceedings. The client successfully avoided civil and criminal contempt findings.
- Represented the executive board of one of the nation's largest labor unions in a series of emergency trusteeships, union hearings, hearings in federal district court, and hearings before the U.S. Court of Appeals for the Seventh Circuit to help rid the labor union of organized crime influence and financial misconduct. Additionally, he was selected by the union and approved by the U.S. Department of Justice to serve as the financial compliance officer for the union's national elections in 2001, 2006, and 2011.
- Represented a publicly traded pharmaceutical company in a dispute involving one-third of the company's stock. The client prevailed in a dispute over the meaning of the term "default" in an agreement with a bank.
- Represented a target in a USAID investigation of alleged misuse of federal proceeds by the CFO of a non-governmental organization. The government ultimately declined the matter.

DWIGHT P. BOSTWICK

- Represented a federal contractor in Virginia and two senior executives in an investigation into billing fraud. The client avoided indictment.
- Represented two former attorneys in their efforts to testify to antitrust violations they observed while working for the tobacco industry. Both clients were granted immunity from all 50 states before testifying in a number of tobacco-related cases. One client was on the stand testifying when the tobacco companies agreed to the historic \$206 billion settlement with the State Attorneys General.
- Represented a subject in the Abramoff grand jury investigation. The client was granted immunity.
- Represented a subject in the Sandy Berger grand jury investigation. The client ultimately received a non-prosecution letter.
- Represented a company founded by former military officers doing business in Iraq in a grand jury investigation into allegations of illegal billing of the government and ethical breaches relating to the procurement of government contracts. The client, a target of the investigation, successfully avoided indictment.
- Represented the former medical director of a large chemical company in a grand jury investigation into alleged violations of the Toxic Substance Control Act. The client, a subject of the investigation, avoided indictment.

NEWS

Publications

- The NFL Settlement: What's the Deal?
Huffington Post
January 31, 2014

AFFILIATIONS

Bar Admissions

- District of Columbia
- Michigan (inactive)
- Pennsylvania (inactive)

Court Admissions

- U.S. Court of Appeals, District of Columbia Circuit
- U.S. Court of Appeals, Fourth Circuit
- U.S. Court of Appeals, Seventh Circuit
- U.S. District Court, Northern District of Illinois
- U.S. District Court, Eastern District of Michigan
- D.C. Superior Court



DWIGHT P. BOSTWICK

- D.C. Court of Appeals

Professional Affiliations

- Member, American Bar Association

GRAEME W. BUSH

OVERVIEW

Named a "Visionary" by *The National Law Journal* in 2012, Graeme W. Bush focuses on complex civil litigation and white collar criminal investigations and prosecutions. Mr. Bush brings more than 30 years of experience litigating sophisticated business disputes to bear not only in representing his clients in litigation but also in providing executive-level counseling and advice to help his clients make sensible decisions about how to handle the disputes that confront them. Mr. Bush has handled litigation in a broad variety of areas for his clients, including class action and derivative cases, private securities fraud actions (for plaintiffs and defendants), U.S. Securities and Exchange Commission (SEC) enforcement actions and investigations, attorney malpractice and disciplinary proceedings, executive change in control litigation and wrongful termination, pension litigation (by and against plans and plan fiduciaries), asbestos bankruptcies, asset retrieval actions, asset forfeitures, and criminal investigations of illegal foreign payments, Medicare fraud, and public corruption.

Mr. Bush's clients have included an investment fund and its advisors, a top nationally recognized mutual fund portfolio manager of one of the nation's most successful growth funds, the top producing broker at a major Wall Street brokerage house, the CEO of a health care services organization, the CFO of a foreign company investigated for illegal foreign payments, a prominent financial markets law firm, a class of pension plans, and the executive director of a prominent charity. He has represented clients in connection with the securitization of receivables, as well as counseled them in connection with the valuation of derivative instruments.

Mr. Bush practiced for more than 21 years at Caplin & Drysdale, Chartered. He clerked for the Hon. Roszel C. Thomsen of the U.S. District Court for the District of Maryland.

Professional Highlights

- Successfully tried to jury verdict claims by Matthew Lawlor, the founder and former CEO of Online Resources Corporation, that he was entitled to more than \$5 million in change in control benefits in connection with his termination by the company.
- Retained as special litigation counsel to the Tribune Company's creditors committee to evaluate and



Partner

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Practice Focus

Bankruptcy
Business Disputes
Creditors' Rights
Criminal Defense
Executive Termination & Benefits
Foreign Corrupt Practices Act (FCPA)
Internal Investigations
Legal Profession & Ethics
Plaintiffs & Class Action Litigation
Securities Litigation

Clerkships

Hon. Roszel C. Thomsen, U.S.
District Court, District of Maryland

Education

University of Maryland School of
Law, J.D., 1976

- Order of the Coif
- Founder and President,
International Trade Law Journal

Wesleyan University, B.A., 1971

- Graduated from the College of
Letters

GRAEME W. BUSH

prosecute fraudulent conveyance and other claims to set aside and subordinate more than \$10 billion in loans that financed Sam Zell's takeover of the Tribune Company.

Languages

French

- Defended an SEC enforcement action against Michael Sassano, a former CIBC broker in charge of mutual fund trading, whom the SEC charged with fraudulent frequent trading in numerous mutual fund families on behalf of CIBC clients. The case was settled favorably on the eve of trial.

Honors

- 2012 Visionary, *The National Law Journal*
- 2004 Top Lawyers, *Washingtonian*
- *Chambers USA: America's Leading Lawyers for Business*, Litigation: General Commercial (District of Columbia)
- AV® Peer Review Rated, Martindale-Hubbell
- *Benchmark Litigation*, Local Litigation Star (Washington, DC)
- *The Best Lawyers in America*, Commercial Litigation, Bankruptcy Litigation, Regulatory Enforcement Litigation, Securities Litigation
- *Super Lawyers* (Washington, DC)

EXPERIENCE

- Represented the creditors committee of the Tribune Company as special litigation counsel engaged to investigate and prosecute fraudulent conveyance and other claims to avoid and subordinate \$10 billion in loans used to finance Sam Zell's takeover of Tribune. We worked with all constituencies to investigate, litigate and, with respect to some of defendants, settle claims, in addition to preparing a complaint that was transferred to a litigation trust for the benefit of the creditors following the confirmation of the Tribune plan of reorganization.
- Representing the founder of Online Resources Corporation, who was ousted from the company after a struggle for control with the representative of the largest outside investor and who was denied the change in control benefits to which he was entitled under a severance agreement. The jury returned a verdict for our client after a three-week trial in Virginia Circuit Court.

GRAEME W. BUSH

- Representing a former partner and senior executive of a private equity company in the limited partnership secondary market for breach of contract and misrepresentations arising from the failure of the company to provide our client a significant ownership interest in the company.
- Defending a prominent law firm and well-known attorneys against a legal malpractice action arising out of tax advice given in connection with a complicated tax-advantaged transaction and the ensuing tax litigation.
- The firm represented an equity fund established to invest in Israeli businesses, in connection with an investigation by the New York Attorney General of illegal “pay to play” payments made by its former managing member. We negotiated a favorable settlement of civil claims by the New York Attorney General against the fund, which the firm continues to represent the company in related matters.
- Represented a former portfolio manager in an SEC investigation and enforcement proceeding arising out of the New York Attorney General’s and the SEC’s omnibus investigation of market timing in the mutual fund industry. The SEC filed anti-fraud charges against our client and the case was tried for nine days before an administrative law judge (ALJ). In her decision, the ALJ adopted, in large part, Zuckerman Spaeder’s arguments and declined to impose any bar order or civil money penalties against our client.
- Secured significant victories on behalf of a former broker in two actions arising out of claims that our client facilitated fraudulent frequent trading by brokerage firm’s clients in numerous mutual fund families. First, we represented him in a successful suit and trial in Delaware to compel his former employer to advance defense costs. After we won important pre-trial rulings in the SEC enforcement action, the government agreed to settle just four days before the trial was set to start on terms that were favorable to our client.
- Defended the chief investment officer of an off-shore hedge fund in an SEC enforcement action alleging fraud violations related to market timing and late trading.
- Represented the former CFO of a European telecommunications company in connection with an internal investigation and with FCPA investigations by the DOJ and SEC. The client faced inquiries from law enforcement authorities in multiple countries regarding illegal foreign payments in a Balkan country, which required the firm to apply its experience in representing clients subject to cross-border investigations.
- Representing the CEO of a health care services organization in a grand jury investigation concerning Medicare billings for testing services that allegedly did not qualify for reimbursement because doctors were not present during the procedures as required by Medicare regulations.
- Successfully represented prominent tax lawyers in Circular 230 proceedings before the IRS arising out of tax opinion.
- Represented a Swiss corporation sued in a class action under the Alien Tort Claims Act for human rights violations allegedly committed as a result of doing business in South Africa during the era of apartheid.
- Represented the post-confirmation committee in a bankruptcy suit to recover funds on behalf of creditors from private equity investor on deepening insolvency and other theories.
- Represented a major national law firm in a federal grand jury investigation and the subsequent indictment. The charges were resolved by a deferred prosecution agreement that allowed the

GRAEME W. BUSH

- firm to continue in business without substantial harm to its innocent partners and employees.
- Represented an African cellular telephone magnate in the resolution of disputes with his U.S. and Egyptian partners and a disappointed prospective Israeli investor. The firm handled all aspects of international litigation for the client, including working with counsel in foreign jurisdictions.
- Represented the founder of a television network in connection with a dispute over the terms of an investment made by NBC.
- Represented more than 2,500 pension plans in a class action under ERISA to recover fee overcharges, concluding in a settlement of more than \$19 million on behalf of the class.
- Represented a major business law firm in connection with the investigation by the Enron examiner of certain tax transactions in which the firm rendered tax opinions.
- Represented the long-time executive director of a prominent Washington, DC-area charity in civil and criminal investigations into allegedly improper financial practices.
- Represented asbestos victims in a \$1.5 billion adversary veil-piercing proceeding against a major building materials manufacturer alleging veil-piercing and fraudulent conveyance. The case settled after a two-week trial for \$900 million, almost two-thirds of the amount alleged to be due to the asbestos creditors.

NEWS

Publications

- Letter to the ABA Commission on the Future of Legal Services Regarding Alternative Business Structures
May 2, 2016
- Boutiques Experiencing an Upside in the Downturn
National Law Journal
September 21, 2009

AFFILIATIONS

Bar Admissions

- District of Columbia
- Maryland
- New York

Court Admissions

- U.S. Court of Appeals, Fourth Circuit
- U.S. Court of Appeals, District of Columbia Circuit
- U.S. District Court, District of Columbia
- U.S. District Court, District of Maryland

GRAEME W. BUSH

- U.S. District Court, Southern District of New York

Professional Affiliations

- Member, American Bar Association
- Member, Maryland State Bar Association
- Board of Directors, Legal Aid Society of the District of Columbia

Community Involvement

- Chairman, Board of Directors, Junior Tennis Champions Program
- Former Member, Board of Directors, DC SCORES

ADAM L. FOTIADES

OVERVIEW

From SEC enforcement actions to medical marijuana drug charges, Adam L. Fotiades helps clients face down government investigators and mount a strong defense.

Adam has a wide range of experience in complex civil litigation and white collar criminal defense. He has handled government investigations and complex disputes between companies, especially in highly regulated industries, such as financial institutions and hedge funds, accounting firms, and telecom companies. He also has experience helping clients navigate sensitive FCPA investigations.

Adam maintains a robust pro bono practice, helping clients with custody issues, death row appeals, and professional liability matters.

Before joining Zuckerman Spaeder, Adam worked in the New York office of Kirkland & Ellis.

Honors

- *Super Lawyers* (Washington, DC)

EXPERIENCE

- Obtained what commentators described as an unusual and extremely favorable settlement on behalf of the former Chief Business Officer of Freddie Mac in an SEC enforcement action arising from Freddie Mac's 2006-2008 subprime loan disclosures. The resolution denied all of the remedies the SEC sought and provided for the dismissal of the SEC's claims without any restrictions that altered the client's employment, as well as allowing her to continue to deny the allegations. The case, which received substantial attention when it was brought by the SEC, was vigorously litigated for more than three years, and was resolved near the end of a lengthy discovery process.
- Represented a client who was charged with, and pled guilty to, a federal drug charge for operating a medical marijuana business in Montana. Although the client could have faced more than 11 years in prison, we persuaded the judge to sentence him to only 5 years' probation.
- Represented a global hedge fund in a legal malpractice action arising from a €400 million collateralized loan obligation transaction.



Partner

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Practice Focus

Business Disputes
Criminal Defense
Foreign Corrupt Practices Act (FCPA)
Securities Litigation

Clerkships

Hon. James C. Cacheris, U.S. District Court, Eastern District of Virginia

Education

University of Virginia School of Law, J.D., 2007

- Order of the Coif
- Articles Editor, *Virginia Law Review*

University of Pennsylvania, B.A., magna cum laude, 2002

- Hillary Conroy Prize for Best Senior Honors Thesis in World History

ADAM L. FOTIADES

- Represented a frozen yogurt franchisor in litigation alleging tortious interference with a contract.
- Represented an accounting firm in an investigation conducted by the Virginia Board of Accountancy. After an informal fact-finding conference, the board found that our client had not violated any state accounting statute or regulation and that the board would not take any further action.
- Represents federal death row inmate pro bono in post-trial proceedings.
- Helped pro bono clients obtain favorable custody and visitation orders in separate child custody disputes, thwarting attempts to hold the client in contempt and to modify the custody order in one case and defeating the plaintiff's efforts to proceed to trial by backing out of an agreed settlement.
- Defended a major internet service provider in a class action lawsuit brought by a putative class of more than 650,000 subscribers alleging violations of Title II of the Electronic Communications Privacy Act based on the alleged wrongful disclosure of the plaintiffs' internet search queries. The case ended in a settlement prior to trial.
- Defended a telecommunications company in a state court putative class action brought by more than 30,000 property owners claiming trespass, inverse condemnation, and unjust enrichment. After discovery, the court denied the plaintiffs' motion for class certification, and the ruling was affirmed on appeal.
- Represented a charitable organization in litigation against a hedge fund that was alleged to have been operating a Ponzi scheme. The client settled with one defendant and obtained a default judgment against two others.

AFFILIATIONS

Bar Admissions

- District of Columbia
- New York

Court Admissions

- U.S. District Court, District of Columbia

Exhibit 21

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

ARKANSAS TEACHER RETIREMENT SYSTEM,)	
on behalf of itself and all others similarly situated,)	No. 11-cv-10230 MLW
)	
Plaintiffs,)	
)	
v.)	
)	
STATE STREET BANK AND TRUST COMPANY,)	
)	
Defendant.)	

ARNOLD HENRIQUEZ, MICHAEL T. COHN,)	
WILLIAM R. TAYLOR, RICHARD A. SUTHERLAND,)	No. 11-cv-12049 MLW
and those similarly situated,)	
)	
Plaintiffs,)	
)	
v.)	
)	
STATE STREET BANK AND TRUST COMPANY,)	
STATE STREET GLOBAL MARKETS, LLC and)	
DOES 1-20,)	
)	
Defendants.)	

THE ANDOVER COMPANIES EMPLOYEE SAVINGS)	
AND PROFIT SHARING PLAN, on behalf of itself, and)	No. 12-cv-11698 MLW
JAMES PEHOUSHEK-STANGELAND, and all others)	
similarly situated,)	
)	
Plaintiffs,)	
)	
v.)	
)	
STATE STREET BANK AND TRUST COMPANY,)	
)	
Defendant.)	

**DECLARATION OF CATHERINE M. CAMPBELL ON BEHALF OF
FEINBERG, CAMPBELL & ZACK, PC IN SUPPORT OF LEAD COUNSEL'S MOTION
FOR AN AWARD OF ATTORNEYS' FEES AND PAYMENT OF EXPENSES**

Catherine M. Campbell, Esq., declares as follows, pursuant to 28 U.S.C. § 1746:

1. I am associated with the law firm of Feinberg, Campbell & Zack, PC (“FCZ”). I submit this declaration in support of Lead Counsel’s motion for an award of attorneys’ fees and payment of litigation expenses on behalf of all Plaintiffs’ counsel who contributed to the prosecution of the claims in the above-captioned class actions (the “Class Actions”) from inception through August 30, 2016 (the “Time Period”).

2. My firm has acted as local counsel for Plaintiffs in the Henriquez Action. We prepared and/or reviewed Court filings primarily in the initial phases of the litigation including but not limited to the Complaint, Pro Hac Vice Motions and the Protective Order, and participated in various conferences with other counsel.

3. The schedule attached hereto as Exhibit A is a summary indicating the amount of time spent by each attorney and professional support staff-member of my firm who was involved in the prosecution of the Class Actions, and the lodestar calculation based on my firm’s current billing rates. For personnel who are no longer employed by my firm, the lodestar calculation is based upon the billing rates for such personnel in his or her final year of employment by my firm. The schedule was prepared from contemporaneous daily time records regularly prepared and maintained by my firm, which are available at the request of the Court. Time expended in preparing this application for fees and payment of expenses has not been included in this request.

4. The hourly rates for the attorneys and professional support staff in my firm included in Exhibit A are the same as my firm’s regular rates charged for their services, which local counsel have accepted in other complex class actions.

5. The total number of hours expended on this litigation by my firm during the Time Period is 21.50 hours. The total lodestar for my firm for those hours is \$7,525.00.

6. My firm's lodestar figures are based upon the firm's billing rates, which rates do not include charges for expense items. Expense items are billed separately and such charges are not duplicated in my firm's billing rates.

7. My firm has not incurred any expenses related to the Class Actions.

8. With respect to the standing of my firm, attached hereto as Exhibit B is a brief biography of my firm as well as biographies of the firm's partners.

I declare under penalty of perjury that the foregoing is true and correct. Executed on September 13, 2016.



Catherine M. Campbell, Esq.

BBO # 549397

Feinberg, Campbell & Zack, PC

177 Milk Street, Suite 300

Boston, MA 02109

Phone: (617) 338-1976

Fax: (617) 338-7070

cmc@fczlaw.com

Exhibit A

EXHIBIT A

STATE STREET INDIRECT FX TRADING CLASS ACTION
No. 11-cv-10230, No. 11-cv-12049, No. 12-cv-11698 MLW (D. Mass.)

LODESTAR REPORT

FIRM: Feinberg, Campbell & Zack, PC

REPORTING PERIOD: INCEPTION THROUGH AUGUST 30, 2016

PROFESSIONAL	STATUS*	HOURLY RATE	TOTAL HOURS TO DATE	TOTAL LODESTAR TO DATE
Campbell, C	P	\$350	21.50	\$7,525.00
TOTAL				\$7,525.00

Partner (P) Paralegal (PL)
 Of Counsel (OC) Investigator (I)
 Associate (A) Research Analyst (RA)
 Staff Attorney (SA)

Exhibit B

EXHIBIT B

STATE STREET INDIRECT FX TRADING CLASS ACTION
No. 11-cv-10230, No. 11-cv-12049, No. 12-cv-11698 MLW (D. Mass.)

FIRM BIOGRAPHY

Feinberg, Campbell & Zack, P.C. has been committed to providing clients with the highest quality legal service in a timely and cost-effective manner for more than 25 years.

Areas of practice:

- Employee benefits law
- ERISA
- Labor law
- Medical negligence
- Personal injury
- Workers compensation

We represent working men and women and their families, as well as many unions — including several in the building trades — and their benefit funds. We represent our clients in complex ERISA and labor litigation in the federal courts and in arbitration cases. We also handle contract negotiations for many collective bargaining units.

In addition, we provide excellent personal services to those workers who have suffered injuries. Our workers compensation department is experienced in presenting cases before the Massachusetts Department of Industrial Accidents, and our personal injury litigation team is experienced in representing victims of motor vehicle accidents, construction site accidents and medical malpractice.

Michael A. Feinberg was one of the founders of this firm in 1983. Prior to that, Mr. Feinberg worked for the labor law firm of Segal & Flamm and was also a principle trial attorney for the National Labor Relations Board. He is a graduate of Boston University (B.A., 1963) and Boston College Law School (J.D., 1968). Voted one of the top labor attorneys in the country by his peers for over ten years, Mr. Feinberg is a frequent lecturer on employee benefits plans and ERISA law. He is also a past chairman of the Labor Law Section of the Massachusetts Bar Association. Well known and respected for his tenacious, imaginative approach to his practice, he serves as the legal advisor to many labor unions throughout Massachusetts and New England.

Catherine M. Campbell is a 1981 cum laude graduate of Smith College, and a 1985 graduate, cum laude, of the Hastings College of Law, University of California. She has been with the firm since 1987. Ms. Campbell is a member of the Massachusetts Bar Association, the International Foundation of Employee Benefits and the National Lawyers Guild, and is on the AFL-CIO Lawyers Coordinating Committee. Her practice mostly involves complex ERISA cases on behalf of employee pension, annuity, and health and welfare funds for local unions. She has also been extremely active in the Boston community, working closely with the Boston public schools, the Boy Scouts and Girls Scouts, and the Massachusetts Audubon Society. She is licensed to practice in Massachusetts and California.

Arthur G. Zack has been a litigation attorney since he became a member of the Massachusetts Bar in 1985. Since 1989 he has been with Feinberg, Campbell & Zack, P.C. Mr. Zack has an exceedingly broad range of trial experience that includes domestic relations, motor vehicle accidents, medical malpractice and workers compensation. In addition, as a former contractor, Mr. Zack has a unique understanding of the building trades, which affords him an advantage when representing clients injured on construction sites. Unlike many lawyers, Mr. Zack handles workers compensation cases as well, so there is no need to hire separate counsel for this aspect of a work-related injury case. He has successfully litigated many catastrophic cases involving scaffolding collapses, falls from defective ladders and serious motor vehicle accidents. Mr. Zack also represents clients permanently injured by the negligence of medical providers. Although a seasoned trial attorney, Mr. Zack, for many years, has been a leading proponent of the effectiveness of alternative dispute resolution. He is a member of the Massachusetts Bar Association, the Massachusetts Association of Trial Lawyers and the American Trial Lawyers Association.

Exhibit 22

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

ARKANSAS TEACHER RETIREMENT SYSTEM,
on behalf of itself and all others similarly situated,

No. 11-cv-10230 MLW

Plaintiffs,

v.

STATE STREET BANK AND TRUST COMPANY,

Defendant.

ARNOLD HENRIQUEZ, MICHAEL T. COHN,
WILLIAM R. TAYLOR, RICHARD A.
SUTHERLAND, and those similarly situated

No. 11-cv-12049 MLW

Plaintiffs,

v.

STATE STREET BANK AND TRUST COMPANY,
STATE STREET GLOBAL MARKETS, LLC and
DOES 1-20,

Defendants.

THE ANDOVER COMPANIES EMPLOYEE
SAVINGS AND PROFIT SHARING PLAN,
on behalf of itself, and JAMES PEHOUSHEK-
STANGELAND and all others similarly situated,

No. 12-cv-11698 MLW

Plaintiffs,

v.

STATE STREET BANK AND TRUST COMPANY,

Defendant.

**DECLARATION OF JONATHAN G. AXELROD ON BEHALF
OF BEINS, AXELROD, PC IN SUPPORT OF LEAD
COUNSEL'S MOTION FOR AN AWARD OF ATTORNEYS'
FEES AND PAYMENT OF EXPENSES**

I, Jonathan G. Axelrod, pursuant to 28 U.S.C. §1746, hereby declare as follows:

1. I am a shareholder in the law firm Beins, Axelrod, P.C., one of the ERISA counsel in this Action. I submit this declaration in support of Lead Counsel's motion for an award of attorneys' fees and reimbursement of expenses. Unless otherwise stated herein, I have personal knowledge of the facts set forth herein and, if called upon to testify, could and would testify competently thereto.

2. Beins, Axelrod, P.C. has offices in Washington, D.C. and Alexandria, Virginia. A copy of the Firm's resume is attached hereto as Exhibit C. The Firm focuses its practice on labor and employment law, including the representation of ERISA funds.

3. I personally rendered legal services and was responsible for coordinating and supervising the activity carried out by attorneys at Beins, Axelrod, P.C. in *Henriquez v. State Street Bank and Trust Company*, No. 11-cv-12049 MLW ("Action"). In its capacity as an ERISA Plaintiffs' Counsel in the Action, Beins, Axelrod contributed to this Action and performed work on behalf of and for the benefit of the Class.

4. I performed a range of services, including the location of Plaintiffs, the drafting and filing of the Complaint. I further participated in numerous discussions concerning litigation strategy and the filing of opposition to Defendants' Motion to Dismiss. I participated in numerous telephone conferences concerning settlement of the Action.

5. During her employment with the Firm, Regina Markey zealously litigated the Action on behalf of our clients. Her contributions included reviewing Defendants' document production to identify legally significant evidence for the unique ERISA claims, providing ERISA counsel legal analyses of the unique ERISA issues e.g. related to federal foreign currency regulatory and statutory authority, ERISA fiduciary liability, ERISA statutes of limitations, analyses of the foreign currency market, procedures, and pricing, and such as range of the day transactions, benchmarking transactions, ,ERISA remedies, identifying facts needed to develop ERISA claims, and participating in mediation.

6. Based on my work performed in this Action as well as my receipt and review of the billing records reflecting work performed by attorneys at Beins, Axelrod in this Action ("Timekeepers") as reported by the Timekeepers, I directed the preparation of the chart set forth as Exhibit A hereto. This chart (I) identifies the names and positions (i.e., titles) of the Firm's Timekeepers who undertook litigation activities in connection with the Action and who expended 10 hours or more on the Action; (ii) provides the total number of hours each Timekeeper expended in connection with work on the Action, from the time when potential claims were being investigated through August 29, 2016; (iii) provides each Timekeeper's current hourly rate, as noted in the chart; and (iv) provides the total billable amount, in dollars, of the work by each Timekeeper and the entire Firm. Timekeeper Regina Markey is no longer employed by the Firm; the hourly rate used is the billing rate during her final year of employment by the Firm in contingency cases. The Firm's billing records, which are regularly prepared from contemporaneous daily time records, are available at the request of the Court. The information concerning each Timekeeper's hours and hourly rate is not based on my personal knowledge, but on the information reported by each Timekeeper or the files

and records of Beins, Axelrod, as well as my familiarity with the work undertaken by Beins, Axelrod in this Action.

7. Time expended in preparing any papers for this motion for fees and reimbursement of expenses has not been included in this request.

8. The hourly rates charged by the Timekeepers are the Firm's regular rates for contingent cases and those generally charged to clients for their services in non-contingent/hourly matters. Based on my knowledge and experience, these rates are also within the range of rates normally and customarily charged in Washington, D.C. by attorneys of similar qualifications and experience in cases similar to this litigation, and have been approved in connection with other class action settlements. The Firm has charged, and received, an hourly rate of \$525.00 in litigation involving fiduciary breach by a former trustee and service providers. The Firm does charge a lower rate to longstanding Fund clients in non-contingency matters and to its Union clients. To serve the public interest, the Firm has also charged reduced rates to individual employees with employment discrimination claims.

9. The total number of hours expended by Beins, Axelrod on this Action, from investigation through August 29, 2016 is 387.8 hours. The total lodestar for the Firm is \$187,712.00 all for attorney time.

10. In my judgment, the number of hours expended and the services performed by the attorneys at Beins, Axelrod were reasonable and expended for the benefit of the Settlement Class in this Action.

11. Beins, Axelrod's lodestar figures are based on the Firm's billing rates, which do not include charges for expense items. Expense items are billed separately and such charges are not duplicated in the Firm's billing rates.

12. As set forth in Exhibit B, Beins, Axelrod has incurred a total of \$1,306.83 in unreimbursed expenses in connection with this Action from December 2011 through August 2016. In my judgment, these expenses were reasonable and expended for the benefit of the Settlement Class in this Action.

13. These expenses are reflected on the books and records of the Firm. It is the Firm's policy and practice to prepare such records from expense vouchers, check records, credit card records, and other source materials. Based on my oversight of the Firm's work in connection with this litigation and my review of these records, I believe them to constitute an accurate record of the expenses actually incurred by the Firm in connection with this litigation.

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

Executed this 12th day of September 2016 in Washington, D.C.

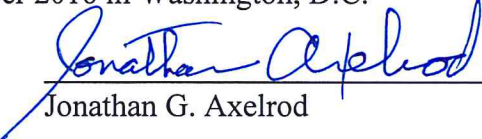

Jonathan G. Axelrod

Exhibit A

Henriquez v. State Street Bank and Trust Company, No. 11-cv-12049 MLW

FIRM: Beins Axelrod, PC
Reporting Period: Hours from Inception to August 30, 2016

LODESTAR REPORT

Attorneys	Status	Hours	Rate	Lodestar
Jonathan G. Axelrod	Shareholder	160.9	525.00	84472.5
Regina Markey	Of Counsel	226.9	455.00	103239.5
TOTAL				187712

Exhibit B

Henriquez v. State Street Bank and Trust Company, No. 11-cv-12049 MLW

FIRM NAME: Beins Axelrod, PC
 REPORTING PERIOD: INCEPTION TO August 30, 2016

Description	Cumulative Total
External Reproduction	0.00
Internal Reproduction/Printing	0.00
Court Fees (Filing costs etc.)	405.00
Court Reporters/Transcripts	0.00
Computer Research	858.79
Electronic Database	0.00
Teleconferences/Fax	0.00
Postage/Express Delivery/Messenger	4.44
Experts/Consultants	0.00
Witness/Service Fees	0.00
Meals, Hotels and Transportation	38.60
Publications	0.00
MDL Litigation Fund Contributions/Assessments	0.00
TOTAL EXPENSES	1306.83

Exhibit C

BEINS, AXELROD, P.C.
1030 15th Street, N.W. Suite 700 East
WASHINGTON, D.C. 20036

The current version of Beins, Axelrod, P.C. was established in 1996, with the merger of the labor and employee benefits practices of two longstanding and highly regarded Washington, D.C. firms. Together, the Firm's lawyers bring more than 80 years of expertise in labor, employment and employee benefits law and litigation to the service of the Firm's clients.

The Firm's clients include unions and professional associations representing federal, state, and municipal public employees, private sector unions, benefit plans, nonprofit organizations, and individual employees in matters ranging from employment discrimination to stock options and severance to benefit plan amendment and terminations. The Firm's union clients include national and international unions as well as local unions and other subordinate bodies. The Firm litigates on behalf of its clients in federal and local trial and appellate courts, and in administrative agencies including the National Labor Relations Board, the District of Columbia Public Employee Relations Board, the Federal Labor Relations Authority, the U. S. Department of Labor and other forums.

The Firm has five types of ERISA clients. For general fund clients, the Firm provides day-to-day representation and advice on matters ranging from drafting Plan Documents and securing their approval by the Internal Revenue Service to advising trustees whose actions are questioned by plan participants or by the government. The Firm has prosecuted cases involving the collection of contributions, and the collection of withdrawal liability. The Firm has defended trustees charged with fiduciary breaches and has defended funds in benefit determination cases. Second, for other fund clients, the Firm serves solely as prosecutor in collection matters against delinquent employers. Third, the Firm has represented individual Funds in the prosecution of fiduciary breaches by former trustees and service providers. Fourth, the Firm has represented individual fund participants in the prosecution of benefit claims.

Fifth, the Firm has begun to represent funds and fund participants in class action litigation against fund service providers for fiduciary breaches. The Firm is counsel of record in the following cases on behalf of ERISA plans and their participants:

Henriquez v. State Street Bank and Trust Company et al, (D. Mass), Case No. 1:11-cv-12049-MLW: Alleging breaches of fiduciary duty related to defendants' pricing and execution of foreign exchange transactions for funds invested in by plan participants.

Carver v. The Bank of New York Mellon, Case No. 12 Civ. 9248 and *Fletcher v. The Bank of New York Mellon*, Case No. 14 Civ. 5496 (S.D. N.Y.): Alleging breaches of fiduciary duty related to defendants' pricing and execution of foreign exchange transactions for funds invested in by plan participants. This case recently settled for approximately \$680 million.

Potter v. Convergenx Group LLC, Case No. 13-cv-9150 (S.D. N.Y.): Alleging breaches of fiduciary duty in brokerage services or transition management services where defendants added unauthorized and undisclosed markups and markdowns under their double-charging scheme.

Carver v. Bank of New York Mellon, Case No. 15-cv-10180 (S.D. N.Y.): Alleging breaches of fiduciary duty related to defendants' pricing and execution of American Depository Receipts (ADRs) invested in by plan participants.

Beins, Axelrod, P.C. also represents employees in class actions and individual cases alleging violations of federal and local civil rights, wage and hour, pension and other employment laws. Partner Jonathan Axelrod has served as lead counsel in the litigation and successful settlement of the following class action cases brought by employees against their employers:

Carr v. The Whitestone Group, Civil Action No. 1:09-cv-03412 (D. Md.) (breach of contract, fiduciary breach).

Brown v. Vance, Civil Action No. 1:00CV00135 (D. D.C.) (FLSA).

Abdullah v. District of Columbia, Civil Action No. 00CV01295 (D. D.C.) (FLSA).

PRINCIPAL ATTORNEYS

JONATHAN G. AXELROD

After almost three years in the Appellate Court Branch of the National Labor Relations Board litigating in the United States Court of Appeals, Mr. Axelrod became Assistant General Counsel of the Eastern Conference of Teamsters, where he represented Local Unions in litigation with employers. After six years with the Eastern Conference, in 1980 he and Hugh Beins founded what has become Beins, Axelrod, P.C. While in private practice, Mr. Axelrod has represented labor unions in numerous district and appellate court proceedings and has argued in the Supreme Court of the United States (*Plumbers v. Plumbers Local 334*, 452 U.S. 615 (1981)). He has represented Taft-Hartley funds since 1991. He has published numerous articles and presented papers on a variety of issues involving labor relations. He is the author of the Duty of Fair Representation Chapter in LABOR UNION LAW AND REGULATION, published by the American Bar Association's Section of Labor and Employment Law and BNA.

Mr. Axelrod is admitted to practice in the District of Columbia and New York State and before most of the Federal Courts of Appeals. He is admitted to practice before the District Courts for the District of Columbia, Maryland, and the Eastern District of Wisconsin.

Mr. Axelrod is a graduate of Dartmouth College (AB, 1968), Columbia Law School (JD

1971), and George Washington University Law Center (LLM (Labor Law), 1975).

H. DAVID KELLY, JR.

David Kelly has represented labor unions and Taft-Hartley funds for 38 years. Since joining Beins, Axelrod in 2001, he has specialized in employee benefits, labor and employment law, including the enforcement of statutory claims of employees under federal and various state laws, including the Employee Retirement Income Security Act (ERISA), and Title VII and the ADA, the FLSA and State analogues, as well as the representation of multiemployer and non-profit single employer employee benefit plans. Included among these is service as co-counsel in a number of class and/or collective actions to recover wages and/or benefits and for breach of fiduciary duty. He has appeared as counsel of record in more than a score of federal courts, and before state court judges and administrative officers in numerous jurisdictions as well as arbitrators in other proceedings. Mr. Kelly was chairman of the creditors committee in the Chapter 11 bankruptcy of American Carriers, in which a number of Taft-Hartley funds had withdrawal liability claims.

He is a member of numerous bar associations and has been a speaker at the American Bar Association's annual and regional conferences as well as at other national conferences where he presented papers on topics that arise in our practice areas. He was elected to serve on the Steering Committee of the D. C. Bar's Labor and Employment Section for a three-year term, and was selected to be one of its co-chairs.

Mr. Kelly is a graduate of the University of Michigan (BA 1983), Northeastern University School of Law (JD 1986), and Wayne State University Law School (LLM (Labor Law), 1997).

JUSTIN P. KEATING

Mr. Keating graduated from the State University of New York College at Fredonia (BA. 1997) and George Washington University School of Law (JD 2000). He is admitted to practice in New York, the District of Columbia, and Virginia.

Mr. Keating practices almost exclusively in traditional labor law, collective bargaining, and employee benefits. He is admitted to and has appeared in four different U.S. District Courts and has litigated pre-trial through jury trial in several others on a *pro hac vice* basis. He has arbitrated over 100 collective bargaining grievance arbitrations. He has litigated several FLSA multi-plaintiff cases. While employed by the International Brotherhood of Teamsters, he was the first assistant counsel to the union in two rounds of negotiations for the largest private sector collective bargaining agreement in the country, covering over 200,000 employees. His work on collective bargaining negotiations ranges from advice to the union on strategy, legal issues on bargaining, strike/lockout preparations, health and welfare benefits, and labor cost accounting. He has taught many legal/labor law seminars to union officials in groups ranging in size from 10 to 200.

Mr. Keating has litigated multi-employer plan withdrawal liability cases (including to bench trial) and multi-employer plan collection cases in federal courts in Virginia and Maryland.

Exhibit 23

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

ARKANSAS TEACHER RETIREMENT SYSTEM,)
on behalf of itself and all others similarly situated,) No. 11-cv-10230 MLW
)
Plaintiffs,)
)
v.)
)
STATE STREET BANK AND TRUST COMPANY,)
)
Defendant.)

ARNOLD HENRIQUEZ, MICHAEL T. COHN,)
WILLIAM R. TAYLOR, RICHARD A. SUTHERLAND,) No. 11-cv-12049 MLW
and those similarly situated,)
)
Plaintiffs,)
)
v.)
)
STATE STREET BANK AND TRUST COMPANY,)
STATE STREET GLOBAL MARKETS, LLC and)
DOES 1-20,)
)
Defendants.)

THE ANDOVER COMPANIES EMPLOYEE SAVINGS)
AND PROFIT SHARING PLAN, on behalf of itself, and) No. 12-cv-11698 MLW
JAMES PEHOUSHEK-STANGELAND, and all others)
similarly situated,)
)
Plaintiffs,)
)
v.)
)
STATE STREET BANK AND TRUST COMPANY,)
)
Defendant.)

**DECLARATION OF KIMBERLY KEEVERS PALMER ON BEHALF OF
RICHARDSON, PATRICK, WESTBROOK & BRICKMAN, LLC IN SUPPORT OF
LEAD COUNSEL'S MOTION FOR AN AWARD OF**

ATTORNEYS' FEES AND PAYMENT OF EXPENSES

Kimberly Keevers Palmer, Esq., declares as follows, pursuant to 28 U.S.C. § 1746:

1. I am a member of the law firm of Richardson, Patrick, Westbrook & Brickman, LLC (“RPWB, LLC”). I submit this declaration in support of Lead Counsel’s motion for an award of attorneys’ fees and payment of litigation expenses on behalf of all Plaintiffs’ counsel who contributed to the prosecution of the claims in the above-captioned class actions (the “Class Actions”) from inception through August 30, 2016 (the “Time Period”).

2. My firm, RPWB, LLC, was co-counsel with McTigue Law, LLP and formerly counsel of record for Plaintiff Arnold Henriquez. Until our firm withdrew as counsel in December 2013, our firm was involved in case strategy decisions, fact research, discovery, and motion practice.

3. The schedule attached hereto as Exhibit A is a summary indicating the amount of time spent by each attorney and professional support staff-member of my firm who was involved in the prosecution of the Class Actions, and the lodestar calculation based on my firm’s current billing rates. The schedule was prepared from time records regularly prepared and maintained by my firm, which are available at the request of the Court. Time expended in preparing this application for fees and payment of expenses has not been included in this request.

4. The hourly rates for the attorneys and professional support staff in my firm included in Exhibit A are the same as my firm’s regular rates charged for their services, which have been accepted in other complex class actions.

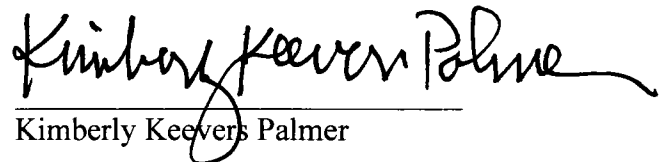
5. The total number of hours expended on this litigation by my firm during the Time Period is 257.8 hours. The total lodestar for my firm for those hours is \$137,411.

6. My firm's lodestar figures are based upon the firm's billing rates, which rates do not include charges for expenses items. Expense items are billed separately and such charges are not duplicated in my firm's billing rates.

7. As detailed in Exhibit B, my firm has incurred a total of \$7,456.66 in expenses in connection with the prosecution of the Class Actions. The expenses are reflected on the books and records of my firm. These books and records are prepared from expense vouchers, check records and other source materials and are an accurate record of the expenses incurred.

8. With respect to the standing of my firm, attached hereto as Exhibit C is a copy of RPWB LLC's firm resume, which includes a brief biography of my firm as well as biographies of the firm's partners, associates, and of counsels.

I declare under penalty of perjury that the foregoing is true and correct. Executed on September 13, 2016.



Kimberly Keever Palmer

Exhibit A

EXHIBIT A**STATE STREET INDIRECT FX TRADING CLASS ACTION
No. 11-cv-10230, No. 11-cv-12049, No. 12-cv-11698 MLW (D. Mass.)****LODESTAR REPORT****FIRM: RICHARDSON, PATRICK, WESTBROOK & BRICKMAN, LLC
REPORTING PERIOD: INCEPTION THROUGH AUGUST 30, 2016**

PROFESSIONAL	STATUS*	HOURLY RATE	TOTAL HOURS TO DATE	TOTAL LODESTAR TO DATE
Michael J. Brickman	P	\$800	10.40	\$8,320.00
Kimberly Keevers Palmer	P	\$550	197.10	\$108,405.00
Nina Fields Britt	P	\$500	37.7	\$18,850.00
Lisa Dominick	PL	\$150	10.80	\$1,620.00
Linda Hambleton	PL	\$120	1.8	\$216.00
TOTAL			257.8	\$137,411.00

Partner (P)
Of Counsel (OC)
Associate (A)
Staff Attorney (SA)

Paralegal (PL)
Investigator (I)
Research Analyst (RA)

Exhibit B

EXHIBIT B

STATE STREET INDIRECT FX TRADING CLASS ACTION
No. 11-cv-10230, No. 11-cv-12049, No. 12-cv-11698 MLW (D. Mass.)

EXPENSE REPORT

FIRM: RICHARDSON, PATRICK, WESTBROOK & BRICKMAN, LLC
REPORTING PERIOD: INCEPTION THROUGH AUGUST 30, 2016

EXPENSE	TOTAL AMOUNT
Duplicating	\$2,041.87
Filing / Service / Witness Fees	\$430.00
Online Legal & Financial Research	\$3,302.30
Work-Related Transportation/Meals/Lodging	\$1,682.49
TOTAL	\$7,456.66

Exhibit C

RPWB

RICHARDSON, PATRICK,
WESTBROOK & BRICKMAN, LLC

EXPERIENCE

RPWB ATTORNEYS

RPWB's attorneys have worked together as partners and as collaborators on some of the most significant litigation in America's history. These successes have taught our attorneys the practical skills they use each day to make sure every client receives the very best representation possible. Our collective experience touches nearly every aspect of plaintiffs' litigation and provides our clients with the kind of seasoned understanding that has built RPWB's winning reputation.

INNOVATION

OUR CLIENTS

Our clients and our co-counsel benefit from our ongoing commitment to harness the power of technology. RPWB has invested in a technological infrastructure that provides cutting-edge data management and the remote access tools to facilitate co-counsel cooperation in the day-to-day business of associated cases. RPWB also takes its technology into the courtroom with state-of-the-art presentation software to provide jurors with the very best opportunity to understand our clients' cases.

DETERMINATION

RPWB ATTORNEYS

RPWB lawyers know that making big business accountable takes a willingness to fight day after day for the rights of injured people. When RPWB takes a case, the firm and all of its resources are committed to fighting for that client. Our contract of representation is our promise to put in the work necessary to bring every case to its best possible conclusion.



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RPWB ATTORNEYS

RPWB attorneys have extensive experience in sophisticated litigation brought locally, nationally, and internationally. The firm is focused on the representation of individuals, corporations, and governments in complex disputes across a diverse range of practice areas.

As a result of RPWB's experience and success at managing complex litigation, the firm frequently associates with other law firms to assist those attorneys in the pursuit of class actions, multidistrict litigations, or other cases with challenging and cutting-edge legal issues. RPWB possesses the resources to coordinate related litigations in multiple venues for the benefit of the firm's clients.

AREAS OF PRACTICE (AOPs):

- Abusive Tax Shelters
- Antitrust and Deceptive Trade
- Asbestos & Mesothelioma
- Asbestos Property Damage
- Burn Injuries
- Business Litigation
- Class Actions
- Consumer Lending
- Employment Litigation
- Environmental Law
- Healthcare: Drug Pricing
- Medical Malpractice and Pharmacy Liability
- Mutual Funds
- Nursing Home Abuse
- Personal Injury
- Pharmaceutical Drugs and Medical Devices
- Products and Premises Liability
- Railroad Accidents
- Securities Fraud
- Tobacco
- Truck Accidents
- Vehicle Defects/Warranty Litigation
- Whistleblower/Qui Tam
- White-Collar Criminal Defense

A TRADITION OF GIVING BACK TO THE COMMUNITY....

RPWB believes in giving back. Donating technical, financial, and human resources, RPWB is committed to fostering relationships and giving to organizations that address social and economic needs. The firm encourages all employees to make a difference by donating their time, money, and talents to nonprofit agencies to help build stronger and more sustainable communities.

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PRACTICE AREAS OF RPWB

With a focus on social justice, the efforts of Richardson, Patrick, Westbrook & Brickman, LLC attorneys have led to impressive verdicts and settlements on behalf of individuals and groups across the country who have suffered undue costs or harm.

FIND THE AREA AND ATTORNEY THAT IS RIGHT FOR YOU.

RPWB's practice areas are wide-ranging, from consumer fraud to drug product liability, to resolving disputes with all types of polluters.

The firm is perhaps best known for early and ongoing legal efforts—in nearly every state—to defend those harmed by exposure to asbestos. Similarly, RPWB's attorneys played a significant role in landmark settlements against Big Tobacco.

AREAS OF PRACTICE (AOPs) AND LEGAL TEAMS

ABUSIVE TAX SHELTERS

Jerry Hudson Evans
Gordon C. Rhea

ANTITRUST AND DECEPTIVE TRADE

James C. Bradley
Michael J. Brickman
Nina Fields Britt
Matthew A. Nickles
Kimberly Keevers Palmer
A. Hoyt Rowell III
T. Christopher Tuck
James L. Ward Jr.
Robert S. Wood

ASBESTOS/MESOTHELIOMA

Jena L. Borden
Michael J. Brickman
J. David Butler
Gregory A. Lofstead
Christopher J. Moore
Karl E. Novak
Charles W. Patrick Jr.
Kenneth J. Wilson

ASBESTOS PROPERTY DAMAGE

Katie H. McElveen
James L. Ward Jr.
Edward J. Westbrook
Robert S. Wood

BUSINESS LITIGATION

Jena L. Borden
Daniel Scott Haltiwanger
Christopher J. Moore
Terry E. Richardson Jr.
A. Hoyt Rowell III
Brady R. Thomas
T. Christopher Tuck
James L. Ward Jr.

CLASS ACTION

James C. Bradley
Michael J. Brickman
Nina Fields Britt
Daniel S. Haltiwanger
Katie H. McElveen
Christopher J. Moore
Matthew A. Nickles
Kimberly Keevers Palmer

Terry E. Richardson Jr.
A. Hoyt Rowell III
Brady R. Thomas
T. Christopher Tuck
James L. Ward Jr.
Edward J. Westbrook
Robert S. Wood

CONSUMER LENDING

Katie H. McElveen
A. Hoyt Rowell III
T. Christopher Tuck
Robert S. Wood

ENVIRONMENTAL

Aaron R. Dias
Jerry Hudson Evans
Gordon C. Rhea
Edward J. Westbrook

ERISA CASH BALANCE

A. Hoyt Rowell III
T. Christopher Tuck
James L. Ward Jr.
Robert S. Wood

HEALTHCARE FRAUD:**DRUG PRICING**

A. Hoyt Rowell III
 T. Christopher Tuck
 James L. Ward Jr.
 Robert S. Wood

**MEDICAL MALPRACTICE
AND PHARMACY LIABILITY**

Michael J. Brickman
 Kimberly Keevers Palmer
 Thomas D. Rogers

MUTUAL FUNDS

James C. Bradley
 Michael J. Brickman
 Nina Fields Britt

NURSING HOME ABUSE

Daniel S. Haltiwanger
 Terry E. Richardson Jr.
 A. Hoyt Rowell III

**PHARMACEUTICAL DRUGS
AND MEDICAL DEVICES**

Michael J. Brickman
 Elizabeth Middleton Burke
 Aaron R. Dias
 D. Charles Dukes II
 Nina Fields Britt
 H. Blair Hahn
 Christiaan A. Marcum
 Misty Black O'Neal
 Kimberly Keevers Palmer
 Terry E. Richardson
 Thomas D. Rogers
 A. Hoyt Rowell III
 Brady R. Thomas

**PRODUCTS AND
PREMISES LIABILITY**

Daniel S. Haltiwanger
 Katie H. McElveen
 Christopher J. Moore
 Terry E. Richardson Jr.
 T. Christopher Tuck
 James L. Ward Jr.
 Kenneth J. Wilson

RAILROAD ACCIDENTS

J. David Butler
 Daniel S. Haltiwanger
 Terry E. Richardson Jr.

SECURITIES FRAUD

James C. Bradley
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 A. Hoyt Rowell III
 T. Christopher Tuck

TOBACCO

Michael J. Brickman
 Jerry Hudson Evans
 Nina Fields Britt
 Gregory A. Lofstead
 Charles W. Patrick Jr.

TRUCK ACCIDENTS

Daniel S. Haltiwanger
 Terry E. Richardson Jr.

**VEHICLE DEFECTS/
WARRANTY**

Daniel S. Haltiwanger
 Gordon C. Rhea
 Terry E. Richardson Jr.
 Brady R. Thomas
 T. Christopher Tuck
 James L. Ward Jr.
 Kenneth J. Wilson

**WHISTLEBLOWER/
QUI TAM**

Daniel S. Haltiwanger
 T. Christopher Tuck

**WHITE-COLLAR
CRIMINAL DEFENSE**

Gordon C. Rhea

ABUSIVE TAX SHELTERS

Lawyers at RPWB represent clients in litigation against promoters of abusive tax shelters in state and federal cases. KPMG and other major accounting firms promoted and sold a large number of tax strategies the IRS has listed as abusive tax shelters. Clients often paid substantial fees for tax strategies that were represented as legitimate and now face severe tax liabilities as a consequence. Taxpayers who were sold tax reduction schemes that turn out to be “abusive” may have a claim against the promoter who sold them the shelter.

ANTITRUST

RPWB has played a prominent role in enforcing federal and state antitrust laws designed to promote competition and, more importantly, prevent companies from engaging in activities that could lead to price fixing monopolies and increased anticompetitive practices. Under federal antitrust laws, claims for damages are generally limited to individuals or companies that purchased goods or services directly from the company or person that violated the antitrust laws. However, many states allow consumers and other indirect purchasers to sue for damages resulting from anticompetitive conduct, even though they did not purchase the goods or services directly from the company or person that violated the antitrust laws.

RPWB has represented direct and indirect purchasers of goods in numerous markets that have been the subject of price fixing or other violations of antitrust laws. Notably, RPWB was appointed co-lead counsel in the *Beach, et al. v. Atlas Van Lines, et al.* antitrust litigation. The multidistrict class action antitrust lawsuit alleged that certain household goods carriers conspired to overcharge customers for fuel surcharges paid on household goods moves. Following the court’s denial of defendants’ motions for summary judgment and granting of plaintiffs’ motion for summary judgment on several critical issues, the parties negotiated a significant settlement for the plaintiffs class.

Michael Brickman was appointed co-lead counsel in *In re Magnetic Audiotape Antitrust Litigation*, a class action involving allegations that manufacturers and distributors of magnetic audiotape conspired to fix prices in violation of the Sherman Act. The firm was instrumental in securing settlements for the plaintiffs. RPWB also served as class counsel in *eMag Solutions, LLC, et al. v. Toda Kogyo Corporations, et al.*, in which the plaintiffs alleged that certain manufacturers of magnetic iron oxide (“MIO”) violated federal antitrust law by conspiring to fix prices and allocate the worldwide markets for MIO used in the manufacture of audiotape, videotape, and data storage tape. The litigation resulted in a favorable settlement for the plaintiff class.

RPWB currently serves as co-lead counsel in *In re Delta/AirTran Baggage Fee Antitrust Litigation*, a multidistrict antitrust class action alleging that Delta Air Lines and AirTran Airways conspired to implement fees charged to passengers for checked baggage. As a result of this alleged conspiracy, these airlines have collected hundreds of millions of dollars in checked baggage fees since late 2008. The firm is also counsel in *In re Payment Card Interchange Fee and Merchant Discount Antitrust Litigation*, which involves allegations that merchants paid excessive fees to accept Visa and MasterCard because Visa and MasterCard, individually, and together with their member banks, violated federal antitrust

laws. RPWB is presently involved in *In re Blue Cross Blue Shield Antitrust Litigation*, a multidistrict class action in which plan subscribers and healthcare providers allege that Blue Cross Blue Shield Association and its member BCBS plans used licensing agreements to eliminate competition in the health insurance markets in which they operate.

ASBESTOS/MESOTHELIOMA

RPWB is well known for its continuing legal efforts in nearly every state in the U.S. to defend the rights of thousands of individuals harmed by exposure to asbestos. In the 1980s, when mesothelioma, a form of cancer caused by inhalation of asbestos fibers, was still virtually unknown to the public, our lawyers were already on the front lines driving asbestos litigation against hundreds of shipping, manufacturing, and construction-related companies.

RPWB asbestos attorneys have a long history of representing those exposed to asbestos and harmed in the work environment. With the trial expertise of our attorneys, we continue to be a leader in this area of law with some of the largest U.S. verdicts to date.

ASBESTOS: PROPERTY DAMAGE

The attorneys of RPWB have years of experience recovering damages for those who have suffered property damage resulting from the removal of asbestos from their homes or places of business. Unfortunately, asbestos was used commercially for many years after its carcinogenic traits were known. Despite knowledge about the serious health hazards of asbestos and the availability of non-hazardous substitutes, information developed through lawsuits against asbestos companies revealed that companies producing asbestos-containing products concealed and misrepresented this information. They did so while promoting, using, and profiting from the use of asbestos in their products.

By the late 1960s and early 1970s, the federal government, after public outcry over the dangers posed by the wide use of asbestos, began to implement laws and regulations governing the use, maintenance, and disposal of asbestos and asbestos products and began to require a warning on a number of products containing asbestos.

Two federal agencies have primary jurisdiction over asbestos-related issues:

- **The Occupational Health and Safety Administration (OSHA)** began regulating the permissible workplace exposures of workers in the United States in 1971. OSHA also sets out the protections that must be provided to those whose work may expose them to asbestos
- **The Environmental Protection Agency (EPA)** deals with the inspection and testing of buildings containing asbestos and the proper disposal of asbestos among other things

However, none of these laws or regulations dictate compensation for those injured by asbestos or values compensation due those whose property was damaged as a result of asbestos installation and subsequent remediation.

Asbestos companies put profits over people. Compensation for victims must be sought through the civil justice system. This is why having knowledgeable and experienced asbestos attorneys like those of RPWB's asbestos property damage team, is critical in recovering damages for the losses you incurred as a result of asbestos being removed from your premises. If you have an older home insulated with 'pour in" vermiculite insulation, you may be eligible for assistance with removal of that material that was often contaminated with asbestos in the vermiculite ore. Our asbestos property damage staff can provide details on this anticipated compensation program.

CLASS ACTIONS

Class actions involve one or more class representatives who agree to serve on behalf of themselves and other similarly situated individuals. Because class claims typically involve financial losses that are too small to bring as individual cases, state and federal statutes generally allow for such claims to be aggregated and for the class representatives to pursue relief for all class members. To that extent, class action cases provide a powerful tool for redressing systematic civil wrongs for various types of harm or loss resulting from corporate misconduct, consumer or business fraud, and discrimination.

RPWB has extensive experience in the prosecution of class action litigation across the U.S. The firm has represented and continues to represent thousands of consumers in various state and federal court class actions throughout the nation. Since the firm's inception, RPWB attorneys have assisted class members in recovering in excess of \$1 billion in settlement benefits.

CONSUMER LENDING & FAIR CREDIT REPORTING ACT LITIGATION

RPWB has been an active defender of consumer rights in the face of predatory lending and credit practices. RPWB attorneys have been appointed class counsel in numerous state and federal cases involving predatory mortgage lending. These cases led to more than \$900 million in settlement benefits for consumers. RPWB attorneys are conversant with federal and state lending laws and regulations and have managed complex federal actions and multiple state class actions against major lending and banking institutions involved in predatory lending practices.

In 2004, RPWB attorneys Hoyt Rowell and Chris Tuck, together with co-counsel, were named class counsel in the settlement of *Dundon v. U.S. Bank*, which set an extraordinary recovery to class members at more than \$26,000 per person. RPWB attorneys have also been named class counsel or participated in cases that have led to significant decisions regarding the operation of federal lending laws.

ENVIRONMENTAL

RPWB is deeply committed to fighting for a clean and healthy environment. State and territorial governments have begun exercising their rights under federal and local laws to recoup damages for loss of natural resources (Natural Resource Damage or NRD) caused by the release of hazardous substances into the environment. In addition to the costs of clean-up and remediation, NRD remedies include monetary compensation for damaged natural resources, which run the gamut from polluted surface and groundwater to the destruction of wildlife habitat.

ERISA CASH BALANCE PLAN LITIGATION

In recent years, many companies have converted defined benefit retirement plans to cash balance defined benefit plans. Under the traditional defined benefit plans, employees would obtain retirement benefits after a certain number of years of service. The benefits were typically calculated under factors that included years of participation and the employee's annual pay. A cash balance plan, by contrast, combines some attributes of a 401(k) plan and a pension plan. During the conversion to cash balance plans, some companies improperly calculated employee benefits. Our attorneys have been involved in ERISA cash balance conversion litigation to assist plan participants who have suffered an improper erosion of their retirement benefits, including class action litigation against Duke Energy that resulted in \$30 million in settlement benefits.

GENERAL BUSINESS LITIGATION

Our business litigation attorneys represent businesses and individuals in complex business tort and commercial litigation cases involving breach of contract, fraud, misrepresentation, unfair competition, and deceptive trade practices. These cases include disputes between competitors, partners, shareholders, lenders and borrowers, franchisees and franchisors, and other commercial entities. Business tort and commercial litigation cases are extremely complex and require an immense knowledge of both law and business.

RPWB attorneys not only have this knowledge, they also have the significant staff and financial resources to investigate and prepare these cases for successful resolution.

HEALTHCARE FRAUD: DRUG PRICING

Healthcare fraud is a major source of the increased cost of medical care and health insurance. We all lose when medical service and product providers, including pharmaceutical companies, defraud individuals or governments, because healthcare providers pass the costs along to their customers. Our healthcare fraud attorneys help victims protect their rights under all available federal and state laws, including the various false claims acts that allow individuals with inside information of fraud against the government to file a suit against the bad actor and share in the money recovered by the

government.

RPWB has represented numerous state and local government entities in litigation against pharmaceutical manufacturers and wholesalers, resulting in multi-million dollar settlements. RPWB has represented numerous state and local governments in suits alleging that drug wholesaler McKesson conspired to inflate the average wholesale price (AWP) of hundreds of brand-name prescription drugs causing these entities to make substantial excess payments for pharmaceuticals. RPWB has also represented numerous states in similar suits against pharmaceutical manufacturers for manipulating AWP's of brand and generic drugs.

MEDICAL MALPRACTICE AND PHARMACY LIABILITY

MEDICAL MALPRACTICE

Medical Malpractice cases are typically a result of negligent or careless action or inaction by a doctor, nurse, hospital, or other licensed medical professional or health care provider that yields consequences of permanent disability, disease, disfigurement, and death.

All hospitals and medical workers have a duty to uphold appropriate standards of care with every patient they treat. Medical Malpractice arises from a breach of that duty, and most often involves:

- Misdiagnoses
- Failure to properly treat a condition
- Faulty administration of a prescription drug
- Failure to warn patient of potential dangers

All patients have the right to receive proper and reasonable care from hospitals, doctors, and nurses. RPWB's medical malpractice attorneys know each case is unique and deserving of individual attention.

PHARMACY LIABILITY

Pharmacies and pharmacists are critical members of the medical community whom we entrust with our health and our lives. While doctors may be responsible for diagnosing a disease and prescribing treatment, it is the role of a pharmacist to ensure that the patient receives the correct type and dosage of medication.

If a pharmacist fails to properly fill a prescription, the result can be injury or even death. When a pharmacist negligently fills a prescription, he or she may be liable for the resulting injury or death. Claims for pharmacy liability generally arise when a pharmacy fails to uphold the proper standards of care when filling and dispensing prescription drugs. This can manifest in several harmful, and sometimes deadly, ways:

- Giving the wrong drug to a patient
- Filling an order in the wrong dosage amount
- Failing to acknowledge a patient's drug allergies
- Failing to recognize and prevent potential drug-drug interactions
- Failing to recognize and prevent potential drug-disease contraindications
- Failing to recognize an incorrect dosage and take steps to avoid harm to the patient
- Failing to properly counsel a patient regarding potential side-effects, risks and proper usage of a prescription medication.

The attorneys at RPWB have extensive experience taking on large, corporate pharmacies on behalf of our clients.

MUTUAL FUND LITIGATION

RPWB is dedicated to protecting mutual fund investors from fee gouging and dishonest conduct by mutual fund advisors. Millions of Americans today invest their retirement savings, college savings, and life savings in mutual funds — a \$9 trillion business. The scandals of the past few years involving late trading, market timing, and revenue sharing demonstrate that not enough is being done to protect investors.

Mutual funds are overseen by boards of directors who are supposed to be independent from the advisors who run the mutual funds and are charged with looking out for the interests of mutual fund investors. Unfortunately, these “watchdogs” often serve as nothing more than lackeys and rubber stamps for the advisors. Market timing and other publicized abuses are only a few of the many ways mutual fund investors can suffer when directors do not perform their duties and allow the advisors to take advantage of the mutual funds they manage.

PHARMACEUTICAL DRUGS AND MEDICAL DEVICES

RPWB is nationally recognized for representing individuals who have been harmed by side effects from both prescription and non-prescription drugs and medical devices. RPWB attorneys have or are currently serving on various national Plaintiffs’ Steering Committees for consolidated litigations involving the pharmaceutical drugs Chantix® and Lipitor®. The firm is currently involved in litigating Accutane®, Actos®, Lipitor®, and Yaz/Yasmin Ocella® cases across the country. RPWB attorneys formerly served on the Plaintiffs’ Steering Committee for litigation involving Baycol®, breast and jaw implants, Heparin®, Ortho Evra®, Phenylpropanolamine (PPA), ReNu®, Rezulin®, the Norplant contraceptive system and Zyprexa®.

The firm played an integral role in litigating and negotiating a \$700 million settlement with Eli Lilly in 2005 arising out of thousands of Zyprexa-related injuries. In addition, the firm successfully represented multiple states, through their respective Attorneys General, for the reimbursement of Medicaid and Medicare funds used to treat the victims of Zyprexa-related injuries.

RPWB attorneys also represent patients with defective medical implants. Some of the implant claims the firm is currently involved with include hip implants and defective transvaginal mesh. RPWB is prosecuting hip implant claims involving the DePuy ASR, DePuy Pinnacle, Stryker Rejuvenate & ABG II, Biomet MZA Magnum, Zimmer Durom, and Wright Conserve products. RPWB is also prosecuting transvaginal mesh claims involving mesh manufactured by Boston Scientific, Ethicon, American

Medical Systems, C.R. Bard, Inc., and Coloplast Corp.

PRODUCTS AND PREMISES LIABILITY

RPWB has earned a national reputation representing individuals and entities that have been harmed or suffered a loss as a result of defective products and dangerous premises. These cases typically involve catastrophic personal injury, wrongful death, and/or property damage.

RPWB has litigated class actions and individual cases involving defects in numerous products, including automobiles, aircraft, consumer appliances, machinery, and prescription drugs. Many of these cases have been designated by the courts as complex or transferred to multidistrict litigation. Our products liability attorneys have the knowledge, experience, and resources to successfully handle these cases.

RAILROAD ACCIDENTS

RPWB lawyers have experience in both railroad crossing accident and train derailment litigation, which can be very complex due to the many regulations governing railroad operation and maintenance. Negligence and liability issues are complex and often require experts in the field to conduct proper analysis and testing of engineering and human factors and rail operations. In 2005, RPWB was appointed co-lead counsel in the consolidated cases arising from the Graniteville, South Carolina train derailment and chemical spill in which nine people were killed, hundreds injured, and almost 5,500 more evacuated.

RPWB attorneys also have experience in representing injured railroad workers under the Federal Employer's Liability Act (FELA) which provides injured railroad employees an avenue to recover lost wages, medical expenses, pain and suffering, and long-term physical and financial support in the event the injured employee is unable to return to work.

SECURITIES FRAUD

RPWB is dedicated to helping investors recover losses caused by corporate fraud or securities account mismanagement. The firm has played a lead role in numerous complex, and often groundbreaking, litigation matters on behalf of stockholders and other victims injured by corporate fraud, breaches of fiduciary duty, and financial wrongdoing.

The firm has been at the forefront of protecting shareholders' investments by aggressively pursuing claims against brokerage firms for providing unfounded investment advice and for failing to disclose conflicts of interest, and claims against brokerage firms and individual brokers for fraudulent and negligent mismanagement of investor accounts. RPWB is also prominently involved in derivative cases and protecting mutual fund investors against excessive advisory fee abuses.

TOBACCO

Collectively, the attorneys at RPWB bring decades of experience in tobacco litigation to the courtroom. Several RPWB attorneys played prominent roles in the nationwide litigation that led

to a historic settlement between the Attorneys General of all 50 states and the tobacco industry to recover healthcare costs of smoking related diseases. Since coming together at RPWB, the attorneys on the tobacco team have focused on one of the most pervasive frauds perpetuated by the tobacco industry: the false marketing of “light” cigarettes.

In *Price v. Philip Morris*, RPWB attorneys helped win a landmark \$10.1 billion consumer fraud judgment against Philip Morris. This Illinois case was the first to hold a tobacco company accountable for decades of deceptive labeling of cigarettes as “light” or “lowered tar.” RPWB attorneys presented evidence that Philip Morris’ “light” brands were just as harmful, and in certain aspects, more harmful than its regular brands. Within weeks of the verdict, Philip Morris declared it was removing the phrase “Lowered Tar and Nicotine” from packages of its best-selling brand, Marlboro Lights.

For its work in *Price v. Philip Morris*, the entire RPWB tobacco team was nominated in 2003 for the Trial Lawyer of the Year Award by Trial Lawyers for Public Justice. In pursuing claims against the tobacco industry, RPWB attorneys have worked closely with the leading public health authorities and experts around the world. They bring skill, passion, and dedication to the fight against the tobacco industry for its part in creating the great public health crisis of cigarette smoking.

TRUCK ACCIDENTS

RPWB has the tractor trailer litigation experience necessary to make certain our clients’ rights are protected. Accidents involving tractor trailers – commonly called 18 wheelers – are some of the most devastating wrecks on our roadways. When a tractor trailer and a car collide, it is very likely the accident will result in death or severe injury of a passenger in the automobile. In the legal realm, tractor trailer wrecks are not treated as ordinary car accidents. Laws and regulations that apply to tractor trailers and their operators are different from those in typical car accidents. RPWB is distinctly prepared to prosecute tractor trailer lawsuits.

VEHICLE DEFECTS

RPWB has litigated dozens of cases against most of the major manufacturers of heavy trucks, automobiles, and SUVs. Our attorneys have successfully resolved claims for deaths and injuries resulting from vehicle rollovers, tire detreads, roof crushes, seat belt unbuckling, airbag injuries, and park-to-reverse transmission slips and a variety of defects leading to fuel fed fires. Our attorneys have the experience to identify vehicle defects that may have caused what otherwise appears to have been an ordinary accident. We also know the important steps that should be immediately taken to preserve evidence necessary to prove a defect case.

WHISTLEBLOWER

The False Claims Act allows people who have inside information of fraud against the government to file a suit to help stop the fraud. The purpose of the False Claims Act is to encourage private individuals – sometimes referred to as “whistleblowers” – who are aware of fraud to alert the

government and minimize the drain on taxpayers' funds. If the case is successfully resolved against the defendant, the whistleblower is entitled to up to 30 percent of the government's recovery as an award for coming forward. Moreover, the False Claims Act prohibits employers from retaliating against whistleblowers and allows whistleblowers who are retaliated against to sue for damages. RPWB attorneys have proven expertise in representing whistleblowers.

WHITE COLLAR CRIMINAL DEFENSE

Our attorneys have extensive experience representing corporations, as well as their officers and directors, in connection with investigations of potential criminal wrongdoing. Gordon Rhea, the group's lead attorney, has extensive experience as a former Assistant United States Attorney in Washington, D.C. Another member of the team has served as an Assistant Federal Public Defender.

Our white collar criminal defense attorneys have a record that demonstrates they understand the intricacies of representing clients accused of fraud, conspiracy, tax evasion, racketeering, and illegally structuring financial transactions. Our goal in defending clients accused of crimes is to avoid indictments and adverse publicity. Should an indictment occur, we wage a vigorous and tenacious defense at trial, and, if necessary, at sentencing and on appeal.

**For more information on these and other types of practice,
please visit our website at www.rpwb.com**



**RPWB ATTORNEYS HAVE BEEN APPOINTED CLASS COUNSEL
IN THE FOLLOWING REPRESENTATIVE LITIGATIONS:**

ALFORD V. MEGO MORTGAGE HOME LOAN TRUST 1997-1
CASE No. 27-CV-06-2262 (HENNEPIN Co., MN)

Hoyt Rowell, Class Counsel
Chris Tuck, Class Counsel

BANKS V. FIRSTPLUS ASSET BACKED CERTIFICATES 1996-2
CASE No. 05-6583 (HENNEPIN Co., MN)

Hoyt Rowell, Class Counsel
Chris Tuck, Class Counsel

BARBANTI ET AL. V. W.R. GRACE, CASE No. 01-1139 (DEL. BKRPTCY)

Ed Westbrook, Class Counsel
Katie McElveen, Class Counsel

BATES V. TENCO, 132 F.R.D. 160 (D.S.C. 1990)

Ed Westbrook, Class Counsel

BERRY V. EMPIRE FUNDING HOME LOAN OWNER TRUST 1997-1
CASE No. 27-CV-06-2263 (HENNEPIN Co., MN)

Hoyt Rowell, Class Counsel
Chris Tuck, Class Counsel

BESS V. GERMAN AMERICAN CAPITAL CORP.
CASE No. 24-C-04-003-888 (BALTIMORE Co., MD)

Hoyt Rowell, Class Counsel
Chris Tuck, Class Counsel

BROWN V. MARTIN MARIETTA
CASE No. 2001-CP-08-2559 (BERKELEY Co., SC)

Ed Westbrook, Lead Counsel

CATES V. U.S. BANK, CASE No. 04-6202 (HENNEPIN Co., MN)

Hoyt Rowell, Class Counsel
Chris Tuck, Class Counsel

CENTRAL WESLEYAN COLLEGE V. W.R. GRACE & Co., 143 F.R.D.
628 (D.S.C. 1992), AFF'D, 6 F.3D 177 (4TH CIR. 1993)

Ed Westbrook, Co-Lead Counsel

CHURCH OF CHRIST AT AZALEA DRIVE V. FOREST RIVER, INC.
AND STARCRAFT BUS, CASE No. 2:11-cv-03371-PMD)

Hoyt Rowell, Class Counsel
Chris Tuck, Class Counsel
Jay Ward, Class Counsel
Robert Wood, Class Counsel

DUNDON V. U.S. BANK, CASE No. 01-CV-408-GPM (S.D. ILL.)
Chris Tuck, Class Counsel

FERRELL, ET AL., V. HORRY ELECTRIC COOPERATIVE, CASE No.
2011-CP-26-1266 (HORRY Co., SC)
Chris Tuck, Class Counsel
Jay Ward, Class Counsel

GEORGE, ET AL., V. DUKE ENERGY RETIREMENT CASH BALANCE
PLAN, ET AL.,
CASE No. 8:06-CV-373-RBH
Terry Richardson Jr., Class Counsel
Hoyt Rowell, Class Counsel
Chris Tuck, Class Counsel
Robert Wood, Class Counsel

GRAY V. GENERAL MOTORS CORP.
CASE No. 02-CP-25-294 (HAMPTON Co., SC)
Terry Richardson Jr., Class Counsel

GRAY V. THE TALKING PHONE BOOK, ET AL.,
CASE No. 8:08-CV-01833-GRA (D.S.C.)
Terry Richardson Jr., Class Counsel
Daniel S. Haltiwanger, Class Counsel
Chris Moore, Class Counsel

GUNNELLS V. FIDELITY GROUP, INC.
CASE No. 2:98-2659-23 (D.S.C.)
Michael Brickman, Class Counsel

HESS, ET AL., V. VOLKSWAGEN OF AMERICA, INC.
CASE No. CJ-05-205 (POTTAWATOMIE Co., OK), CERTIFICATION
AFF'D BY COURT OF CIVIL APPEALS, 221 P.3D 132 (OKLA., 2009)
Hoyt Rowell, Class Counsel
Chris Tuck, Class Counsel

IN RE: ASBESTOS SCHOOL LITIGATION, 789 F.2D 996 (3D CIR.
1986), CERT. DENIED, 107 S.Ct. 182 (1986)
Ed Westbrook, Plaintiffs' Executive Committee Member

IN RE: ATM FEE ANTITRUST LITIGATION
CASE No. 3:04-cv-02676 (CRB)
Michael Brickman, Class Counsel
Kimberly Keevers Palmer, Class Counsel

IN RE: COMMUNITY BANK OF NORTHERN VIRGINIA MORTGAGE
LENDING PRACTICES LITIGATION
CASE No. 2:03-CV-00425-AJS (WESTERN DISTRICT, PA)
Jay Ward, Class Counsel
Bobby Wood, Class Counsel

IN RE: DJK RESIDENTIAL, LLC.
CASE No. 08-10375, (BANKR. S.D. N.Y.)
Chris Tuck, Co-Lead Class Counsel

IN RE: GRANITEVILLE TRAIN DERAILMENT (CURTIS V. NORFOLK
SOUTHERN RAILWAY Co.)
CASE No. 1:05-115-MBS (AIKEN Co., SC)
Terry Richardson Jr., Co-Lead Class Counsel

IN RE: HOUSEHOLD GOODS MOVERS ANTITRUST LITIGATION
MDL No. 1865
CASE No. 2:07-CV-00764 (DCN)
Hoyt Rowell, Co-Lead Class Counsel
Howard Siegel, Co-Lead Class Counsel
Chris Tuck, Co-Lead Class Counsel
Robert Wood, Co-Lead Class Counsel

IN RE: MAGNETIC AUDIOTAPE ANTITRUST LITIGATION
CASE No. 99-CV-1580 (LMM) (S.D.N.Y.)
Michael Brickman, Co-Lead Class Counsel

LEWIS, ET AL. V. FLUE-CURED TOBACCO COOPERATIVE
STABILIZATION, CASE Nos. 05-CVS-188 & 05-CVS-1938,
(S. CT.) (WAKE COUNTY, NC)
Terry Richardson, Class Counsel
Jay Ward, Class Counsel

LEWIS V. SOYO GROUP, INC.
CASE No. EDCV 06-699 VAP (C.D. C.A.)
Chris Tuck, Class Counsel

MADANAT V. FIRST DATA CORP., ET AL.
CASE No. 11-CV-00364 (LDW)(ETB) (E.D.N.Y.)
Chris Tuck, Class Counsel

MASQUAT V. DAIMLERCHRYSLER CORP.
CASE No. CJ-05-106 (POTTAWATOMIE Co., OK),
CERTIFICATION AFF&D AT 195 P.3D 38 (OKLA. 2008)
Chris Tuck, Class Counsel

MONTECITO ENCLAVE, ET AL. V. SUMMIT CONTRACTORS, INC., ET AL.
CASE No. 06-CP-10-1316
Blair Hahn, Lead Class Counsel

OLVERA V. NORFOLK SOUTHERN RAILWAY, Co.
CASE No. 1:06-CV-3597-MBS (D.S.C.)
Terry Richardson Jr., Co-Lead Class Counsel

PRICE V. PHILIP MORRIS INC.
CASE No. 00-L-112 (MADISON COUNTY, IL)

Jim Bradley, Class Counsel
Michael Brickman, Class Counsel
Jerry Evans, Class Counsel
Nina Fields, Class Counsel
Kim Keevers, Class Counsel
Greg Lofstead, Class Counsel

THE BOARD OF COUNTY COMMISSIONERS OF DOUGLAS COUNTY,
KANSAS; THE STATE OF OKLAHOMA; THE STATE OF MONTANA;
THE CITY OF BALTIMORE, MARYLAND; THE CITY OF PANAMA CITY,
FLORIDA; ANOKA COUNTY, MINNESOTA; THE CITY OF COLUMBIA,
SOUTH CAROLINA; AND THE CITY OF GOLDSBORO, NORTH
CAROLINA. V. MCKESSON CORPORATION, ET. AL., (U.S.D. M.A.)
CASE No. 08-11349

Jay Ward, Co-Lead Counsel

SCHREINER V. PATRIARCH PARTNERS, LLC AND AMERICAN
LAFRANCE, LLC
CASE No. 02:14-CV-220-RMG (D.S.C)

James L. Ward, Jr., Class Counsel
T. Christopher Tuck, Class Counsel
Katie McElveen, Class Counsel

THOMPSON ET AL. V. STATE FARM FIRE AND CASUALTY COMPANY
CASE No. 5:14-CV-32-MTT (M.D. GA.)

Michael J. Brickman, Class Counsel
James C. Bradley, Class Counsel
Nina Fields Britt, Class Counsel
Matthew A. Nickles, Class Counsel

TOWNSEND V. GMAC-RESIDENTIAL FUNDING CORP.
CASE No. 03-L-742 (ST. CLAIR Co., IL)

Hoyt Rowell, Class Counsel

WAXLER TRANSPORTATION Co. V. TRINITY MARINE PRODUCTS INC.
CASE No. 49-741 (25TH JUD. DIST. CT. FOR THE PARISH OF
PLAQUEMINES, LA)

Jay Ward, Class Counsel
Ed Westbrook, Class Counsel

WILLIAM HOFFMAN V. AMERICAN EXPRESS TRAVEL RELATED
SERVICES Co. INC., ET AL.
CASE No. 2001-022881 (SUPERIOR COURT FOR THE STATE
OF CALIFORNIA, ALAMEDA COUNTY)

Michael Brickman, Class Counsel
Kimberly Keevers Palmer, Class Counsel



ASBESTOS PROPERTY DAMAGE

In re: State and Regents' Building Asbestos Cases, First Judicial District Court, State of Minnesota, Case Nos. 99091 & 99082

In Re: State of West Virginia Public Building Asbestos Litigation, West Virginia Circuit Court, Civil Action No. 86-C-458

The Port Authority of New York and New Jersey (formerly known as "The Port of New York Authority") and Port Authority Trans-Hudson Corporation v. Allied Corporation, et al., United States District Court, Southern District of New York, 91 Civ. 0310 (CLB) (MDF)

MCKESSON PRESCRIPTION DRUG MARK-UP

In Re: McKesson Governmental Entities Average Wholesale Price Litigation, United States District Court for the District of Massachusetts, Master File No: 1:08-cv-10843-PBS

The State of Mississippi v. McKesson Corporation, Circuit Court of Hinds County, Mississippi, Case No. 251-10-862-CIV

The State of Utah v. McKesson Corporation, United States District Court for the Northern District of California, Case No. CV-10-4743-SI

The State of Ohio v. McKesson Corporation, United States District Court for the Northern District of California, Case No. 13-CV-02000-SI

NEW JERSEY MTBE

New Jersey Department of Environmental Protection v. Hess Corp., et al., Superior Court of New Jersey, Mercer County, Docket No. L-1622-07

NEW JERSEY NRD

New Jersey Department of Environmental Protection and the Administrator of the New Jersey Spill Compensation Fund v. Honeywell International, Inc., et al., Superior Court of New Jersey, Bergen County, Docket No. L-2764-05

Ames Rubber Corp., Superior Court of New Jersey, Sussex County, Docket No. L-213-06. BASF Corp., et al., Superior Court of New Jersey, Passaic County, Docket No. L-5151-05

Charles Beseler Co., et al., Superior Court of New Jersey, Essex County, Docket No. L-3203-05

Saint-Gobain Performance Plastics Corp., et al., Superior Court of New Jersey, Passaic County, Docket No. L-1685-05

Cumberland Farms, Inc., et al., Superior Court of New Jersey, Ocean County, Docket No. L-1234-06

Givaudan Fragrances Corp., et al., Superior Court of New Jersey, Passaic County, Docket No. L-423-06

Pechter's Baking Group LLC, et al., Superior Court of New Jersey, Hudson County, Docket No. L-4971-05

Carlisle Companies, Inc., et al., Superior Court of New Jersey, Bergen County, Docket No. L-000035-06

Dixo Company, Inc., et al., Superior Court of New Jersey, Bergen County, Docket No. L-508-06

Bayer Corp., et al., Superior Court of New Jersey, Passaic County, Docket No. LI685-0

Viacom, Inc., et al., Superior Court of New Jersey, Essex County, Docket No. LI486-06

Bayer Croscience, Inc., et al., Superior Court of New Jersey, Middlesex County, Docket No. L- 005790-07

Sealy Corp., as the Successor-In-Interest to Stearns and Foster Bedding Corp., et al., Superior Court of New Jersey, Middlesex, Docket No. L-2948-06528-06

Minnesota Mining & Manufacturing Co., et al., Superior Court of New Jersey, Burlington County, Docket No. L-528-06

ONLINE TRAVEL TAX CASE

Lake County Convention & Visitors Bureau, et al. v. Hotels.com LP, et al., United States District Court for the Northern District of Indiana, Case No. 2:06cv207

PHARMACEUTICAL AVERAGE WHOLESALE PRICE

The State of Mississippi; Before the Judicial Panel on Multi-District Litigation-MDL Docket No. 1456 - In Re Pharmaceutical Industry

The State of Oklahoma; ex rel., W.A. Drew Edmondson, Attorney General of Oklahoma v. Abbott Laboratories, Inc., et al., District Court of Pottawatomie County, State of Oklahoma, Case No. CJ-2010-474

PUERTO RICO MTBE

Commonwealth of Puerto Rico and Commonwealth of Puerto Rico through the Environmental Quality Board v. Shell Oil Co., et al., United States District Court, District of Puerto Rico, Case No. 07-1505(ccc)

U.S. TOBACCO

State of Florida v. American Tobacco Co., Case No. 95-1466AH (FL)

State of Hawaii v. Brown & Williamson Tobacco Corp., Case No. 97-0441-01 (HI)

Commonwealth of Massachusetts v. Philip Morris, Inc., Case No. 95-7378-J (MA)

State of Michigan v. Philip Morris, Inc., Case No. 96-84281-CZ (MI)

State of Mississippi Tobacco Litigation, Case No. 94-1429 (MS)

State of New Jersey v. R.J. Reynolds Tobacco Co., Case No. C-254-96, (NJ)

State of Ohio v. Philip Morris, Inc., Case No. 97-C VHO5-5114 (OH)

State of Oklahoma v. R.J. Reynolds Tobacco Co., Case No. CJ-96-1499-L (H) (OK)

Commonwealth of Puerto Rico v. Brown & Williamson Tobacco Corp., Case No. 97-1910 (JAF) (D.P.R.)

State of South Carolina v. Brown & Williamson Tobacco Corp., Case No. 97-CP-40-1686 (SC)

State of Texas v. American Tobacco Co., Case No. 5:96CV91 (E.D. TX)

State of West Virginia v. American Tobacco Co., Case No. 94-C-1707 (WV)

VIRGIN ISLANDS NRD

Commissioner of the Department of Planning and Natural Resources, Robert S. Mathes, in his Capacity as Trustee for Natural Resources of the Territory of the United States Virgin Islands v. Century Alumina Co., et al., United States District Court of the Virgin Islands, Division of St. Croix, Civil Action No. 2005/62.

Commissioner of the Department of Planning and Natural Resources v. St. Croix Alumina, L.L.C., Superior Court of the Virgin Islands, Division of St. Croix, Civil No. 730/06

Commissioner of the Department of Planning and Natural Resource v. Virgin Islands Alumina Co., et al., Superior Court of the Virgin Islands, Division of St. Croix, Civil No. 2006/772

United States Virgin Islands, Department of Planning and Natural Resources v. St. Croix Renaissance Group, L.L.P., United States District Court of the Virgin Islands, Division of St. Croix, Civil Action No. 2007/0114

Government of the United States Virgin Islands; Department of Planning and Natural Resources; and Commissioner Robert S. Mathes, in his capacity as Trustee for Natural Resources of the Territory of the United States Virgin Islands v. Vulcan Materials Co., et.al., United States District Court of the Virgin Islands, Division of St. Thomas and St. John, Civil No. 2 006/170

Robert S. Mathes, Commissioner of the Virgin Islands Department of Planning and Natural Resources, in his capacity as Trustee for Natural Resources of the Territory of the United States Virgin Islands, and in his capacity as Assignee of the Claims of L'Henri, Inc. v. Vulcan Materials Co. and The Dow Chemical Co., United States District Court of the Virgin Islands, Division of St. Thomas and St. John, Civil No. 2006-229

ZYPREXA

State of Alaska v. Eli Lilly & Co., Superior Court for the State of Alaska, Third Judicial District at Anchorage, Civil Action No. 3AN-06-05630 CI

State of Idaho v. Eli Lilly & Co., Not Filed

State of Utah v. Eli Lilly & Co., Third Judicial District Court of Salt Lake County, Utah, Civil Action No. 070907357

State of West Virginia v. Eli Lilly & Co., Circuit Court of Mason County, West Virginia, Civil Action No. 06-C-3 I-N



RPWB ATTORNEYS HAVE PLAYED A LEAD ROLE IN THE FOLLOWING MULTI-DISTRICT LITIGATIONS:

AIR CRASH AT CHARLOTTE DOUGLAS INTERNATIONAL AIRPORT

Jay Ward, Plaintiffs' Liaison Counsel

BAUSCH & LOMB CONTACT LENS SOLUTION

Blair Hahn, Lead Plaintiffs' Counsel

Tom Rogers, Chair, Plaintiffs' Science Committee

Jay Ward, Plaintiffs' Discovery Committee & Law Committee Co-Chair

BREAST IMPLANTS

Blair Hahn, Plaintiffs' Discovery Committee

CHANTIX

Blair Hahn, Plaintiffs' Executive Committee, Chair, Discovery Committee

Christiaan Marcum, Plaintiffs' Science Committee & Discovery Committee

Beth Middleton Burke, Plaintiffs' Science Committee & Discovery Committee

Tom Rogers, Plaintiffs' Discovery Committee

David Suggs, Plaintiffs' Discovery Committee

COLUMBIA HCA

Hoyt Rowell, Plaintiffs' Steering Committee & Co-Lead Plaintiffs' Counsel

COPLEY PHARMACEUTICAL CONTAMINATED ALBUTEROL

David Suggs, Plaintiffs' Steering Committee, Science Committee, Discovery Committee & Trial Counsel

DELTA AIRTRAN ANTITRUST

Jay Ward, Co-Lead Plaintiffs' Counsel

Bobby Wood, Co-Lead Plaintiffs' Counsel

DIET DRUG FEN-PHEN

David Suggs, Plaintiffs' Discovery Committee & Science Committee

EIFS STUCCO

Blair Hahn, Plaintiffs' Steering Committee

Hoyt Rowell, Plaintiffs' Steering Committee

HEPARIN

Blair Hahn, Plaintiffs' Steering Committee

HMO

Blair Hahn, Plaintiffs' Steering Committee

HOUSEHOLD GOODS MOVERS FUEL SURCHARGES

Hoyt Rowell, Co-Lead Plaintiffs' Counsel

Howard Siegel, Co-Lead Plaintiffs' Counsel

Robert Wood, Plaintiffs' Steering Committee

JAW IMPLANTS

Blair Hahn, Plaintiffs' Steering Committee & Co-Lead Plaintiffs' Counsel

LIPITOR

Blair Hahn, Lead Plaintiffs' Counsel

LOUISIANA PACIFIC

Hoyt Rowell, Plaintiffs' Steering Committee

L-TRYPTOPHAN

Tom Rogers, Plaintiffs' Steering Committee & Liaison Counsel

David Suggs, Plaintiffs' Discovery Committee

MASONITE

Blair Hahn, Plaintiffs' Steering Committee & Lead Plaintiffs' Counsel

M.I. WINDOWS

Blair Hahn, Lead Counsel, Contractor Plaintiffs' Steering Committee

Katie McElveen, Liaison Counsel, Plaintiffs' Steering Committee

MOTOR FUEL TEMPERATURE SALES PRACTICES

Michael Brickman, Plaintiffs' Steering Committee & Offensive Discovery Committee

MTBE

Hoyt Rowell, Plaintiffs' Steering Committee

NORPLANT

Tom Rogers, Plaintiffs' Steering Committee

Blair Hahn, Plaintiffs' Discovery Committee

David Suggs, Plaintiffs' Discovery Committee & Science Committee

OMNIFLOX

Tom Rogers, Plaintiffs' Steering Committee & Co-Lead Plaintiffs' Counsel

ORTHO EVRA

Tom Rogers, Plaintiffs' Steering Committee

David Suggs, Plaintiffs' Science Committee

PPA

Tom Rogers, Plaintiffs' Steering Committee

David Suggs, Co-Chair Plaintiffs' Discovery Committee & Science Committee

REZULIN

Tom Rogers, Plaintiffs' Steering Committee

TELECTRONICS

Tom Rogers, Plaintiffs' Steering Committee

WACHOVIA OPTION ARM

Hoyt Rowell, Plaintiffs' Executive Committee

ZONOLITE ATTIC INSULATION

Ed Westbrook, Plaintiffs' Steering Committee

ZYPREXA

Blair Hahn, Plaintiffs' Science Committee & Negotiating Committee

Christiaan Marcum, Plaintiffs' Science Committee & Law and Briefing Committee

Tom Rogers, Plaintiffs' Steering Committee

David Suggs, Plaintiffs' Science Committee & Discovery Committee





MEMBER
JENA L. BORDEN

AREAS OF PRACTICE

- Asbestos
- General Litigation
- Mesothelioma

ADMISSIONS

- Illinois
- Missouri
- U.S. District Court, Districts of Southern, Central, and Northern Illinois
- Not admitted in South Carolina

EDUCATION

- University of Texas School of Law, J.D., 2000
- University of Arkansas, B.A., 1996

**PROFESSIONAL
MEMBERSHIPS**

- American Association of Justice
- Illinois Trial Lawyers Association
- Madison County Bar Association

CONTACT

Office: Edwardsville, Illinois
Phone: 618.307.5077
Toll Free: 888.293.6883
Fax: 618.307.5813
E-mail: jborden@rpwb.com



MEMBER
JAMES C. BRADLEY

AREAS OF PRACTICE

- Antitrust and Deceptive Trade
- Class Actions
- Mutual Funds
- Securities Fraud

ADMISSIONS

- South Carolina
- U.S. District Court, District of South Carolina
- U.S. District Court, District of Colorado
- U.S. District Court, Northern District of Florida
- U.S. Court of Federal Claims
- U.S. Court of Appeals, Fourth Circuit
- U.S. Court of Appeals, Seventh Circuit
- U.S. Supreme Court

EDUCATION

- University of South Carolina, J.D.,
magna cum laude, 1999
- Student Works Editor, South Carolina
Law Review, 1998-1999
- Dean's Medallion, May 7, 1999
- Wake Forest University, B.A.,
magna cum laude, 1990

PROFESSIONAL MEMBERSHIPS

- South Carolina Association for Justice
- South Carolina Bar
- The American Association for Justice

CONTACT

Office: Mount Pleasant, South Carolina
Phone: 843.727.6603
Toll Free: 888.293.6883
Fax: 843.216.6509
E-mail: jbradley@rpwb.com



MEMBER
MICHAEL J. BRICKMAN

AREAS OF PRACTICE

- Antitrust and Deceptive Trade
- Asbestos
- Business Litigation
- Class Actions
- Medical Devices
- Medical Malpractice
- Mesothelioma
- Mutual Funds
- Pharmacy Liability
- Securities Fraud
- Tobacco

ADMISSIONS

- South Carolina
- U.S. District Court, District of South Carolina
- U.S. District Court, District of Colorado
- U.S. District Court, Eastern District of Wisconsin
- U.S. Court of Appeals, Fourth Circuit
- U.S. Court of Appeals, Seventh Circuit
- U.S. Court of Appeals, Ninth Circuit
- U.S. Court of Appeals, Eleventh Circuit
- U.S. Supreme Court

EDUCATION

- University of South Carolina, J.D.,
cum laude, 1978
- Harvard University, B.A.,
magna cum laude, 1975

PROFESSIONAL MEMBERSHIPS

- American Bar Association
- Charleston County Bar Association
- Martindale-Hubbell Rated: AV
- South Carolina Association for Justice
- The American Association for Justice
- University of South Carolina
Law Review, Member, 1977–1978

CONTACT

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E-mail: mbrickman@rpwb.com



MEMBER ELIZABETH MIDDLETON BURKE

AREAS OF PRACTICE

- Medical Devices
- Pharmaceutical Drugs
- Personal Injury
- Medical Malpractice
- Pharmacy Liability

ADMISSIONS

- South Carolina
- U.S. District Court, District of South Carolina

EDUCATION

- University of South Carolina, J.D., 1997
- College of Charleston, Honors College;
B.A., English, 1994

PROFESSIONAL MEMBERSHIPS

- South Carolina Bar
- American Association for Justice
 - Membership Oversight Committee, 2008-2011
 - Convention Planning Committee, 2008-2014
 - National College of Advocacy Board of Trustees, 2005-2008
 - New Lawyers' Division,
 - Secretary, 2000-2001,
 - Communications Committee, 2003-2005
- South Carolina Association for Justice
- Southern Trial Lawyers Association (STLA)
 - Secretary, 2015
 - Board of Governors, 2013-present
- College of Charleston Alumni Association
 - Immediate Past President, 2011-2012
 - President, 2010-2011
 - President Elect, 2008-2010
 - Vice President, 2007-2008
 - Board of Directors, 2003-2006
2007 to 2012
- College of Charleston Foundation Board,
Ex Officio Member, 2010-2011
- College of Charleston Friends of the Library
Board, 2013-Present
- College of Charleston Honors College,
Distinguished Alumni Award, 2011

CONTACT

Office: Mount Pleasant, South Carolina
 Phone: 843.727.6659
 Toll Free: 888.293.6883
 Fax: 843.216.6509
 E-mail: bburke@rpwb.com



MEMBER
J. DAVID BUTLER

AREAS OF PRACTICE

- Asbestos
- Class Actions
- General Litigation/Products Liability
- Mesothelioma
- Railroad Accidents

ADMISSIONS

- South Carolina
- U.S. District Court, District of South Carolina

EDUCATION

- University of South Carolina, J.D., 1993
- Florida State University, B.S., 1989

PROFESSIONAL MEMBERSHIPS

- South Carolina Association for Justice
- South Carolina Bar
- The American Association for Justice

CONTACT

Office: Barnwell, South Carolina
Phone: 803.541.7865
Toll Free: 888.705.1619
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E-mail: dbutler@rpwb.com



MEMBER
JERRY HUDSON EVANS

AREAS OF PRACTICE

- Abusive Tax Shelters
- Asbestos & Mesothelioma
- Natural Resource Damage
- Tobacco
- Toxic Torts

ADMISSIONS

- South Carolina
- U.S. Virgin Islands
- U.S. District Court, District of South Carolina
- U.S. Court of Appeals, Fourth Circuit

EDUCATION

- University of South Carolina, J.D.,
cum laude, 1996
- Eastman School of Music, B.M., 1981
- Indiana University, M.M., 1984

**PROFESSIONAL
MEMBERSHIPS**

- American Constitution Society
- South Carolina Association for Justice
- South Carolina Bar

CONTACT

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Phone: 843.727.6534
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Fax: 843.216.6509
E-mail: jevans@rpwb.com



MEMBER
NINA FIELDS BRITT

AREAS OF PRACTICE

- Antitrust and Deceptive Trade
- Class Actions
- Medical Devices
- Mutual Funds
- Securities Fraud
- Tobacco

ADMISSIONS

- South Carolina
- U.S. District Court, District of South Carolina
- U.S. District Court, District of Colorado
- U.S. District Court, Eastern District of Wisconsin
- U.S. District Court, Northern District of Florida
- U.S. Court of Appeals, Fourth Circuit
- U.S. Supreme Court

EDUCATION

- University of South Carolina, J.D.,
magna cum laude, 2000
- College of Charleston, B.S.,
cum laude, 1997

JOURNAL

- South Carolina Law Review, Research Editor

**PROFESSIONAL
MEMBERSHIPS**

- South Carolina Bar
- South Carolina Super Lawyers, Rising Stars, 2013

CONTACT

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MEMBER H. BLAIR HAHN

AREAS OF PRACTICE

- Construction Defects
- Medical Devices
- Pharmaceutical Drugs

ADMISSIONS

- South Carolina
- U.S. District Court, District of South Carolina

EDUCATION

- University of South Carolina, J.D., 1992
- North Carolina State University,
 - B.A. Economics, 1980
 - B.A. Business Management, 1980

PROFESSIONAL MEMBERSHIPS

- American Bar Association
- Association of Trial Lawyers of America
- South Carolina Association for Justice
- South Carolina Bar (Executive Council, Young Lawyers Division, 1993-1994)
- South Carolina Trial Lawyers Association
- The American Association for Justice
- The National Top Trial Lawyers 100

CONTACT

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E-mail: bhahn@rpwb.com



MEMBER
GREGORY A. LOFSTEAD

AREAS OF PRACTICE

- Asbestos
- Silicosis / Coal Workers' Pneumoconiosis
- Tobacco

ADMISSIONS

- South Carolina
- U.S. District Court, District of South Carolina

EDUCATION

- West Virginia University, J.D., 1996
- West Virginia University, B.A.,
cum laude, 1992

PROFESSIONAL MEMBERSHIPS

- South Carolina Bar
- Trial Lawyers for Public Justice
(Finalist, Trial Lawyer of the Year, 2003)

CONTACT

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MEMBER
CHRISTIAAN A. MARCUM

AREAS OF PRACTICE

- Medical Devices
- Medical Malpractice
- Pharmaceutical Drugs
- Pharmacy Liability

ADMISSIONS

- South Carolina
- U.S. District Court, District of South Carolina

EDUCATION

- University of South Carolina, J.D., 1999
- College of Charleston, B.A., 1995

**PROFESSIONAL
MEMBERSHIPS**

- Charleston County Bar Association
- Martindale-Hubbell Rated: BV
- South Carolina Association for Justice
- South Carolina Bar
- The American Association for Justice
- The National Trial Lawyers

CONTACT

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MEMBER
KARL E. NOVAK

AREAS OF PRACTICE

- Asbestos
- Benzene
- Mesothelioma

ADMISSIONS

- Michigan
- South Carolina
- Texas
- United States District Court, District of South Carolina
- United States District Court, Northern District of Ohio

EDUCATION

- Capital University, J.D., 1988
- College of Wooster, B.A., 1981

**PROFESSIONAL
MEMBERSHIPS**

- American Bar Association
- Charleston County Bar Association
- Charleston County Pro Bono Board of Directors
- Martindale-Hubbell Rated: AV
- Medical University of South Carolina, Storm Eye Institute Board of Directors (Emeritus, Chairman, 2007-2011)
- South Carolina Association for Justice
- South Carolina Bar
- The American Association for Justice

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MEMBER
KIMBERLY KEEVERS PALMER

AREAS OF PRACTICE

- Antitrust and Deceptive Trade
- Class Actions
- Medical Devices
- Medical Malpractice
- Pharmacy Liability
- Tobacco

ADMISSIONS

- South Carolina
- U.S. District Court, District of South Carolina

EDUCATION

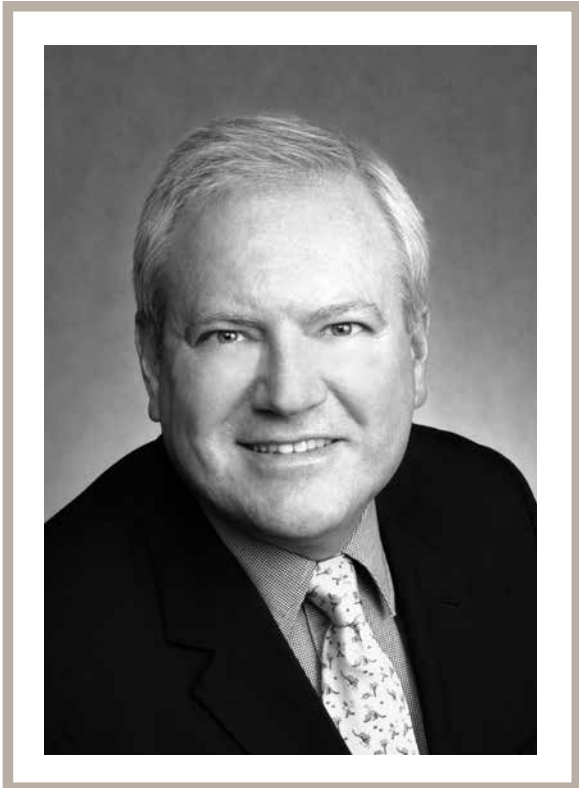
- University of South Carolina, J.D., 1993
- Calvin College, B.A., 1989

**PROFESSIONAL
MEMBERSHIPS**

- South Carolina Association for Justice
- South Carolina Bar
- The American Association for Justice

CONTACT

Office: Mount Pleasant, South Carolina
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Toll Free: 888.293.6883
Fax: 843.881.6183
E-mail: kkeevers@rpwb.com



MEMBER
CHARLES W. PATRICK JR.

AREAS OF PRACTICE

- Asbestos
- Class Actions
- Mesothelioma
- Products Liability
- Tobacco

ADMISSIONS

- South Carolina
- U.S. District Court, District of South Carolina
- U.S. Court of Appeals, Fourth Circuit, Fifth Circuit, Tenth Circuit and Eleventh Circuit

EDUCATION

- University of South Carolina, J.D., 1979
- Furman University, B.A.,
magna cum laude, 1976

JOURNAL

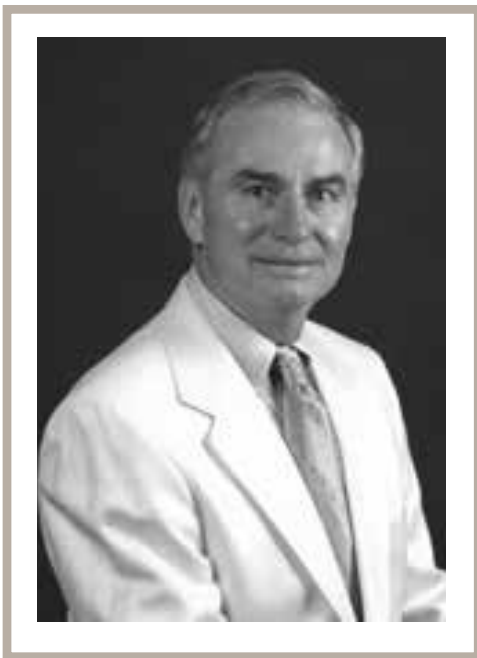
- University of South Carolina Law Review,
Member and Executive Editor

**PROFESSIONAL
MEMBERSHIPS**

- American Bar Association
- American Board of Trial Advocates
- Best Lawyers in America
- Martindale-Hubbell Rated: AV
- South Carolina Association for Justice
- South Carolina Bar
- Super Lawyers
- The American Association for Justice
- Who's Who in American Law

CONTACT

Office: Charleston, South Carolina
Phone: 843.727.6512
Toll Free: 888.293.6883
Fax: 843.727.3103
E-mail: cpatrick@rpwb.com

**MEMBER**

TERRY E. RICHARDSON JR.

AREAS OF PRACTICE

- Business Litigation
- Burn Injuries
- Truck Accidents
- Vehicle Defects
- Class Actions
- Products Liability
- Medical Devices
- Securities Fraud
- Railroad Accidents
- Whistleblower & Qui Tam

ADMISSIONS

- South Carolina
- U.S. District Court, District of South Carolina
- U.S. Court of Appeals, Fourth Circuit
- U.S. Supreme Court

EDUCATION

- University of South Carolina, J.D., 1974
- Clemson University,
 - B.A., Economics, 1967
 - M.S., Business, 1967

JOURNAL

- South Carolina Law Review, Editor in Chief

CONTACT

Office: Barnwell, South Carolina
 Phone: 803.541.7860
 Toll Free: 1.888.705.1619
 Fax: 803.541.9625
 E-mail: trichardson@rpwb.com

PROFESSIONAL MEMBERSHIPS

- Martindale-Hubbell Rated: AV
- American College of Trial Lawyers
 - Complex Litigation Committee, 2012-2013
- Best Lawyers – Lawyer of the Year, 2013
- South Carolina Super Lawyers, The Top 25, 2014
- Compleat Lawyer Award
- Honorary Doctorate of Laws, Charleston School of Law
- South Carolina Bar
 - Chairman, Negligence, Insurance and Compensation Section, 1976-1977
- University of South Carolina Law School Association
 - Chairman 1977-1978
- South Carolina Association for Justice
 - Member, Executive Committee, 1974-1976
- The American Association for Justice
- American Board of Trial Advocates
 - President, Charleston Chapter, 2001-2002
- South Carolina Commission on Grievance, 1980-1982
- South Carolina Chairman, Trial Lawyers for Public Justice, 1990-1993
- Civil Justice Reform Act Advisory Group, US District Courts of South Carolina, 1991
- South Carolina Chief Justice's Commission on the Profession, 2004-2005
- Co-chairman of the Steering Committee for the Norfolk Southern Railroad Derailment, Aiken Circuit Court, Federal Court, South Carolina, 2005-2008
- The Nature Conservancy, SC Board of Trustees, Chairman, 2012-2013



MEMBER
THOMAS D. ROGERS

AREAS OF PRACTICE

- Medical Devices
- Medical Malpractice
- Pharmacy Liability
- Pharmaceutical Drugs

ADMISSIONS

- South Carolina
- U.S. District Court, District of South Carolina

EDUCATION

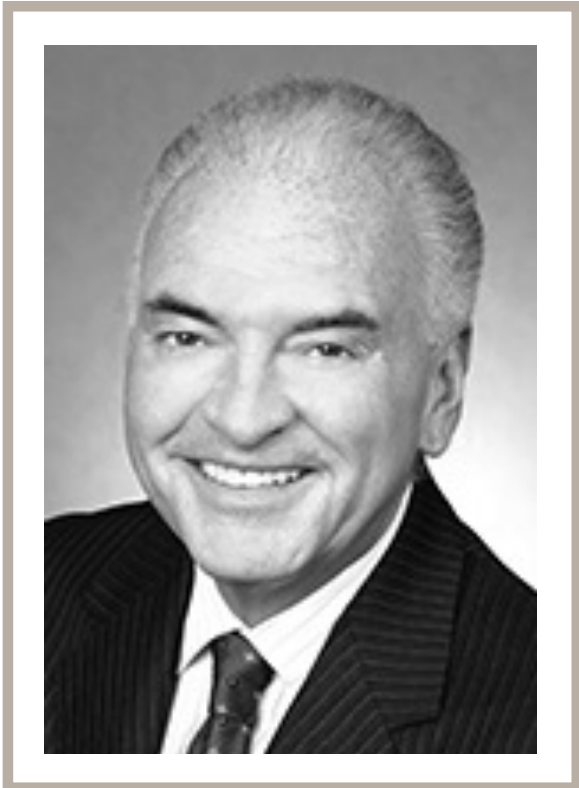
- University of South Carolina, J.D.,
magna cum laude, 1980
- University of Virginia, B.A.,
with distinction, 1975

**PROFESSIONAL
MEMBERSHIPS**

- Charleston County Bar Association
- Martindale-Hubbell Rated: AV
- South Carolina Association for Justice
- South Carolina Bar
- The American Association for Justice

CONTACT

Office: Mount Pleasant, South Carolina
Phone: 843.727.6521
Toll Free: 888.293.6883
Fax: 843.216.6509
E-mail: trogers@rpwb.com



MEMBER A. HOYT ROWELL III

AREAS OF PRACTICE

- Class Actions
- Healthcare Fraud
- Medical Devices
- Nursing Home Abuse/Neglect
- Personal Injury
- Pharmaceutical Drugs
- Predatory Lending

ADMISSIONS

- South Carolina
- U.S. District Court, District of South Carolina

EDUCATION

- University of South Carolina,
J.D., 1973
- University of South Carolina,
B.A., *cum laude*, 1970
- Phi Beta Kappa

JOURNAL

- University of South Carolina
Law Review, Member

PROFESSIONAL MEMBERSHIPS

- American Bar Association
- Martindale-Hubbell Rated: AV
- South Carolina Association for Justice
(Past President)
- South Carolina Bar
- The American Association for Justice
- U.S. Court of Appeals, Fourth Circuit,
Judicial Conference, Member Emeritus

CONTACT

Office: Mount Pleasant, South Carolina
Phone: 843.727.6650
Toll Free: 888.293.6883
Fax: 843.216.6509
E-mail: hrowell@rpwb.com



MEMBER T. CHRISTOPHER TUCK

AREAS OF PRACTICE

- Class Actions
- Employment Class Actions
- Healthcare Fraud
- Predatory Lending
- Securities Fraud
- Whistleblower & Qui Tam

ADMISSIONS

- South Carolina
- Wisconsin
- U.S. District Court, District of South Carolina
- U.S. District Court, Eastern District of Wisconsin
- U.S. District Court, Northern District of Florida
- U.S. Court of Appeals, Second, Fourth, Seventh, and Ninth Circuits

EDUCATION

- Marquette University, J.D., 1996
- University of North Carolina at Chapel Hill, B.A., 1993

JOURNAL

- Marquette Law Review, Member
- Marquette Sports Law Journal, Member

PROFESSIONAL MEMBERSHIPS

- Financial Industry Regulatory Authority, Board of Arbitrators, Member
- South Carolina Association for Justice
- South Carolina Bar
- State Bar of Wisconsin
- The American Association for Justice

CONTACT

Office: Mount Pleasant, South Carolina
Phone: 843.727.6515
Toll Free: 888.293.6883
Fax: 843.216.6509
E-mail: ctuck@rpwb.com



MEMBER
JAMES L. WARD JR.

AREAS OF PRACTICE

- Antitrust and Deceptive Trade
- Business Litigation
- Class Actions
- Consumer Lending
- Employment Litigation
- Products Liability
- Vehicle Defects

ADMISSIONS

- North Carolina
- South Carolina
- U.S. District Court, District of South Carolina
- U.S. District Court, Eastern District of North Carolina
- U.S. District Court, Middle District of North Carolina
- U.S. District Court, Western District of North Carolina
- U.S. Court of Appeals, Fourth Circuit

EDUCATION

- University of South Carolina, J.D., *cum laude*, 1997
- The Citadel, B.A., *magna cum laude*, 1994

JOURNAL

- South Carolina Law Review, Member

PROFESSIONAL MEMBERSHIPS

- James L. Petigru Inn of Court
- Martindale Hubbell Rated: AV
- North Carolina Bar Association
- North Carolina State Bar
- South Carolina Association for Justice
- South Carolina Bar
- The American Association for Justice

CONTACT

Office: Mount Pleasant, South Carolina
Phone: 843.727.6682
Toll Free: 888.293.6883
Fax: 843.216.6509
E-mail: jward@rpwb.com



MEMBER
KENNETH J. WILSON

AREAS OF PRACTICE

- Asbestos
- Mesothelioma
- Vehicle Defects

ADMISSIONS

- Florida
- Georgia
- South Carolina
- U.S. District Court, District of South Carolina
- U.S. District Court, Middle District of Georgia
- U.S. District Court, Southern District of Georgia
- U.S. District Court, Northern District of Florida
- Supreme Court of Georgia

EDUCATION

- Emory University, J.D., 1988
- Wake Forest University, B.A.,
cum laude, 1985

**PROFESSIONAL
MEMBERSHIPS**

- Attorneys Information Exchange Group (AIEG)
- South Carolina Bar
- State Bar of Georgia
- The Florida Bar
- South Carolina Association for Justice
- The American Association for Justice

CONTACT

Office: Barnwell, South Carolina
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Toll Free: 888.705.1619
Fax: 803.541.9625
E-mail: kwilson@rpwb.com



MEMBER
ROBERT S. WOOD

AREAS OF PRACTICE

- Antitrust and Deceptive Trade
- Class Actions
- Employment Litigation
- Predatory Lending

ADMISSIONS

- South Carolina
- U.S. District Court, District of South Carolina

EDUCATION

- University of South Carolina, J.D.,
cum laude, 1999
- University of Nebraska at Omaha,
B.S., 1994

**PROFESSIONAL
MEMBERSHIPS**

- South Carolina Association for Justice
- South Carolina Bar
- The American Association for Justice

CONTACT

Office: Mount Pleasant, South Carolina
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Fax: 843.216.6509
E-mail: bwood@rpwb.com





ASSOCIATE AARON R. DIAS

AREAS OF PRACTICE

- Natural Resource Damage
- Pharmaceutical Drugs
- Toxic Torts

ADMISSIONS

- South Carolina
- U.S. Court of Federal Claims
- U.S. District Court, District of South Carolina

EDUCATION

- University of South Carolina, J.D.,
cum laude, 2005
- College of Charleston, B.S. and B.A.,
cum laude, 1994

PROFESSIONAL MEMBERSHIPS

- South Carolina Bar
- The American Association for Justice

CONTACT

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Toll Free: 888.293.6883

Fax: 843.216.6509

E-mail: adias@rpwb.com



ASSOCIATE D. CHARLES DUKES II

AREAS OF PRACTICE

- Business Litigation
- Class Actions
- Employment Litigation
- General Litigation
- Products Liability

ADMISSIONS

- 2013, South Carolina
- U.S. District Court, District of South Carolina

EDUCATION

- Charleston School of Law, J.D.
magna cum laude, 2013
- Moot Court Board
- Trial Advocacy Board
- Senior Legal Writing Teaching Fellow
- University of North Carolina
at Wilmington, B.S. Business
Administration, 2003

PROFESSIONAL MEMBERSHIPS

- Charleston County Bar Association
- South Carolina Bar

CONTACT

Office: Mount Pleasant, South Carolina
Phone: 843.727.6647
Toll Free: 888.293.6883
Fax: 843.216.6509
E-mail: cdukes@rpwb.com



ASSOCIATE KATIE McELVEEN

AREAS OF PRACTICE

- Business Litigation
- Class Actions
- Predatory Lending and Consumer Lending
- Products Liability

ADMISSIONS

- South Carolina
- U.S. District Court, District of Colorado
- U.S. District Court, District of South Carolina
- U.S. District Court, Northern District of Florida
- U.S. Court of Appeals, Fourth Circuit
- U.S. Court of Appeals, Eleventh Circuit

EDUCATION

- Charleston School of Law, J.D., *cum laude* 2007
- College of Charleston, B.A., Philosophy, 2002

JOURNAL

- Federal Courts Law Review, Executive Editorial Board Member and Publications Editor

PROFESSIONAL MEMBERSHIPS

- Charleston County Bar Association
- South Carolina Association for Justice
- South Carolina Bar

CONTACT

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Phone: 843.727.6602

Toll Free: 888.293.6883

Fax: 843.216.6509

E-mail: kmcelveen@rpwb.com



ASSOCIATE

CHRISTOPHER J. MOORE

AREAS OF PRACTICE

- Asbestos/Mesothelioma
- Burn Injuries
- Business Litigation
- Class Actions
- Medical Devices
- Medical Malpractice
- Personal Injury
- Products Liability
- Truck Accidents
- Vehicle Defects

ADMISSIONS

- South Carolina
- U.S. District Court, District of South Carolina
- U.S. Court of Appeals, Fourth Circuit

EDUCATION

- Charleston School of Law, J.D.,
cum laude, 2008
- North Carolina State University,
B.A., 2003

JOURNAL

- Federal Courts Law Review, Student Works Editor

PROFESSIONAL MEMBERSHIPS

- American Association for Justice
- South Carolina Association for Justice
- South Carolina Bar

CONTACT

Office: Barnwell, South Carolina
Phone: 803.541.7857
Toll Free: 888.705.1619
Fax: 803.541.9625
E-mail: cmoore@rpwb.com



ASSOCIATE

MATTHEW A. NICKLES

AREAS OF PRACTICE

- Class Actions
- Personal Injury
- Products Liability
- Medical Malpractice
- Pharmacy Liability

ADMISSIONS

- 2010, South Carolina
- 2011, U.S. District Court, District of South Carolina

EDUCATION

- University of South Carolina School of Law, J.D.,
cum laude, 2010
- Washington and Lee University, B.A., History,
magna cum laude, 2007

PROFESSIONAL MEMBERSHIPS

- South Carolina Bar

CONTACT

Office: Mount Pleasant, South Carolina

Phone: 843.727.6675

Fax: 843.881.6183

E-mail: mnickles@rpwb.com



ASSOCIATE MISTY BLACK O'NEAL

AREAS OF PRACTICE

- Personal Injury
- Pharmaceutical Drugs

ADMISSIONS

- 2008, South Carolina

EDUCATION

- University of South Carolina, J.D., 2007
- College of Charleston, B.A., Urban Studies,
magna cum laude, 2005

PROFESSIONAL MEMBERSHIPS

- South Carolina Bar

CONTACT

Office: Mount Pleasant, South Carolina

Phone: 843.727.6500

Toll Free: 888.293.6883

Fax: 843.216.6509

E-mail: moneal@rpwb.com





OF COUNSEL DANIEL SCOTT HALTIWANGER

AREAS OF PRACTICE

- Class Actions
- Nursing Home Abuse/Neglect
- Railroad Accidents
- Truck Accidents
- Vehicle Defects

ADMISSIONS

- South Carolina

EDUCATION

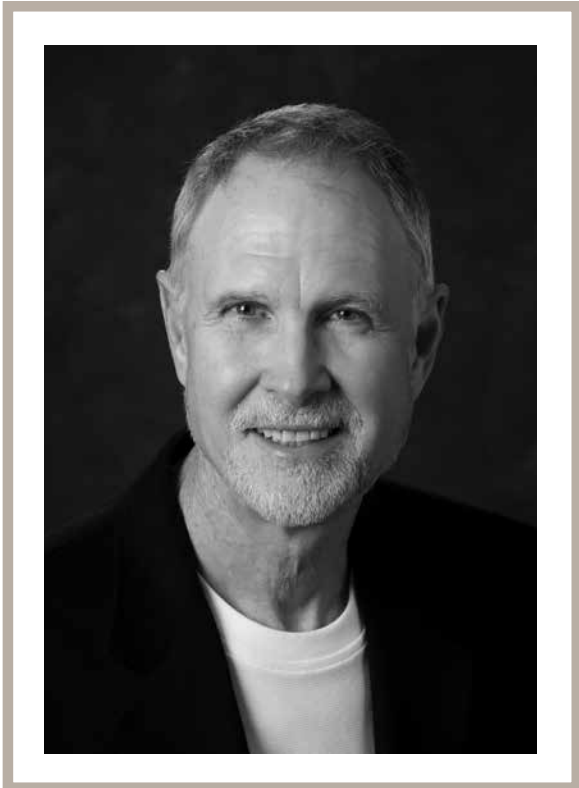
- University of South Carolina, J.D., 1998
- University of Virginia, B.A., 1995

PROFESSIONAL MEMBERSHIPS

- South Carolina Association for Justice, Board of Governors, Executive Committee
- South Carolina Bar
- South Carolina Law Review, Member, Editorial Board
- South Carolina Legal Services, Board Member
- The National Trial Lawyers Top Forty Trial Lawyers Under 40 in South Carolina

CONTACT

Office: Barnwell, South Carolina
Phone: 803.541.7863
Toll Free: 888.705.1619
Fax: 803.541.9625
E-mail: dhaltiwanger@rpwb.com



OF COUNSEL GORDON C. RHEA

AREAS OF PRACTICE

- Abusive Tax Shelters
- Natural Resource Damage
- Toxic Torts
- Vehicle Defects
- White Collar Criminal Defense

ADMISSIONS

- California
- District of Columbia
- Virgin Islands
- U.S. Court of Appeals for the District of Columbia
- U.S. Court of Appeals, Third and Ninth Circuits
- U.S. Supreme Court
- Not admitted in South Carolina

EDUCATION

- Stanford University School of Law, J.D., 1974
- Indiana University, B.A., *summa cum laude*, 1967
- Harvard University, M.A., 1968

PROFESSIONAL MEMBERSHIPS

- Martindale Hubbell Rated: AV

CONTACT

Office: Mount Pleasant, South Carolina
Phone: 843.727.6656
Toll Free: 888.293.6883
Fax: 843.216.6509
E-mail: grhea@rpwb.com



OF COUNSEL BRADY R. THOMAS

AREAS OF PRACTICE

- Burn Injury Cases
- Business Litigation
- Class Actions
- Eminent Domain
- General Litigation
- Medical Devices
- Medical Malpractice
- Personal Injury
- Products and Premises Liability
- Truck Accidents
- Vehicle Defects

ADMISSIONS

- Georgia
- South Carolina
- U.S. District Court, District of South Carolina
- U.S. District Court, Middle District of Georgia
- U.S. District Court, Northern District of Georgia
- U.S. District Court, Southern District of Georgia
- U.S. District Court, Northern District of Florida
- U.S. Court of Appeals, Eleventh Circuit

EDUCATION

- University of South Carolina School of Law, J.D.
cum laude, Order of the Coif, 2004
- Florida State University, B.S., 2000

PROFESSIONAL MEMBERSHIPS

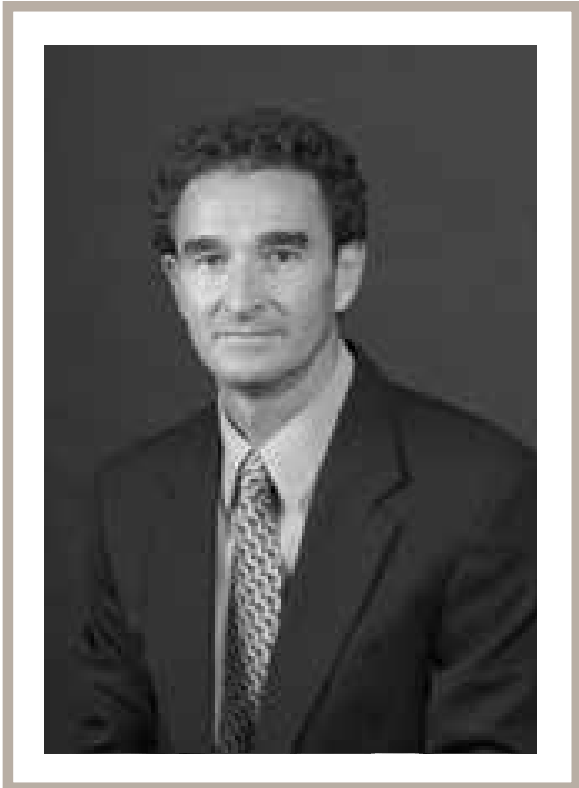
- Georgia Bar
- Martindale-Hubbell Rated: AV
- South Carolina Association for Justice
- South Carolina Bar
- South Carolina Super Lawyers, Rising Star, 2014
- The National Trial Lawyers' Top 40 Trial Lawyers
Under 40 in South Carolina

PRIOR EXPERIENCE

- Lewis & Babcock, LLP, Columbia, SC, Partner

CONTACT

Office: Barnwell, South Carolina
Phone: 803.541.7838
Toll Free: 888.705.1619
Fax: 803.541.9625
E-mail: bthomas@rpwb.com



OF COUNSEL EDWARD J. WESTBROOK

AREAS OF PRACTICE

- Asbestos Property Damage
- Class Actions
- Complex Litigation
- Natural Resource Damage
- Toxic Torts

ADMISSIONS

- South Carolina
- District of Columbia
- U.S. District Court, District of South Carolina
- U.S. District Court, District of Columbia
- U.S. Court of Appeals, Second Circuit
- U.S. Court of Appeals, Third Circuit
- U.S. Court of Appeals, Fourth Circuit
- U.S. Court of Appeals, Seventh Circuit
- U.S. Court of Appeals, Eleventh Circuit
- U.S. Court of Appeals, District of Columbia
- U.S. Court of Appeals, Federal Circuit
- U.S. Supreme Court

EDUCATION

- University of South Carolina, J.D.,
magna cum laude, 1976
- Stevens Institute of Technology, B.E., 1974

PROFESSIONAL MEMBERSHIPS

- American Bar Association
- Martindale-Hubbell Rated: AV
- South Carolina Association for Justice
- South Carolina Bar
- The American Association for Justice

CONTACT

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Phone: 843.727.6513
Toll Free: 888.293.6883
Fax: 843.216.6509
E-mail: ewestbrook@rpwb.com

Exhibit 24

STATE STREET INDIRECT FX TRADING CLASS ACTION

No. 11-cv-10230, No. 11-cv-12049, No. 12-cv-11698 MLW (D. Mass.)

**MASTER CHART OF LODESTARS, LITIGATION EXPENSES, AND
PLAINTIFFS' SERVICE AWARDS****LODESTARS AND LITIGATION EXPENSES:**

FIRM	HOURS	LODESTAR	EXPENSES
Labaton Sucharow LLP	38,680.40	\$17,368,905.50	\$258,824.60
Thornton Law Firm LLP	15,302.50	\$7,460,139.00	\$295,315.50
Lieff Cabraser Heimann & Bernstein LLP	20,458.50	\$9,800,487.50	\$271,944.53
Keller Rohrback LLP	4,690.65	\$2,561,287.00	\$342,766.63
McTigue Law LLP	4,914.05	\$2,625,503.75	\$41,412.90
Zuckerman Spaeder LLP	1,400.50	\$1,174,925.00	\$38,670.29
Richardson Patrick Westbrook & Brickman LLC	257.80	\$137,411.00	\$7,456.66
Beins Axelrod PC	387.80	\$187,712.00	\$1,306.83
Feinberg Campbell & Zack PC	21.50	\$7,525.00	\$0.00
TOTALS	86,113.70	\$41,323,895.75	\$1,257,697.94

PLAINTIFFS' SERVICE AWARD REQUESTS:

PLAINTIFF	REQUEST
Arkansas Teacher Retirement System	\$25,000
Arnold Henriquez	\$10,000
Michael T. Cohn	\$10,000
William R. Taylor	\$10,000
Richard A. Sutherland	\$10,000
The Andover Companies Employee Savings and Profit Sharing Plan	\$10,000
James Pehoushek-Stangeland	\$10,000
TOTAL	\$85,000

Exhibit 25

	Count	Low		25th Percentile		Median		75th Percentile		High	
		Rate	(%Diff.)	Rate	(%Diff.)	Rate	(%Diff.)	Rate	(%Diff.)	Rate	(%Diff.)
All Partners											
All Firms Sampled	206	\$675	(-12%)	\$876	(+8%)	\$975	(+15%)	\$1,102	(+19%)	\$1,400	(+44%)
Labaton Sucharow LLP	23	\$765		\$813		\$850		\$925		\$975	
Senior Partners											
All Firms Sampled	141	\$700	(-8%)	\$900	(+9%)	\$975	(+5%)	\$1,125	(+22%)	\$1,400	(+44%)
Labaton Sucharow LLP	19	\$765		\$825		\$925		\$925		\$975	
Mid-Level Partners											
All Firms Sampled	23	\$675	(-16%)	\$848	(+6%)	\$895	(+12%)	\$955	(+18%)	\$1,245	(+51%)
Labaton Sucharow LLP	3	\$800		\$800		\$800		\$813		\$825	
Junior Partners											
All Firms Sampled	23	\$700	(-13%)	\$825	(+3%)	\$880	(+10%)	\$915	(+14%)	\$995	(+24%)
Labaton Sucharow LLP	1	\$800		\$800		\$800		\$800		\$800	
Of Counsel											
All Firms Sampled	53	\$500	(+0%)	\$695	(+18%)	\$778	(+12%)	\$875	(+13%)	\$1,125	(+41%)
Labaton Sucharow LLP	11	\$500		\$588		\$695		\$775		\$800	

	Count	Low Rate (%Diff.)	25th Percentile Rate (%Diff.)	Median Rate (%Diff.)	75th Percentile Rate (%Diff.)	High Rate (%Diff.)
All Associates						
All Firms Sampled	320	\$225 (-44%)	\$480 (+4%)	\$585 (+15%)	\$725 (+32%)	\$875 (+25%)
Labaton Sucharow LLP	29	\$400	\$460	\$510	\$550	\$700
Senior Associates						
All Firms Sampled	53	\$395 (-1%)	\$650 (+18%)	\$730 (+26%)	\$780 (+19%)	\$850 (+21%)
Labaton Sucharow LLP	12	\$400	\$550	\$580	\$654	\$700
Mid-Level Associates						
All Firms Sampled	104	\$325 (-26%)	\$508 (+9%)	\$635 (+34%)	\$710 (+39%)	\$845 (+61%)
Labaton Sucharow LLP	14	\$440	\$464	\$475	\$510	\$525
Junior Associates						
All Firms Sampled	88	\$225 (-44%)	\$449 (+9%)	\$480 (+13%)	\$531 (+25%)	\$695 (+64%)
Labaton Sucharow LLP	3	\$400	\$413	\$425	\$425	\$425
Paralegals						
All Firms Sampled	117	\$112 (-64%)	\$230 (-26%)	\$280 (-10%)	\$320 (+3%)	\$495 (+32%)
Labaton Sucharow LLP	13	\$310	\$310	\$310	\$310	\$375

Exhibit 26

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

)	
ARKANSAS TEACHER RETIREMENT)	
SYSTEM, on behalf of itself and)	
all others similarly situated,)	
)	
Plaintiffs,)	
)	
v.)	Civil Action
)	No. 11-CV-10230-MLW
)	
STATE STREET CORPORATION,)	
STATE STREET BANK AND TRUST)	
COMPANY and STATE STREET GLOBAL)	
MARKETS, LLC,)	
)	
Defendants.)	
)	

BEFORE THE HONORABLE MARK L. WOLF
UNITED STATES DISTRICT JUDGE

STATUS CONFERENCE

June 23, 2016
1:08 p.m.

John J. Moakley United States Courthouse
Courtroom No. 10
One Courthouse Way
Boston, Massachusetts 02210

Kelly Mortellite, RMR, CRR
Official Court Reporter
John J. Moakley United States Courthouse
One Courthouse Way, Room 5200
Boston, Massachusetts 02210
mortellite@gmail.com

1 August 8 at 3:00 p.m.

2 MR. GOLDSMITH: Thank you, Your Honor.

3 THE COURT: And then what if I give you until, say,
4 July 27 to file the motion for preliminary approval and for
5 class certification, right?

6 MR. GOLDSMITH: Yes. That will be part of it, yes.

7 THE COURT: Or a status report. Because I need time
8 to work with my clerks and study this. Of course the motion
9 will need to be accompanied by a memorandum, and if there are
01:26 10 factual issues, an affidavit. You'll have to file a proposed
11 notice to the class. The notice should include a provision
12 that the Court retains the authority to change any of the
13 deadlines for good cause shown.

14 MR. GOLDSMITH: Yes.

15 THE COURT: It will be familiar. Then you'll give me
16 a memo as to why this is fair, reasonable and adequate.
17 Although it's ancient, I often go back to my *Aronson vs.*
18 *Faneuil Hall Marketplace* decision from about 1986, before some
19 of you were born, that may have been final approval, but it
01:26 20 also may be the first time I did one of these 30 years ago, for
21 sort of a checklist of things I consider, and there's much more
22 jurisprudence now.

23 MR. GOLDSMITH: We'll make sure to have a complete
24 presentation, Your Honor. It will have a proposed notice. It
25 will have a proposed summary notice. It will have a proposed

1 preliminary approval order that sets forth all the dates. It
2 will have the proposed final judgment, all of the usual
3 exhibits that come with that, and the motion will be supported
4 properly.

5 THE COURT: And the proposed attorney's fees will be
6 part of the common fund?

7 MR. GOLDSMITH: Correct, correct. It will be -- the
8 notice will tell class members the maximum amount of attorney's
9 fees and approximate expenses that would be sought.

01:27 10 THE COURT: What's the maximum amount? Is it a
11 percentage?

12 MR. GOLDSMITH: Yes, a percentage. It will be a
13 percentage.

14 THE COURT: What percentage?

15 MR. GOLDSMITH: We're contemplating -- we're still
16 working that out, Your Honor. But I think we're contemplating
17 in the 25 percent range.

18 THE COURT: That's great, because when I became a --
19 when I became a judge, I did a lot of studying on this, and the
01:28 20 range was about 20 to 30 percent, whatever the authoritative
21 treatise at the time was, and you know, I usually start with 25
22 percent in mind. And recently, you know, it seems I've often
23 gone from 30 to 40 percent, and they'll show me that many of my
24 colleagues have signed orders that do that, and sometimes I
25 resist. So I'm sure it's a very large number in dollar terms

1 in any event, but if you're talking in that range, you're
2 starting about where I start ordinarily.

3 MR. GOLDSMITH: May I ask one procedural question?

4 THE COURT: Yes.

5 MR. GOLDSMITH: Usually in these kinds of cases, Your
6 Honor, the Court would not set a date for a final approval
7 hearing until preliminary approval is granted. Obviously, the
8 date for final approval hearing would be part of the
9 preliminary approval order. We have an interest and our
01:29 10 clients have an interest in hopefully --

11 THE COURT: You want a date, a tentative date?

12 MR. GOLDSMITH: Yes, yes, we'd like a tentative date.

13 THE COURT: How long after August 8?

14 MR. GOLDSMITH: Right, so the timing, what we will be
15 proposing in the motion would be 100 days, you know, a date at
16 Your Honor's convenience, 100 days approximately after the date
17 that we would file the motion. So 100 days from July 27. I
18 can't do that in my head. I'm hoping maybe Your Honor's clerk
19 can help me out with that.

01:29 20 THE COURT: I don't know.

21 MR. PAINE: So conceptually, Your Honor, I think
22 that's okay. Honestly, I hadn't really thought about how many
23 days is necessary in order to do the various notices and the
24 like. So I think as long as it's tentative, that's great, but
25 we should get with them between now and the approval hearing

1 and make sure that we're comfortable that 100 days is enough.

2 MR. GOLDSMITH: No. Absolutely. It's intended to
3 allow for CAFA. It's intended to allow for time for CAFA.

4 THE COURT: Time for CAFA means what?

5 MR. PAINE: Congress passed a law --

6 THE COURT: I know what CAFA is.

7 MR. GOLDSMITH: 90 days.

8 THE COURT: You have to give at least 90 days?

9 MR. GOLDSMITH: You have to give the Attorney Generals
01:30 10 90 days.

11 THE COURT: You have to give the Attorney Generals 90
12 days?

13 MR. GOLDSMITH: Yes, sir.

14 THE COURT: This is a little less than 100 days, but
15 I'm going to give you a tentative date for a hearing on final
16 approval of October 25. And when you file your documents with
17 regard to the orders, I think you should give it in electronic
18 form. So either I'll have you fill in the blanks or I will.
19 And in fact, you can fill in the blanks on the assumption,
01:31 20 which is only an assumption, that I'll approve the notice.

21 The summary notice is for what purpose, publication?

22 MR. GOLDSMITH: Yes, sir. It gets put out on the wire
23 and then gets published in, I believe the The Wall Street
24 Journal. Although here, the classes -- this is unusual because
25 the class is very small. It's just clients of State Street, so

Exhibit 27

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

_____	X	
	:	
IN RE CVS CORPORATION SECURITIES	:	C.A. No. 01-11464 (JLT)
LITIGATION	:	
	:	
_____	X	

ORDER AND FINAL JUDGMENT

This matter came before the Court for hearing pursuant to an Order dated June 8, 2005 (the "Preliminary Approval Order"), on the application of the parties for approval of the settlement provided for in the Stipulation and Agreement of Compromise, Settlement and Release of Securities Action dated June 6, 2005 (the "Securities Stipulation"); and

Due and adequate notice having been given to members of the Class (as defined below), as required in the Preliminary Approval Order, and following such notice, a hearing having been held before this Court on September 7, 2005 (the "Settlement Hearing") to determine the matters contemplated herein; and

The Court having considered all papers and filings had herein and otherwise being fully informed of the premises and good cause appearing therefore; and

All capitalized terms herein having the same meanings defined in the Securities Stipulation.

NOW, THEREFORE, IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

1. The Court has jurisdiction over the subject matter of the Securities Action, Lead Plaintiff, all members of the Class and the Defendants.

2. For the reasons set forth in the Court's Order dated October 16, 2003, the Court finds that the prerequisites for a class action under Federal Rules of Civil Procedure 23 (a) and (b)(3) have been satisfied in that: (a) the number of members of the Class are so numerous that joinder of all members in the Class is impracticable; (b) there are questions of law and fact common to the Class; (c) the claims of the Class Representative are typical of the claims of the Class it seeks to represent; (d) the Class Representative has and will fairly and adequately represent the interests of the Class; (e) the questions of law and fact common to the members of the Class predominate over any questions affecting only individual members of the Class; and (f) a class action is superior to other available methods for the fair and efficient adjudication of the controversy.

3. Pursuant to Rule 23 of the Federal Rules of Civil Procedure, the Court hereby finally certifies this action as a class action on behalf of a plaintiff class (the "Class") consisting of all persons or entities who purchased the common stock of CVS Corporation ("CVS") between February 6, 2001 and October 30, 2001, inclusive, and who were allegedly damaged thereby. Excluded from the Class are the Defendants, all of the officers, directors and partners thereof, members of their immediate families and their legal representatives, heirs, successors or assigns and any entity in which any of the foregoing have or had a controlling interest. Also excluded from the Class are the persons and/or entities who previously excluded themselves from the Class by filing a request for exclusion in response to the Notice of Pendency, as listed on Exhibit 1 annexed hereto.

4. The Notice of the Proposed Settlement of Class Action, Motion For Attorneys' Fees, and Settlement Fairness Hearing, which was previously approved by the Court, was given to all members of the Class who could be identified with reasonable effort. The Court finds that the form of notice specified in the Court's Preliminary Approval Order has been given. The form and method of notice as so provided constituted the best notice practicable under the circumstances, satisfied the requirements of Rule 23 of the Federal Rules of Civil Procedure, section 21D(a)(7) of the Securities Exchange Act of 1934, 15 U.S.C. 78u-4(a)(7) as amended, and due process, and constituted due and sufficient notice to all persons and entities entitled thereto.

5. Pursuant to Rule 23 of the Federal Rules of Civil Procedure, the Court hereby approves the settlement set forth in the Securities Stipulation (the "Settlement") and finds that the Settlement is, in all respects, fair, reasonable and adequate to members of the Class. The parties are authorized and directed to consummate the Settlement in accordance with the terms and provisions of the Securities Stipulation.

6. Except as to any individual claim of those persons who have validly and timely requested exclusion from the Class, the Court hereby dismisses the Securities Action with prejudice and without costs (except as otherwise provided in the Securities Stipulation) as to any and all Settled Claims, including Unknown Claims, that were or could have been asserted in the Securities Action by or on behalf of Lead Plaintiff and the Class Members.

7. All Class Members and the successors and assigns of any of them, are hereby permanently barred and enjoined from instituting, commencing or prosecuting

any and all claims, whether known or unknown (including Unknown Claims), and whether arising under federal, state, or any other law, against the Released Parties, which have been, or could have been, asserted in the Securities Action or in any court or forum, relating to or arising from the acts, facts, transactions and circumstances that were alleged in the Complaint and which relate to or arise from the purchase or sale of CVS common stock during the Class Period (the “Settled Claims”). The “Released Parties” are any of the Defendants, and any of the families, heirs, executors, trustees, personal representatives, estates or administrators, attorneys, counselors, insurers, financial or investment advisors of any such Defendant who is a natural person, and the affiliates, partners, subsidiaries, predecessors, successors or assigns, past or present officers, directors, associates, controlling persons, representatives, employees, attorneys, counselors, insurers, financial or investment advisors, dealer managers, consultants, accountants, investment bankers, commercial bankers, engineers, advisors or agents of CVS, all in their capacities as such. The Settled Claims are hereby compromised, settled, released, discharged and dismissed as against the Released Parties on the merits and with prejudice by virtue of the proceedings herein and this Order and Final Judgment.

“Settled Claims” do not include any claims against the Released Parties arising under the Employee Retirement Income Security Act of 1974, 29 U.S.C. § 1001, *et seq.* (“ERISA”) that are the subject of another class action pending in the United States District Court, District of Massachusetts, Fescina v. CVS Corp., et al., Civil Action No. 04-12309-JLT, other than claims that the price of CVS common stock purchased on the open market during the Class Period was artificially inflated as alleged in the Complaint.

8. Upon the Effective Date, Lead Plaintiff and all Class Members shall be deemed to have covenanted not to sue any of the Released Parties in any individual, class or other representative capacity with respect any Settled Claim.

9. The Defendants, the successors and assigns of any of them, and, to the extent of their authority to act on behalf of the Released Parties, the Released Parties, are hereby permanently barred and enjoined from instituting, commencing or prosecuting all claims, whether known or unknown (including Unknown Claims), and whether arising under federal, state, or any other law, which have been, or could have been, asserted in the Securities Action or in any court or forum, by the Defendants or any of them or the successors and assigns of any of them against any of the Plaintiffs, Class Members or their attorneys, which arise out of or relate in any way to the institution, prosecution, or settlement of the Securities Action (except for claims to enforce the Securities Stipulation or the Settlement) (the "Settled Defendants' Claims"). The Settled Defendants' Claims are hereby compromised, settled, released, discharged and dismissed on the merits and with prejudice by virtue of the proceedings herein and this Order and Final Judgment.

10. This Order and Final Judgment, the Securities Stipulation and its exhibits, the terms and provisions thereof, and any of the negotiations or proceedings connected with them, and any of the documents or statements referred to therein shall not be:

(a) offered or received against any of the Defendants or other Released Parties as evidence of or a presumption, concession, or admission by any Defendant or other Released Party of the truth of any fact alleged by any of the plaintiffs or the validity of any claim that has been or could have been asserted in the Securities Action or in any

litigation, or the deficiency of any defense that has been or could have been asserted in the Securities Action or in any litigation, or of any liability, negligence, fault, or wrongdoing on the part of any of the Defendants or other Released Parties;

(b) offered or received against any of the Defendants or other Released Parties as evidence of a presumption, concession or admission of any fault, misrepresentation or omission with respect to any statement or written document approved or made by any Defendant or Released Party;

(c) offered or received against any of the Defendants or other Released Parties as evidence of a presumption, concession or admission with respect to any liability, negligence, fault or wrongdoing, or in any way referred to for any other reason as against any of the Defendants or Released Parties, in any other civil, criminal or administrative action or proceeding, other than such proceedings as may be necessary to effectuate the provisions of the Securities Stipulation; provided, however, that the Defendants and the Released Parties may refer to it to effectuate the liability protection granted them hereunder;

(d) construed against the Defendants or other Released Parties as an admission or concession that the consideration to be given hereunder represents the amount which could or would have been recovered after trial in the Securities Action; or

(e) construed as or received in evidence as an admission, concession or presumption against plaintiffs or any of the Class Members that any of their claims are without merit, or that any defenses asserted by the Defendants have any merit, or that damages recoverable under the Complaint would not have exceeded the Settlement Fund.

11. The Plan of Allocation is approved as fair and reasonable, and Lead Plaintiff's Co-Lead Counsel and the Claims Administrator are directed to administer the Settlement in accordance with its terms and provisions.

12. The Court finds that all parties and their counsel have complied with each requirement of Rule 11 of the Federal Rules of Civil Procedure as to all proceedings herein.

13. Plaintiffs' Counsel are hereby awarded 25% of the Settlement Fund in attorneys' fees, which sum the Court finds to be fair and reasonable, and \$ 2,472,092.30 in reimbursement of expenses, which amounts shall be paid to Lead Plaintiff's Co-Lead Counsel from the Settlement Fund with interest from the date such Settlement Fund was funded to the date of payment at the same net rate that the Settlement Fund earns. The award of attorneys' fees shall be allocated among Plaintiffs' Counsel in the Securities Action in a fashion which, in the opinion of Lead Plaintiff's Co-Lead Counsel, fairly compensates Plaintiffs' Counsel for their respective contributions in the prosecution of the Securities Action. Attorneys' fees and expenses awarded by the court in the Derivative Action to derivative plaintiff's counsel in the amount up to \$750,000 shall be payable from the award to Lead Plaintiff's Co-Lead Counsel in the Securities Action.

14. In making this award of attorneys' fees and reimbursement of expenses to be paid from the Settlement Fund, the Court has considered and found that:

(a) the Settlement has created a fund of \$110 million in cash (which is already on deposit), plus interest thereon, and that numerous Class Members who submit

acceptable Proofs of Claim will benefit from the Settlement created by Lead Plaintiff's Co-Lead Counsel;

(b) Over 320,000 copies of the Settlement Notice were disseminated to putative Class Members indicating that Plaintiffs' Counsel were moving for attorneys' fees from the Settlement Fund in an amount of up to twenty-five percent (25%) of the Settlement Fund and for reimbursement of their expenses in the approximate amount of \$2,700,000 and two (2) objections were filed against the terms of the proposed Settlement or the ceiling on the fees and expenses requested by Plaintiffs' Counsel contained in the Notice;

(c) Lead Plaintiff's Co-Lead Counsel have conducted the litigation and achieved the Settlement with skill, perseverance and diligent advocacy;

(d) The Securities Action involves complex factual and legal issues and was actively prosecuted over almost four years and, in the absence of a settlement, would involve further lengthy proceedings with uncertain resolution of the complex factual and legal issues;

(e) Had Lead Plaintiff's Co-Lead Counsel not achieved the Settlement there would remain a significant risk that Plaintiffs and the Class may have recovered less or nothing from the Defendants; and

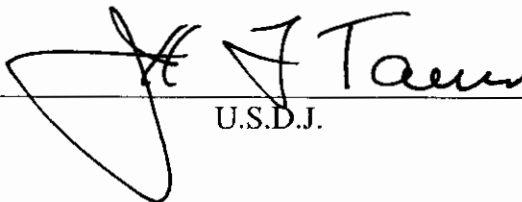
(f) The amount of attorneys' fees awarded and expenses reimbursed from the Settlement Fund are consistent with awards in similar cases.

15. Without affecting the finality of this Judgment in any way, the Court hereby retains jurisdiction over (a) implementation of the Settlement and any award or distribution from the Settlement Fund; (b) disposition of the Settlement Fund; (c) any application for fees and expenses incurred in connection with administering and distributing the settlement proceeds to the members of the Class; and (d) over the parties and Class Members for all matters relating to this Securities Action, including the administration, interpretation, effectuation or enforcement of the Securities Stipulation and this Order and Final Judgment.

16. Without further order of the Court, the parties may agree to reasonable extensions of time to carry out any of the provisions of the Securities Stipulation.

17. There is no just reason for delay in the entry of this Order and Final Judgment and immediate entry by the Clerk of the Court is expressly directed pursuant to Rule 54 (b) of the Federal Rules of Civil Procedure.

SO ORDERED this 27th day of September, 2005.



U.S.D.J.

Exhibit 1

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CVS SECURITIES LITIGATION REPS

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<u>Nme IdNo</u>	<u>Name/Address</u>	Tax ID:	Account Number:
2046866	LINDA L AALTO TTEE MARY KOHR-AALTO REV LIV TRUST FBO MARY KOHR-AALTO 4/29/99 7512 SPRINGRIDGE RD BAINBRIDGE ISLAND, WA 98110-3644	999999999	
12602	MEGAN ACHESON 5312 RUE ST DENIS MONTREAL QC H2J 2M3 CA	999999999	
12598	CHARLES K ADAMS 500 N HILLCREST FORT BRANCH, IN 47648	999999999	
12579	SHARON AFTON 10771 TALL PINE LANE ALLENDALE, MI 49401	999999999	
12567	MICHAEL D ALLEN 23872 CALLE HOGAR MISSION VIEJO, CA 92691	999999999	
12584	LUIS A ANDRADE P.O. BOX 17 07 8738 QUITO ECUADOR EC	999999999	
12559	SEBASTIAN ARENA MARA ARENA EXECUTOR 125 GREENWOOD ROAD PITTSBURGH, PA 15238-2017	999999999	
2001690	CHARLOTTE HOBBS BARNES 6150 DEANNA DR SYKESVILLE, MD 21784-8653	999999999	

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<u>Nme IdNo</u>	<u>Name/Address</u>	
11904	JAMES F BENNETT 1035 JANET AVE YPSILANTI, MI 48198	Tax ID: 999999999 Account Number:
11915	H LAMAR BIFFLE AND CAROL BIFFLE 60 STOKES DRIVE STOCKBRIDGE, GA 30281	Tax ID: 999999999 Account Number:
12604	JENNY LOU BLACKWELL 7915 JACKSTONE HOUSTON, TX 77049	Tax ID: 999999999 Account Number:
11935	MICHAEL K BLOOM C/O CVS PHARMACY ONE CVS DRIVE PO BOX E WOONSOCKET, RI 02895	Tax ID: 999999999 Account Number:
2156	CHRISTOPHER A BOS 713 PEACH TREE LN MILFORD, MI 48381	Tax ID: 999999999 Account Number:
11921	CAROL BOSARGE 4008 NW 23 CIRCLE GAINESVILLE, FL 32605	Tax ID: 999999999 Account Number:
11906	BARBARA BOWMAN 6645 S APACHE DR LITTLETON, CO 80120	Tax ID: 999999999 Account Number:
11925	EDMUND C BRAAK 2853 DEVEREAUX WAY SALT LAKE CITY, UT 84109	Tax ID: 999999999 Account Number:
12550	KERRIE BRADY P.O. BOX 671 NEW MILFORD, CT 06776	Tax ID: 999999999 Account Number:

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<u>Nme IdNo</u>	<u>Name/Address</u>	Tax ID:	Account Number:
12641	WILLIAM L BROWN PO BOX 75 13384 TUNICA TRACE WEYANOKE, LA 70787	999999999	
12603	JANE MCMULLEN BROWNE 1521 DAIRY RD CHARLOTTESVILLE, VA 22903-1303	999999999	
1009834	KEVIN DEAN BUSH & MICHELLE SUZETTE BUSH 1349 S RIDGE LAKE CIR LONGWOOD, FL 32750	999999999	
11940	VIRGINIA H BUTLER 2 HALLMARK DRIVE WALLINGFORD, CT 08492	999999999	
12544	ALLEN B BYERLEY & JANICE BYERLEY 4508 COUNTRY CLUB VIEW BAYTOWN, TX 77521	999999999	
2033549	ROBERT W BYERS & ELLEN D BYERS 1522 BISMARCK LANE BRENTWOOD, CA 94513-6903	999999999	
2067642	CARL J CALICO 3525 CORINNE AVE CHALMETTE, LA 70043-2601	999999999	
12592	LEE CARDWELL PO BOX 3073 CORDOVA, TN 38088-3073	999999999	

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<u>Nme IdNo</u>	<u>Name/Address</u>	
2028737	DIONYSIA M CASTELINO TTEE DIONYSIA M CASTELINO REV LIV TRUST U/A/D 07/15/93 IDS BALANCED 7600 HOLIDAY DRIVE EAST INDIANAPOLIS, IN 46260-3615	Tax ID: 999999999 Account Number:
12583	MARJORIE H CATLIN TTEE 5300 W 96TH STREET #D5 INDIANAPOLIS, IN 46268	Tax ID: 999999999 Account Number:
12561	ALEXANDRA CHAFFERS 45 SOUNDVIEW DRIVE PORT WASHINGTON, NY 11050	Tax ID: 999999999 Account Number:
12591	WILLIAM B CHARTER & MARGUERITE F CHARTER 4026 MAXANNE DR NW KENNESAW, GA 30144	Tax ID: 999999999 Account Number:
11896	MR HARVEY T CHRISTENSEN & RUTH LARAIN CHRISTENSEN - TTEES CHRISTENSEN FAMILY TRUST U/A DTD 01/23/96 8020 EAST KEATS AVE #323 MESA, AZ 85208	Tax ID: 999999999 Account Number:
2035686	BILLIE B COKER CGM IRA CUSTODIAN 604 WEST QUITMAN IUKA, MS 38852-1431	Tax ID: 999999999 Account Number:
11536	KENNETH L COLVIN 9794 FERRY ROAD WAYNESVILLE, OH 48068	Tax ID: 999999999 Account Number:
12582	EILEEN H COMBS 8613 BOONE HALL CT KNOXVILLE, TN 37923	Tax ID: 999999999 Account Number:

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<u>Nme IdNo</u>	<u>Name/Address</u>	
11543	ELEANOR CONKLIN TTEES FBO GEORGE & ELEANOR CONKLIN TF 1353 CASSULOT COURT PALM HARBOR, FL 34684-2442	Tax ID: 999999999 Account Number:
11936	DIANNE M CONLAN 10 KAY STREET CUMBERLAND, RI 02864	Tax ID: 999999999 Account Number:
11545	HOWARD S CONNER 3440 WHITE MOUNTAIN COURT RENO, NV 89511	Tax ID: 999999999 Account Number:
1199	DEBRA CONSTANTINE 29 SMITH COURT WEST NEWTON, MA 02465-1411	Tax ID: 999999999 Account Number:
11548	HEATHER CORKERY & ROBERT CORKERY 35 ROYAL CREST DRIVE DOUGLAS, MA 01516	Tax ID: 999999999 Account Number:
11927	ELLEN-VIRGINIA D COYNE 10100 CYPRESS CORE DRIVE #101 FT MYERS, FL 33908	Tax ID: 999999999 Account Number:
12542	WINNIFRED S CROWDUS 604 ROYAL OAK INGRAM, TX 78025-3559	Tax ID: 999999999 Account Number:
12600	NIKKI CURENTON 10464 CLARION RIVER DR LAS VEGAS, NV 89135	Tax ID: 999999999 Account Number:
2007539	ALICE C DALLAM & DAVID L DALLAM 1625 CONOWINGO RD RISING SUN, MD 21911-1433	Tax ID: 999999999 Account Number:

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<u>Nme IdNo</u>	<u>Name/Address</u>	
12578	DAN WESLEY INGLIS FAMILY TRUST SHIRLEY ANN INGLIS TTEE 4701 WOOD SPRINGS CT ARLINGTON, TX 76017	Tax ID: 999999999 Account Number:
1018364	NOELIA DAVILA 45 OHIO NEW BRAUNFELS, TX 78130-8105	Tax ID: 999999999 Account Number:
115	DOROTHY A DAVIS TOD HELEN R DICK SUBJECT TO STA TOD RULES 4636 POINT LOMA AVE SAN DIEGO, CA 92107	Tax ID: 999999999 Account Number:
11546	SUE N ROWEN EXECUTOR FBO ESTATE OF FRANCES E DAVIS 33075 WOODLEIGH ROAD PEPPER PIKE, OH 44124	Tax ID: 999999999 Account Number:
838	MARY C DAY 228 EAGLE BLUFF DR OAKWOOD, IL 61858-6210	Tax ID: 999999999 Account Number:
12531	MANUEL F DE LA TORRIENTE 1450 MADRUGA AVENUE # 311 CORAL GABLES, FL 33146	Tax ID: 999999999 Account Number:
12574	RICHARD DELGROSSO 336 EDMUNTON DRIVE L-12 N BABYLON, NY 15203	Tax ID: 999999999 Account Number:
12589	ROBERT DELGROSSO 23 BEACH RD PORT JEFFERSON, NY 11777	Tax ID: 999999999 Account Number:
11916	VICKI K DENT 25637 HANOVER STREET DEARBORN HTS, MI 48125	Tax ID: 999999999 Account Number:

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<u>Nme IdNo</u>	<u>Name/Address</u>	Tax ID:	Account Number:
11897	OPHELIA DENTON 3006 LUARA LN LITHIA SPRINGS, GA 30122	999999999	
12594	GEORGE DEO & JACQUELINE DEO 107 CHURCH RD MILFORD, NJ 08848	999999999	
12540	RUTH S DEWALD TTEE 9405 ASTON GARDENS CT #103 PARKLAND, FL 33076	999999999	
2061974	MARY DURANTE 340 WEST 57TH ST APT 21 NEW YORK, NY 10019-3706	999999999	
12596	DOROTHY DURRSCHMIDT 815 E GOLDENROD ST PHOENIX, AZ 85408	999999999	
12577	DOT S EASTERLING P.O. BOX 13052 JECKYLL ISLAND, GA 31527	999999999	
3838	ELIZABETH V ELLIOTT 4627A OXFORD ST LYNCHBURG, VA 24502-5103	999999999	
11922	RUTH A EMERY 1718 LAKECREST DRIVE PORT ARTHUR, TX 77642	999999999	
3885	LISA A EPPERSON 512 HICKORY STICK CR BLOOMINGTON, IN 47401-4691	999999999	

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<u>Nme IdNo</u>	<u>Name/Address</u>	
12546	M J FAHLGREN KARRIKER TTEE RONALD W FAHLGREN RESIDUAL TRUST U/A DTD 11/3/94 PAS/RORE 46 MAGNOLIA LANE CROSSVILLE, TN 38555	Tax ID: 999999999 Account Number:
11911	MICHAEL J FEALY 1800 COUNTRY ROAD 310 BEEVILLE, TX 78102-8277	Tax ID: 999999999 Account Number:
11903	BARBARA FESTOFF 18 NO CAMBRIDGE AVE VENTNOR, NJ 08406	Tax ID: 999999999 Account Number:
1003817	MIGUEL A NAZARIO FRANCO & ANA BRICENO DE NAZARIO CALLE GARITA D-17 PASEO SAN JUAN URB. LOS PASEOS SAN JUAN, PR 00926	Tax ID: 999999999 Account Number:
4318	NOELIA R FREITAS 9940 NOB HILL CT #3 SUNRISE, FL 33351	Tax ID: 999999999 Account Number:
11910	BRUCE E GALBRAITH 206 LAKEWOOD DRIVE TULLAHOMA, TN 37388	Tax ID: 999999999 Account Number:
12532	MANUEL GANI 7 INDEPENDENCE BROCTON, MA 02467	Tax ID: 999999999 Account Number:
2068014	HELEN D GAUNT 1222 CHIPPENHAM DR BATON ROUGE, LA 70808-5623	Tax ID: 999999999 Account Number:

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<u>Nme IdNo</u>	<u>Name/Address</u>	
4494	RAYMOND H GAUTHIER & PAULINE C GAUTHIER JTEN 221 PALM DRIVE LABELLE, FL 33935-9435	Tax ID: 999999999 Account Number:
12595	MARY M GEFELL 45 SEAFORD DRIVE ROCHESTER, NY 14617	Tax ID: 999999999 Account Number:
4549	CYNTHIA A GERWIG 856 COUNTY RD 801 ASHLAND, OH 44805-9575	Tax ID: 999999999 Account Number:
11905	AUDREY A GLICK 1408 KENDON DR ST LOUIS, MO 63131	Tax ID: 999999999 Account Number:
11946	WILLIS B GLOVER XX, NY 11747	Tax ID: 999999999 Account Number:
11537	RUSSELL GOLDBAUM 7807 ROCKFORD ROAD BOYNTON BEACH, FL 33437	Tax ID: 999999999 Account Number:
1010879	JACK GOLDIN & FLORENCE S GOLDIN PO BOX 2909 GULFPORT, MS 39505	Tax ID: 999999999 Account Number:
11923	SUSAN H GOODIS 408 ALPINE VILLAGE DRIVE MONROEVILLE, PA 15146	Tax ID: 999999999 Account Number:
1016768	LAURIE L GORMAN-VASQUEZ LAURIE GORMAN VASQUEZ TRUST 5435 PARKFORD CIRCLE GRANITE BAY, CA 95746	Tax ID: 999999999 Account Number:

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<u>Nme IdNo</u>	<u>Name/Address</u>	Tax ID:	Account Number:
11529	IRWIN GOTBAUM IRA DTD 10/18/00 2104 N RIVERSIDE DR POMPANO BEACH, FL 33062	999999999	
11924	JACK B GRUBB 823 HARMONY LN MANDEVILLE, LA 70471-8912	999999999	
12642	WALTER C GUSTAFON & MELBA E GUSTAFSON 3812 W 57TH ST EDINA, MN 55410	999999999	
12555	AUDREY HALL UNKNOWN UNKNOWN, NY 11111	999999999	
2069107	HELENA HAMMER 1419 SW BRIDLEWOOD DR DALLAS, OR 97338-2325	999999999	
12601	DAVID M HAMPTON AND/OR CATHERINE D HAMPTON 114 WEST N STREET BENICIA, CA 94510	999999999	
11920	WILLIAM A HARRIS & FRANCELLA S HARRIS 319 LUCK AVENUE ZANESVILLE, OH 43701-4217	999999999	
12575	HELEN LEE HAYES P.O. BOX 2506 BORREGO SPRINGS, CA 92004-2506	999999999	
5331	JANET S HEWGLEY 460 COUNTY RD 603 ATHENS, TN 37303	999999999	

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<u>Nme IdNo</u>	<u>Name/Address</u>	Tax ID:	Account Number:
11894	MITCHELL K HOBISH, PH D 350 LOCKABOUT LANE PO BOX 632 MANHATTAN, MT 59741	999999999	
12581	BARBARA G HOCHSTEDLER SHANNONDALE OF MARYVILLE 804 SHANNONDALE WAY # 322 MARYVILLE, TN 37803-5970	999999999	
11929	D PAULINE HOEL 1015 IBIS ROAD JACKSONVILLE, FL 32216	999999999	
2025084	WALTER HOFF 1431 GARMON FERRY ROAD ATLANTA, GA 30327-3839	999999999	
204	RONALD C HOPPING & LIBBY A HOPPING JT TEN 39 GILLANDER AVE AUBURN, ME 04210-4507	999999999	
11898	HOPE M HRYSENKO 2453 BRAZILIA DR #61 CLEARWATER, FL 33763	999999999	
5552	JOHANNA M HUBER & HERBERT J HUBER JT TEN 65 SUNBRIAR DR WEST SENECA, NY 14224-3418	999999999	
5556	LISA A HUBERT 50 CHESTNUT ST HELLERTOWN, PA 18055	999999999	
5557	E RAYMOND HUCK 1141 GOODMAN ST PITTSBURGH, PA 15218-1116	999999999	

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<u>Nme IdNo</u>	<u>Name/Address</u>	Tax ID:	Account Number:
5584	JEANNENE H ALLEN 8750 HARBOR CIRCLE TERRELL, NC 28682-9743	999999999	
11534	HILARY JACOBSON 2848 TORREY PINES ROAD LA JOLLA, CA 92037	999999999	
12557	ELIZABETH M JAMESON 19 RIDGE LANE MILL VALLEY, CA 94941	999999999	
11530	BETTY M JENSEN TTEE FBO JENSEN FAMILY TRUST UA DTD 10/27/94 13844 N SUTHERLAND WASH WAY TUCSON, AZ 85737-4718	999999999	
11533	DONALD W JOHNSON & PATRICIA B JOHNSON 6873 AUCKLAND DRIVE AUSTIN, TX 78749	999999999	
2068151	BRIAN KEBIS 2508 PEARTREE LANE SPARKS, NV 89434	999999999	
2078573	BETTY KELLER IRA 6853 CAROLYNCREST DR DALLAS, TX 75214	999999999	
243	PIERRETTE KELLY 124 RIVERSIDE DR WRENTHAM, MA 02093	999999999	
11934	RAYMOND J KISSEL 5500 W ST JOSEPH ROAD EVANSVILLE, IN 47720	999999999	

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<u>Nme IdNo</u>	<u>Name/Address</u>	
2047397	MICHAEL F KLICH 1754 N OAKWOOD RD OSHKOSH, WI 54904-8447	Tax ID: 999999999 Account Number:
11933	ELZIABETH A KOPPERUD 78 32ND AVE N FARGO, ND 58102	Tax ID: 999999999 Account Number:
12537	IRIS KRUG 576 AUGUSTA BLVD NAPLES, FL 34113	Tax ID: 999999999 Account Number:
2062549	CHARLOTTE KUKLA 241 ASHFORD AVE DOBBS FERRY, NY 10522-1908	Tax ID: 999999999 Account Number:
12572	ARTHUR KUNZ P.O.BOX 468 FRANKSTON VIC 3199 AUSTRALIA AU	Tax ID: 999999999 Account Number:
11939	DENNIS C KURTZ 3210 HILLSIDE DRIVE HIGHLAND VILLAGE, TX 75077	Tax ID: 999999999 Account Number:
11547	JOANNA LANE 18655 W BERNARDO DRIVE APT #379 SAN DIEGO, CA 92127-3019	Tax ID: 999999999 Account Number:
12538	DAVID A LATACKI 80 PLAZA DRIVE ROCHESTER, NY 14617	Tax ID: 999999999 Account Number:
12558	KATHRYN LATOUREETE 11 REYNOLDS ROAD WEBSTER, NY 14580	Tax ID: 999999999 Account Number:

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<u>Nme IdNo</u>	<u>Name/Address</u>	Tax ID:	Account Number:
11908	ALVIN D S LAU TTEE FBO ALVIN DA LAU REV LIVING TRUS DTD 11/18/92 45-316 LEHUULLA ST KANEEOHE, HI 96744-2323	999999999	
12566	WILLIAM S LEACH JR. UNKNOWN UNKNOWN, NY 11111	999999999	
12552	WILLIAM R LEE JR & KENT W LEE 8676 MEMPHIS ARLINGTON ROAD MEMPHIS, TN 38133	999999999	
11531	BERNICE S LEITNER 11277 OLA AVENUE BOYNTON BEACH, FL 33437	999999999	
2038418	LAUREL LEE LEMARIE TTEE FBO SEP EST OF LAUREL L LEMARIE PO BOX 1031 RANCHO SANTA FE, CA 92067-1031	999999999	
11901	M KENT LEMARIE PO BOX 1031 RANCHO SANTA FE, CA 92067-1031	999999999	
12548	CECILE A LEMIEUX 9 CAMP STREET CUMBERLAND, RI 02884	999999999	
11943	LMWW CUSTODIAN FBO RONALD P LIVINGSTON SEP IRA 2804 TAMARACK TRAIL APOPKA, FL 32703-4938	999999999	

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<u>Nme IdNo</u>	<u>Name/Address</u>	Tax ID:	Account Number:
11892	MERCELENA V LLOYD 43 HARDING DRIVE SEARCY, AR 72143-5704	999999999	
1003908	BERTRAND LOY 2 SETTLEMENT WAY ACTON, MA 01720	999999999	
12560	CLIFFORD MASTERSON 4386 LAKE P.O. BOX 122 BRIDGMAN, MI 49106	999999999	
11941	ARLINGTON BLISS MC CRUMB TTEE THE MC CRUMB REVOCABLE TRUST UAD 8/8/91 22 BATTERY STREET # 800 SAN FRANCISCO, CA 09411	999999999	
7371	J L MCCLAIN 16040 HIGHWAY 80 MINDEN, LA 71055	999999999	
11918	VERDA MCMULLEN 20127 N HORSE TRAIL DRIVE SURPRISE, AZ 85374-4611	999999999	
11528	EDWARD D MILLS 2093 IMPERIAL CIRCLE NAPLES, FL 34110	999999999	
11930	ANTHONY J MONER 1510 IMPERIAL GOLF COURSE BLVD # 114 NAPLES, FL 34110	999999999	
11913	FRANCINE MOSKOVITZ 930 INEZ WAY SACRAMENTO, CA 95822	999999999	

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<u>Nme IdNo</u>	<u>Name/Address</u>	Tax ID:	Account Number:
7961	HELEN M MOUNT 43050 BLALOCK RD NEW LONDON, NC 28127	999999999	
11932	ROBERT MURELL 488 ALLEYPAN RIVES, TN 38253	999999999	
1012345	WALTER P NAAB 3982 NORTHWOODS TRAIL WAUTOMA, WI 54982	999999999	
2080272	SUSAN NEAVILLE & ROBERT HALL TTEES FBO MARY ELIZABETH HALL TRUST 104 SEA GARDEN CT SAINT AUGUSTINE, FL 32807	999999999	
12539	BERNADETTE NENTWICK 21218 E GLEN HAVEN CIRCLE NORTHVILLE, MI 48167-2468	999999999	
2058454	JAMES P OBRIEN 5009 MARILAKE CIR KETTERING, OH 45429-5416	999999999	
11902	EARL F OCONNOR 7434 S SHERMAN DR INDIANAPOLIS, IN 46237	999999999	
8291	ARSHAG OHANIAN & ALICE OHANIAN JT TEN 12 BURNHAM RD WENHAM, MA 01984-1907	999999999	
11914	BARBARA ANN OLSEN 1252 TILMAN ROAD CHARLOTTESVILLE, VA 22901	999999999	

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<u>Name</u>	<u>IdNo</u>	<u>Name/Address</u>	Tax ID:	Account Number:
12536		WARREN J OLSON 704 S JACKSON STREET FAIRBURY, IL 61739	999999999	
2002870		MARY PANARO 3025 SE MORNINGSIDE BLVD PORT SAINT LUCIE, FL 34952-5905	999999999	
12543		MONIE C PARKER 194 W JOLIET ROAD VALPARASIO, IN 46385-5942	999999999	
12593		JOSEPH PATRICK 5471 VICKSBURG DR INDIANAPOLIS, IN 46254	999999999	
11544		LOUIS PELZEL JR DIANA PELZEL 123 TYLER TERRACE SAN ANGELO, TX 76905-8207	999999999	
8881		SHIRLEY M PRESCOTT 8941 ETIWANDA AVE NORTHRIDGE, CA 91325-2710	999999999	
12576		RUTH R QUINTANILLA 90 BIG BEAR PLACE NW ISSAQUAH, WA 98027	999999999	
12590		MUHAMMAD USMAN QURESHI & MUHAMMAD FARHAN QURESHI & ANIS FATIMA 8907 SHASTA SPRINGS DR HOUSTON, TX 77034	999999999	
12585		DAWN RACZHOWSKI 509 ANN ELANE FAIRLESS HILLS, PA 19030	999999999	

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<u>Nme IdNo</u>	<u>Name/Address</u>	
11895	ALFRED J RAYMOND & DOLORES RAYMOND 133 COLE ST SEEKONK, MA 02771	Tax ID: 999999999 Account Number:
11541	JOSEF M REESE 553 FRANKLIN WAY WEST CHESTER, PA 19380	Tax ID: 999999999 Account Number:
11539	NORA L RESCH 4325 AEGEAN DRIVE APT 124B TAMPA, FL 33611-2405	Tax ID: 999999999 Account Number:
11909	STEVEN RICHARDS 11392 SEMINOLE REDFORD, MI 48239	Tax ID: 999999999 Account Number:
9193	GENE A RICHMOND JR 3012 SANSOM CT MILTON, WV 25541-1033	Tax ID: 999999999 Account Number:
11945	EDNA E RIPMAN XX, NY 11747	Tax ID: 999999999 Account Number:
12535	ROCHARD ROBINSON 3927 DUNN STREET GORVES, TX 77619	Tax ID: 999999999 Account Number:
11899	SHEILA H ROGERS 13520 VICTORY BLVD #9 VAN NUYS, CA 91401	Tax ID: 999999999 Account Number:
12565	ANN M RUDOLPH 311 INVERNESS CLOSE WESTMINSTER, MD 21158	Tax ID: 999999999 Account Number:

<u>Nme IdNo</u>	<u>Name/Address</u>	
1025009	JAMES RYAN & ANGELA RYAN 1142 VIA BOLZANO SANTA BARBARA, CA 93111-1054	Tax ID: 999999999 Account Number:
12553	LAWRENCE W RYAN 1550 N MAIN STREET LOT 107 MANSFIELD, TX 76069	Tax ID: 999999999 Account Number:
2050491	HILARY R SCHERMER OR FBO MARILYN S TESSMER TRUST 169-F TREASURE WAY SAN ANTONIO, TX 78209-2107	Tax ID: 999999999 Account Number:
2052136	DOROTHY SCHLAGEL 950 70TH ST SE DE GRAFF, MN 56271-9066	Tax ID: 999999999 Account Number:
2049558	JON K SCHMUKE & JOANN E SCHMUKE JTWROS 861 KEIFER TRAILS DR BALLWIN, MO 63021-6079	Tax ID: 999999999 Account Number:
1027851	ALEXIS M SCHOENTHAL C/O A G EDWARDS & SONS INC ROLLOVER IRA ACCOUNT PAS/RITTENHOUSE 4225 ABBEYDALE DRIVE CHARLOTTE, NC 28205-4607	Tax ID: 999999999 Account Number:
11944	EVELYN SHILLING XX, NY 11747	Tax ID: 999999999 Account Number:
9990	TERRY A SHORT 9 WHIPPLE AVENUE WARWICK, RI 02889-4725	Tax ID: 999999999 Account Number:

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<u>Nme IdNo</u>	<u>Name/Address</u>	
10027	EDWIN A SILVER & ELAINE B SILVER JT TEN 11003 LOMBARDY RD SILVER SPRING, MD 20901-1638	Tax ID: 999999999 Account Number:
11907	EUGENE M SINISI 4214 CROWNWOOD DRIVE SEABROOK, TX 77586-4108	Tax ID: 999999999 Account Number:
11938	ROGER D SKINNER 1020 COVINGTON ROAD LOS ALTOS, CA 94024-5003	Tax ID: 999999999 Account Number:
2018812	MURRAY J SMIDT 5518 LINCOLN RD MARTINSVILLE, IN 46151-9136	Tax ID: 999999999 Account Number:
2074825	EDWARD J SMITH & DOROTHY M SMITH 3421 CLEARWELL ST AMARILLO, TX 79109-4122	Tax ID: 999999999 Account Number:
1020816	WILLIAM A SMITH 1100 HEMLOCK BORGER, TX 79007-5716	Tax ID: 999999999 Account Number:
11926	J.M. SMYKLA P.O. BOX 516 CONWAY, NH 03818-0516	Tax ID: 999999999 Account Number:
12547	LEA SOLOMON 17518 HIDDEN FOREST CIRCLE SPRING, TX 77379-8926	Tax ID: 999999999 Account Number:
2071380	EDWARD L SOULE (DECEASED) ROMANO M SOULE EXECUTOR PO BOX 54099 REDONDO, WA 98054-0099	Tax ID: 999999999 Account Number:

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<u>Nme IdNo</u>	<u>Name/Address</u>	Tax ID:	Account Number:
12534	LISA SPENCER 3037 MASTERS POINT DR CASTLE ROCK, CO 80104	999999999	
12545	KAREN STEIB 3903 DORAL DRIVE TAMPA, FL 33634	999999999	
11532	RICHARD J STORTI & KIA D STORTI 1 LACROIX DRIVE WEST WARWICK, RI 02893	999999999	
2017559	MALVERNE N SULLIVAN 585 LINDEN AVE ELMHURST, IL 60126-4028	999999999	
11542	JOAN C SUMMERHAYS 50 SMITH ROAD DENVER, NJ 07834	999999999	
12533	THERESA M TALBOTT RR4 BOX 4169 STROUDSBURG, PA 18360	162420579	
1000139	ROBERT A TAMPLIN 959 ABERDEEN CT CONCORD, NC 28027-6451	999999999	
11928	SHIRLEY TARTER 810 W TOBAY LODI, CA 95240	999999999	
11919	MARLON R TAYLOR 3741 E 48TH STREET TULSA, OK 74135	999999999	

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<u>Nme IdNo</u>	<u>Name/Address</u>	Tax ID:	Account Number:
11535	HARRY THOMSEN 3492 HILL CIRCLE COLORADO SPRINGS, CO 80904	999999999	
12597	JUNE TOST 1080 PINE DRIVE ENUMCLAW, WA 98022	999999999	
2077042	PAUL R TOTTEN A/C 87000760 LARGE CAP CORE 425 BEECH PARK DR GREENWOOD, IN 46142-4055	999999999	
11008	BETTY J TRICKLER 305 FIELDSTONE DR LA PORTE, IN 46350-6654	999999999	
12586	PAUL TUCKER 30 ELKTON COURT LAFAYETTE, IN 47905	999999999	
12599	JENNIE F TUMINO PO BOX 675 MILLBROOK, NY 12545	999999999	
11540	LOUISE B TYRER 549 LAKESHORE DRIVE #7 INCLINE VILLAGE, NV 89451	999999999	
1004689	JOHN E UHL 7 ANVIL DR CUMBERLAND, RI 02864	999999999	
2054641	CHESTER IVAN UTLEY (FINANCIAL COUNSELORS IRA) 3832 W 134TH PL HAWTHORNE, CA 90250-6106	999999999	

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<u>Nme IdNo</u>	<u>Name/Address</u>	
11900	LOIS VANKERHOVEN R9252 CTY HWY J SCHOFIELD, WI 54476-9701	Tax ID: 999999999 Account Number:
2052604	BEVERLY VASSALLO 6967 PAMPAS WAY FAIR OAKS, CA 95628-3258	Tax ID: 999999999 Account Number:
12570	VERA M WACHOWSKI 9957 LIVE OAK COURT AFFTON, MO 63123	Tax ID: 999999999 Account Number:
12549	WASHMON FAMILY PARTNERSHIP LTD 2 ATTN: DOROTHY B WASHMON 2101 TREASRE HILLS BLVD SITE 527 HARLINGER, TX 78550	Tax ID: 999999999 Account Number:
12580	NANCY ELAINE WATKINS 246 KIDARE DR PEARLAND, TX 77581	Tax ID: 999999999 Account Number:
12541	WILLIAM H WEAKLEY & CLAIRE L WEAKLEY JTWROS 15618 OLDRIDGE DRIVE HOUSTON, TX 77084	Tax ID: 999999999 Account Number:
11538	JASON E WEBB 133 FORD DRIVE NORTH SYRACUSE, NY 13212-2107	Tax ID: 999999999 Account Number:
1030936	JOHN R WEBB & JACQUELYN H WEBB JTWROS P O BOX 364 FOUNTAIN CITY, IN 47341-0364	Tax ID: 999999999 Account Number:

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<u>Nme IdNo</u>	<u>Name/Address</u>	
12569	HIPPOLYTE WEINUM 1025 LINCOLN ROAD WEST HEMPSTEAD, NY 11552	Tax ID: 999999999 Account Number:
1010725	ANN RUDD WELTNER & DOUGLAS G WELTNER 7777 FERNVALE RD FAIRVIEW, TN 37062	Tax ID: 999999999 Account Number:
12571	ROBERT B WERDE 1034 SANDE STREET NEENAH, WI 54956	Tax ID: 999999999 Account Number:
12530	BERNITA B WHITE 4453 BLACHLEYVILLE RD WOOSTER, OH 44691	Tax ID: 999999999 Account Number:
2026161	DR. JOE T. WILLS, MD SMITH BARNEY PROTOTYPE PS PLAN INVESCO NAM FLEX ACCOUNT DR. JOE T. WILLS TTEE 1707 MATTOX CREEK DRIVE THOMSON, GA 30824-7647	Tax ID: 999999999 Account Number:
3334	FRANCES ANDREWS WINESETTE PO BOX 54 BETHEL, NC 27812-0054	Tax ID: 999999999 Account Number:
1030782	BILLY H WINTERS P O BOX 656 HAMPTON, GA 30228-0656	Tax ID: 999999999 Account Number:
12568	JAMES H WRIGHT & SHERRY L WRIGHT 14924 SEVEN LEAGUE ROAD TYLER, TX 75703	Tax ID: 999999999 Account Number:

Exhibit 28

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

IN RE LERNOUT & HAUSPIE)
SECURITIES LITIGATION)
_____)
)
THIS DOCUMENT RELATES TO:)
ALL ACTIONS)
_____)

CIVIL ACTION NO.
00-CV-11589 (PBS)

PROPOSED ORDER AND FINAL JUDGMENT

On the 20th day of December, 2004, a hearing having been held before this Court to determine: (1) whether the terms and conditions of the Amended Stipulation and Agreement of Settlement with KPMG LLP, Klynveld Peat Marwick Goerdeler Bedrijfsrevisoren (“KPMG Belgium”) and Paul Behets dated December 16, 2004 (the "Stipulation") are fair, reasonable and adequate for the settlement of all claims asserted by the Class against KPMG LLP, Klynveld Peat Marwick Goerdeler Bedrijfsrevisoren and Paul Behets (collectively the “KPMG Defendants”) in the First Consolidated and Amended Class Action Complaint (the “Complaint”) now pending in this Court under the above caption, including the release of the KPMG Defendants and the Released Parties, and should be approved; (2) whether judgment should be entered dismissing the claims asserted against the KPMG Defendants in the Complaint on the merits and with prejudice in favor of the KPMG Defendants and as against all persons or entities who are members of the Class herein who have not requested exclusion therefrom; (3) whether to approve the Plan of Allocation as a fair and reasonable method to allocate the settlement proceeds among the members of the Class; and (4) whether and in what amount to award Plaintiffs' Counsel fees and reimbursement of expenses and compensatory awards. The Court having considered all

matters submitted to it at the hearing and otherwise; and it appearing that a notice of the hearing substantially in the form approved by the Court was given to all persons or entities reasonably identifiable who purchased the common stock of Lernout & Hauspie Speech Products N.V. (“L&H”) on the NASDAQ Stock Market or who purchased L&H call options or sold L&H put options on any United States-based options exchange between April 28, 1998 and November 9, 2000, inclusive (the “Class Period”); and that a summary notice of the hearing substantially in the form approved by the Court was published in the national edition of The Wall Street Journal, The Wall Street Journal Europe and the Belgian financial paper de Tijd pursuant to the specifications of the Court; and the Court having considered and determined the fairness and reasonableness of the award of attorneys’ fees; and all capitalized terms used herein having the meanings as set forth and defined in the Stipulation.

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. The Court has jurisdiction over the subject matter of the Action, the Lead Plaintiffs, all Class Members, and the KPMG Defendants.
2. The Court certifies the Class for settlement purposes only under Fed. R. Civ. P. 23 (a) and (b)(3) and, for that purpose, finds: (a) the number of Class Members is so numerous that joinder of all members thereof is impracticable; (b) there are questions of law and fact common to the Class; (c) the claims of the Class Representatives are typical of the claims of the Class they seek to represent; (d) the Class Representatives have and will fairly and adequately represent the interests of the Class; (e) the questions of law and fact common to the members of the Class predominate over any questions affecting only individual members of the Class; and (f) a class action is superior to other available methods for the fair and efficient adjudication of the

controversy. Pursuant to Rule 23 of the Federal Rules of Civil Procedure, Lead Plaintiffs Hans A. Quaak, Attilio Po and Karl Leibinger, and representative MM Holdings, Inc. are certified as Class Representatives.

3. Pursuant to Rule 23 of the Federal Rules of Civil Procedure and for purposes of this Settlement only, this Court hereby certifies this action as a class action insofar as the Action relates to the claims asserted by the Class against the KPMG Defendants on behalf of all Class Members who purchased the common stock of L&H on the NASDAQ Stock Exchange or who purchased L&H call options or sold L&H put options on any United States-based options exchange between April 28, 1998 and November 9, 2000, inclusive. Excluded from the Class are: (i) the KPMG Defendants, any partners or principals of KPMG LLP or KPMG Belgium, members of their immediate families and their legal representatives, heirs, successors or assigns, and any predecessors or successors of KPMG LLP or KPMG Belgium and any entity in which any of the above persons or entities have or had a controlling interest; (ii) KPMG International and all KPMG International member firms; (iii) Paul Behets and members of his immediate family and his legal representatives, heirs, successors or assigns; (iv) L&H and any predecessors or successors of L&H; (v) the officers and directors of L&H, members of their immediate families and their legal representatives, heirs, successors or assigns and any entity in which any of the above persons or entities have or had a controlling interest; (vi) the Transactional Plaintiffs, Rocker Plaintiffs and Trustee Plaintiffs; and (vii) any defendants named in this Action or in *Quaak v. Dexia S.A.*, 03-CV-11566 (PBS) (D. Mass.) (the “Dexia Action”), members of their immediate families and their legal representatives, heirs, successors or assigns and any entity in which any defendant has or had a controlling interest. Also excluded from the Class are

the persons and/or entities who requested exclusion from the Class as listed on Exhibit A annexed hereto.

4. Notice of the pendency of this Action as a class action and of the proposed Settlement was given to all Class Members who could be identified with reasonable effort. The form and method of notifying the Class of the pendency of the action as a class action and of the terms and conditions of the proposed Settlement met the requirements of Rule 23 of the Federal Rules of Civil Procedure, Section 21D(a)(7) of the Securities Exchange Act of 1934, 15 U.S.C. 78u-4(a)(7), due process, and any other applicable law, constituted the best notice practicable under the circumstances, and constituted due and sufficient notice to all persons and entities entitled thereto.

5. The Settlement is approved as fair, reasonable and adequate, and the parties are directed to consummate the Settlement in accordance with the terms and provisions of the Stipulation.

6. The claims asserted by Lead Plaintiffs and the Class against the KPMG Defendants in the Complaint, which the Court finds was filed on a good faith basis in accordance with the PSLRA and Rule 11 of the Federal Rules of Civil Procedure based upon all publicly available information, are hereby dismissed with prejudice and without costs, except as provided in the Stipulation.

7. Members of the Class and the successors and assigns of any of them are hereby permanently barred and enjoined from instituting, commencing or prosecuting all claims (including "Unknown Claims" as defined in California Civil Code Section 1542), demands, rights, liabilities, and causes of action of every nature and description whatsoever, known or

unknown, whether or not concealed or hidden, asserted or that might have been asserted, including, without limitation, claims for negligent misrepresentation, fraud, violations of any state, federal or foreign statutes, rules or regulations of or by members of the Class as against the Released Parties, arising out of the Class Members' purchases of L&H common stock on the NASDAQ Stock Market or purchases of call options to acquire L&H common stock or sales of put options related to L&H common stock on any United States-based options exchange during the Class Period that have been or could have been asserted in any forum directly by the Class Members against the Released Parties except claims relating to the enforcement of the settlement of the Action (the "Settled Claims"). "Released Parties" means: (i) KPMG LLP, its predecessors, successors and assigns and any current or former partners, principals, directors, officers, employees, attorneys, agents, insurers, co-insurers, and reinsurers of KPMG LLP; (ii) Klynveld Peat Marwick Goerdeler Bedrijfsrevisoren and all other Belgian legal entities entitled to use the KPMG name, together with their affiliates and predecessors, successors and assigns or any current or former partners, principals, directors, officers, employees, attorneys, agents, insurers, co-insurers, and reinsurers of KPMG Belgium and such other Belgian legal entities and affiliates; (iii) KPMG International and all KPMG International member firms; and (iv) Paul Behets. It is understood that no named defendant in this Action or in the Dexia Action other than the KPMG Defendants constitutes a Released Party within the meaning of this Order. The Settled Claims are hereby compromised, settled, released, discharged and dismissed as against the Released Parties on the merits and with prejudice by virtue of the proceedings herein and this Order and Final Judgment.

8. The KPMG Defendants and the successors and assigns of any of them, are hereby

permanently barred and enjoined from instituting, commencing or prosecuting, either directly or in any other capacity, any and all claims, rights or causes of action or liabilities whatsoever, whether based on federal, state, local, statutory or common law or any other law, rule or regulation, including both known claims and Unknown Claims, that have been or could have been asserted in the Action or any forum by the KPMG Defendants or any of them or the successors and assigns of any of them against any of the Lead Plaintiffs, MM Holdings, Inc. or their attorneys, which arise out of or relate in any way to the institution, prosecution, or settlement of the Action except claims relating to the enforcement of the settlement of the Action (the "Settled Defendants' Claims"). The Settled Defendant's Claims of all of the Released Parties are hereby compromised, settled, released, discharged and dismissed on the merits and with prejudice by virtue of the proceedings herein and this Order and Final Judgment.

9. "Unknown Claims" means any and all Settled Claims which any plaintiff or Class Member does not know or suspect to exist in his, her or its favor at the time of the release of the Released Parties, and any Settled Defendants' Claims which one or more of the KPMG Defendants do not know or suspect to exist in their favor, which if known by him, her or it might have affected his, her or its decision(s) with respect to the Settlement. With respect to any and all Settled Claims and Settled Defendants' Claims, the parties stipulate and agree that upon the Effective Date, the Lead Plaintiffs, each Class Member and the KPMG Defendants shall be deemed to have, and by operation of the Judgment shall have, expressly waived any and all provisions, rights and benefits conferred by any law of any state or territory of the United States, or principle of common law, which is similar, comparable, or equivalent to Cal. Civ. Code § 1542, which provides:

A general release does not extend to claims which the creditor does not know or suspect to exist in his favor at the time of executing the release, which if known by him must have materially affected his settlement with the debtor.

Lead Plaintiffs and the KPMG Defendants acknowledge, and Class Members by operation of law shall be deemed to have acknowledged, that the inclusion of "Unknown Claims" in the definition of Settled Claims and Settled Defendants' Claims was separately bargained for and was a key element of the Settlement.

10. The Judgments in the Action will bar all future claims for contribution, whether arising under state, federal or common law: (a) against the Released Parties by any person or entity based upon, arising out of, relating to, or in connection with the Settled Claims of any Class Member, or (b) by the Released Parties against any person or entity in relation to the Payment.

11. Neither this Order and Final Judgment, the Stipulation, nor any of its terms and provisions, nor any of the negotiations or proceedings connected with it, nor any of the documents or statements referred to therein shall be:

(a) offered or received against the Released Parties as evidence of or construed as or deemed to be evidence of any presumption, concession, or admission by the Released Parties with respect to the truth of any fact alleged by plaintiffs or the validity of any claim that had been or could have been asserted in the Action or in any litigation, or the deficiency of any defense that has been or could have been asserted in the Action or in any litigation, or of any liability, negligence, fault, or wrongdoing of the Released Parties;

(b) offered or received against the Released Parties as evidence of a presumption, concession or admission of any fault, misrepresentation or omission with respect to

any statement or written document approved or made by the Released Parties, or against the plaintiffs or any Class Member as evidence of any infirmity in the claims of plaintiffs or any Class Member;

(c) offered or received against Released Parties or against the plaintiffs or any Class Member as evidence of a presumption, concession or admission with respect to any liability, negligence, fault or wrongdoing, or in any way referred to for any other reason as against any of the parties to the Stipulation, in any other civil, criminal or administrative action or proceeding, other than such proceedings as may be necessary to effectuate the provisions of the Stipulation; provided, however, that the Released Parties may refer to the Stipulation to effectuate the liability protection granted it thereunder;

(d) construed against Released Parties or the plaintiffs or any Class Members as an admission or concession that the consideration to be given hereunder represents the amount which could be or would have been recovered after trial; or

(e) construed as or received in evidence as an admission, concession or presumption against plaintiffs or any Class Members or any of them that any of their claims are without merit or that damages recoverable under the Complaint would not have exceeded the Payment.

12. The Plan of Allocation is approved as fair and reasonable, and Plaintiffs' Counsel and the Claims Administrator are directed to administer the Stipulation in accordance with its terms and provisions.

13. The Court finds that all parties and their counsel have complied with each requirement of Rule 11 of the Federal Rules of Civil Procedure as to all proceedings herein.

14 Plaintiffs' Counsel are hereby awarded twenty percent (20%) of the Gross Settlement Fund in fees, which the Court finds to be fair and reasonable. This amount shall be paid to Plaintiffs' Lead Counsel from the Settlement Fund with interest from the date such Settlement Fund was funded to the date of payment at the same net rate that the Settlement Fund earns. The award of attorneys' fees shall be allocated among Plaintiffs' Counsel in a fashion, which, in the opinion of Plaintiffs' Lead Counsel, fairly compensates Plaintiffs' Counsel for their respective contributions in the prosecution of the Action. Because the Lead Plaintiffs are continuing to pursue claims against the Remaining Defendants on behalf of the Class, Plaintiffs' Counsel may seek reimbursement of certain expenses incurred after the date of the hearing (such as expert expenses and costs incurred to provide notification of the certification of the Class).

15. The Court hereby takes under advisement Plaintiffs' Counsels' request for reimbursement of expenses and costs incurred in providing Notice to the Class. The Court further takes under advisement Lead Plaintiffs' request for a compensatory award.

16. Exclusive jurisdiction is hereby retained over the parties and the Class Members for all matters relating to this Action, including the administration, interpretation, effectuation or enforcement of the Stipulation and this Order and Final Judgment, and including any application for fees and expenses incurred in connection with administering and distributing the settlement proceeds to the members of the Class.

17. All persons and/or entities listed on Exhibit A annexed hereto have timely requested exclusion from the Class and such request is hereby granted.

18. Exhibit B annexed hereto is a list of all persons and/or entities who submitted untimely and/or deficient requests for exclusion from the Class as of December 17, 2004. These

untimely or otherwise invalid requests for exclusion are hereby denied.

19. Without further order of the Court, the parties may agree to reasonable extensions of time to carry out any of the provisions of the Stipulation.

20. There is no just reason for delay in the entry of this Order and Final Judgment because entry of the Order and Final Judgment will facilitate the resolution of this Action against the KPMG Defendants and will limit the expenditure of the resources of the Parties and the Court. Accordingly, immediate entry by the Clerk of the Court is expressly directed pursuant to Rule 54(b) of the Federal Rules of Civil Procedure.

Dated: Boston, Massachusetts
12/22, 2004



HONORABLE PATTI B. SARIS
UNITED STATES DISTRICT JUDGE

Exhibit 29

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

IN RE RAYTHEON COMPANY
SECURITIES LITIGATION

:
: Civil Action No.
: 99-12142-PBS
:

THIS DOCUMENT RELATES TO:
ALL ACTIONS

~~PROPOSED~~ ORDER AND FINAL JUDGMENT

On the 6th day of December, 2004, a hearing was held before this Court to determine: (1) whether the terms and conditions of the Stipulation and Agreement of Settlement dated August 17, 2004 (the "Stipulation") are fair, reasonable and adequate for the settlement of all claims asserted by Lead Plaintiff and the Class against the Raytheon Defendants and PricewaterhouseCoopers LLP ("PwC") in the Complaint now pending in this Court under the above caption, including the release of the Defendants and the Released Parties, and should be approved; (2) whether judgment should be entered dismissing the Complaint on the merits and with prejudice in favor of the Defendants and as against all persons or entities who are members of the Class herein who have not requested exclusion therefrom; (3) whether to approve the Plan of Allocation as a fair and reasonable method to allocate the settlement proceeds among the members of the Class; and (4) whether and in what amount to award Plaintiffs' Counsel fees and reimbursement of expenses. The Court having considered all matters submitted to it at the hearing and otherwise; and it appearing that a notice of the hearing substantially in the form approved by the Court was mailed to all persons or entities reasonably identifiable, who purchased the Class A and/or Class B common stock of Raytheon Company ("Raytheon") during the period from October 7, 1998 through October 12, 1999, inclusive (the "Class Period"), as

shown by the records of Raytheon's transfer agent and the records compiled by the Notice Administrator in connection with its previous mailing of the Notice of Pendency, at the respective addresses set forth in such records, except those persons or entities excluded from the definition of the Class or who previously excluded themselves from the Class, and that a summary notice of the hearing substantially in the form approved by the Court was published in the national edition of The Wall Street Journal pursuant to the specifications of the Court; and the Court having considered and determined the fairness and reasonableness of the award of attorneys' fees and expenses requested; and all capitalized terms used herein having the meanings as set forth and defined in the Stipulation.

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. The Court has jurisdiction over the subject matter of the Action, the Lead Plaintiff, all Class Members, and the Defendants.
2. The Court finds that the prerequisites for a class action under Federal Rules of Civil Procedure 23 (a) and (b)(3) have been satisfied in that: (a) the number of Class Members is so numerous that joinder of all members thereof is impracticable; (b) there are questions of law and fact common to the Class; (c) the claims of the Class Representatives are typical of the claims of the Class they seek to represent; (d) the Class Representatives have and will fairly and adequately represent the interests of the Class; (e) the questions of law and fact common to the members of the Class predominate over any questions affecting only individual members of the Class; and (f) a class action is superior to other available methods for the fair and efficient adjudication of the controversy.
3. Pursuant to Rule 23 of the Federal Rules of Civil Procedure and for the purposes of the Settlements this Court hereby finally certifies this action as a class action on behalf of all

persons or entities who purchased Class A and/or Class B common stock of Raytheon Company during the period from October 7, 1998 through October 12, 1999, inclusive, and who were allegedly damaged thereby. Excluded from the Class are the Defendants, all of the officers, directors, and partners thereof, members of their immediate families, and their legal representatives, heirs, successors or assigns and any entity in which any of the foregoing have or had a controlling interest. Also excluded from the Class are the persons and/or entities who previously excluded themselves from the Class in accordance with the requirements set forth in the Notice of Pendency, as listed on Exhibit 1 annexed hereto. Also excluded from the Class with respect to the PwC Settlement are the persons and/or entities listed on Exhibit 2 annexed hereto, provided, and only to the extent that, such persons and/or entities, if any, otherwise would be members of the Class. The Settlement Notice directed persons requesting exclusion to state the "date(s), price(s), and number(s) of shares of all purchase and sales of Raytheon Class A and/or Class B common stock during the Class Period." As reflected in Exhibit 2, the entities represented by State Street Bank and which requested exclusion have indicated that they had no Class Period purchases of Raytheon Class A and/or Class B common stock. The six individuals requesting exclusion have not demonstrated that they would otherwise be members of the Class, although as noted in Exhibit 2, upon inquiry by counsel they generally indicated that they have limited if any class period purchases.

4. Notice of the Proposed Settlements was given to all Class Members who could be identified with reasonable effort. The form and method of notifying the Class of the terms and conditions of the proposed Settlements met the requirements of Rule 23 of the Federal Rules of Civil Procedure, Section 21D(a)(7) of the Securities Exchange Act of 1934, 15 U.S.C. 78u-4(a)(7) as amended by the Private Securities Litigation Reform Act of 1995, due process, and

any other applicable law, constituted the best notice practicable under the circumstances, and constituted due and sufficient notice to all persons and entities entitled thereto.

5. The Settlements are approved as fair, reasonable and adequate to the Class Members, and the Class Members and the parties are directed to consummate the Settlements in accordance with the terms and provisions of the Stipulation.

6. The Settlement Warrants are to be issued in exchange for bona fide outstanding claims; all parties to whom it is proposed to issue such securities have had the right to appear at the hearing on the fairness of the Settlement; and the Settlement Warrants are therefore unrestricted and freely tradable exempted securities pursuant to Section 3(a)(10) of the Securities Act of 1933, 15 U.S.C. § 77c(a)(10).

7. The Complaint, which the Court finds was filed on a good faith basis in accordance with the Private Securities Litigation Reform Act and Rule 11 of the Federal Rules of Civil Procedure based upon all publicly available information, is hereby dismissed with prejudice and without costs.

8. Members of the Class and the successors and assigns of any of them, are hereby permanently barred and enjoined from instituting, commencing or prosecuting, either directly or in any other capacity, the Settled Claims against the Released Parties. "Settled Claims" means any and all claims, debts, demands, rights or causes of action or liabilities whatsoever (including, but not limited to, any claims for damages, interest, attorneys' fees, expert or consulting fees, and any other costs, expenses, liability or relief whatsoever), whether based on federal, state, local, statutory or common law or any other law, rule or regulation, whether fixed or contingent, accrued or un-accrued, liquidated or un-liquidated, foreseen or not foreseen, raised or not raised,

matured or un-matured, at law or in equity, whether direct, class or individual in nature, including both known claims and Unknown Claims, (i) that have been asserted in the Action by the Class Members or any of them against any of the Released Parties, or (ii) that could have been asserted in any forum by the Class Members or any of them against any of the Released Parties which (a) arise out of, relate in any way to, or are based upon the allegations, transactions, facts, matters or occurrences, representations or omissions involved, set forth, or referred to in the Complaint or Action, and relate to the purchase, sale, or holding of shares of Class A and/or Class B common stock of Raytheon Company during the Class Period, or (b) that arise out of or relate in any way to the defense or settlement of the Action (except for claims to enforce the Settlement). "Released Parties" means the Released Raytheon Parties, the Released Individual Defendant Parties and the Released PwC Parties. "Released Individual Defendant Parties" means any and all of the Individual Defendants, and their past, present, or future partners, agents, attorneys, employees, heirs, successors in interest or assigns, administrators, executors and personal representatives, and shall include any insurer who contributes to or reimburses Raytheon and/ or the Individual Defendants for a portion of its or their contribution to the Raytheon Settlement and who receives a release from the Individual Defendants in connection with the Settlement. Released Individual Defendant Parties does not mean or include the Released Raytheon Parties or the Released PwC Parties. "Released Raytheon Parties" means Raytheon and any and all of its past, present and future, direct and indirect subsidiaries, parents, affiliates, successors and predecessors, and each of their respective officers, directors, agents, employees, assigns, partners, principals, divisions, representatives, affiliates, attorneys, advisors, investment advisors, accountants and any person, firm, trust, corporation, officer, director or other individual or entity in which Raytheon has a controlling interest or which is related to or

affiliated with Raytheon, and shall include any insurer who contributes to or reimburses Raytheon for a portion of its contribution to the Raytheon Settlement and who receives a release from Raytheon in connection with the Settlement. Released Raytheon Parties does not mean or include the Released Individual Defendant Parties or the Released PwC Parties. "Released PwC Parties" means PricewaterhouseCoopers LLP and all of its past, present and future parent entities, direct and indirect subsidiaries, affiliates, predecessors (including, without limitation, Coopers & Lybrand, L.L.P. and Price Waterhouse LLP) and successors, and each of their respective past, present and future directors, officers, partners, principals, employees, agents, representatives, affiliates, advisers, investment advisers, insurers, servants, accountants attorneys and any person, firm, trust, corporation, officer, director or other individual or entity in which PwC has or had a controlling interest or which is or was related to or affiliated with PwC, and their respective representatives, heirs, successors in interest and assigns. Released PwC Parties does not mean or include the Released Individual Defendant Parties or the Released Raytheon Parties. The Settled Claims are hereby compromised, settled, released, discharged and dismissed as against the Released Parties on the merits and with prejudice by virtue of the proceedings herein and this Order and Final Judgment.

9. The Defendants and the successors and assigns of any of them, are hereby permanently barred and enjoined from instituting, commencing or prosecuting, either directly or in any other capacity, the "Settled Defendants' Claims" against Alan G. Hevesi, Comptroller of the State of New York, NYSCRF, the New York State and Local Retirement Systems, and the past, present, or future officers and employees of any of the foregoing and their predecessors, successors and assigns, and the heirs, administrators, executors and personal representatives of each (the "Released Lead Plaintiff Parties") or any of the Class Members or their attorneys.

“Settled Defendants’ Claims” means the Settled Raytheon Defendants’ Claims and the Settled PwC Defendants’ Claims. “Settled Raytheon Defendants’ Claims” means any and all claims, rights or causes of action or liabilities whatsoever, whether based on federal, state, local, statutory or common law or any other law, rule or regulation, including both known claims and Unknown Claims, that have been or could have been asserted in the Action or any forum by the Released Raytheon Parties and the Released Individual Defendant Parties, or any of them, against any of the Released Lead Plaintiff Parties, any Class Members or their attorneys, which arise out of or relate in any way to the institution, prosecution, or settlement of the Action (except for claims to enforce the Settlement). “Settled PwC Defendants’ Claims” means any and all claims, rights or causes of action or liabilities whatsoever, whether based on federal, state, local, statutory or common law or any other law, rule or regulation, including both known claims and Unknown Claims, that have been or could have been asserted in the Action or any forum by the Released PwC Parties or any of them against any of the Released Lead Plaintiff Parties, any Class Members or their attorneys, which arise out of or relate in any way to the institution, prosecution, or settlement of the Action (except for claims to enforce the Settlement). The Settled Defendants’ Claims of all the Released Parties are hereby compromised, settled, released, discharged and dismissed on the merits and with prejudice by virtue of the proceedings herein and this Order and Final Judgment.

10. “Barred Claims” means any claim(s) for contribution, indemnity, equitable indemnity, reimbursement, or any other claim, however denominated, by which the claimant seeks to recover losses based upon, arising out of, relating to, or in connection with, the Settled Claims of the Class or any Class Member, whether arising under state, federal or common law (hereinafter, the “Barred Claims”). The Court hereby permanently bars and enjoins all Barred

Claims (a) against the Released Parties; (b) by the Released Parties against any person or entity other than a person or entity (excluding Released Parties) whose liability has been extinguished by Settlement, except that nothing in this Order shall affect any of the Released Parties' rights with respect to their respective insurance carriers.

11. Neither this Order and Final Judgment, the Stipulation, nor any of its terms and provisions, nor any of the negotiations or proceedings connected with it, nor any of the documents or statements referred to therein shall be:

(a) offered or received in any legal proceeding against any of the Defendants as evidence of or construed as or deemed to be evidence of any presumption, concession, or admission by any of the Defendants with respect to the truth of any fact alleged by any of the plaintiffs or the validity of any claim that has been or could have been asserted in the Action or in any litigation, or the deficiency of any defense that has been or could have been asserted in the Action or in any litigation, or of any liability, negligence, fault, or wrongdoing of any of the Defendants;

(b) offered or received in any legal proceeding against any of the Defendants as evidence of a presumption, concession or admission of any fault, misrepresentation or omission with respect to any statement or written document approved or made by any Defendant;

(c) offered or received in any legal proceeding against any of the Defendants as evidence of a presumption, concession or admission with respect to any liability, negligence, fault or wrongdoing, or in any way referred to for any other reason as against any of the Defendants, in any other civil, criminal or administrative action or proceeding, other than such proceedings as may be necessary to effectuate the provisions of this Stipulation; provided,

however, that if this Stipulation is approved by the Court, Defendants may refer to it to effectuate the liability protection granted them hereunder;

(d) construed in any legal proceeding against any of the Defendants as an admission or concession that the consideration to be given hereunder represents the amount which could be or would have been recovered after trial; or

(e) construed as or received in evidence in any legal proceeding as an admission, concession or presumption against any of the Released Lead Plaintiff Parties or any of the Class Members that any of their claims are without merit, or that any defenses asserted by the Defendants have any merit, or that damages recoverable under the Complaint would not have exceeded the Gross Settlement Funds.

12. The Plan of Allocation is approved as fair and reasonable, and Plaintiff's Lead Counsel and the Claims Administrator are directed to administer the Stipulation in accordance with its terms and provisions.

13. The Court finds that all parties and their counsel have complied with each requirement of Rule 11 of the Federal Rules of Civil Procedure as to all proceedings herein.

14. Plaintiff's Lead Counsel are hereby awarded 9 % [9% requested] of the Gross Cash Settlement Funds and the Settlement Warrants in fees, which sums the Court finds to be fair and reasonable, and reasonable expenses to be determined ~~[\$6,992,407.22 requested]~~ from the Gross Cash Settlement Funds in reimbursement of expenses, which expenses shall be paid to Plaintiff's Lead Counsel from the Gross Cash Settlement Funds with interest from the date such Settlement Fund was funded to the date of payment at the same net rate that the Gross Cash Settlement Funds

earn. The award of attorneys' fees shall be allocated among Plaintiffs' Counsel in a fashion which, in the opinion of Plaintiff's Lead Counsel, fairly compensates Plaintiffs' Counsel for their respective contributions in the prosecution of the Action.

15. In making this award of attorneys' fees and reimbursement of expenses to be paid from the Gross Settlement Funds, the Court has considered and found that:

(a) the settlements have created funds of \$260 million in cash that is already on deposit, plus interest thereon, and \$200 million in warrants, that thousands of Class Members who submit acceptable Proofs of Claim will benefit from the Settlement created by Plaintiff's Lead Counsel;

(b) Over 180,000 copies of the Settlement Notice were disseminated to putative Class Members indicating that Plaintiff's Lead Counsel were moving for attorneys' fees in the amount of nine percent (9%) of each of the Gross Cash Settlement Funds and Gross Settlement Warrants, and for reimbursement of expenses in an amount not to exceed \$8.25 million, and only two objections were filed against the terms of the proposed Settlement or the fees and expenses requested by Plaintiffs' Counsel contained in the Settlement Notice;

(c) Plaintiff's Lead Counsel have conducted the litigation and achieved the Settlement with skill, perseverance and diligent advocacy;

(d) The action involves complex factual and legal issues and was actively prosecuted and defended over five years and, in the absence of a settlement, would involve further lengthy proceedings with uncertain resolution of the complex factual and legal issues;

(e) Had Plaintiff's Lead Counsel not achieved the Settlement there would remain a significant risk that Lead Plaintiff and the Class may have recovered less or nothing from the Defendants; and

(f) The amount of attorneys' fees awarded and expenses reimbursed from the Settlement proceeds are fair and reasonable in comparison with awards in similar cases.

16. Lead Plaintiff is hereby awarded from the Gross Cash Settlement Funds the sum of \$ 2,664.87 [\$2,664.87 requested] for reimbursement of its reasonable costs and expenses directly relating to its representation of the Class, plus interest on such expenses (at the same net interest rate as is earned on the Gross Cash Settlement Funds from the date the Gross Cash Settlement Funds are deposited into escrow to the date of payment).

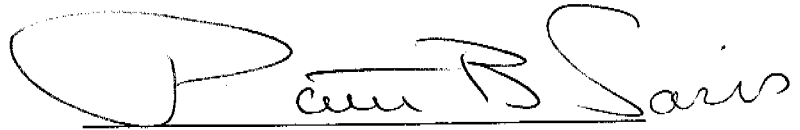
17. Exclusive jurisdiction is hereby retained over the parties and the Class Members for all matters relating to this Action, including the administration, interpretation, effectuation or enforcement of the Stipulation and this Order and Final Judgment, and including any application for fees and expenses incurred in connection with administering and distributing the settlement proceeds to the members of the Class.

18. Without further order of the Court, the parties may agree to reasonable extensions of time to carry out any of the provisions of the Stipulation.

19. There is no just reason for delay in the entry of this Order and Final Judgment and immediate entry by the Clerk of the Court is expressly directed pursuant to Rule 54 (b) of the Federal Rules of Civil Procedure.

Dated: Boston, Massachusetts

12/6, 2004

A handwritten signature in cursive script that reads "Patti B Saris". The signature is written in black ink and is positioned above a horizontal line.

Honorable Patti B. Saris
United States District Judge

EXHIBIT 1**List of Persons and Entities Excluded from the Class in the
In re Raytheon Company Securities Litigation**

The following persons and entities properly excluded themselves from the Class in response to the Notice of Pendency in the In re Raytheon Company Securities Litigation:

<i>EXCLUSION REQUESTS RECEIVED IN RESPONSE TO THE NOTICE OF PENDENCY</i>	
Elizabeth F. Summerkind 675 Clubland Circle Congers, GA 30094	John A. & Catherine I. Campbell 14 Greenwich Road Edison, NJ 08820
Mitchell J. Alga, Executor P.O. Box 153 Kilmarnock, VA 22482	Deborah Davis 20259 Keystone St. Detroit, MI 48234
James C. McConnell P.O. Box 35 Hatfield, MA 01038	Wilma & James Sell 24971 Carnoustie Ct., SE Bonita Springs, FL 34135
Marie M. Caulfield 17052 Dolphin Drive N. Redington Beach, FL 33708	Donnabell & James Parrett 417 West 7 th St. Peru, IN 46970
James & Betty Diltz 312 Timberhill Court Knoxville, TN 37922	Elizabeth Rollinger 7340 Gronow Center Line, MI 48015

<i>EXCLUSION REQUESTS RECEIVED IN RESPONSE TO THE NOTICE OF PENDENCY</i>	
Barry R. McNaughton 63 Ontario Street St. Catharine, Ontario, Canada	Charlotte A. Maher Apt. S-417 202 N. Atlantic Ave. Cocoa Beach, FL 32931
Louis Laroche P.O. Box 1832 Orleans, MA 02653	Dana Edwards for Emma Starin 453 S. Ringold St. Janesville, WI 53545
Don E. and Betty A. Haymann 11 Exeter Lane Belleville, IL 62226	Barbara Simmons MacFarlane 5100 Chevy Chase Pkwy. NW Washington, DC 20008
Florence Whittemore 431 North Road Yarmouth, ME 04096	Jimmy and Betty A. Greene 33343 Lake Bend Ct. Leesburg, FL 34788
George A. Anderson 2970 St. Johns Avenue, Unit 8D Jacksonville, FL 32205	Franklin D. & Cynthia Austin 5 Sunrise Terrace Springfield, VT 05156
James C. & Jean R. Wilson	Florence L. Knight 300 East Golden Oaks Drive Green Barrel City, TX 75156
Faye H. Peevey	Mrs. Bess Boodley 46 Stratton Ct. Roobbinsville, NJ 08691

EXCLUSION REQUESTS RECEIVED IN RESPONSE TO THE NOTICE OF PENDENCY

<p>C. Robert Spellman 64229 E. Orangewood Ln. Tucson, AZ 85739</p>	<p>Ethel A. Goldberg 3063 Guildford "D" Boca Raton, FL 33434</p>
<p>Norman Jarnecke 1721 N. Seminary Woodstock, IL 60098</p>	<p>Martin I. Hart 275 Via Pucon Palm Desert, CA 92260</p>
<p>E. Thomas Pappert 4750 Ardmore Drive Bloomfield Hills, MI 48302</p>	<p>Thomas A. Reed 4614 Wendover St. Wichita Falls, TX 76309</p>
<p>Mary Ann Tulla Garden Hills BA-9 Hastings St. Guagnolio, PR 00966</p>	<p>Charles K. Miles 5816 SW Sterling Lane Topeka, KS 66604</p>
<p>Dorothy S. Evans 44 Carrolwood Circle Ormond Beach, FL 32174</p>	<p>Lee H. Henkel, Jr. 780 Johnson Ferry Rd., 6th Fl. Atlanta, GA 30342</p>
<p>Wolfgang A. & Catherine Jonek 59248 Conifer Ct. Washington Twp., MI 48094</p>	<p>Murray J. Smidt 5518 Lincoln Road Martinsville, IN 46151</p>
<p>Marianna McLoughlin 1708 Moreno Place Lady Lake, FL 32159</p>	<p>Betty H. Johnson 154 Brentwood Dr., NE Thomson, GA 30824</p>

<i>EXCLUSION REQUESTS RECEIVED IN RESPONSE TO THE NOTICE OF PENDENCY</i>	
Margaret R. Kell 14914 Elmont Dr. Houston, TX 77095	John S. Graham 350 Paseo De Playa, #124 Ventura, CA 93001
Betty J. & William Powell 229 Tamarack Ave. Naperville, IL 60540	John S. & Monique M. Mackasey 13627 Smokey Hollow Place Carmel, IN 46033
Joseph W. Mandel 5845 Morris Rd. Marcy, NY 13403	Judy A. Leonhart P.O. Box 8 Yoder, CO 80864
Waldo A. Barron 2518 S. 91 st E. Place Tulsa, OK 74129	Virginia L. Black 5316 53 rd Avenue E M-17 Bradenton, FL 34203-5611
Semon Friesell 167 North Dr. Pittsburgh, PA 15238	Patricia A. Ficht 6429 W. 85 th Street Burbank, IL 60459
Jose & Phyllis Vidal 2693 La Casita Ave. Las Vegas, NV 89120	Bill and Judy Miner Rt. 1 Box 92 Comfort, TX 78013
Marilyn Frifel 44 N. Vail Ave., #209 Arlington Hts., IL 60005	Marjorie E. Harwell 8820 Jennie Lee Lane Dallas, TX 75227

<i>EXCLUSION REQUESTS RECEIVED IN RESPONSE TO THE NOTICE OF PENDENCY</i>	
Edna Mourning 38072 Alta Dr. Fremont, CA 94536	John & Loretta A. Broeckelmann 2413 Oakmont Court High Ridge, MO 63049
William Canham 4836 Agnes Avenue N. Hollywood, CA 91607	Angeline Maiatico Sewell, NJ
David R. Wilkinson 1 Lakeside Drive, Unit #15 St. Catharine, Ontario, Canada	Hunter Motel & Restaurant 8100 Louisdale Rd. Newington, VA 22122
Sheila C. Thompson P.O. Box 6148 Traverse City, MI 49696	Diana Purcell 11720 Birch Glen Court San Diego, CA 92131
Robert M. Kerwin 10530 Santo Marco Court Las Vegas, NV 89135	Christopher Mosier P.O. Box 171 Deming, NM 88031
Nedra S. Mosley 1734 Malvern Rd. Jackson, MI 49203	Mario Cassetta 7A Jeff Dr. Etobicoke, Ontario M9C 1J5 Canada
Shirley V. Granzow 2078 Scotch Fr. Holland, WI 49423	Martha B. Hartmann Northview 1322 Swartz Road Woodstock, VA 22664

<i>EXCLUSION REQUESTS RECEIVED IN RESPONSE TO THE NOTICE OF PENDENCY</i>	
Eric B. Leighton 129 Bennington Road Akron, OH 44313	Chester Ivan Utley 3832 West 134 th Place Hawthorne, CA 90250
Alton L. & Nancy C. Lightsey 4207 Blue Heron Lane Evans, GA 30809	Matthew M. & Sara S. Wilcox
Donald A. Kissell 7019 Reed Ct. Arvada, CO 80003	William A. & Teresa Richardson 40 Baily Road Yeodon, PA 19050
Russell L. & Mary N. Johnson 9732 Morningside Loop, #4 Anchorage, AK 99515	Jerry L. & Phyllis C. Hardy 516 N. Meridian St. Greentown, IN 46936
Julia T. Ascher 2960 Bethel Church Rd. Bethel Park, PA 15102	Stephen Boryzki 15204 Dickens St., #5 Sherman Oaks, CA 91403
Michael J. Fealy 1800 County Road 310 Beeville, TX 78102	Charles M. Orsinger 2206 Camelback Dr. San Antonio, TX 78209
Constance M. Emmens 1284-90 th Street Niagara Falls, NY 14304	Howard and Joyce Wood P.O. Box 18 Bonne Terre, MO 63628
Helen Lois Downing 2449 Virgo Dr. Colorado Springs, CO 80906	Barbara Festoff 18 No. Cambridge Ventnor, NJ 08406

<i>EXCLUSION REQUESTS RECEIVED IN RESPONSE TO THE NOTICE OF PENDENCY</i>	
Rosamond P. Sullivan 620 Koko Isle Circle Honolulu, HI 96825	Edgar L. Kneaves 19501 Conser Stilwell, KS 66085
Margaret Burke 820-5 Sage Creek Lane Fayetteville, NC 28305	Gayle E. Plummer 14427 S.E. Topaz Milwaukie, OR 97267
Corwin L. Cambray 15 Beacon Hill Drive St. Catharine, Ontario L2T2X6 Canada	Walter S. Downs 8213 Fort Hunt Road Alexandria, VA 22308
Joseph J. O'Hare, Jr. 1527 Forest Villa Ln. McLean, VA 22101	Mary L. Covington 2601 Waverly Drive Newport Beach, CA 92663
La Salle Academy 612 Academy Avenue Providence, RI 02908	

EXHIBIT 2

**List of Persons and Entities Excluded from the Class as to the PwC Settlement
in the In re Raytheon Company Securities Litigation**

The following persons and entities, and only the following persons and entities, have submitted requests for exclusion from the Class as to the PwC Settlement:

<p>1. Chester Iven Utley Pace Ira 3832 W. 134th Place Hawthorne, California 90250-6106</p> <p>(Mr. Utley purchased 15 shares of Raytheon for \$1,035.00 on 08/12/99 and sold 15 shares for \$476.23 on 11/19/99.)</p>	<p>2. Marjorie Harwell CGM IRA Rollover Custodian PM Account 8820 Jennie Lee Ln Dallas, Texas 75227-8329</p> <p>(Ms. Harwell did not know the details of her transactions in Raytheon and did not want to be bothered.)</p>
<p>3. Paul Frederick Caruso 360 S. Clover Ave. San Jose, California 95128</p> <p>(Indicated that his transactions were small, usually not more than 100 shares.)</p>	<p>4. Philip R. Girard SSB IRA Custodian FS/Oppenheimer Capital-Equity 1512 W. Eastbrook Dr. Mequon, Wisconsin 53092-2971</p> <p>(Mr. Girard stated that he wasn't sure about numbers, prices or dates of Raytheon transactions, but said it was a "minor amount," in the hundreds, not thousands of dollars.)</p>

<p>5.</p> <p>Katherine Ann Thompson SSB IRA Custodian SBAM Growth/Value 120 Dill St. SE Huntsville, Alabama 35801-1803</p> <p>(Ms. Thompson was not sure about numbers, prices or dates, but identified a ballpark figure of \$1,000 or less in transactions.)</p>	<p>6.</p> <p>Carrie G. Lutz 3211 Shoreview Dr. Highland Village, Texas 75077</p> <p>(Ms. Lutz purchased 116 shares of Raytheon Class A common stock on February 1, 1999 for \$55.75 per share, received additional shares through dividends. Ms. Lutz sold 56 shares on September 17, 1999 for \$2,972.96 and sold another 112 shares on October 13, 1999 for \$2,491.94.)</p>
<p>7.</p> <p>DIRECTV Non-Bargaining Employees Thrift and Savings Plan DIRECTV Savings Plus Plan c/o John Scott Feely State Street Bank and Trust Company As Trustee for the DIRECTV Plans One Heritage Drive North Quincy, Massachusetts 02171</p> <p>(Claims no Class Period purchases of Raytheon Class A and/or Class B common stock.)</p>	<p>8.</p> <p>General Motors Savings Stock Purchase Plan General Motors Personal Savings Plan Delphi Savings Stock Purchase Plan Delphi Personal Savings Plan Saturn Individual Savings Plan c/o John Scott Feely State Street Bank and Trust Company As Trustee for the GM SSPP, GM PSP, DPH SSPP, DPH PSP, Saturn ISP One Heritage Drive North Quincy, Massachusetts 02171</p> <p>(Claims no Class Period purchases of Raytheon Class A and/or Class B common stock.)</p>

Exhibit 30

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

IN RE RAYTHEON COMPANY : Civil Action No.
SECURITIES LITIGATION : 99-12142-PBS

THIS DOCUMENT RELATES TO:
ALL ACTIONS

**DECLARATION OF ALAN P. LEBOWITZ, GENERAL COUNSEL TO THE
COMPTROLLER OF THE STATE OF NEW YORK, IN SUPPORT OF FINAL
APPROVAL OF SETTLEMENTS, PLAINTIFF'S PROPOSED PLAN OF
ALLOCATION, AND REQUESTED AWARD OF ATTORNEY'S FEES AND
REIMBURSEMENT OF EXPENSES**

I, Alan P. Lebowitz, Esq., General Counsel to the Comptroller of the State of New York, Alan G. Hevesi, the sole Trustee of the New York State Common Retirement Fund, the Court-appointed Lead Plaintiff in this Action ("Lead Plaintiff"). I submit this Declaration in support of (a) final approval of the Settlements reached between and among Lead Plaintiff and defendants Raytheon Company, Dennis J. Picard, Daniel P. Burnham, Peter R. D'Angelo, Franklyn A. Caine, Shay D. Assad, William H. Swanson, and PricewaterhouseCoopers LLP; (b) approval of the proposed Plan of Allocation; and (c) approval of Lead Counsel's application for an award of attorney's fees and reimbursement of expenses. The statements in this Declaration are made on personal knowledge.

1. On November 5, 2002, Mr. Hevesi was elected to serve as the Comptroller of the State of New York. After the election, I was asked to serve Comptroller Hevesi as his General Counsel, and formally began serving in that position shortly after his inauguration in January 2003.

2. Upon taking on my duties as General Counsel, I informed myself as to the earlier appointment of then New York State Comptroller H. Carl McCall as Lead Plaintiff in this

Action. After consultation on the matter, Comptroller Hevesi ratified that NYSCRF would continue to serve in the capacity as Lead Plaintiff.

3. Since taking on the role of Lead Plaintiff, the NYSCRF has closely supervised, monitored, and/or participated in all aspects of the litigation. This has involved, among other things, frequent discussions with Lead Counsel about overall strategies for the case; reviewing, commenting on and approving the filing of pleadings, briefs and other submissions of Lead Plaintiff; reviewing briefs and certain other submissions of defendants; overseeing and approving, under terms and conditions that we believe to be appropriate, the retention of the administrator for Class Notice and Administration functions; and appearing in Court when we and Lead Counsel believed such appearances would be appropriate and beneficial to the Class. As more fully described below, it has also involved close supervision of and direct participation in settlement negotiations.

4. I have a staff of four attorneys to monitor the NYSCRF's activities in the class actions in which it has been appointed to serve as lead plaintiff. They are Maurice Peaslee, Diane Foody, Deborah Richards and Maureen Madden. Each of them has had extensive and regular communications with Lead Counsel concerning this case. I have also had frequent communications with Lead Counsel about this case and I frequently brief Comptroller Hevesi on the status of the case. My staff and I are quite familiar with litigation of this sort, as the NYSCRF has also served as court-appointed lead plaintiff in securities class action cases involving WorldCom, Cendant, McKesson, Bayer AG and Chubb Insurance Company.

5. As stated above, NYSCRF has carefully monitored the prosecution and administration of the case. Among other things, we considered a number of potential candidates for the position of Notice Administrator for the Notice of Proposed Settlements of Class Action

approved by the Court by Order of September 7, 2004, and required competitive proposals to be submitted by various potential vendors before authorizing retention of Analytics Incorporated.

6. The overriding goal of NYSCRF has been to obtain the maximum recovery possible for the benefit of the Class, at the lowest reasonable cost, tempered by careful analysis of the risks involved in the case.

7. My staff and I, as well as Comptroller Hevesi, were intimately involved in overseeing and later participating in the lengthy negotiations that led to the Settlements.

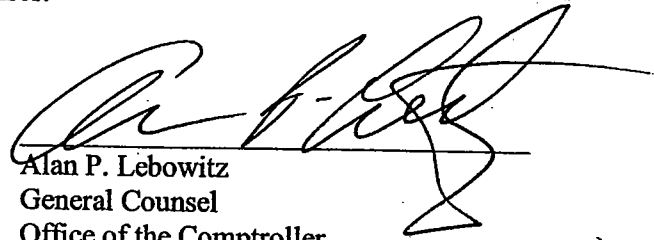
8. We have reviewed and commented upon the briefs and other documents being submitted in support of (a) final approval of the Settlements; (b) approval of the proposed Plan of Allocation; and (c) approval of Lead Counsel's application for an award of attorney's fees and reimbursement of expenses. We strongly endorse the Settlements, and believe them to be an excellent recovery for the Class, based on all of the factors described in the Declaration of Lead Counsel. Based on our analysis of the risks involved in the various claims against defendants, and the potential damages relating to those claims, we further strongly endorse the proposed Plan of Allocation, and believe that it represents a fair and reasonable allocation of the Settlements' proceeds among Class members.

9. After having extensively reviewed and audited the time and expense reports of Plaintiff's Counsel, and ensuring that the fee and expense application is in accord with the Retainer Agreement that we negotiated and entered into with Lead Counsel, we have given our approval and endorsement of Plaintiff's Counsel's fee and expense application.

10. In sum, we believe that the recovery obtained from defendants is an excellent one for the Class, and that the plan of allocation is a fair method for distributing the Settlements' proceeds among Class members. We further believe that the 9% fee request is fair and

reasonable compensation for Lead Counsel's efforts in achieving this recovery. We further believe that the amounts requested for expense reimbursement are reasonable and should be approved.

11. I understand that a lead plaintiff's reasonable expenses are authorized to be reimbursed under the PSLRA. For this reason, in connection with the fee and expense application, I asked my staff to calculate the expenses that we have incurred in connection with the litigation (not including any charge for the time of members of my General Counsel's staff). Such expenses include only travel expenses in the amount of \$2,664.87 related to the attendance of me or my staff at meetings or court hearings. I have asked and authorized Lead Counsel to include a request for reimbursement of these expenses.



Alan P. Lebowitz
General Counsel
Office of the Comptroller
State of New York

Individual	Date	Event	RAYTHEON - NYSCRF EXPENSES											
			Destination	Voucher Total	Amtrak	Meals	Lodging	Parking	Taxi/Subway	Mileage	Misc.	toils, shuttle to court house		
Peaslee, Maurie	10/28/03-10/29/03	Mediation	Boston	\$359.34			\$51.00	\$139.50	\$25.00			\$131.04	\$12.80	
Peaslee, Maurie	3/24/04-3/25/04	Mediation	New Jersey	\$325.77	\$78.00	\$49.17	\$142.50	\$11.00			\$36.10	\$9.00		
Peaslee, Maurie	4/6/04-4/7/04	Mediation	New York	\$287.93	\$78.00	\$63.00	\$126.93	\$11.00						
Foody, Diane	4/8/2004	Hearing	Boston	\$166.55		\$12.00		\$7.00				\$137.25	\$10.30	toils
Foody, Diane	5/3/04-5/4/04	Hearing	Boston	\$213.55		\$50.00		\$7.00				\$146.25	\$10.30	toils
Foody, Diane	5/7/04-5/8/04	Hearing	Boston	\$211.05		\$55.00		\$7.00				\$138.75	\$10.30	toils
Foody, Diane	5/10/04-5/11/04	Mediation	New York	\$271.87	\$38.70	\$68.00	\$132.67	\$12.00				\$16.50	\$4.00	bag storage
Peaslee, Maurie	5/10/04-5/12/04	Mediation	New York	\$169.84	\$39.00	\$51.00	\$66.34	\$6.00				\$7.50		
Peaslee, Maurie	5/18/2004	PwC	New York	\$104.00	\$78.00	\$5.00		\$6.00				\$15.00		
Richards, Deborah	5/18/2004	Mediation	New York	\$50.70	\$38.70			\$6.00				\$6.00		
Madden, Maureen	5/23/04 - 5/24/04	Court - Empanel Jury	Boston	\$504.27		\$50.00	\$267.62	\$28.00				\$142.35	\$16.30	toils, bridge & commuter ferry
				\$2,664.87										

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

IN RE RAYTHEON COMPANY	:	Civil Action No.
SECURITIES LITIGATION	:	99-12142-PBS
	:	
	:	
THIS DOCUMENT RELATES TO:	:	
ALL ACTIONS	:	

CERTIFICATE OF SERVICE

I Nancy Freeman Gans, hereby certify that a true copy of the “Declaration of Lead Counsel in Support of Proposed Class Action Settlements and Petition for an Award of Attorneys’ Fees and Reimbursement of Expenses” was served upon the attorney of record for each party by hand on November 23, 2004.

/s/ Nancy Freeman Gans
Nancy Freeman Gans

Exhibit 31

Journal of Empirical Legal Studies

Volume 7, Issue 4, 811–846, December 2010

An Empirical Study of Class Action Settlements and Their Fee Awards

*Brian T. Fitzpatrick**

This article is a comprehensive empirical study of class action settlements in federal court. Although there have been prior empirical studies of federal class action settlements, these studies have either been confined to securities cases or have been based on samples of cases that were not intended to be representative of the whole (such as those settlements approved in published opinions). By contrast, in this article, I attempt to study every federal class action settlement from the years 2006 and 2007. As far as I am aware, this study is the first attempt to collect a complete set of federal class action settlements for any given year. I find that district court judges approved 688 class action settlements over this two-year period, involving nearly \$33 billion. Of this \$33 billion, roughly \$5 billion was awarded to class action lawyers, or about 15 percent of the total. Most judges chose to award fees by using the highly discretionary percentage-of-the-settlement method, and the fees awarded according to this method varied over a broad range, with a mean and median around 25 percent. Fee percentages were strongly and inversely associated with the size of the settlement. The age of the case at settlement was positively associated with fee percentages. There was some variation in fee percentages depending on the subject matter of the litigation and the geographic circuit in which the district court was located, with lower percentages in securities cases and in settlements from the Second and Ninth Circuits. There was no evidence that fee percentages were associated with whether the class action was certified as a settlement class or with the political affiliation of the judge who made the award.

I. INTRODUCTION

Class actions have been the source of great controversy in the United States. Corporations fear them.¹ Policymakers have tried to corral them.² Commentators and scholars have

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Research for this article was supported by Vanderbilt's Cecil D. Branstetter Litigation & Dispute Resolution Program and Law & Business Program. I am grateful for comments I received from Dale Collins, Robin Effron, Ted Eisenberg, Deborah Hensler, Richard Nagareda, Randall Thomas, an anonymous referee for this journal, and participants at workshops at Vanderbilt Law School, the University of Minnesota Law School, the 2009 Meeting of the Midwestern Law and Economics Association, and the 2009 Conference on Empirical Legal Studies. I am also grateful for the research assistance of Drew Dörner, David Dunn, James Gottry, Chris Lantz, Gary Peebles, Keith Randall, Andrew Yi, and, especially, Jessica Pan.

¹See, e.g., Robert W. Wood, *Defining Employees and Independent Contractors*, *Bus. L. Today* 45, 48 (May–June 2008).

²See Private Securities Litigation Reform Act (PSLRA) of 1995, Pub. L. No. 104-67, 109 Stat. 737 (codified as amended in scattered sections of 15 U.S.C.); Class Action Fairness Act of 2005, 28 U.S.C. §§ 1453, 1711–1715 (2006).

suggested countless ways to reform them.³ Despite all the attention showered on class actions, and despite the excellent empirical work on class actions to date, the data that currently exist on how the class action system operates in the United States are limited. We do not know, for example, how much money changes hands in class action litigation every year. We do not know how much of this money goes to class action lawyers rather than class members. Indeed, we do not even know how many class action cases are resolved on an annual basis. To intelligently assess our class action system as well as whether and how it should be reformed, answers to all these questions are important. Answers to these questions are equally important to policymakers in other countries who are currently thinking about adopting U.S.-style class action devices.⁴

This article tries to answer these and other questions by reporting the results of an empirical study that attempted to gather all class action settlements approved by federal judges over a recent two-year period, 2006 and 2007. I use class action settlements as the basis of the study because, even more so than individual litigation, virtually all cases certified as class actions and not dismissed before trial end in settlement.⁵ I use federal settlements as the basis of the study for practical reasons: it was easier to identify and collect settlements approved by federal judges than those approved by state judges. Systematic study of class action settlements in state courts must await further study;⁶ these future studies are important because there may be more class action settlements in state courts than there are in federal court.⁷

This article attempts to make three contributions to the existing empirical literature on class action settlements. First, virtually all the prior empirical studies of federal class action settlements have either been confined to securities cases or have been based on samples of cases that were not intended to be representative of the whole (such as those settlements approved in published opinions). In this article, by contrast, I attempt to collect every federal class action settlement from the years 2006 and 2007. As far as I am aware, this study is the first to attempt to collect a complete set of federal class action settlements for

³See, e.g., Robert G. Bone, *Agreeing to Fair Process: The Problem with Contractarian Theories of Procedural Fairness*, 83 B.U.L. Rev. 485, 490–94 (2003); Allan Erbsen, *From “Predominance” to “Resolvability”: A New Approach to Regulating Class Actions*, 58 Vand. L. Rev. 995, 1080–81 (2005).

⁴See, e.g., Samuel Issacharoff & Geoffrey Miller, *Will Aggregate Litigation Come to Europe?*, 62 Vand. L. Rev. 179 (2009).

⁵See, e.g., Emery Lee & Thomas E. Willing, *Impact of the Class Action Fairness Act on the Federal Courts: Preliminary Findings from Phase Two’s Pre-CAFA Sample of Diversity Class Actions* 11 (Federal Judicial Center 2008); Tom Baker & Sean J. Griffith, *How the Merits Matter: D&O Insurance and Securities Settlements*, 157 U. Pa. L. Rev. 755 (2009).

⁶Empirical scholars have begun to study state court class actions in certain subject areas and in certain states. See, e.g., Robert B. Thompson & Randall S. Thomas, *The Public and Private Faces of Derivative Suits*, 57 Vand. L. Rev. 1747 (2004); Robert B. Thompson & Randall S. Thomas, *The New Look of Shareholder Litigation: Acquisition-Oriented Class Actions*, 57 Vand. L. Rev. 133 (2004); *Findings of the Study of California Class Action Litigation* (Administrative Office of the Courts) (First Interim Report, 2009).

⁷See Deborah R. Hensler et al., *Class Action Dilemmas: Pursuing Public Goals for Private Gain* 56 (2000).

any given year.⁸ As such, this article allows us to see for the first time a complete picture of the cases that are settled in federal court. This includes aggregate annual statistics, such as how many class actions are settled every year, how much money is approved every year in these settlements, and how much of that money class action lawyers reap every year. It also includes how these settlements are distributed geographically as well as by litigation area, what sort of relief was provided in the settlements, how long the class actions took to reach settlement, and an analysis of what factors were associated with the fees awarded to class counsel by district court judges.

Second, because this article analyzes settlements that were approved in both published and unpublished opinions, it allows us to assess how well the few prior studies that looked beyond securities cases but relied only on published opinions capture the complete picture of class action settlements. To the extent these prior studies adequately capture the complete picture, it may be less imperative for courts, policymakers, and empirical scholars to spend the considerable resources needed to collect unpublished opinions in order to make sound decisions about how to design our class action system.

Third, this article studies factors that may influence district court judges when they award fees to class counsel that have not been studied before. For example, in light of the discretion district court judges have been delegated over fees under Rule 23, as well as the salience the issue of class action litigation has assumed in national politics, realist theories of judicial behavior would predict that Republican judges would award smaller fee percentages than Democratic judges. I study whether the political beliefs of district court judges are associated with the fees they award and, in doing so, contribute to the literature that attempts to assess the extent to which these beliefs influence the decisions of not just appellate judges, but trial judges as well. Moreover, the article contributes to the small but growing literature examining whether the ideological influences found in published judicial decisions persist when unpublished decisions are examined as well.

In Section II of this article, I briefly survey the existing empirical studies of class action settlements. In Section III, I describe the methodology I used to collect the 2006–2007 federal class action settlements and I report my findings regarding these settlements. District court judges approved 688 class action settlements over this two-year period, involving over \$33 billion. I report a number of descriptive statistics for these settlements, including the number of plaintiff versus defendant classes, the distribution of settlements by subject matter, the age of the case at settlement, the geographic distribution of settlements, the number of settlement classes, the distribution of relief across settlements, and various statistics on the amount of money involved in the settlements. It should be noted that despite the fact that the few prior studies that looked beyond securities settlements appeared to oversample larger settlements, much of the analysis set forth in this article is consistent with these prior studies. This suggests that scholars may not need to sample unpublished as well as published opinions in order to paint an adequate picture of class action settlements.

⁸Of course, I cannot be certain that I found every one of the class actions that settled in federal court over this period. Nonetheless, I am confident that if I did not find some, the number I did not find is small and would not contribute meaningfully to the data reported in this article.

In Section IV, I perform an analysis of the fees judges awarded to class action lawyers in the 2006–2007 settlements. All told, judges awarded nearly \$5 billion over this two-year period in fees and expenses to class action lawyers, or about 15 percent of the total amount of the settlements. Most federal judges chose to award fees by using the highly discretionary percentage-of-the-settlement method and, unsurprisingly, the fees awarded according to this method varied over a broad range, with a mean and median around 25 percent. Using regression analysis, I confirm prior studies and find that fee percentages are strongly and inversely associated with the size of the settlement. Further, I find that the age of the case is positively associated with fee percentages but that the percentages were not associated with whether the class action was certified as a settlement class. There also appeared to be some variation in fee percentages depending on the subject matter of the litigation and the geographic circuit in which the district court was located. Fee percentages in securities cases were lower than the percentages in some but not all other areas, and district courts in some circuits—the Ninth and the Second (in securities cases)—awarded lower fee percentages than courts in many other circuits. Finally, the regression analysis did not confirm the realist hypothesis: there was no association between fee percentage and the political beliefs of the judge in any regression.

II. PRIOR EMPIRICAL STUDIES OF CLASS ACTION SETTLEMENTS

There are many existing empirical studies of federal securities class action settlements.⁹ Studies of securities settlements have been plentiful because for-profit organizations maintain lists of all federal securities class action settlements for the benefit of institutional investors that are entitled to file claims in these settlements.¹⁰ Using these data, studies have shown that since 2005, for example, there have been roughly 100 securities class action settlements in federal court each year, and these settlements have involved between \$7 billion and \$17 billion per year.¹¹ Scholars have used these data to analyze many different aspects of these settlements, including the factors that are associated with the percentage of

⁹See, e.g., James D. Cox & Randall S. Thomas, Does the Plaintiff Matter? An Empirical Analysis of Lead Plaintiffs in Securities Class Actions, 106 Colum. L. Rev. 1587 (2006); James D. Cox, Randall S. Thomas & Lynn Bai, There are Plaintiffs and . . . there are Plaintiffs: An Empirical Analysis of Securities Class Action Settlements, 61 Vand. L. Rev. 355 (2008); Theodore Eisenberg, Geoffrey Miller & Michael A. Perino, A New Look at Judicial Impact: Attorneys' Fees in Securities Class Actions after *Goldberger v. Integrated Resources, Inc.*, 29 Wash. U.J.L. & Pol'y 5 (2009); Michael A. Perino, Markets and Monitors: The Impact of Competition and Experience on Attorneys' Fees in Securities Class Actions (St. John's Legal Studies, Research Paper No. 06-0034, 2006), available at <<http://ssrn.com/abstract=870577>> [hereinafter Perino, Markets and Monitors]; Michael A. Perino, The Milberg Weiss Prosecution: No Harm, No Foul? (St. John's Legal Studies, Research Paper No. 08-0135, 2008), available at <http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1133995> [hereinafter Perino, Milberg Weiss].

¹⁰See, e.g., RiskMetrics Group, available at <<http://www.riskmetrics.com/scas>>.

¹¹See Cornerstone Research, Securities Class Action Settlements: 2007 Review and Analysis 1 (2008), available at <http://securities.stanford.edu/Settlements/REVIEW_1995-2007/Settlements_Through_12_2007.pdf>.

the settlements that courts have awarded to class action lawyers.¹² These studies have found that the mean and median fees awarded by district court judges are between 20 percent and 30 percent of the settlement amount.¹³ These studies have also found that a number of factors are associated with the percentage of the settlement awarded as fees, including (inversely) the size of the settlement, the age of the case, whether a public pension fund was the lead plaintiff, and whether certain law firms were class counsel.¹⁴ None of these studies has examined whether the political affiliation of the federal district court judge awarding the fees was associated with the size of awards.

There are no comparable organizations that maintain lists of nonsecurities class action settlements. As such, studies of class action settlements beyond the securities area are much rarer and, when they have been done, rely on samples of settlements that were not intended to be representative of the whole. The two largest studies of class action settlements not limited to securities class actions are a 2004 study by Ted Eisenberg and Geoff Miller,¹⁵ which was recently updated to include data through 2008,¹⁶ and a 2003 study by Class Action Reports.¹⁷ The Eisenberg-Miller studies collected data from class action settlements in both state and federal courts found from court opinions published in the Westlaw and Lexis databases and checked against lists maintained by the CCH Federal Securities and Trade Regulation Reporters. Through 2008, their studies have now identified 689 settlements over a 16-year period, or less than 45 settlements per year.¹⁸ Over this 16-year period, their studies found that the mean and median settlement amounts were, respectively, \$116 million and \$12.5 million (in 2008 dollars), and that the mean and median fees awarded by district courts were 23 percent and 24 percent of the settlement, respectively.¹⁹ Their studies also performed an analysis of fee percentages and fee awards. For the data through 2002, they found that the percentage of the settlement awarded as fees was associated with the size of the settlement (inversely), the age of the case, and whether the

¹²See, e.g., Eisenberg, Miller & Perino, *supra* note 9, at 17–24, 28–36; Perino, *Markets and Monitors*, *supra* note 9, at 12–28, 39–44; Perino, *Milberg Weiss*, *supra* note 9, at 32–33, 39–60.

¹³See, e.g., Eisenberg, Miller & Perino, *supra* note 9, at 17–18, 22, 28, 33; Perino, *Markets and Monitors*, *supra* note 9, at 20–21, 40; Perino, *Milberg Weiss*, *supra* note 9, at 32–33, 51–53.

¹⁴See, e.g., Eisenberg, Miller & Perino, *supra* note 9, at 14–24, 29–30, 33–34; Perino, *Markets and Monitors*, *supra* note 9, at 20–28, 41; Perino, *Milberg Weiss*, *supra* note 9, at 39–58.

¹⁵See Theodore Eisenberg & Geoffrey Miller, *Attorney Fees in Class Action Settlements: An Empirical Study*, 1 *J. Empirical Legal Stud.* 27 (2004).

¹⁶See Theodore Eisenberg & Geoffrey Miller, *Attorneys' Fees and Expenses in Class Action Settlements: 1993–2008*, 7 *J. Empirical Legal Stud.* 248 (2010) [hereinafter Eisenberg & Miller II].

¹⁷See Stuart J. Logan, Jack Moshman & Beverly C. Moore, Jr., *Attorney Fee Awards in Common Fund Class Actions*, 24 *Class Action Rep.* 169 (Mar.–Apr. 2003).

¹⁸See Eisenberg & Miller II, *supra* note 16, at 251.

¹⁹*Id.* at 258–59.

district court went out of its way to comment on the level of risk that class counsel had assumed in pursuing the case.²⁰ For the data through 2008, they regressed only fee awards and found that the awards were inversely associated with the size of the settlement, that state courts gave lower awards than federal courts, and that the level of risk was still associated with larger awards.²¹ Their studies have not examined whether the political affiliations of the federal district court judges awarding fees were associated with the size of the awards.

The Class Action Reports study collected data on 1,120 state and federal settlements over a 30-year period, or less than 40 settlements per year.²² Over the same 10-year period analyzed by the Eisenberg-Miller study, the Class Action Reports data found mean and median settlements of \$35.4 and \$7.6 million (in 2002 dollars), as well as mean and median fee percentages between 25 percent and 30 percent.²³ Professors Eisenberg and Miller performed an analysis of the fee awards in the Class Action Reports study and found the percentage of the settlement awarded as fees was likewise associated with the size of the settlement (inversely) and the age of the case.²⁴

III. FEDERAL CLASS ACTION SETTLEMENTS, 2006 AND 2007

As far as I am aware, there has never been an empirical study of all federal class action settlements in a particular year. In this article, I attempt to make such a study for two recent years: 2006 and 2007. To compile a list of all federal class settlements in 2006 and 2007, I started with one of the aforementioned lists of securities settlements, the one maintained by RiskMetrics, and I supplemented this list with settlements that could be found through three other sources: (1) broad searches of district court opinions in the Westlaw and Lexis databases,²⁵ (2) four reporters of class action settlements—*BNA Class Action Litigation Report*, *Mealey's Jury Verdicts and Settlements*, *Mealey's Litigation Report*, and the *Class Action World* website²⁶—and (3) a list from the Administrative Office of Courts of all district court cases

²⁰See Eisenberg & Miller, *supra* note 15, at 61–62.

²¹See Eisenberg & Miller II, *supra* note 16, at 278.

²²See Eisenberg & Miller, *supra* note 15, at 34.

²³*Id.* at 47, 51.

²⁴*Id.* at 61–62.

²⁵The searches consisted of the following terms: (“class action” & (settle! /s approv! /s (2006 2007))); (((counsel attorney) /s fee /s award!) & (settle! /s (2006 2007)) & “class action”); (“class action” /s settle! & da(aft 12/31/2005 & bef 1/1/2008)); (“class action” /s (fair reasonable adequate) & da(aft 12/31/2005 & bef 1/1/2008)).

²⁶See <<http://classactionworld.com/>>.

coded as class actions that terminated by settlement between 2005 and 2008.²⁷ I then removed any duplicate cases and examined the docket sheets and court orders of each of the remaining cases to determine whether the cases were in fact certified as class actions under either Rule 23, Rule 23.1, or Rule 23.2.²⁸ For each of the cases verified as such, I gathered the district court's order approving the settlement, the district court's order awarding attorney fees, and, in many cases, the settlement agreements and class counsel's motions for fees, from electronic databases (such as Westlaw or PACER) and, when necessary, from the clerk's offices of the various federal district courts. In this section, I report the characteristics of the settlements themselves; in the next section, I report the characteristics of the attorney fees awarded to class counsel by the district courts that approved the settlements.

A. Number of Settlements

I found 688 settlements approved by federal district courts during 2006 and 2007 using the methodology described above. This is almost the exact same number the Eisenberg-Miller study found over a 16-year period in both federal *and* state court. Indeed, the number of annual settlements identified in this study is *several times* the number of annual settlements that have been identified in any prior empirical study of class action settlements. Of the 688 settlements I found, 304 were approved in 2006 and 384 were approved in 2007.²⁹

B. Defendant Versus Plaintiff Classes

Although Rule 23 permits federal judges to certify either a class of plaintiffs or a class of defendants, it is widely assumed that it is extremely rare for courts to certify defendant classes.³⁰ My findings confirm this widely held assumption. Of the 688 class action settlements approved in 2006 and 2007, 685 involved plaintiff classes and only three involved

²⁷I examined the AO lists in the year before and after the two-year period under investigation because the termination date recorded by the AO was not necessarily the same date the district court approved the settlement.

²⁸See Fed. R. Civ. P. 23, 23.1, 23.2. I excluded from this analysis opt-in collective actions, such as those brought pursuant to the provisions of the Fair Labor Standards Act (see 29 U.S.C. § 216(b)), if such actions did not also include claims certified under the opt-out mechanism in Rule 23.

²⁹A settlement was assigned to a particular year if the district court judge's order approving the settlement was dated between January 1 and December 31 of that year. Cases involving multiple defendants sometimes settled over time because defendants would settle separately with the plaintiff class. All such partial settlements approved by the district court on the same date were treated as one settlement. Partial settlements approved by the district court on different dates were treated as different settlements.

³⁰See, e.g., Robert H. Klonoff, Edward K.M. Bilich & Suzette M. Malveaux, *Class Actions and Other Multi-Party Litigation: Cases and Materials* 1061 (2d ed. 2006).

defendant classes. All three of the defendant-class settlements were in employment benefits cases, where companies sued classes of current or former employees.³¹

C. Settlement Subject Areas

Although courts are free to certify Rule 23 classes in almost any subject area, it is widely assumed that securities settlements dominate the federal class action docket.³² At least in terms of the number of settlements, my findings reject this conventional wisdom. As Table 1 shows, although securities settlements comprised a large percentage of the 2006 and 2007 settlements, they did not comprise a majority of those settlements. As one would have

Table 1: The Number of Class Action Settlements Approved by Federal Judges in 2006 and 2007 in Each Subject Area

<i>Subject Matter</i>	<i>Number of Settlements</i>	
	<i>2006</i>	<i>2007</i>
Securities	122 (40%)	135 (35%)
Labor and employment	41 (14%)	53 (14%)
Consumer	40 (13%)	47 (12%)
Employee benefits	23 (8%)	38 (10%)
Civil rights	24 (8%)	37 (10%)
Debt collection	19 (6%)	23 (6%)
Antitrust	13 (4%)	17 (4%)
Commercial	4 (1%)	9 (2%)
Other	18 (6%)	25 (6%)
Total	304	384

NOTE: Securities: cases brought under federal and state securities laws. Labor and employment: workplace claims brought under either federal or state law, with the exception of ERISA cases. Consumer: cases brought under the Fair Credit Reporting Act as well as cases for consumer fraud and the like. Employee benefits: ERISA cases. Civil rights: cases brought under 42 U.S.C. § 1983 or cases brought under the Americans with Disabilities Act seeking nonworkplace accommodations. Debt collection: cases brought under the Fair Debt Collection Practices Act. Antitrust: cases brought under federal or state antitrust laws. Commercial: cases between businesses, excluding antitrust cases. Other: includes, among other things, derivative actions against corporate managers and directors, environmental suits, insurance suits, Medicare and Medicaid suits, product liability suits, and mass tort suits.

SOURCES: Westlaw, PACER, district court clerks' offices.

³¹See *Halliburton Co. v. Graves*, No. 04-00280 (S.D. Tex., Sept. 28, 2007); *Rexam, Inc. v. United Steel Workers of Am.*, No. 03-2998 (D. Minn. Aug. 29, 2007); *Rexam, Inc. v. United Steel Workers of Am.*, No. 03-2998 (D. Minn. Sept. 17, 2007).

³²See, e.g., John C. Coffee, Jr., *Reforming the Security Class Action: An Essay on Deterrence and its Implementation*, 106 *Colum. L. Rev.* 1534, 1539–40 (2006) (describing securities class actions as “the 800-pound gorilla that dominates and overshadows other forms of class actions”).

expected in light of Supreme Court precedent over the last two decades,³³ there were almost no mass tort class actions (included in the “Other” category) settled over the two-year period.

Although the Eisenberg-Miller study through 2008 is not directly comparable on the distribution of settlements across litigation subject areas—because its state and federal court data cannot be separated (more than 10 percent of the settlements were from state court³⁴) and because it excludes settlements in fee-shifting cases—their study through 2008 is the best existing point of comparison. Interestingly, despite the fact that state courts were included in their data, their study through 2008 found about the same percentage of securities cases (39 percent) as my 2006–2007 data set shows.³⁵ However, their study found many more consumer (18 percent) and antitrust (10 percent) cases, while finding many fewer labor and employment (8 percent), employee benefits (6 percent), and civil rights (3 percent) cases.³⁶ This is not unexpected given their reliance on published opinions and their exclusion of fee-shifting cases.

D. Settlement Classes

The Federal Rules of Civil Procedure permit parties to seek certification of a suit as a class action for settlement purposes only.³⁷ When the district court certifies a class in such circumstances, the court need not consider whether it would be manageable to try the litigation as a class.³⁸ So-called settlement classes have always been more controversial than classes certified for litigation because they raise the prospect that, at least where there are competing class actions filed against the same defendant, the defendant could play class counsel off one another to find the one willing to settle the case for the least amount of money.³⁹ Prior to the Supreme Court’s 1997 opinion in *Amchem Products, Inc. v. Windsor*,⁴⁰ it was uncertain whether the Federal Rules even permitted settlement classes. It may therefore be a bit surprising to learn that 68 percent of the federal settlements in 2006 and 2007 were settlement classes. This percentage is higher than the percentage found in the Eisenberg-Miller studies, which found that only 57 percent of class action settlements in

³³See, e.g., Samuel Issacharoff, *Private Claims, Aggregate Rights*, 2008 Sup. Ct. Rev. 183, 208.

³⁴See Eisenberg & Miller II, *supra* note 16, at 257.

³⁵*Id.* at 262.

³⁶*Id.*

³⁷See Martin H. Redish, *Settlement Class Actions, The Case-or-Controversy Requirement, and the Nature of the Adjudicatory Process*, 73 U. Chi. L. Rev. 545, 553 (2006).

³⁸See *Amchem Prods., Inc v Windsor*, 521 U.S. 591, 620 (1997).

³⁹See Redish, *supra* note 368, at 557–59.

⁴⁰521 U.S. 591 (1997).

state and federal court between 2003 and 2008 were settlement classes.⁴¹ It should be noted that the distribution of litigation subject areas among the settlement classes in my 2006–2007 federal data set did not differ much from the distribution among nonsettlement classes, with two exceptions. One exception was consumer cases, which were nearly three times as prevalent among settlement classes (15.9 percent) as among nonsettlement classes (5.9 percent); the other was civil rights cases, which were four times as prevalent among nonsettlement classes (18.0 percent) as among settlements classes (4.5 percent). In light of the skepticism with which the courts had long treated settlement classes, one might have suspected that courts would award lower fee percentages in such settlements. Nonetheless, as I report in Section III, whether a case was certified as a settlement class was not associated with the fee percentages awarded by federal district court judges.

E. The Age at Settlement

One interesting question is how long class actions were litigated before they reached settlement. Unsurprisingly, cases reached settlement over a wide range of ages.⁴² As shown in Table 2, the average time to settlement was a bit more than three years (1,196 days) and the median time was a bit under three years (1,068 days). The average and median ages here are similar to those found in the Eisenberg-Miller study through 2002, which found averages of 3.35 years in fee-shifting cases and 2.86 years in non-fee-shifting cases, and

Table 2: The Number of Days, 2006–2007, Federal Class Action Cases Took to Reach Settlement in Each Subject Area

<i>Subject Matter</i>	<i>Average</i>	<i>Median</i>	<i>Minimum</i>	<i>Maximum</i>
Securities	1,438	1,327	392	3,802
Labor and employment	928	786	105	2,497
Consumer	963	720	127	4,961
Employee benefits	1,162	1,161	164	3,157
Civil rights	1,373	1,360	181	3,354
Debt collection	738	673	223	1,973
Antitrust	1,140	1,167	237	2,480
Commercial	1,267	760	163	5,443
Other	1,065	962	185	3,620
All	1,196	1,068	105	5,443

SOURCE: PACER.

⁴¹See Eisenberg & Miller II, *supra* note 16, at 266.

⁴²The age of the case was calculated by subtracting the date the relevant complaint was filed from the date the settlement was approved by the district court judge. The dates were taken from PACER. For consolidated cases, I used the date of the earliest complaint. If the case had been transferred, consolidated, or removed, the date the complaint was filed was not always available from PACER. In such cases, I used the date the case was transferred, consolidated, or removed as the start date.

medians of 4.01 years in fee-shifting cases and 3.0 years in non-fee-shifting cases.⁴³ Their study through 2008 did not report case ages.

The shortest time to settlement was 105 days in a labor and employment case.⁴⁴ The longest time to settlement was nearly 15 years (5,443 days) in a commercial case.⁴⁵ The average and median time to settlement varied significantly by litigation subject matter, with securities cases generally taking the longest time and debt collection cases taking the shortest time. Labor and employment cases and consumer cases also settled relatively early.

F. The Location of Settlements

The 2006–2007 federal class action settlements were not distributed across the country in the same way federal civil litigation is in general. As Figure 1 shows, some of the geographic circuits attracted much more class action attention than we would expect based on their docket size, and others attracted much less. In particular, district courts in the First, Second, Seventh, and Ninth Circuits approved a much larger share of class action settlements than the share of all civil litigation they resolved, with the First, Second, and Seventh Circuits approving nearly double the share and the Ninth Circuit approving one-and-one-half times the share. By contrast, the shares of class action settlements approved by district courts in the Fifth and Eighth Circuits were less than one-half of their share of all civil litigation, with the Third, Fourth, and Eleventh Circuits also exhibiting significant underrepresentation.

With respect to a comparison with the Eisenberg-Miller studies, their federal court data through 2008 can be separated from their state court data on the question of the geographic distribution of settlements, and there are some significant differences between their federal data and the numbers reflected in Figure 1. Their study reported considerably higher proportions of settlements than I found from the Second (23.8 percent), Third (19.7 percent), Eighth (4.8 percent), and D.C. (3.3 percent) Circuits, and considerably lower proportions from the Fourth (1.3 percent), Seventh (6.8 percent), and Ninth (16.6 percent) Circuits.⁴⁶

Figure 2 separates the class action settlement data in Figure 1 into securities and nonsecurities cases. Figure 2 suggests that the overrepresentation of settlements in the First and Second Circuits is largely attributable to securities cases, whereas the overrepresentation in the Seventh Circuit is attributable to nonsecurities cases, and the overrepresentation in the Ninth is attributable to both securities and nonsecurities cases.

It is interesting to ask why some circuits received more class action attention than others. One hypothesis is that class actions are filed in circuits where class action lawyers

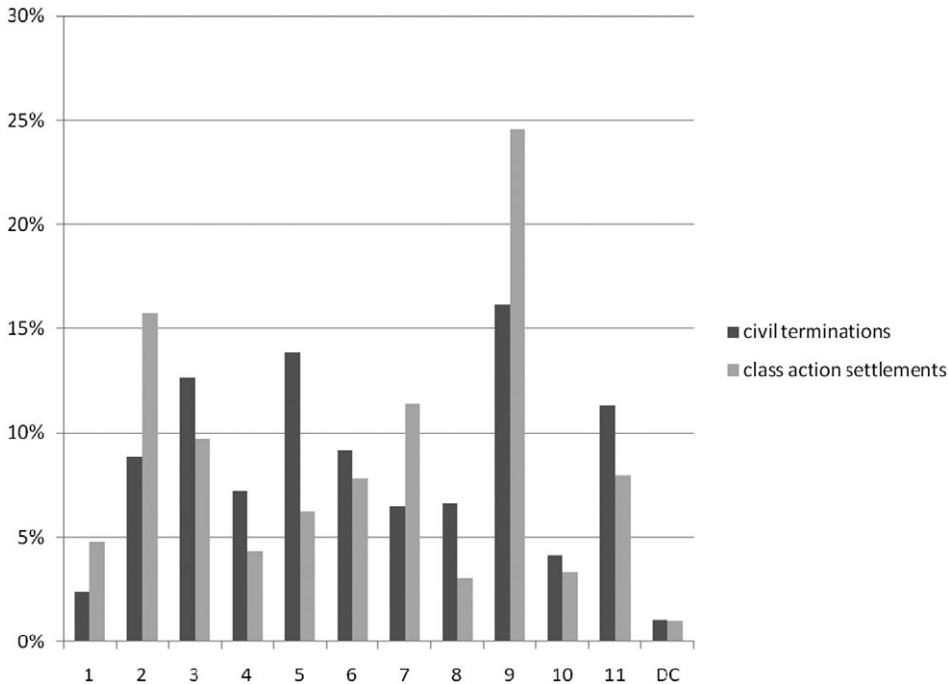
⁴³See Eisenberg & Miller, *supra* note 15, at 59–60.

⁴⁴See *Clemmons v. Rent-a-Center W., Inc.*, No. 05-6307 (D. Or. Jan. 20, 2006).

⁴⁵See *Allapattah Servs. Inc. v. Exxon Corp.*, No. 91-0986 (S.D. Fla. Apr. 7, 2006).

⁴⁶See Eisenberg & Miller II, *supra* note 16, at 260.

Figure 1: The percentage of 2006–2007 district court civil terminations and class action settlements in each federal circuit.



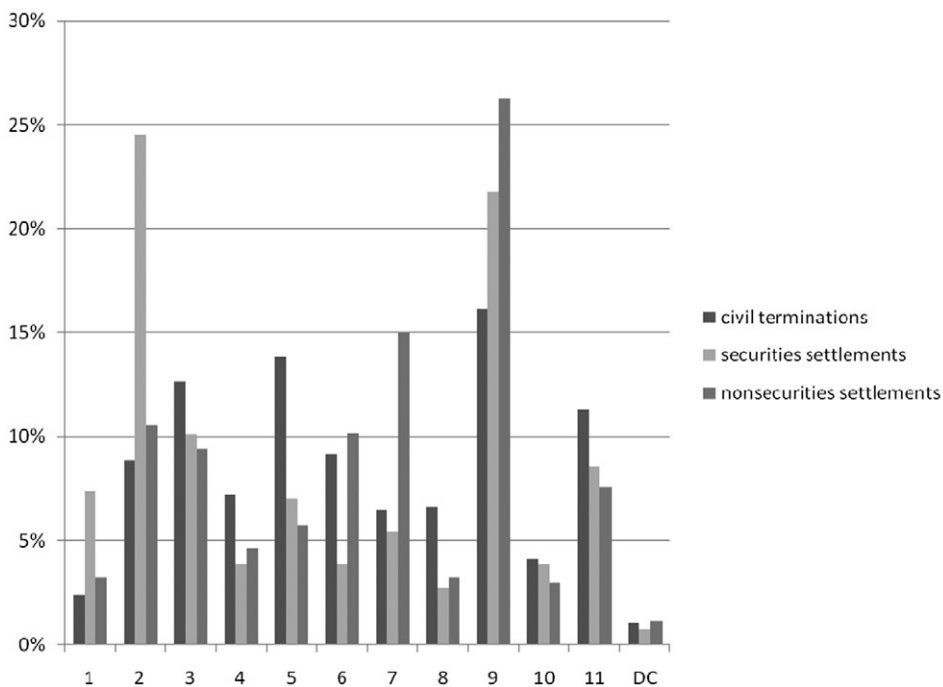
SOURCES: PACER, Statistical Tables for the Federal Judiciary 2006 & 2007 (available at <<http://www.uscourts.gov/stats/index.html>>).

believe they can find favorable law or favorable judges. Federal class actions often involve class members spread across multiple states and, as such, class action lawyers may have a great deal of discretion over the district in which file suit.⁴⁷ One way law or judges may be favorable to class action attorneys is with regard to attorney fees. In Section III, I attempt to test whether district court judges in the circuits with the most over- and undersubscribed class action dockets award attorney fees that would attract or discourage filings there; I find no evidence that they do.

Another hypothesis is that class action suits are settled in jurisdictions where defendants are located. This might be the case because although class action lawyers may have discretion over where to file, venue restrictions might ultimately restrict cases to jurisdic-

⁴⁷See Samuel Issacharoff & Richard Nagareda, Class Settlements Under Attack, 156 U. Pa. L. Rev. 1649, 1662 (2008).

Figure 2: The percentage of 2006–2007 district court civil terminations and class action settlements in each federal circuit.



SOURCES: PACER, Statistical Tables for the Federal Judiciary 2006 & 2007 (available at <<http://www.uscourts.gov/stats/index.html>>).

tions in which defendants have their corporate headquarters or other operations.⁴⁸ This might explain why the Second Circuit, with the financial industry in New York, sees so many securities suits, and why other circuits with cities with a large corporate presence, such as the First (Boston), Seventh (Chicago), and Ninth (Los Angeles and San Francisco), see more settlements than one would expect based on the size of their civil dockets.

Another hypothesis might be that class action lawyers file cases wherever it is most convenient for them to litigate the cases—that is, in the cities in which their offices are located. This, too, might explain the Second Circuit's overrepresentation in securities settlements, with prominent securities firms located in New York, as well as the

⁴⁸See 28 U.S.C. §§ 1391, 1404, 1406, 1407. See also *Foster v. Nationwide Mut. Ins. Co.*, No. 07-04928, 2007 U.S. Dist. LEXIS 95240 at *2–17 (N.D. Cal. Dec. 14, 2007) (transferring venue to jurisdiction where defendant's corporate headquarters were located). One prior empirical study of securities class action settlements found that 85 percent of such cases are filed in the home circuit of the defendant corporation. See James D. Cox, Randall S. Thomas & Lynn Bai, Do Differences in Pleading Standards Cause Forum Shopping in Securities Class Actions?: Doctrinal and Empirical Analyses, 2009 Wis. L. Rev. 421, 429, 440, 450–51 (2009).

overrepresentation of other settlements in some of the circuits in which major metropolitan areas with prominent plaintiffs' firms are found.

G. Type of Relief

Under Rule 23, district court judges can certify class actions for injunctive or declaratory relief, for money damages, or for a combination of the two.⁴⁹ In addition, settlements can provide money damages both in the form of cash as well as in the form of in-kind relief, such as coupons to purchase the defendant's products.⁵⁰

As shown in Table 3, the vast majority of class actions settled in 2006 and 2007 provided cash relief to the class (89 percent), but a substantial number also provided in-kind relief (6 percent) or injunctive or declaratory relief (23 percent). As would be

Table 3: The Percentage of 2006 and 2007 Class Action Settlements Providing Each Type of Relief in Each Subject Area

<i>Subject Matter</i>	<i>Cash</i>	<i>In-Kind Relief</i>	<i>Injunctive or Declaratory Relief</i>
Securities (<i>n</i> = 257)	100%	0%	2%
Labor and employment (<i>n</i> = 94)	95%	6%	29%
Consumer (<i>n</i> = 87)	74%	30%	37%
Employee benefits (<i>n</i> = 61)	90%	0%	34%
Civil rights (<i>n</i> = 61)	49%	2%	75%
Debt collection (<i>n</i> = 42)	98%	0%	12%
Antitrust (<i>n</i> = 30)	97%	13%	7%
Commercial (<i>n</i> = 13)	92%	0%	62%
Other (<i>n</i> = 43)	77%	7%	33%
All (<i>n</i> = 688)	89%	6%	23%

NOTE: Cash: cash, securities, refunds, charitable contributions, contributions to employee benefit plans, forgiven debt, relinquishment of liens or claims, and liquidated repairs to property. In-kind relief: vouchers, coupons, gift cards, warranty extensions, merchandise, services, and extended insurance policies. Injunctive or declaratory relief: modification of terms of employee benefit plans, modification of compensation practices, changes in business practices, capital improvements, research, and unliquidated repairs to property.

SOURCES: Westlaw, PACER, district court clerks' offices.

⁴⁹See Fed. R. Civ. P. 23(b).

⁵⁰These coupon settlements have become very controversial in recent years, and Congress discouraged them in the Class Action Fairness Act of 2005 by tying attorney fees to the value of coupons that were ultimately redeemed by class members as opposed to the value of coupons offered class members. See 28 U.S.C. § 1712.

expected in light of the focus on consumer cases in the debate over the anti-coupon provision in the Class Action Fairness Act of 2005,⁵¹ consumer cases had the greatest percentage of settlements providing for in-kind relief (30 percent). Civil rights cases had the greatest percentage of settlements providing for injunctive or declaratory relief (75 percent), though almost half the civil rights cases also provided some cash relief (49 percent). The securities settlements were quite distinctive from the settlements in other areas in their singular focus on cash relief: every single securities settlement provided cash to the class and almost none provided in-kind, injunctive, or declaratory relief. This is but one example of how the focus on securities settlements in the prior empirical scholarship can lead to a distorted picture of class action litigation.

H. Settlement Money

Although securities settlements did not comprise the majority of federal class action settlements in 2006 and 2007, they did comprise the majority of the money—indeed, the *vast majority* of the money—involved in class action settlements. In Table 4, I report the total amount of ascertainable value involved in the 2006 and 2007 settlements. This amount

Table 4: The Total Amount of Money Involved in Federal Class Action Settlements in 2006 and 2007

Subject Matter	Total Ascertainable Monetary Value in Settlements (and Percentage of Overall Annual Total)			
	2006 (n = 304)		2007 (n = 384)	
Securities	\$16,728	76%	\$8,038	73%
Labor and employment	\$266.5	1%	\$547.7	5%
Consumer	\$517.3	2%	\$732.8	7%
Employee benefits	\$443.8	2%	\$280.8	3%
Civil rights	\$265.4	1%	\$81.7	1%
Debt collection	\$8.9	<1%	\$5.7	<1%
Antitrust	\$1,079	5%	\$660.5	6%
Commercial	\$1,217	6%	\$124.0	1%
Other	\$1,568	7%	\$592.5	5%
Total	\$22,093	100%	\$11,063	100%

NOTE: Dollar amounts are in millions. Includes all determinate payments in cash or cash equivalents (such as marketable securities), including attorney fees and expenses, as well as any in-kind relief (such as coupons) or injunctive relief that was valued by the district court.

SOURCES: Westlaw, PACER, district court clerks' offices.

⁵¹See, e.g., 151 Cong. Rec. H723 (2005) (statement of Rep. Sensenbrenner) (arguing that consumers are “seeing all of their gains go to attorneys and them just getting coupon settlements from the people who have allegedly done them wrong”).

includes all determinate⁵² payments in cash or cash equivalents (such as marketable securities), including attorney fees and expenses, as well as any in-kind relief (such as coupons) or injunctive relief that was valued by the district court.⁵³ I did not attempt to assign a value to any relief that was not valued by the district court (even if it may have been valued by class counsel). It should be noted that district courts did not often value in-kind or injunctive relief—they did so only 18 percent of the time—and very little of Table 4—only \$1.3 billion, or 4 percent—is based on these valuations. It should also be noted that the amounts in Table 4 reflect only what defendants *agreed to pay*; they do not reflect the amounts that defendants *actually paid* after the claims administration process concluded. Prior empirical research has found that, depending on how settlements are structured (e.g., whether they awarded a fixed amount of money to each class member who eventually files a valid claim or a pro rata amount of a fixed settlement to each class member), defendants can end up paying much less than they agreed.⁵⁴

Table 4 shows that in both years, around three-quarters of all the money involved in federal class action settlements came from securities cases. Thus, in this sense, the conventional wisdom about the dominance of securities cases in class action litigation is correct. Figure 3 is a graphical representation of the contribution each litigation area made to the total number and total amount of money involved in the 2006–2007 settlements.

Table 4 also shows that, in total, over \$33 billion was approved in the 2006–2007 settlements. Over \$22 billion was approved in 2006 and over \$11 billion in 2007. It should be emphasized again that the totals in Table 4 understate the amount of money defendants agreed to pay in class action settlements in 2006 and 2007 because they exclude the unascertainable value of those settlements. This understatement disproportionately affects litigation areas, such as civil rights, where much of the relief is injunctive because, as I noted, very little of such relief was valued by district courts. Nonetheless, these numbers are, as far as I am aware, the first attempt to calculate how much money is involved in federal class action settlements in a given year.

The significant discrepancy between the two years is largely attributable to the 2006 securities settlement related to the collapse of Enron, which totaled \$6.6 billion, as well as to the fact that seven of the eight 2006–2007 settlements for more than \$1 billion were approved in 2006.⁵⁵ Indeed, it is worth noting that the eight settlements for more than \$1

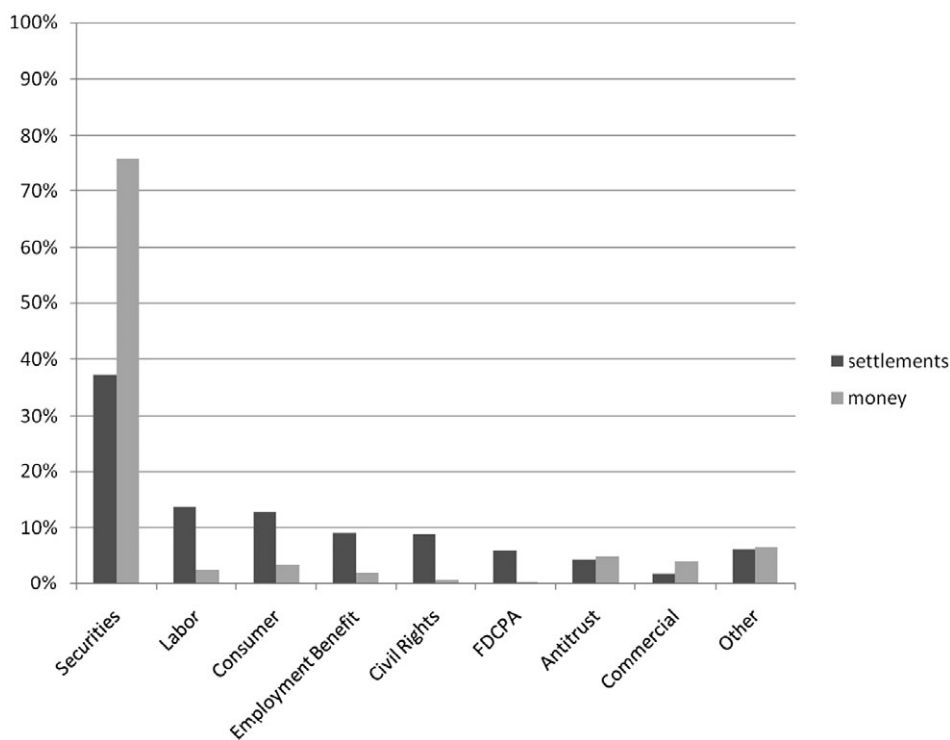
⁵²For example, I excluded awards of a fixed amount of money to each class member who eventually filed a valid claim (as opposed to settlements that awarded a pro rata amount of a fixed settlement to each class member) if the total amount of money set aside to pay the claims was not set forth in the settlement documents.

⁵³In some cases, the district court valued the relief in the settlement over a range. In these cases, I used the middle point in the range.

⁵⁴See Hensler et al., *supra* note 7, at 427–30.

⁵⁵See *In re Enron Corp. Secs. Litig.*, MDL 1446 (S.D. Tex. May 24, 2006) (\$6,600,000,000); *In re Tyco Int'l Ltd. Multidistrict Litig.*, MDL 02-1335 (D.N.H. Dec. 19, 2007) (\$3,200,000,000); *In re AOL Time Warner, Inc. Secs. & "ERISA" Litig.*, MDL 1500 (S.D.N.Y. Apr. 6, 2006) (\$2,500,000,000); *In re: Diet Drugs Prods. Liab. Litig.*, MDL 1203 (E.D. Pa. May 24, 2006) (\$1,275,000,000); *In re Nortel Networks Corp. Secs. Litig. (Nortel I)*, No. 01-1855 (S.D.N.Y. Dec. 26, 2006) (\$1,142,780,000); *In re Royal Ahold N.V. Secs. & ERISA Litig.*, 03-1539 (D. Md. Jun. 16, 2006)

Figure 3: The percentage of 2006–2007 federal class action settlements and settlement money from each subject area.



SOURCES: Westlaw, PACER, district court clerks' offices.

billion accounted for almost \$18 billion of the \$33 billion that changed hands over the two-year period. That is, a mere 1 percent of the settlements comprised over 50 percent of the value involved in federal class action settlements in 2006 and 2007. To give some sense of the distribution of settlement size in the 2006–2007 data set, Table 5 sets forth the number of settlements with an ascertainable value beyond fee, expense, and class-representative incentive awards (605 out of the 688 settlements). Nearly two-thirds of all settlements fell below \$10 million.

Given the disproportionate influence exerted by securities settlements on the total amount of money involved in class actions, it is unsurprising that the average securities settlement involved more money than the average settlement in most of the other subject areas. These numbers are provided in Table 6, which includes, again, only the settlements

(\$1,100,000,000); *Allapattah Servs. Inc. v. Exxon Corp.*, No. 91-0986 (S.D. Fla. Apr. 7, 2006) (\$1,075,000,000); *In re Nortel Networks Corp. Secs. Litig. (Nortel II)*, No. 05-1659 (S.D.N.Y. Dec. 26, 2006) (\$1,074,270,000).

Table 5: The Distribution by Size of 2006–2007 Federal Class Action Settlements with Ascertainable Value

<i>Settlement Size (in Millions)</i>	<i>Number of Settlements</i>
[\$0 to \$1]	131 (21.7%)
(\$1 to \$10]	261 (43.1%)
(\$10 to \$50]	139 (23.0%)
(\$50 to \$100]	33 (5.45%)
(\$100 to \$500]	31 (5.12%)
(\$500 to \$6,600]	10 (1.65%)
Total	605

NOTE: Includes only settlements with ascertainable value beyond merely fee, expense, and class-representative incentive awards.

SOURCES: Westlaw, PACER, district court clerks' offices.

Table 6: The Average and Median Settlement Amounts in the 2006–2007 Federal Class Action Settlements with Ascertainable Value to the Class

<i>Subject Matter</i>	<i>Average</i>	<i>Median</i>
Securities (<i>n</i> = 257)	\$96.4	\$8.0
Labor and employment (<i>n</i> = 88)	\$9.2	\$1.8
Consumer (<i>n</i> = 65)	\$18.8	\$2.9
Employee benefits (<i>n</i> = 52)	\$13.9	\$5.3
Civil rights (<i>n</i> = 34)	\$9.7	\$2.5
Debt collection (<i>n</i> = 40)	\$0.37	\$0.088
Antitrust (<i>n</i> = 29)	\$60.0	\$22.0
Commercial (<i>n</i> = 12)	\$111.7	\$7.1
Other (<i>n</i> = 28)	\$76.6	\$6.2
All (<i>N</i> = 605)	\$54.7	\$5.1

NOTE: Dollar amounts are in millions. Includes only settlements with ascertainable value beyond merely fee, expense, and class-representative incentive awards.

SOURCES: Westlaw, PACER, district court clerks' offices.

with an ascertainable value beyond fee, expense, and class-representative incentive awards. The average settlement over the entire two-year period for all types of cases was almost \$55 million, but the median was only \$5.1 million. (With the \$6.6 billion Enron settlement excluded, the average settlement for all ascertainable cases dropped to \$43.8 million and, for securities cases, dropped to \$71.0 million.) The average settlements varied widely by litigation area, with securities and commercial settlements at the high end of around \$100

million, but the median settlements for nearly every area were bunched around a few million dollars. It should be noted that the high average for commercial cases is largely due to one settlement above \$1 billion;⁵⁶ when that settlement is removed, the average for commercial cases was only \$24.2 million.

Table 6 permits comparison with the two prior empirical studies of class action settlements that sought to include nonsecurities as well as securities cases in their purview. The Eisenberg-Miller study through 2002, which included both common-fund and fee-shifting cases, found that the mean class action settlement was \$112 million and the median was \$12.9 million, both in 2006 dollars,⁵⁷ more than double the average and median I found for all settlements in 2006 and 2007. The Eisenberg-Miller update through 2008 included only common-fund cases and found mean and median settlements in federal court of \$115 million and \$11.7 million (both again in 2006 dollars),⁵⁸ respectively; this is still more than double the average and median I found. This suggests that the methodology used by the Eisenberg-Miller studies—looking at district court opinions that were published in Westlaw or Lexis—oversampled larger class actions (because opinions approving larger class actions are, presumably, more likely to be published than opinions approving smaller ones). It is also possible that the exclusion of fee-shifting cases from their data through 2008 contributed to this skew, although, given that their data through 2002 included fee-shifting cases and found an almost identical mean and median as their data through 2008, the primary explanation for the much larger mean and median in their study through 2008 is probably their reliance on published opinions. Over the same years examined by Professors Eisenberg and Miller, the Class Action Reports study found a smaller average settlement than I did (\$39.5 million in 2006 dollars), but a larger median (\$8.48 million in 2006 dollars). It is possible that the Class Action Reports methodology also oversampled larger class actions, explaining its larger median, but that there are more “mega” class actions today than there were before 2003, explaining its smaller mean.⁵⁹

It is interesting to ask how significant the \$16 billion that was involved annually in these 350 or so federal class action settlements is in the grand scheme of U.S. litigation. Unfortunately, we do not know how much money is transferred every year in U.S. litigation. The only studies of which I am aware that attempt even a partial answer to this question are the estimates of how much money is transferred in the U.S. “tort” system every year by a financial services consulting firm, Tillinghast-Towers Perrin.⁶⁰ These studies are not directly

⁵⁶See *Allapattah Servs. Inc. v. Exxon Corp.*, No. 91-0986 (S.D. Fla. Apr. 7, 2006) (approving \$1,075,000,000 settlement).

⁵⁷See Eisenberg & Miller, *supra* note 15, at 47.

⁵⁸See Eisenberg & Miller II, *supra* note 16, at 262.

⁵⁹There were eight class action settlements during 2006 and 2007 of more than \$1 billion. See note 55 *supra*.

⁶⁰Some commentators have been critical of Tillinghast’s reports, typically on the ground that the reports overestimate the cost of the tort system. See M. Martin Boyer, *Three Insights from the Canadian D&O Insurance Market: Inertia, Information and Insiders*, 14 *Conn. Ins. L.J.* 75, 84 (2007); John Fabian Witt, *Form and Substance in the Law of*

comparable to the class action settlement numbers because, again, the number of tort class action settlements in 2006 and 2007 was very small. Nonetheless, as the tort system no doubt constitutes a large percentage of the money transferred in all litigation, these studies provide something of a point of reference to assess the significance of class action settlements. In 2006 and 2007, Tillinghast-Towers Perrin estimated that the U.S. tort system transferred \$160 billion and \$164 billion, respectively, to claimants and their lawyers.⁶¹ The total amount of money involved in the 2006 and 2007 federal class action settlements reported in Table 4 was, therefore, roughly 10 percent of the Tillinghast-Towers Perrin estimate. This suggests that in merely 350 cases every year, federal class action settlements involve the same amount of wealth as 10 percent of the entire U.S. tort system. It would seem that this is a significant amount of money for so few cases.

IV. ATTORNEY FEES IN FEDERAL CLASS ACTION SETTLEMENTS, 2006 AND 2007

A. Total Amount of Fees and Expenses

As I demonstrated in Section III, federal class action settlements involved a great deal of money in 2006 and 2007, some \$16 billion a year. A perennial concern with class action litigation is whether class action lawyers are reaping an outsized portion of this money.⁶² The 2006–2007 federal class action data suggest that these concerns may be exaggerated. Although class counsel were awarded some \$5 billion in fees and expenses over this period, as shown in Table 7, only 13 percent of the settlement amount in 2006 and 20 percent of the amount in 2007 went to fee and expense awards.⁶³ The 2006 percentage is lower than the 2007 percentage in large part because the class action lawyers in the Enron securities settlement received less than 10 percent of the \$6.6 billion corpus. In any event, the percentages in both 2006 and 2007 are far lower than the portions of settlements that contingency-fee lawyers receive in individual litigation, which are usually at least 33 percent.⁶⁴ Lawyers received less than 33 percent of settlements in fees and expenses in virtually every subject area in both years.

Counterinsurgency Damages, 41 *Loy. L.A.L. Rev.* 1455, 1475 n.135 (2008). If these criticisms are valid, then class action settlements would appear even more significant as compared to the tort system.

⁶¹See Tillinghast-Towers Perrin, *U.S. Tort Costs: 2008 Update 5* (2008). The report calculates \$252 billion in total tort “costs” in 2007 and \$246.9 billion in 2006, *id.*, but only 65 percent of those costs represent payments made to claimants and their lawyers (the remainder represents insurance administration costs and legal costs to defendants). See Tillinghast-Towers Perrin, *U.S. Tort Costs: 2003 Update 17* (2003).

⁶²See, e.g., Brian T. Fitzpatrick, *Do Class Action Lawyers Make Too Little?* 158 *U. Pa. L. Rev.* 2043, 2043–44 (2010).

⁶³In some of the partial settlements, see note 29 *supra*, the district court awarded expenses for all the settlements at once and it was unclear what portion of the expenses was attributable to which settlement. In these instances, I assigned each settlement a pro rata portion of expenses. To the extent possible, all the fee and expense numbers in this article exclude any interest known to be awarded by the courts.

⁶⁴See, e.g., Herbert M. Kritzer, *The Wages of Risk: The Returns of Contingency Fee Legal Practice*, 47 *DePaul L. Rev.* 267, 284–86 (1998) (reporting results of a survey of Wisconsin lawyers).

Table 7: The Total Amount of Fees and Expenses Awarded to Class Action Lawyers in Federal Class Action Settlements in 2006 and 2007

<i>Subject Matter</i>	<i>Total Fees and Expenses Awarded in Settlements (and as Percentage of Total Settlement Amounts) in Each Subject Area</i>	
	<i>2006</i> (n = 292)	<i>2007</i> (n = 363)
Securities	\$1,899 (11%)	\$1,467 (20%)
Labor and employment	\$75.1 (28%)	\$144.5 (26%)
Consumer	\$126.4 (24%)	\$65.3 (9%)
Employee benefits	\$57.1 (13%)	\$71.9 (26%)
Civil rights	\$31.0 (12%)	\$32.2 (39%)
Debt collection	\$2.5 (28%)	\$1.1 (19%)
Antitrust	\$274.6 (26%)	\$157.3 (24%)
Commercial	\$347.3 (29%)	\$18.2 (15%)
Other	\$119.3 (8%)	\$103.3 (17%)
Total	\$2,932 (13%)	\$2,063 (20%)

NOTE: Dollar amounts are in millions. Excludes settlements in which fees were not (or at least not yet) sought (22 settlements), settlements in which fees have not yet been awarded (two settlements), and settlements in which fees could not be ascertained due to indefinite award amounts, missing documents, or nonpublic side agreements (nine settlements).

SOURCES: Westlaw, PACER, district court clerks' offices.

It should be noted that, in some respects, the percentages in Table 7 overstate the portion of settlements that were awarded to class action attorneys because, again, many of these settlements involved indefinite cash relief or noncash relief that could not be valued.⁶⁵ If the value of all this relief could have been included, then the percentages in Table 7 would have been even lower. On the other hand, as noted above, not all the money defendants agree to pay in class action settlements is ultimately collected by the class.⁶⁶ To the extent leftover money is returned to the defendant, the percentages in Table 7 understate the portion class action lawyers received relative to their clients.

B. Method of Awarding Fees

District court judges have a great deal of discretion in how they set fee awards in class action cases. Under Rule 23, federal judges are told only that the fees they award to class counsel

⁶⁵Indeed, the large year-to-year variation in the percentages in labor, consumer, and employee benefits cases arose because district courts made particularly large valuations of the equitable relief in a few settlements and used the lodestar method to calculate the fees in these settlements (and thereby did not consider their large valuations in calculating the fees).

⁶⁶See Hensler et al., *supra* note 7, at 427–30.

must be “reasonable.”⁶⁷ Courts often exercise this discretion by choosing between two approaches: the lodestar approach or the percentage-of-the-settlement approach.⁶⁸ The lodestar approach works much the way it does in individual litigation: the court calculates the fee based on the number of hours class counsel actually worked on the case multiplied by a reasonable hourly rate and a discretionary multiplier.⁶⁹ The percentage-of-the-settlement approach bases the fee on the size of the settlement rather than on the hours class counsel actually worked: the district court picks a percentage of the settlement it thinks is reasonable based on a number of factors, one of which is often the fee lodestar (sometimes referred to as a “lodestar cross-check”).⁷⁰ My 2006–2007 data set shows that the percentage-of-the-settlement approach has become much more common than the lodestar approach. In 69 percent of the settlements reported in Table 7, district court judges employed the percentage-of-the-settlement method with or without the lodestar cross-check. They employed the lodestar method in only 12 percent of settlements. In the other 20 percent of settlements, the court did not state the method it used or it used another method altogether.⁷¹ The pure lodestar method was used most often in consumer (29 percent) and debt collection (45 percent) cases. These numbers are fairly consistent with the Eisenberg-Miller data from 2003 to 2008. They found that the lodestar method was used in only 9.6 percent of settlements.⁷² Their number is no doubt lower than the 12 percent number found in my 2006–2007 data set because they excluded fee-shifting cases from their study.

C. Variation in Fees Awarded

Not only do district courts often have discretion to choose between the lodestar method and the percentage-of-the-settlement method, but each of these methods leaves district courts with a great deal of discretion in how the method is ultimately applied. The courts

⁶⁷Fed. R. Civ. P. 23(h).

⁶⁸The discretion to pick between these methods is most pronounced in settlements where the underlying claim was not found in a statute that would shift attorney fees to the defendant. See, e.g., *In re Thirteen Appeals Arising out of San Juan DuPont Plaza Hotel Fire Litig.*, 56 F.3d 295, 307 (1st Cir. 1995) (permitting either percentage or lodestar method in common-fund cases); *Goldberger v. Integrated Res. Inc.*, 209 F.3d 43, 50 (2d Cir. 2000) (same); *Rawlings v. Prudential-Bache Props., Inc.*, 9 F.3d 513, 516 (6th Cir. 1993) (same). By contrast, courts typically used the lodestar approach in settlements arising from fee-shifting cases.

⁶⁹See Eisenberg & Miller, *supra* note 15, at 31.

⁷⁰*Id.* at 31–32.

⁷¹These numbers are based on the fee method described in the district court’s order awarding fees, unless the order was silent, in which case the method, if any, described in class counsel’s motion for fees (if it could be obtained) was used. If the court explicitly justified the fee award by reference to its percentage of the settlement, I counted it as the percentage method. If the court explicitly justified the award by reference to a lodestar calculation, I counted it as the lodestar method. If the court explicitly justified the award by reference to both, I counted it as the percentage method with a lodestar cross-check. If the court calculated neither a percentage nor the fee lodestar in its order, then I counted it as an “other” method.

⁷²See Eisenberg & Miller II, *supra* note 16, at 267.

that use the percentage-of-the-settlement method usually rely on a multifactor test⁷³ and, like most multifactor tests, it can plausibly yield many results. It is true that in many of these cases, judges examine the fee percentages that other courts have awarded to guide their discretion.⁷⁴ In addition, the Ninth Circuit has adopted a presumption that 25 percent is the proper fee award percentage in class action cases.⁷⁵ Moreover, in securities cases, some courts presume that the proper fee award percentage is the one class counsel agreed to when it was hired by the large shareholder that is now usually selected as the lead plaintiff in such cases.⁷⁶ Nonetheless, presumptions, of course, can be overcome and, as one court has put it, “[t]here is no hard and fast rule mandating a certain percentage . . . which may reasonably be awarded as a fee because the amount of any fee must be determined upon the facts of each case.”⁷⁷ The court added: “[i]ndividualization in the exercise of a discretionary power [for fee awards] will alone retain equity as a living system and save it from sterility.”⁷⁸ It is therefore not surprising that district courts awarded fees over a broad range when they used the percentage-of-the-settlement method. Figure 4 is a graph of the distribution of fee awards as a percentage of the settlement in the 444 cases where district courts used the percentage method with or without a lodestar cross-check and the fee percentages were ascertainable. These fee awards are exclusive of awards for expenses whenever the awards could be separated by examining either the district court’s order or counsel’s motion for fees and expenses (which was 96 percent of the time). The awards ranged from 3 percent of the settlement to 47 percent of the settlement. The average award was 25.4 percent and the median was 25 percent. Most fee awards were between 25 percent and 35 percent, with almost no awards more than 35 percent. The Eisenberg-Miller study through 2008 found a slightly lower mean (24 percent) but the same median (25 percent) among its federal court settlements.⁷⁹

It should be noted that in 218 of these 444 settlements (49 percent), district courts said they considered the lodestar calculation as a factor in assessing the reasonableness of the fee percentages awarded. In 204 of these settlements, the lodestar multiplier resulting

⁷³The Eleventh Circuit, for example, has identified a nonexclusive list of 15 factors that district courts might consider. See *Camden I Condo. Ass’n, Inc. v. Dunkle*, 946 F.2d 768, 772 n.3, 775 (11th Cir. 1991). See also *In re Tyco Int’l, Ltd. Multidistrict Litig.*, 535 F. Supp. 2d 249, 265 (D.N.H. 2007) (five factors); *Goldberger v. Integrated Res. Inc.*, 209 F.3d 43, 50 (2d Cir. 2000) (six factors); *Gunter v. Ridgewood Energy Corp.*, 223 F.3d 190, 195 n.1 (3d Cir. 2000) (seven factors); *In re Royal Ahold N.V. Sec. & ERISA Litig.*, 461 F. Supp. 2d 383, 385 (D. Md. 2006) (13 factors); *Brown v. Phillips Petroleum Co.*, 838 F.2d 451, 454 (10th Cir. 1988) (12 factors); *In re Baan Co. Sec. Litig.*, 288 F. Supp. 2d 14, 17 (D.D.C. 2003) (seven factors).

⁷⁴See Eisenberg & Miller, *supra* note 15, at 32.

⁷⁵See *Staton v. Boeing Co.*, 327 F.3d 938, 968 (9th Cir. 2003).

⁷⁶See, e.g., *In re Cendant Corp. Litig.*, 264 F.3d 201, 282 (3d Cir. 2001).

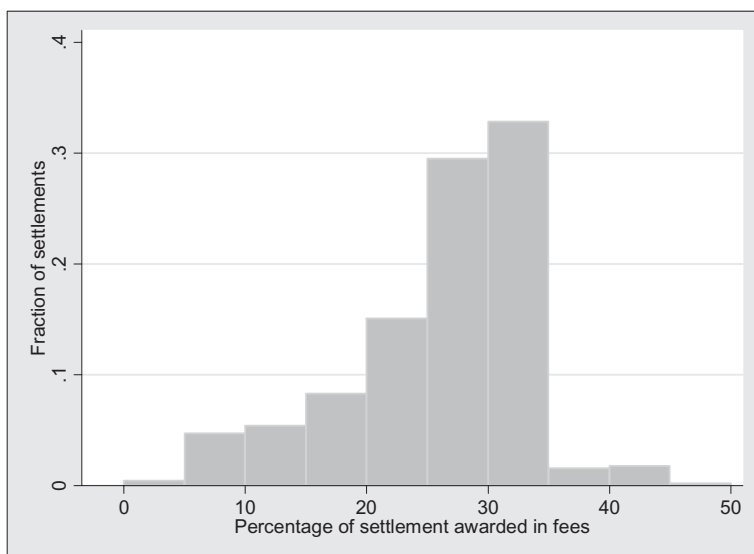
⁷⁷*Camden I Condo. Ass’n*, 946 F.2d at 774.

⁷⁸*Camden I Condo. Ass’n*, 946 F.2d at 774 (alterations in original and internal quotation marks omitted).

⁷⁹See Eisenberg & Miller II, *supra* note 16, at 259.

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Figure 4: The distribution of 2006–2007 federal class action fee awards using the percentage-of-the-settlement method with or without lodestar cross-check.



SOURCES: Westlaw, PACER, district court clerks' offices.

from the fee award could be ascertained. The lodestar multiplier in these cases ranged from 0.07 to 10.3, with a mean of 1.65 and a median of 1.34. Although there is always the possibility that class counsel are optimistic with their timesheets when they submit them for lodestar consideration, these lodestar numbers—only one multiplier above 6.0, with the bulk of the range not much above 1.0—strike me as fairly parsimonious for the risk that goes into any piece of litigation and cast doubt on the notion that the percentage-of-the-settlement method results in windfalls to class counsel.⁸⁰

Table 8 shows the mean and median fee percentages awarded in each litigation subject area. The fee percentages did not appear to vary greatly across litigation subject areas, with most mean and median awards between 25 percent and 30 percent. As I report later in this section, however, after controlling for other variables, there were statistically significant differences in the fee percentages awarded in some subject areas compared to others. The mean and median percentages for securities cases were 24.7 percent and 25.0 percent, respectively; for all nonsecurities cases, the mean and median were 26.1 percent and 26.0 percent, respectively. The Eisenberg-Miller study through 2008 found mean awards ranging from 21–27 percent and medians from 19–25 percent,⁸¹ a bit lower than the ranges in my

⁸⁰It should be emphasized, of course, that these 204 settlements may not be representative of the settlements where the percentage-of-the-settlement method was used without the lodestar cross-check.

⁸¹See Eisenberg & Miller II, *supra* note 16, at 262.

Table 8: Fee Awards in 2006–2007 Federal Class Action Settlements Using the Percentage-of-the-Settlement Method With or Without Lodestar Cross-Check

<i>Subject Matter</i>	<i>Percentage of Settlement Awarded as Fees</i>	
	<i>Mean</i>	<i>Median</i>
Securities (<i>n</i> = 233)	24.7	25.0
Labor and employment (<i>n</i> = 61)	28.0	29.0
Consumer (<i>n</i> = 39)	23.5	24.6
Employee benefits (<i>n</i> = 37)	26.0	28.0
Civil rights (<i>n</i> = 20)	29.0	30.3
Debt collection (<i>n</i> = 5)	24.2	25.0
Antitrust (<i>n</i> = 23)	25.4	25.0
Commercial (<i>n</i> = 7)	23.3	25.0
Other (<i>n</i> = 19)	24.9	26.0
All (<i>N</i> = 444)	25.7	25.0

SOURCES: Westlaw, PACER, district court clerks' offices.

2006–2007 data set, which again, may be because they oversampled larger settlements (as I show below, district courts awarded smaller fee percentages in larger cases).

In light of the fact that, as I noted above, the distribution of class action settlements among the geographic circuits does not track their civil litigation dockets generally, it is interesting to ask whether one reason for the pattern in class action cases is that circuits oversubscribed with class actions award higher fee percentages. Although this question will be taken up with more sophistication in the regression analysis below, it is worth describing here the mean and median fee percentages in each of the circuits. Those data are presented in Table 9. Contrary to the hypothesis set forth in Section III, two of the circuits most oversubscribed with class actions, the Second and the Ninth, were the only circuits in which the mean fee awards were *under* 25 percent. As I explain below, these differences are statistically significant and remain so after controlling for other variables.

The lodestar method likewise permits district courts to exercise a great deal of leeway through the application of the discretionary multiplier. Figure 5 shows the distribution of lodestar multipliers in the 71 settlements in which district courts used the lodestar method and the multiplier could be ascertained. The average multiplier was 0.98 and the median was 0.92, which suggest that courts were not terribly prone to exercise their discretion to deviate from the amount of money encompassed in the lodestar calculation. These 71

Table 9: Fee Awards in 2006–2007 Federal Class Action Settlements Using the Percentage-of-the-Settlement Method With or Without Lodestar Cross-Check

<i>Circuit</i>	<i>Percentage of Settlement Awarded as Fees</i>	
	<i>Mean</i>	<i>Median</i>
First (<i>n</i> = 27)	27.0	25.0
Second (<i>n</i> = 72)	23.8	24.5
Third (<i>n</i> = 50)	25.4	29.3
Fourth (<i>n</i> = 19)	25.2	28.0
Fifth (<i>n</i> = 27)	26.4	29.0
Sixth (<i>n</i> = 25)	26.1	28.0
Seventh (<i>n</i> = 39)	27.4	29.0
Eighth (<i>n</i> = 15)	26.1	30.0
Ninth (<i>n</i> = 111)	23.9	25.0
Tenth (<i>n</i> = 18)	25.3	25.5
Eleventh (<i>n</i> = 35)	28.1	30.0
DC (<i>n</i> = 6)	26.9	26.0

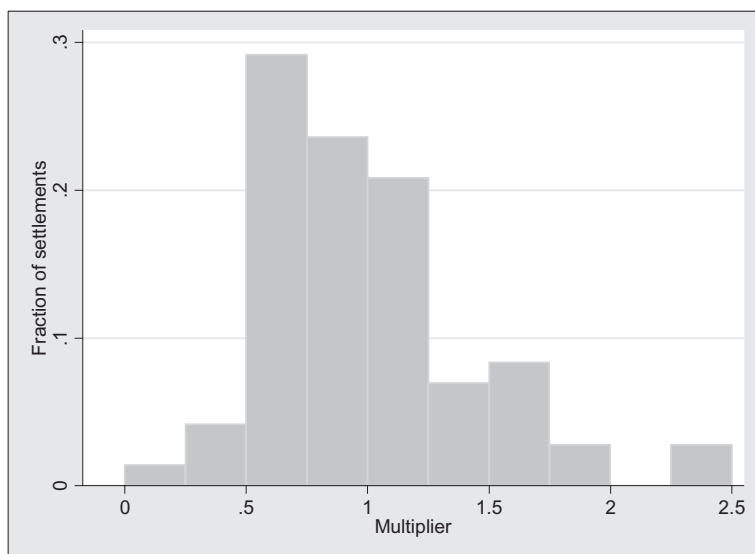
SOURCES: Westlaw, PACER, district court clerks' offices.

settlements were heavily concentrated within the consumer (median multiplier 1.13) and debt collection (0.66) subject areas. If cases in which district courts used the percentage-of-the-settlement method with a lodestar cross-check are combined with the lodestar cases, the average and median multipliers (in the 263 cases where the multipliers were ascertainable) were 1.45 and 1.19, respectively. Again—putting to one side the possibility that class counsel are optimistic with their timesheets—these multipliers appear fairly modest in light of the risk involved in any piece of litigation.

D. Factors Influencing Percentage Awards

Whether district courts are exercising their discretion over fee awards wisely is an important public policy question given the amount of money at stake in class action settlements. As shown above, district court judges awarded class action lawyers nearly \$5 billion in fees and expenses in 2006–2007. Based on the comparison to the tort system set forth in Section III, it is not difficult to surmise that in the 350 or so settlements every year, district court judges

Figure 5: The distribution of lodestar multipliers in 2006–2007 federal class action fee awards using the lodestar method.



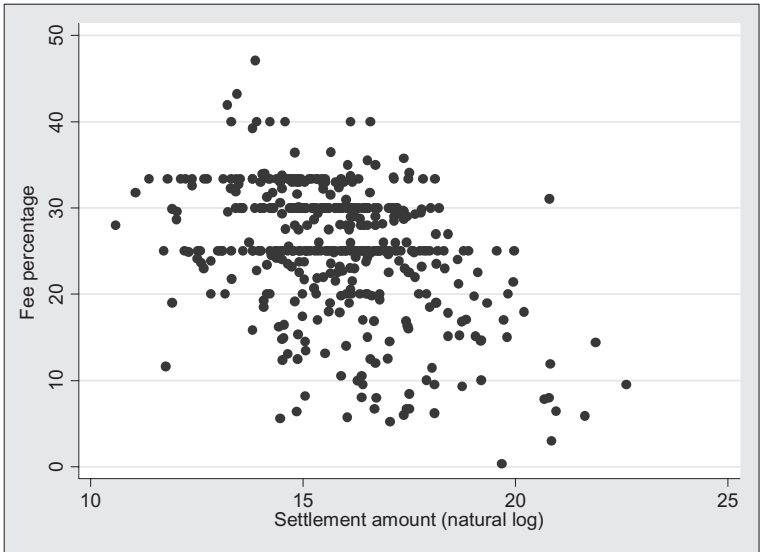
SOURCES: Westlaw, PACER, district court clerks' offices.

are awarding a significant portion of all the annual compensation received by contingency-fee lawyers in the United States. Moreover, contingency fees are arguably the engine that drives much of the noncriminal regulation in the United States; unlike many other nations, we regulate largely through the ex post, decentralized device of litigation.⁸² To the extent district courts could have exercised their discretion to award billions more or billions less to class action lawyers, district courts have been delegated a great deal of leeway over a big chunk of our regulatory horsepower. It is therefore worth examining how district courts exercise their discretion over fees. This examination is particularly important in cases where district courts use the percentage-of-the-settlement method to award fees: not only do such cases comprise the vast majority of settlements, but they comprise the vast majority of the money awarded as fees. As such, the analysis that follows will be confined to the 444 settlements where the district courts used the percentage-of-the-settlement method.

As I noted, prior empirical studies have shown that fee percentages are strongly and inversely related to the size of the settlement both in securities fraud and other cases. As shown in Figure 6, the 2006–2007 data are consistent with prior studies. Regression analysis, set forth in more detail below, confirms that after controlling for other variables, fee percentage is strongly and inversely associated with settlement size among all cases, among securities cases, and among all nonsecurities cases.

⁸²See, e.g., Samuel Issacharoff, *Regulating after the Fact*, 56 DePaul L. Rev. 375, 377 (2007).

Figure 6: Fee awards as a function of settlement size in 2006–2007 class action cases using the percentage-of-the-settlement method with or without lodestar cross-check.



SOURCES: Westlaw, PACER, district court clerks’ offices.

As noted above, courts often look to fee percentages in other cases as one factor they consider in deciding what percentage to award in a settlement at hand. In light of this practice, and in light of the fact that the size of the settlement has such a strong relationship to fee percentages, scholars have tried to help guide the practice by reporting the distribution of fee percentages across different settlement sizes.⁸³ In Table 10, I follow the Eisenberg-Miller studies and attempt to contribute to this guidance by setting forth the mean and median fee percentages, as well as the standard deviation, for each decile of the 2006–2007 settlements in which courts used the percentage-of-the-settlement method to award fees. The mean percentages ranged from over 28 percent in the first decile to less than 19 percent in the last decile.

It should be noted that the last decile in Table 10 covers an especially wide range of settlements, those from \$72.5 million to the Enron settlement of \$6.6 billion. To give more meaningful data to courts that must award fees in the largest settlements, Table 11 shows the last decile broken into additional cut points. When both Tables 10 and 11 are examined together, it appears that fee percentages tended to drift lower at a fairly slow pace until a settlement size of \$100 million was reached, at which point the fee percentages plunged well below 20 percent, and by the time \$500 million was reached, they plunged well below 15 percent, with most awards at that level under even 10 percent.

⁸³See Eisenberg & Miller II, *supra* note 16, at 265.

Table 10: Mean, Median, and Standard Deviation of Fee Awards by Settlement Size in 2006–2007 Federal Class Action Settlements Using the Percentage-of-the-Settlement Method With or Without Lodestar Cross-Check

<i>Settlement Size (in Millions)</i>	<i>Mean</i>	<i>Median</i>	<i>SD</i>
[\$0 to \$0.75] (<i>n</i> = 45)	28.8%	29.6%	6.1%
(\$0.75 to \$1.75] (<i>n</i> = 44)	28.7%	30.0%	6.2%
(\$1.75 to \$2.85] (<i>n</i> = 45)	26.5%	29.3%	7.9%
(\$2.85 to \$4.45] (<i>n</i> = 45)	26.0%	27.5%	6.3%
(\$4.45 to \$7.0] (<i>n</i> = 44)	27.4%	29.7%	5.1%
(\$7.0 to \$10.0] (<i>n</i> = 43)	26.4%	28.0%	6.6%
(\$10.0 to \$15.2] (<i>n</i> = 45)	24.8%	25.0%	6.4%
(\$15.2 to \$30.0] (<i>n</i> = 46)	24.4%	25.0%	7.5%
(\$30.0 to \$72.5] (<i>n</i> = 42)	22.3%	24.9%	8.4%
(\$72.5 to \$6,600] (<i>n</i> = 45)	18.4%	19.0%	7.9%

SOURCES: Westlaw, PACER, district court clerks' offices.

Table 11: Mean, Median, and Standard Deviation of Fee Awards of the Largest 2006–2007 Federal Class Action Settlements Using the Percentage-of-the-Settlement Method With or Without Lodestar Cross-Check

<i>Settlement Size (in Millions)</i>	<i>Mean</i>	<i>Median</i>	<i>SD</i>
(\$72.5 to \$100] (<i>n</i> = 12)	23.7%	24.3%	5.3%
(\$100 to \$250] (<i>n</i> = 14)	17.9%	16.9%	5.2%
(\$250 to \$500] (<i>n</i> = 8)	17.8%	19.5%	7.9%
(\$500 to \$1,000] (<i>n</i> = 2)	12.9%	12.9%	7.2%
(\$1,000 to \$6,600] (<i>n</i> = 9)	13.7%	9.5%	11%

SOURCES: Westlaw, PACER, district court clerks' offices.

Prior empirical studies have not examined whether fee awards are associated with the political affiliation of the district court judges making the awards. This is surprising because realist theories of judicial behavior would predict that political affiliation would influence fee decisions.⁸⁴ It is true that as a general matter, political affiliation may influence district court judges to a lesser degree than it does appellate judges (who have been the focus of most of the prior empirical studies of realist theories): district court judges decide more routine cases and are subject to greater oversight on appeal than appellate judges. On the other hand, class action settlements are a bit different in these regards than many other decisions made by district court judges. To begin with, class action settlements are almost never appealed, and when they are, the appeals are usually settled before the appellate court hears the case.⁸⁵ Thus, district courts have much less reason to worry about the constraint of appellate review in fashioning fee awards. Moreover, one would think the potential for political affiliation to influence judicial decision making is greatest when legal sources lead to indeterminate outcomes and when judicial decisions touch on matters that are salient in national politics. (The more salient a matter is, the more likely presidents will select judges with views on the matter and the more likely those views will diverge between Republicans and Democrats.) Fee award decisions would seem to satisfy both these criteria. The law of fee awards, as explained above, is highly discretionary, and fee award decisions are wrapped up in highly salient political issues such as tort reform and the relative power of plaintiffs' lawyers and corporations. I would expect to find that judges appointed by Democratic presidents awarded higher fees in the 2006–2007 settlements than did judges appointed by Republican presidents.

The data, however, do not appear to bear this out. Of the 444 fee awards using the percentage-of-the-settlement approach, 52 percent were approved by Republican appointees, 45 percent were approved by Democratic appointees, and 4 percent were approved by non-Article III judges (usually magistrate judges). The mean fee percentage approved by Republican appointees (25.6 percent) was slightly *greater* than the mean approved by Democratic appointees (24.9 percent). The medians (25 percent) were the same.

To examine whether the realist hypothesis fared better after controlling for other variables, I performed regression analysis of the fee percentage data for the 427 settlements approved by Article III judges. I used ordinary least squares regression with the dependent variable the percentage of the settlement that was awarded in fees.⁸⁶ The independent

⁸⁴See generally C.K. Rowland & Robert A. Carp, *Politics and Judgment in Federal District Courts* (1996). See also Max M. Schanzenbach & Emerson H. Tiller, *Reviewing the Sentencing Guidelines: Judicial Politics, Empirical Evidence, and Reform*, 75 U. Chi. L. Rev. 715, 724–25 (2008).

⁸⁵See Brian T. Fitzpatrick, *The End of Objector Blackmail?* 62 Vand. L. Rev. 1623, 1640, 1634–38 (2009) (finding that less than 10 percent of class action settlements approved by federal courts in 2006 were appealed by class members).

⁸⁶Professors Eisenberg and Miller used a square root transformation of the fee percentages in some of their regressions. I ran all the regressions using this transformation as well and it did not appreciably change the results. I also ran the regressions using a natural log transformation of fee percentage and with the dependent variable natural log of the fee amount (as opposed to the fee percentage). None of these models changed the results

variables were the natural log of the amount of the settlement, the natural log of the age of the case (in days), indicator variables for whether the class was certified as a settlement class, for litigation subject areas, and for circuits, as well as indicator variables for whether the judge was appointed by a Republican or Democratic president and for the judge's race and gender.⁸⁷

The results for five regressions are in Table 12. In the first regression (Column 1), only the settlement amount, case age, and judge's political affiliation, gender, and race were included as independent variables. In the second regression (Column 2), all the independent variables were included. In the third regression (Column 3), only securities cases were analyzed, and in the fourth regression (Column 4), only nonsecurities cases were analyzed.

In none of these regressions was the political affiliation of the district court judge associated with fee percentage in a statistically significant manner.⁸⁸ One possible explanation for the lack of evidence for the realist hypothesis is that district court judges elevate other preferences above their political and ideological ones. For example, district courts of both political stripes may succumb to docket-clearing pressures and largely rubber stamp whatever fee is requested by class counsel; after all, these requests are rarely challenged by defendants. Moreover, if judges award class counsel whatever they request, class counsel will not appeal and, given that, as noted above, class members rarely appeal settlements (and when they do, often settle them before the appeal is heard),⁸⁹ judges can thereby virtually guarantee there will be no appellate review of their settlement decisions. Indeed, scholars have found that in the vast majority of cases, the fees ultimately awarded by federal judges are little different than those sought by class counsel.⁹⁰

Another explanation for the lack of evidence for the realist hypothesis is that my data set includes both unpublished as well as published decisions. It is thought that realist theories of judicial behavior lose force in unpublished judicial decisions. This is the case because the kinds of questions for which realist theories would predict that judges have the most room to let their ideologies run are questions for which the law is ambiguous; it is

appreciably. The regressions were also run with and without the 2006 Enron settlement because it was such an outlier (\$6.6 billion); the case did not change the regression results appreciably. For every regression, the data and residuals were inspected to confirm the standard assumptions of linearity, homoscedasticity, and the normal distribution of errors.

⁸⁷Prior studies of judicial behavior have found that the race and sex of the judge can be associated with his or her decisions. See, e.g., Adam B. Cox & Thomas J. Miles, *Judging the Voting Rights Act*, 108 *Colum. L. Rev.* 1 (2008); Donald R. Songer et al., *A Reappraisal of Diversification in the Federal Courts: Gender Effects in the Courts of Appeals*, 56 *J. Pol.* 425 (1994).

⁸⁸Although these coefficients are not reported in Table 8, the gender of the district court judge was never statistically significant. The race of the judge was only occasionally significant.

⁸⁹See Fitzpatrick, *supra* note 85, at 1640.

⁹⁰See Eisenberg & Miller II, *supra* note 16, at 270 (finding that state and federal judges awarded the fees requested by class counsel in 72.5 percent of settlements); Eisenberg, Miller & Perino, *supra* note 9, at 22 ("judges take a light touch when it comes to reviewing fee requests").

Table 12: Regression of Fee Percentages in 2006–2007 Settlements Using Percentage-of-the-Settlement Method With or Without Lodestar Cross-Check

<i>Independent Variable</i>	<i>Regression Coefficients (and Robust t Statistics)</i>				
	<i>1</i>	<i>2</i>	<i>3</i>	<i>4</i>	<i>5</i>
Settlement amount (natural log)	-1.77 (-5.43)**	-1.76 (-8.52)**	-1.76 (-7.16)**	-1.41 (-4.00)**	-1.78 (-8.67)**
Age of case (natural log days)	1.66 (2.31)**	1.99 (2.71)**	1.13 (1.21)	1.72 (1.47)	2.00 (2.69)**
Judge's political affiliation (1 = Democrat)	-0.630 (-0.83)	-0.345 (-0.49)	0.657 (0.76)	-1.43 (-1.20)	-0.232 (-0.34)
Settlement class		0.150 (0.19)	0.873 (0.84)	-1.62 (-1.00)	0.124 (0.15)
1st Circuit		3.30 (2.74)**	4.41 (3.32)**	0.031 (0.01)	0.579 (0.51)
2d Circuit		0.513 (0.44)	-0.813 (-0.61)	2.93 (1.14)	-2.23 (-1.98)**
3d Circuit		2.25 (1.99)**	4.00 (3.85)**	-1.11 (-0.50)	—
4th Circuit		2.34 (1.22)	0.544 (0.19)	3.81 (1.35)	—
5th Circuit		2.98 (1.90)*	1.09 (0.65)	6.11 (1.97)**	0.230 (0.15)
6th Circuit		2.91 (2.28)**	0.838 (0.57)	4.41 (2.15)**	—
7th Circuit		2.55 (2.23)**	3.22 (2.36)**	2.90 (1.46)	-0.227 (-0.20)
8th Circuit		2.12 (0.97)	-0.759 (-0.24)	3.73 (1.19)	-0.586 (-0.28)
9th Circuit		—	—	—	-2.73 (-3.44)**
10th Circuit		1.45 (0.94)	-0.254 (-0.13)	3.16 (1.29)	—
11th Circuit		4.05 (3.44)**	3.85 (3.07)**	4.14 (1.88)*	—
DC Circuit		2.76 (1.10)	2.60 (0.80)	2.41 (0.64)	—
Securities case		—	—	—	—
Labor and employment case		2.93 (3.00)**	—	—	2.85 (2.94)**
Consumer case		-1.65 (-0.88)	—	-4.39 (-2.20)**	-1.62 (-0.88)
Employee benefits case		-0.306 (-0.23)	—	-4.23 (-2.55)**	-0.325 (-0.26)
Civil rights case		1.85 (0.99)	—	-2.05 (-0.97)	1.76 (0.95)
Debt collection case		-4.93 (-1.71)*	—	-7.93 (-2.49)**	-5.04 (-1.75)*
Antitrust case		3.06 (2.11)**	—	0.937 (0.47)	2.78 (1.98)**

Table 12 *Continued*

Independent Variable	Regression Coefficients (and Robust t Statistics)				
	1	2	3	4	5
Commercial case		-0.028 (-0.01)		-2.65 (-0.73)	0.178 (0.05)
Other case		-0.340 (-0.17)		-3.73 (-1.65)	-0.221 (-0.11)
Constant	42.1 (7.29)**	37.2 (6.08)**	43.0 (6.72)**	38.2 (4.14)**	40.1 (7.62)**
N	427	427	232	195	427
R ²	.20	.26	.37	.26	.26
Root MSE	6.59	6.50	5.63	7.24	6.48

NOTE: **significant at the 5 percent level; *significant at the 10 percent level. Standard errors in Column 1 were clustered by circuit. Indicator variables for race and gender were included in each regression but not reported.

SOURCES: Westlaw, PACER, district court clerks' offices, Federal Judicial Center.

thought that these kinds of questions are more often answered in published opinions.⁹¹ Indeed, most of the studies finding an association between ideological beliefs and case outcomes were based on data sets that included only published opinions.⁹² On the other hand, there is a small but growing number of studies that examine unpublished opinions as well, and some of these studies have shown that ideological effects persisted.⁹³ Nonetheless, in light of the discretion that judges exercise with respect to fee award decisions, it hard to characterize *any* decision in this area as “unambiguous.” Thus, even when unpublished, I would have expected the fee award decisions to exhibit an association with ideological beliefs. Thus, I am more persuaded by the explanation suggesting that judges are more concerned with clearing their dockets or insulating their decisions from appeal in these cases than with furthering their ideological beliefs.

In all the regressions, the size of the settlement was strongly and inversely associated with fee percentages. Whether the case was certified as a settlement class was not associated

⁹¹See, e.g., Ahmed E. Taha, Data and Selection Bias: A Case Study, 75 UMKC L. Rev. 171, 179 (2006).

⁹²Id. at 178–79.

⁹³See, e.g., David S. Law, Strategic Judicial Lawmaking: Ideology, Publication, and Asylum Law in the Ninth Circuit, 73 U. Cin. L. Rev. 817, 843 (2005); Deborah Jones Merritt & James J. Brudney, Stalking Secret Law: What Predicts Publication in the United States Courts of Appeals, 54 Vand. L. Rev. 71, 109 (2001); Donald R. Songer, Criteria for Publication of Opinions in the U.S. Courts of Appeals: Formal Rules Versus Empirical Reality, 73 Judicature 307, 312 (1990). At the trial court level, however, the studies of civil cases have found no ideological effects. See Laura Beth Nielsen, Robert L. Nelson & Ryon Lancaster, Individual Justice or Collective Legal Mobilization? Employment Discrimination Litigation in the Post Civil Rights United States, 7 J. Empirical Legal Stud. 175, 192–93 (2010); Denise M. Keele et al., An Analysis of Ideological Effects in Published Versus Unpublished Judicial Opinions, 6 J. Empirical Legal Stud. 213, 230 (2009); Orley Ashenfelter, Theodore Eisenberg & Stewart J. Schwab, Politics and the Judiciary: The Influence of Judicial Background on Case Outcomes, 24 J. Legal Stud. 257, 276–77 (1995). With respect to criminal cases, there is at least one study at the trial court level that has found ideological effects. See Schanzenbach & Tiller, *supra* note 81, at 734.

with fee percentages in any of the regressions. The age of the case at settlement was associated with fee percentages in the first two regressions, and when the settlement class variable was removed in regressions 3 and 4, the age variable became positively associated with fee percentages in nonsecurities cases but remained insignificant in securities cases. Professors Eisenberg and Miller likewise found that the age of the case at settlement was positively associated with fee percentages in their 1993–2002 data set,⁹⁴ and that settlement classes were not associated with fee percentages in their 2003–2008 data set.⁹⁵

Although the structure of these regressions did not permit extensive comparisons of fee awards across different litigation subject areas, fee percentages appeared to vary somewhat depending on the type of case that settled. Securities cases were used as the baseline litigation subject area in the second and fifth regressions, permitting a comparison of fee awards in each nonsecurities area with the awards in securities cases. These regressions show that awards in a few areas, including labor/employment and antitrust, were more lucrative than those in securities cases. In the fourth regression, which included only nonsecurities cases, labor and employment cases were used as the baseline litigation subject area, permitting comparison between fee percentages in that area and the other nonsecurities areas. This regression shows that fee percentages in several areas, including consumer and employee benefits cases, were lower than the percentages in labor and employment cases.

In the fifth regression (Column 5 of Table 12), I attempted to discern whether the circuits identified in Section III as those with the most overrepresented (the First, Second, Seventh, and Ninth) and underrepresented (the Fifth and Eighth) class action dockets awarded attorney fees differently than the other circuits. That is, perhaps district court judges in the First, Second, Seventh, and Ninth Circuits award greater percentages of class action settlements as fees than do the other circuits, whereas district court judges in the Fifth and Eighth Circuits award smaller percentages. To test this hypothesis, in the fifth regression, I included indicator variables only for the six circuits with unusual dockets to measure their fee awards against the other six circuits combined. The regression showed statistically significant association with fee percentages for only two of the six unusual circuits: the Second and Ninth Circuits. In both cases, however, the direction of the association (i.e., the Second and Ninth Circuits awarded *smaller* fees than the baseline circuits) was opposite the hypothesized direction.⁹⁶

⁹⁴See Eisenberg & Miller, *supra* note 15, at 61.

⁹⁵See Eisenberg & Miller II, *supra* note 16, at 266.

⁹⁶This relationship persisted when the regressions were rerun among the securities and nonsecurities cases separately. I do not report these results, but, even though the First, Second, and Ninth Circuits were oversubscribed with securities class action settlements and the Fifth, Sixth, and Eighth were undersubscribed, there was no association between fee percentages and any of these unusual circuits except, again, the inverse association with the Second and Ninth Circuits. In nonsecurities cases, even though the Seventh and Ninth Circuits were oversubscribed and the Fifth and the Eighth undersubscribed, there was no association between fee percentages and any of these unusual circuits except again for the inverse association with the Ninth Circuit.

The lack of the expected association with the unusual circuits might be explained by the fact that class action lawyers forum shop along dimensions other than their potential fee awards; they might, for example, put more emphasis on favorable class-certification law because there can be no fee award if the class is not certified. As noted above, it might also be the case that class action lawyers are unable to engage in forum shopping at all because defendants are able to transfer venue to the district in which they are headquartered or another district with a significant connection to the litigation.

It is unclear why the Second and Ninth Circuits were associated with lower fee awards despite their heavy class action dockets. Indeed, it should be noted that the Ninth Circuit was the baseline circuit in the second, third, and fourth regressions and, in all these regressions, district courts in the Ninth Circuit awarded smaller fees than courts in many of the other circuits. The lower fees in the Ninth Circuit may be attributable to the fact that it has adopted a presumption that the proper fee to be awarded in a class action settlement is 25 percent of the settlement.⁹⁷ This presumption may make it more difficult for district court judges to award larger fee percentages. The lower awards in the Second Circuit are more difficult to explain, but it should be noted that the difference between the Second Circuit and the baseline circuits went away when the fifth regression was rerun with only nonsecurities cases.⁹⁸ This suggests that the awards in the Second Circuit may be lower *only* in securities cases. In any event, it should be noted that the lower fee awards from the Second and Ninth Circuits contrast with the findings in the Eisenberg-Miller studies, which found no intercircuit differences in fee awards in common-fund cases in their data through 2008.⁹⁹

V. CONCLUSION

This article has attempted to fill some of the gaps in our knowledge about class action litigation by reporting the results of an empirical study that attempted to collect all class action settlements approved by federal judges in 2006 and 2007. District court judges approved 688 class action settlements over this two-year period, involving more than \$33 billion. Of this \$33 billion, nearly \$5 billion was awarded to class action lawyers, or about 15 percent of the total. District courts typically awarded fees using the highly discretionary percentage-of-the-settlement method, and fee awards varied over a wide range under this method, with a mean and median around 25 percent. Fee awards using this method were strongly and inversely associated with the size of the settlement. Fee percentages were positively associated with the age of the case at settlement. Fee percentages were not associated with whether the class action was certified as a settlement class or with the

⁹⁷See note 75 *supra*. It should be noted that none of the results from the previous regressions were affected when the Ninth Circuit settlements were excluded from the data.

⁹⁸The Ninth Circuit's differences persisted.

⁹⁹See Eisenberg & Miller II, *supra* note 16, at 260.

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political affiliation of the judge who made the award. Finally, there appeared to be some variation in fee percentages depending on subject matter of the litigation and the geographic circuit in which the district court was located. Fee percentages in securities cases were lower than the percentages in some but not all of the other litigation areas, and district courts in the Ninth Circuit and in the Second Circuit (in securities cases) awarded lower fee percentages than district courts in several other circuits. The lower awards in the Ninth Circuit may be attributable to the fact that it is the only circuit that has adopted a presumptive fee percentage of 25 percent.

Exhibit 32

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

IN RE REEBOK EASYTONE LITIGATION

This Document Relates to: All Actions

Case No. 4:10-CV-11977-FDS

CLASS ACTION

FINAL ORDER APPROVING CLASS ACTION SETTLEMENT

This motion for final approval, having been brought before the Court jointly by the Parties, the Parties having entered into a Settlement Agreement, with its attached exhibits (collectively, the “Settlement Agreement”), signed and filed with this Court on September 28, 2011, to settle *Altieri v. Reebok International Ltd.*, 4:10-cv-11977-FDS (D. Mass.) and *Courtney Schwartz and Cheryl Hardy, et al. v. Reebok International Ltd.*, 1:10-cv-12018-FDS (D. Mass.) (the “Actions”); and

The Court having entered an Order dated October 6, 2011 (the “Preliminary Approval Order”), preliminarily certifying the putative class in this action for settlement purposes only under Fed. R. Civ. P. 23(a) and (b)(3), ordering individual and publication notice to potential Class Members, scheduling a Fairness Hearing for January 17, 2012, providing potential Class Members with an opportunity either to exclude themselves from the settlement class or to object to the proposed settlement and issuing related Orders; and

The Court having held a Fairness Hearing on January 17, 2012 to determine whether to grant final approval of the proposed settlement and issue related relief; and

The Court having considered the papers submitted by the Parties and by all other persons who timely submitted papers in accordance with the Preliminary Approval Order, and having

heard oral presentations by the Parties and all persons who complied with the Preliminary Approval Order, and based on all of the foregoing, together with this Court's familiarity with the Actions, it is hereby

ORDERED, ADJUDGED AND DECREED as follows:

1. **Incorporation of Other Documents.** This Final Order Approving Class Action Settlement incorporates and makes a part hereof: (a) the Settlement Agreement, including all amendments and exhibits thereto, and definitions included therein, which was signed and filed with this Court on September 28, 2011; (b) the briefs, affidavits, declarations, and other materials filed in support of the settlement and Class Counsel's request for an award of attorneys' fees and reimbursement of expenses; (c) the record at the Fairness Hearing; (d) the documents listed on the docket sheet or otherwise submitted to the Court; and (e) all prior proceedings in the Actions.

2. **Jurisdiction.** Because due, adequate, and the best practicable notice has been disseminated and all potential Class Members have been given the opportunity to exclude themselves from or object to this class action settlement, the Court has personal jurisdiction over all Class Members (as defined below). The Court has subject-matter jurisdiction over the claims asserted in the complaint and/or the Actions pursuant to 28 U.S.C. §§ 1332, and 1367, including, without limitation, jurisdiction to approve the proposed settlement and the Settlement Agreement and all exhibits attached thereto, grant final certification to the Class, dismiss the Actions on the merits and with prejudice and issue related orders. The Court finds that venue is proper in this district pursuant to 28 U.S.C. § 1391.

3. **Final Class Certification.** The Class preliminarily certified by this Court is hereby finally certified for settlement purposes only under Fed. R. Civ. P. 23(a), (b)(3), and (c)(2), the Court finding that the Class fully satisfies all the applicable requirements of Fed. R.

Civ. P. 23 and due process. The Class shall consist of all persons or entities that purchased, any and all Eligible Shoes and/or Eligible Apparel, from Reebok and/or its authorized retailers and wholesalers including, without limitation, Reebok U.S. Retailers, Reebok Concept Stores, Reebok.com, Reebok Outlets and/or other third-party retailers or wholesalers, from December 5, 2008 up to and including October 12, 2011 (the “Class Period”). “Eligible Apparel” means Reebok’s EasyTone and other applicable Reebok toning apparel, purchased as new by Class Members during the Class Period, which are EasyTone Capri, EasyTone Pants, EasyTone Shorts, EasyTone Long Bra Top, EasyTone Sleeveless Shirt, and/or EasyTone Short Sleeve Top. “Eligible Shoes” means Reebok’s EasyTone shoes and other applicable Reebok toning shoes, purchased as new by Class Members during the Class Period, which are EasyTone, EasyTone Flip, RunTone, TrainTone, JumpTone, SimplyTone and/or SlimTone. Excluded from the Class are: (a) Reebok's Board members and executive-level officers, including its attorneys; (b) persons or entities who purchased the Eligible Apparel and/or Eligible Shoes primarily for the purpose of resale; (c) claims for personal injury relating to the use of Eligible Shoes and/or Eligible Apparel; (d) distributors or re-sellers of Eligible Shoes and/or Eligible Apparel; (e) the judge and magistrate judge and their immediate families presiding over the Actions; (f) governmental entities; and (g) persons or entities who or which timely and properly exclude themselves from the Class as provided in the Settlement Agreement.

4. **Requests for Exclusion.** The Court finds that only those persons and entities for the specific Eligible Shoes and/or Eligible Apparel listed in Exhibit A to the Affidavit of Jeanne C. Finegan and filed with the Court have submitted timely and valid requests for exclusion from the Class and are therefore not bound by this Final Order and accompanying Final Judgment. Class Counsel and Reebok’s Counsel may mutually agree to allow additional Class

Members to exclude themselves or to withdraw their exclusion requests by filing an appropriate notice with the Court.

5. **Adequacy of Representation.** Class Plaintiffs Sandra Altieri, Cheryl Hardy, and Courtney Schwartz (collectively, “Class Plaintiffs”) have adequately represented the Settlement Class for purposes of entering into and implementing the settlement. Timothy G. Blood, of Blood Hurst & O’Reardon, LLP; Janine L. Pollack, of Milberg LLP; and Adam J. Levitt, of Wolf Haldenstein Adler Freeman & Herz LLC are experienced and adequate Class Counsel. Class Plaintiffs and Class Counsel have satisfied the requirements of Fed. R. Civ. P. 23(a)(4), and 23(g).

6. **Class Notice.** The Court finds that the dissemination of the Class Notice, the publication of the Summary Settlement Notice, the establishment of a website containing settlement-related materials, the establishment of a toll-free telephone number, and all other notice methods set forth in the Settlement Agreement and the Notice Administrator’s Declaration and the notice dissemination methodology implemented pursuant to the Settlement Agreement and this Court’s Preliminary Approval Order, as described in the Notice Administrator’s Declaration, a copy of which is incorporated herein and made a part hereof:

- a. constituted the best practicable notice to Class Members under the circumstances of the Actions;
- b. constituted notice that was reasonably calculated, under the circumstances, to apprise Class Members of (i) the pendency of this action; (ii) the terms of the proposed settlement; (iii) their rights under the proposed settlement; (iv) their right to exclude themselves from the Class and the proposed settlement; (v) their right to object to any aspect of the proposed settlement (including, but not limited

to, final certification of the settlement class, the fairness, reasonableness or adequacy of the proposed settlement, the adequacy of the Class's representation by Plaintiff or Class Counsel and/or the award of attorneys' fees); (vi) their right to appear at the Fairness Hearing – either on their own or through counsel hired at their own expense – if they did not exclude themselves from the Class; and (vii) the binding effect of the Orders and Judgment in this action, whether favorable or unfavorable, on all persons who did not request exclusion from the Class;

- c. constituted notice that was reasonable, due, adequate, and sufficient notice to all persons and entities entitled to be provided with notice; and
- d. constituted notice that met all applicable requirements of the Federal Rules of Civil Procedure, 28 U.S.C. § 1715, the Due Process Clause of the United States Constitution, and any other applicable law, as well as complied with the Federal Judicial Center's illustrative class action notices.

7. **Final Settlement Approval.** The terms and provisions of the proposed settlement and Settlement Agreement, including all exhibits, have been entered into in good faith and are hereby fully and finally approved as fair, reasonable, and adequate as to, and in the best interests of, each of the Parties and the Class Members, and in full compliance with all applicable requirements of the Federal Rules of Civil Procedure, the Class Action Fairness Act (P.L. 109-2), the United States Constitution (including the Due Process Clause), and any other applicable law. The settlement is approved and all objections to the settlement are overruled as without merit. The Parties and Class Members are hereby directed to implement and consummate the Settlement Agreement according to its terms and provisions. Reebok shall take all steps

necessary and appropriate to provide Class Members with the benefits to which they are entitled under the terms of the Settlement Agreement.

8. **Early Implementation.** Reebok is hereby authorized – in its sole discretion but in consultation with Class Counsel, and without requiring further approval of this Court – to implement the settlement before the Final Settlement Date (as defined in the Settlement Agreement), in which case all provisions in the Settlement Agreement specifying actions to be taken on or after the Final Settlement Date shall, to the extent necessary, be deemed to provide that those actions shall be taken on or after the date Reebok elects to implement the settlement.

9. **Binding Effect.** The terms of the Settlement Agreement and of this Final Order and the accompanying Final Judgment shall be forever binding on Plaintiff, Reebok and all Class Members, as well as their heirs, executors and administrators, predecessors, successors and assigns, and those terms shall have res judicata and other preclusive effect in all pending and future claims, lawsuits or other proceedings maintained by or on behalf of any such persons, to the extent those claims, lawsuits or other proceedings involve matters that were or could have been raised in the Actions or are otherwise encompassed by the Release.

10. **Release.** The following Release, which is also set forth in Section VII of the Settlement Agreement, is expressly incorporated herein in all respects, including all defined terms used therein, is effective as of the date of this Final Order and the accompanying Final Judgment, and forever discharges the Released Parties from any claims or liabilities arising from or related to the Release:

1) In consideration for the Settlement benefits described in this Agreement, Plaintiffs and the other members of the Class, on behalf of themselves, their heirs, guardians, assigns, executors, administrators, predecessors, and/or successors, will fully, finally and forever release, relinquish, acquit, and discharge the Released Parties – and shall not now or hereafter institute, maintain, or assert on their own behalf, on behalf of the Class or on behalf of any other person or entity – from any

and all manner of claims, actions, causes of action, suits, rights, debts, sums of money, payments, obligations, reckonings, contracts, agreements, executions, promises, damages, liens, judgments and demands of whatever kind, type or nature and whatsoever, both at law and in equity, whether past, present or future, mature or not yet mature, known or unknown, suspected or unsuspected, contingent or noncontingent, whether based on federal, state or local law, statute, ordinance, regulation, code, contract, common law, or any other source, or any claim that Plaintiffs or Class Members ever had, now have, may have, or hereafter can, shall or may ever have against the Released Parties in any other court, tribunal, arbitration panel, commission, agency, or before any governmental and/or administrative body, or any other adjudicatory body, on the basis of, connected with, arising from or in any way whatsoever relating to the purchase of Eligible Shoes and/or Eligible Apparel during the Class Period and the claims alleged in the complaints in the Actions, and, more particularly, but without in any way limiting the generality of the foregoing, arising from, directly or indirectly, or in any way whatsoever pertaining or relating to the claims alleged in the complaints in the Actions, including, but not limited to, communications, disclosures, nondisclosures, representations, statements, claims, omissions, messaging, design, testing, marketing, advertising, promotion, packaging, displays, brochures, studies, manufacture, distribution, operation, performance, functionality, notification, providing, offering, dissemination, replacement, sale and/or resale by the Released Parties of the Eligible Apparel and/or the Eligible Shoes; any claims for rescission, restitution or unjust enrichment for all damages of any kind; violations of any state's deceptive, unlawful and/or unfair business and/or trade practices, false, misleading or fraudulent advertising, consumer fraud and/or consumer protection statutes; any violation of the Uniform Commercial Code, any breaches of express, implied and/or any other warranties, any similar federal, state or local statutes, codes, damages, costs, expenses, extra-contractual damages, compensatory damages, exemplary damages, special damages, penalties, punitive damages and/or damage multipliers, disgorgement, declaratory relief, expenses, interest, and/or attorneys' fees and costs against the Released Parties pertaining to or relating to the claims alleged in the complaints in the Actions, notwithstanding that Plaintiffs and the Class acknowledge that they may hereafter discover facts in addition to or different from those that they now know or believe to be true concerning the subject matter of the Actions and/or the Release herein.

2) Notwithstanding the language in this section and/or this Agreement, the Plaintiffs and the other members of the Class are not releasing any claims of or relating to personal injury.

3) Plaintiffs represent and warrant that they are the sole and exclusive owner of all claims that they personally are releasing under this Agreement. Plaintiffs further acknowledge that they have not assigned, pledged, or in any manner whatsoever, sold, transferred, assigned or encumbered any right, title, interest or claim arising out of or in any way whatsoever pertaining to the Actions, including without limitation, any claim for benefits, proceeds or value under the Actions,

and that Plaintiffs are not aware of anyone other than themselves claiming any interest, in whole or in part, in the Actions or in any benefits, proceeds or values under the Actions. Class Members submitting a Claim Form shall represent and warrant therein that they are the sole and exclusive owner of all claims that they personally are releasing under the Settlement and that they have not assigned, pledged, or in any manner whatsoever, sold, transferred, assigned or encumbered any right, title, interest or claim arising out of or in any way whatsoever pertaining to the Actions, including without limitation, any claim for benefits, proceeds or value under the Actions, and that such Class Member(s) are not aware of anyone other than themselves claiming any interest, in whole or in part, in the Actions or in any benefits, proceeds or values under the Actions.

4) Without in any way limiting its scope, and, except to the extent otherwise specified in the Agreement, this Release covers by example and without limitation, any and all claims for attorneys' fees, costs, expert fees, or consultant fees, interest, or litigation fees, costs or any other fees, costs, and/or disbursements incurred by Plaintiffs' Counsel, or by Plaintiffs or the Class Members.

5) Plaintiffs expressly understand and acknowledge, and all Class Members will be deemed by the Final Order and Final Judgment to acknowledge, that certain principles of law, including, but not limited to, Section 1542 of the Civil Code of the State of California, provide that "a general release does not extend to claims which the creditor does not know or suspect to exist in his or her favor at the time of executing the release, which if known by him or her must have materially affected his or her settlement with the debtor." To the extent that anyone might argue that these principles of law are applicable, – notwithstanding that the Parties have chosen Massachusetts law to govern this Agreement – Plaintiffs hereby agree that the provisions of all such principles of law or similar federal or state laws, rights, rules, or legal principles, to the extent they are found to be applicable herein, are hereby knowingly and voluntarily waived, relinquished and released by Plaintiffs and all Class Members.

6) Nothing in this Release shall preclude any action to enforce the terms of the Agreement, including participation in any of the processes detailed therein.

7) Plaintiffs and Defendant hereby agree and acknowledge that the provisions of this Release together constitute an essential and material term of the Agreement and shall be included in any Final Order and Final Judgment entered by the Court.

11. **Permanent Injunction.** All Class Members and/or their representatives who have not been timely excluded from the Class are hereby permanently barred and enjoined from bringing, filing, commencing, prosecuting, maintaining, intervening in, participating in, continuing or receiving any benefits from, as class members or otherwise, any lawsuit (including

putative class actions), arbitration, administrative, regulatory or other proceeding in any jurisdiction that is covered by the Release. All Class Members and all persons in active concert or participation with Class Members are permanently barred and enjoined from organizing or soliciting the participation of any Class Members who did not timely exclude themselves from the Class into a separate class or group for purposes of pursuing a putative class action, any claim or lawsuit in any jurisdiction that is covered by the Release. Pursuant to 28 U.S.C. §§ 1651 (a) and 2283, the Court finds that issuance of this permanent injunction is necessary and appropriate in aid of the Court's continuing jurisdiction and authority over the Actions.

12. Enforcement of Settlement. Nothing in this Final Order or in the accompanying Final Judgment shall preclude any action to enforce the terms of the Settlement Agreement; nor shall anything in this Final Order or in the accompanying Final Judgment preclude Plaintiffs or other Class Members from participating in the Claim Process described in the Settlement Agreement if they are entitled to do so under the terms of the Settlement Agreement.

13. Attorneys' Fees and Expenses. Class Counsel are hereby awarded attorneys' fees in the amount of \$3,500,000 and reimbursement of their disbursements and expenses in the amount of \$82,300, which amounts are approved as fair and reasonable, pursuant to Fed. R. Civ. P. 23(h) and are in accordance with the terms of the Settlement Agreement. The Court finds that the above stated award of attorneys' fees is fair and reasonable in consideration of, among other things, the efforts of Class Counsel and the settlement they achieved for the Class. The Court finds that the amount of expenses is reasonable and that the expenses were reasonably incurred in the course of the litigation. Class Counsel, in their discretion, shall allocate and distribute this award of attorneys' fees and expenses among

Plaintiffs' Counsel. All objections to Class Counsel's request for an award of attorneys' fees and reimbursement of expenses are hereby overruled.

14. **Incentive Awards.** The Court hereby awards \$2,500 to each of the named Plaintiffs, Sandra Altieri, Cheryl Hardy, and Courtney Schwartz, as incentive awards in their capacities as representative Plaintiffs in the Actions.

15. **No Other Payments.** The preceding two paragraphs of this Final Order cover, without limitation, any and all claims against the Released Parties for attorneys' fees and expenses, costs or disbursements incurred by Class Counsel or any other counsel representing Plaintiffs or Class Members, or incurred by Plaintiffs or the Class Members, or any of them, in connection with or related in any manner to the Actions, the settlement of the Actions, the administration of such settlement, and/or the Release, except to the extent otherwise specified in this Final Order, and accompanying Final Judgment and the Settlement Agreement. Plaintiffs are not precluded from seeking attorneys' fees, expenses, costs, or disbursements from an objecting Class Member or his or her counsel (and not Reebok or its counsel) in connection with an appeal filed by an objecting Class Member.

16. **Modification of Settlement Agreement.** The Parties are hereby authorized, without needing further approval from the Court, to agree to and adopt such amendments to, and modifications and expansions of, the Settlement Agreement, and all exhibits attached, as are consistent with this Final Order and the accompanying Final Judgment and do not limit the rights of Class Members under the Settlement Agreement.

17. **Retention of Jurisdiction.** The Court has jurisdiction to enter this Final Order and the accompanying Final Judgment. Without in any way affecting the finality of this Final Order and/or the accompanying Final Judgment, this Court expressly retains jurisdiction as to all

matters relating to the administration, consummation, enforcement and interpretation of the Settlement Agreement and of this Final Order and the accompanying Final Judgment, and for any other necessary purpose, including, without limitation:

- a. enforcing the terms and conditions of the Settlement Agreement and resolving any disputes, claims or causes of action that, in whole or in part, are related to or arise out of the Settlement Agreement, this Final Order or the accompanying Final Judgment (including, without limitation, whether a person or entity is or is not a Class Member; and whether claims or causes of action allegedly related to this case are or are not barred by this Final Order and the accompanying Final Judgment);
- b. entering such additional Orders as may be necessary or appropriate to protect or effectuate this Final Order and the accompanying Final Judgment, dismissing all claims on the merits and with prejudice, and permanently enjoining Class Members from initiating or pursuing related proceedings, or to ensure the fair and orderly administration of this settlement; and
- c. entering any other necessary or appropriate Orders to protect and effectuate this Court's retention of continuing jurisdiction; provided, however, that nothing in this paragraph is intended to restrict the ability of the Parties to exercise their rights under paragraphs 8 and 16 or as otherwise provided in the Settlement Agreement.

18. **No Admissions.** Neither this Final Order, the accompanying Final Judgment nor the Settlement Agreement (nor any other document referred to herein, nor any action taken to carry out this Final Order or the accompanying Final Judgment) is, may be construed as, or may

be used as an admission or concession by or against Reebok or Released Parties of the validity of any claim or defense or any actual or potential fault, wrongdoing or liability whatsoever. Entering into or carrying out the Settlement Agreement, and any negotiations or proceedings related to it, shall not in any event be construed as, or deemed evidence of, an admission or concession as to Reebok's denials or defenses and shall not be offered or received in evidence in any action or proceeding against any Party hereto in any court, administrative agency or other tribunal for any purpose whatsoever, except as evidence of the settlement or to enforce the provisions of this Final Order and the accompanying Final Judgment and the Settlement Agreement; provided, however, that this Final Order, the accompanying Final Judgment and the Settlement Agreement may be filed in any action against or by Reebok or Released Parties to support a defense of res judicata, collateral estoppel, release, waiver, good-faith settlement, judgment bar or reduction, full faith and credit, or any other theory of claim preclusion, issue preclusion or similar defense or counterclaim.

19. **Dismissal of Action.** The Actions (including all individual and Class claims presented therein) are hereby dismissed on the merits and with prejudice, without fees or costs to any Party except as otherwise provided in this Order and the accompanying Final Judgment and the Settlement Agreement.

/s/ F. Dennis Saylor
F. DENNIS SAYLOR IV
UNITED STATES DISTRICT JUDGE

Dated: January 19, 2012