

EXHIBIT E

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13 *Interim Co-Lead Counsel for Direct Purchaser Plaintiffs*

14
15 UNITED STATES DISTRICT COURT
16 NORTHERN DISTRICT OF CALIFORNIA
17 OAKLAND DIVISION

18 IN RE: LITHIUM ION BATTERIES
19 ANTITRUST LITIGATION

Case No. 13-md-02420-YGR
MDL No. 2420

20 This Document Relates to:
21 ALL DIRECT PURCHASER CLASS
22 ACTIONS

**DECLARATION OF JEFFREY B.
GITTLEMAN ON BEHALF OF
BARRACK, RODOS & BACINE IN
SUPPORT OF DIRECT PURCHASER
PLAINTIFFS MOTION FOR AN AWARD
OF ATTORNEYS' FEES, REIMBURSE-
MENT OF EXPENSES, AND INCENTIVE
AWARDS**

1 I, Jeffrey B. Gittleman, declare and state as follows:

2 1. I am a partner of the law firm of Barrack, Rodos & Bacine. I submit this
3 declaration in support of Direct Purchaser Plaintiffs (“DPP”) application for an award of
4 attorneys’ fees and reimbursement of expenses in connection with the services rendered in this
5 litigation. I make this Declaration based on my own personal knowledge, and if called as a
6 witness, I could and would competently testify to the matters stated herein.

7 2. My firm has served as counsel to First Choice Marketing, Inc., and as counsel for
8 the Direct Purchaser Class (“Class”) throughout the course of this litigation. The background and
9 experience of Barrack, Rodos & Bacine and its attorneys are summarized in the *curriculum vitae*
10 attached hereto as Exhibit 1.

11 3. Barrack, Rodos & Bacine has prosecuted this litigation solely on a contingent-fee
12 basis, and has been at risk that it would not receive any compensation for prosecuting claims
13 against the Defendants. While Barrack, Rodos & Bacine devoted its time and resources to this
14 matter, it has foregone other legal work for which it could have been compensated.

15 4. During the pendency of this litigation, Barrack, Rodos & Bacine performed
16 significant work aiding co-lead counsel in the prosecution of this case. The firm, which was
17 named by the Court as a member of the Direct Purchaser Plaintiffs’ Steering Committee, was
18 involved in all aspects of discovery and also participated in pleadings and the class certification
19 proceedings. The firm assisted the drafting of the Consolidated Amended Complaints. At the
20 direction of lead counsel, we also analyzed all affirmative defenses asserted by defendants and
21 researched particular defenses that could be the subject of motions to strike. Barrack, Rodos &
22 Bacine also participated in drafting responses to defendants’ motions to dismiss, including the
23 motions and arguments raised by the Toshiba defendants. The firm participated in the review of
24 documents produced by defendants. In addition, attorneys at the firm assisted in the supervision
25 of the document review, drafted memoranda regarding hot documents and participated in weekly
26 calls among counsel. The firm analyzed the written discovery provided by multiple defendants to
27 identify deficiencies in the discovery, and participated in numerous meet and confer sessions with

1 those defendants. We also analyzed privilege and redaction logs produced by defendants, and
2 identified deficiencies in those logs. The firm produced documents from class representative First
3 Choice Marketing. We also prepared written discovery responses on behalf of First Choice, and
4 prepared and defended the 30(b)(6) witness from the company at his deposition. The firm was
5 assigned by lead counsel several projects relating to class certification proceedings. In connection
6 with those assignments, attorneys at the firm collected documents and prepared memoranda on
7 issues relating to pricing, cobalt, cost inputs and commodity projects. We also participated in calls
8 with plaintiffs' experts in connection with class certification proceedings.

9 5. Attached hereto as Exhibit 2 is my firm's total hours and lodestar, computed at
10 historical rates, for the period of June 1, 2013 through August 31, 2017. This period reflects the
11 time spent after the appointment of Interim Co-Lead Counsel and Liaison Counsel for Direct
12 Purchased Plaintiffs ("DPP") in this litigation. The total number of hours spent by Barrack, Rodos
13 & Bacine during this period of time was **5,533.70**, with a corresponding lodestar of **\$2,122,124.50**.
14 My firm's lodestar figures are based on the firm's historical billing rates which do not include
15 charges for expense items. Expense items are billed separately and such charges are not
16 duplicated in my firm's billing rates. This summary was prepared from contemporaneous, daily
17 time records regularly prepared and maintained by my firm. The lodestar amount reflected in
18 Exhibit 2 is for work assigned by DPP Co-Lead Counsel, and was performed by professionals at
19 my law firm for the benefit of the Class.

20 6. Barrack, Rodos & Bacine has reviewed the time and expense records that form the
21 basis of this declaration to correct any billing errors. In addition, my firm has removed all time
22 entries and expenses related to the following:

23 a. time spent reading or reviewing pleadings, ECF notices or other papers
24 unless a necessary part of performing a specific assignment from Co-Lead Counsel;

25 b. travel time unless the attorney or professional was actively engaged in
26 preparation or work in connection with a particular assignment made by Co-Lead Counsel which
27 necessitated travel;

1 c. billing for time connected with creating timekeeping records or for the time
2 of attorneys or staff expended in preparation of audited time records and expenses in support of
3 DPPs' application for an award of attorneys' fees and reimbursement of expenses.

4 7. The hourly rates for the attorneys and professional support staff in my firm
5 included in Exhibit 2 are the same as the regular rates charged for their services in non-contingent
6 matters and/or which have been accepted in other complex or class action litigation subject to the
7 hourly rate caps established by DPP Co-Lead Counsel, including:

8 a. the highest hourly rates for Attorneys at the highest Partner level is capped
9 at \$850 per hour;

10 b. the highest hourly rates for Attorneys at the Of-counsel/Special counsel
11 level for substantive work is capped at \$650 per hour, which excludes document review;

12 c. the highest hourly rates for Attorneys at the highest Associate level for
13 substantive work is capped at \$450 per hour, which excludes document review;

14 d. the highest hourly rates for Attorneys at the Associate level engaged in
15 English-language document review is capped at \$350 per hour; a cap of \$400 per hour is permitted
16 where the reviewer has special skill set, such as foreign language translation, and Lead Counsel
17 has approved that work performed; and

18 e. the highest hourly rates for Paralegals and investigators is capped at \$175
19 per hour.

20 8. My firm has expended a total of **\$12,283.19** in unreimbursed costs and expenses in
21 connection with the prosecution of this litigation. These costs and expenses are broken down in
22 the chart attached hereto as Exhibit 3. They were incurred on behalf of Direct Purchaser Plaintiffs
23 by my firm on a contingent basis, and have not been reimbursed. The expenses incurred in this
24 action are reflected on the books and records of my firm. These books and records are prepared
25 from expense vouchers, check records and other source materials and represent an accurate
26 recordation of the expenses incurred.

27 9. Barrack, Rodos & Bacine paid a total of **\$55,000.00** in assessments for the joint

Exhibit 1

Exhibit 1



BARRACK | RODOS | BACINE
Firm Biography

www.barrack.com

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Barrack, Rodos & Bacine is extensively involved in complex class action litigation, including antitrust, securities and RICO matters, representing both plaintiffs and defendants. The Firm has significant leadership positions in complex litigation, having been appointed by courts as lead counsel in numerous antitrust and other class actions throughout the United States.

A Longstanding History of Achievement in Antitrust Class Actions

The firm has been appointed lead counsel or to the leadership group in many antitrust class action cases including:

This action, *In re Lithium Ion Batteries Antitrust Litigation*, MDL Docket No. 2420, the Honorable Yvonne Gonzalez Rogers in the Northern District of California;

In re Fasteners Antitrust Litigation, MDL Docket No. 1912, the Honorable R. Barclay Surrick in the Eastern District of Pennsylvania;

In re Publication Paper Antitrust Litigation, Docket No. 3:04 MDL 1631 (SRU), the Honorable Stefan R. Underhill in the District of Connecticut;

In re Automotive Paint Refinishing Antitrust Litigation, MDL No. 1426, the Honorable R. Barclay Surrick in the Eastern District of Pennsylvania;

Brookshire Brothers, Ltd., et al. v. Chiquita Brands International, Inc., et al., Lead Case No. 05-21962-Cooke/Brown, the Honorable Marcia G. Cooke in the Southern District of Florida, Miami Division;

Thomas & Thomas Rodmakers, Inc. v. Newport Adhesives and Composites, Inc., et al. (Carbon Fiber Antitrust Litigation), No. CV-99-07796-GHK(Ctx), the Honorable Florence Marie Cooper in the Central District of California, Western Division;

In re Graphite Electrodes Antitrust Litigation, Master File No. 97-CV-4182(CRW), the Honorable Charles R. Weiner in the Eastern District of Pennsylvania;

In re Flat Glass Antitrust Litigation, Master Docket Misc. No. 970550, MDL No. 1200, the Honorable Donald E. Ziegler in the Western District of Pennsylvania;

In re New Jersey Title Insurance Litigation, No. 2:08-cv-01425-GEB, the Honorable Garrett E. Brown in the District of New Jersey;

In re Bath and Kitchen Fixtures Antitrust Litigation, Docket No. 05-cv-00510-MAM, the Honorable Mary A. McLaughlin in the Eastern District of Pennsylvania;

In re Sorbates Antitrust Litigation, Master File No. C 98-4886 MCC, the Honorable William H. Orrick, Jr. in the Northern District of California;

In re Sodium Gluconate Antitrust Litigation, No. C-97-4142CW, the Honorable Claudia Wilken in the Northern District of California;

In re Vitamins Antitrust Litigation, MDL No. 1285, the Honorable Thomas F. Hogan in the District of Columbia;

In re: Metal Building Insulation Antitrust Litigation, Master File No. H-96-3490, the Honorable Nancy F. Atlas in the Southern District of Texas;

In re Carpet Antitrust Litigation, MDL No. 1075, the Honorable Harold L. Murphy in the Northern District of Georgia, Rome Division;

In re Citric Acid Antitrust Litigation, Master File No. 95-2963, the Honorable Charles A. Legge in the Northern District of California; and

Capital Sign Company, Inc. v. Alliance Metals, Inc., et al., Civil Action No. 95-CV-6557 (LHP), the Honorable Louis H. Pollak in the Eastern District of Pennsylvania;

Plastic Cutlery Antitrust Litigation, Master File No. 96-728, the Honorable Joseph L. McGlynn in the Eastern District of Pennsylvania;

A Longstanding History of Achievement in Securities, Derivative and Fiduciary Class Actions

In addition to its leadership role in antitrust class actions, the Firm has extensive experience in securities, derivative and fiduciary class actions, being appointed as lead counsel in many cases, including:

Pennsylvania Public School Employees' Retirement System v. Bank of America Corp., et al., Civil Action No. 1:11-cv-733-WHP, before the Honorable William H. Pauley, III, in the Southern District of New York;

In re WorldCom, Inc. Securities Litigation, Master File No. 02-Civ-3288 (DLC), before the Honorable Denise L. Cote in the Southern District of New York;

In re Cendant Corporation Litigation, Master File No. 98-1664 (WHW), before the Honorable William H. Walls in the District of New Jersey;

In re American International Group Inc. 2008 Securities Litigation, Master File No. 08-CV-4772-LTS, before the Honorable Laura Taylor Swain in the Southern District of New York;

In re McKesson HBOC, Inc. Securities Litigation, No. C-99-20743-RMW, before the Honorable Ronald M. Whyte in the Northern District of California;

In re Apollo Group, Inc. Securities Litigation, Master File No. CV 04-2147-PHX-JAT, the Honorable James A. Teilborg in the District of Arizona;

In re Merrill Lynch & Co., Inc. Securities, Derivative & ERISA Litigation, Master File No. 07-cv-9633 (LBS)(AJP)(DFE), before the Honorable Jed S. Rakoff in the Southern District of New York;

In re Omnivision Technologies, Inc. Securities Litigation, Case No. 5:11-cv-05235, before the Honorable Ronald M. Whyte in the Northern District of California;

In re DFC Global Corp. Securities Litigation, Civ. A. No. 2:13-cv-06731-BMS, before the Honorable Berle M. Schiller in the Eastern District of Pennsylvania;

In re The Mills Corporation Securities Litigation, Civil Action No. 1:06-77 (GBL), before the Honorable Liam O'Grady in the Eastern District of Virginia;

Rubin v. MF Global, Ltd., et al., Case No. 1:08cv2233-VM, before the Honorable Victor Marrero in the Southern District of New York; and

Louisiana Municipal Police Employees Retirement System v. Green Mountain Coffee Roasters et al., Case No. 11-cv-00289, pending before the Honorable William K. Sessions, III, in the District of Vermont.

Extensive Class Action Trial Experience

The Firm has extensive jury trial experience in nationwide class actions: *Uniondale Beer Co., Inc. v. Anheuser-Busch, Inc., et al.*, Civil Action No. CV 86-2400 (TCP) (Eastern District of New York) (antitrust class action trial); *In re WorldCom, Inc. Securities Litigation*, Master File No. 02-Civ-3288 (DLC) (Southern District of New York) (2005 jury trial against accounting firm Arthur Andersen); *In re Apollo Group, Inc. Securities Litigation*, Master File No. CV-04-2147-PHX-JAT (District of Arizona) (jury verdict for the full amount per share requested); *Gutierrez v. Charles J. Givens Organization, et al.*, Case No. 667169 (Superior Court of California, County of San Diego) (jury verdict in excess of \$14 million for plaintiff consumer class); *In re Control Data Corporation Securities Litigation*, 933 F.2d 616 (8th Cir. 1991); *Gould v. Marlon*, CV-86-968-LDG (D. Nev.) (jury verdict for plaintiff class); *Herskowitz v. Nutri/System, et al.*, 857 F.2d 179 (3rd Cir. 1988); and *Betanzos v. Huntsinger*, CV-82-5383 RMT (C.D. Cal.) (jury verdict for plaintiff class).

Attorney Resumes

The attorneys of the Firm have extensive experience in litigating complex litigations. Among those attorneys at the Firm with significant experience in prosecuting antitrust actions and who performed services in this litigation are¹:

Gerald J. Rodos, partner in Barrack, Rodos & Bacine, is a graduate of Boston University (B.A. 1967) and an honor graduate of the University of Michigan Law School (J.D. Cum Laude 1970). Mr. Rodos has been practicing in the area of antitrust and securities class actions for more than 35 years. He was admitted to the bar of the Supreme Court of Pennsylvania in 1971, and is also a member of the bars of the Supreme Court of the United States, the U.S. Court of Appeals for the Third Circuit, the U.S. District Court for the Eastern District of Pennsylvania, and other federal circuit courts.

¹ A complete firm resume can be found at our website www.barrack.com.

Mr. Rodos currently is the senior partner in charge of the Firm's antitrust department. He has recovered billions of dollars for victims of price-fixing conspiracies. Mr. Rodos has been appointed lead counsel in antitrust class actions across the country, serving in leadership roles in *In re Fasteners Antitrust Litigation*, pending before the Honorable R. Barclay Surrick in the Eastern District of Pennsylvania and *In re Publication Paper Antitrust Litigation*, Docket No. 3:04 MD 1631 (SRU), before the Honorable Stefan R. Underhill in the District of Connecticut; *In re Automotive Refinishing Paint Antitrust Litigation*, Case No. 2:01-cv-02830-RBS, before the Honorable R. Barclay Surrick in the Eastern District of Pennsylvania; *In re New Jersey Title Insurance Litigation*, Case No. 2:08-cv-01425-GEB, before the Honorable Garrett E. Brown in the District of New Jersey, among many others. Mr. Rodos has also served as lead counsel in many securities class actions, including: *Payne, et al. v. MicroWarehouse, Inc., et al.*, before the Honorable Dominic J. Squatrito in the District of Connecticut; *In re Sunbeam Securities Litigation*, before the Honorable Donald M. Middlebrooks in the Southern District of Florida; *In re Regal Communications Securities Litigation*, before the Honorable James T. Giles in the Eastern District of Pennsylvania; *In re Midlantic Corp. Shareholders Securities Litigation*, before the Honorable Dickinson R. Debevoise in the District of New Jersey; and *In re Craftmatic Securities Litigation*, before the Honorable Joseph L. McGlynn, Jr. in the Eastern District of Pennsylvania. Mr. Rodos also represented the lead plaintiff in the *WorldCom* litigation.

William J. Ban, partner in Barrack, Rodos & Bacine, is a graduate of Brooklyn Law School (J.D. 1982) and Lehman College of the City University of New York (A.B. 1977). Over the past 25 years, Mr. Ban's practice of law has focused on antitrust class action litigation on behalf of plaintiffs, and he has participated as lead or co-lead counsel, on executive committees and in significant defined roles in scores of major class action litigations in federal and state courts throughout the country. Mr. Ban has litigated a number of antitrust class actions in addition to this case including: *Automotive Parts Antitrust Litigation*, No. 2:12-md-0311-MOB-MKM (E.D. Mich.); *In re Blood Reagents Antitrust Litigation*, 2:09-md-02081 (E.D. Pa.); *In re Plasma-Derivative Protein Therapies Antitrust Litigation*, MDL 2109, N.D. Ill. 09 C 7666 (N.D. Ill.); and *Universal Delaware, Inc., et al v. Ceridian Corporation et al*, 2:07-cv-01078-JKG (E.D. Pa.). Mr. Ban is admitted in New York and Pennsylvania and is a member of the New York City Bar Association and the New York State Bar Association.

Matthew Cyr, an associate at Barrack, Rodos & Bacine, is a graduate of St. Joseph's University, Philadelphia, Pennsylvania (B.A. 1998) and the University of Wisconsin Law School, Madison, Wisconsin (J.D. 2005). Mr. Cyr was admitted to practice in Wisconsin in 2005, in New Jersey in 2006 and in Pennsylvania in 2012. At the Firm, Mr. Cyr has worked on major class action litigation in the securities and antitrust fields, including cases against Mills Corporation, WellCare Health Plans, Inc., American International Group, RAIT Financial Trust, Merrill Lynch & Co., and companies involved in various price-fixing conspiracies, including this case.

Terence D. Fernando, a former associate at Barrack, Rodos & Bacine, has a Masters of Laws Degree, with emphases on Corporate Law and International Business Transactions, from the University of Pennsylvania Law School (LL.M., 1987). He obtained his Bachelor of Laws Degree from the University of Sri Lanka (LL.B., 1977). Mr. Fernando was admitted to practice in

New York in 1994 and is a member of the bar of the United States Court of Appeals for the Third Circuit.

In the course of his legal career, Mr. Fernando has worked for prominent law firms involved in commercial, business and class action litigation. His professional experience also includes working for the staff counsel - regional law offices of two major insurance companies in defense litigation on behalf of policyholders in suits arising from asbestos exposure, mass torts, commercial and general liability coverage. At the Firm, Mr. Fernando worked on securities and antitrust litigations, including securities cases against Merrill Lynch & Co., American International Group, Wrigley Company, Countrywide Financial Corporation, and Bridgestone Corporation, and antitrust actions against companies involved in the air cargo, aftermarket filters, and fuel truck stop industries.

Jeffrey B. Gittleman, partner in Barrack, Rodos & Bacine, is an honors graduate of Tulane University (B.A. Political Science 1993), and Temple University School of Law (J.D. 1996), where he served on the Moot Court Honors Society.

Mr. Gittleman concentrates his practice on complex litigation and specializes in antitrust and securities litigation. For close to 20 years, he has served in leadership roles in numerous antitrust cases, and has helped to secure multi-million dollar recoveries against the manufacturers or producers of fasteners, publication paper, urethanes, municipal derivatives, automotive refinishing paint, filters, carbon fiber, labelstock, graphite electrodes, flat glass, sodium gluconate, sorbates, polypropylene and nylon carpet, and metal building insulation. Mr. Gittleman was appointed by this Court to serve on the Steering Committee of all direct purchaser plaintiffs counsel in this action, and has also prosecuted the following antitrust cases, among others: *In re Fasteners Litigation*, Case No. 2:01-cv-02830-RBS (E.D. Pa.); *In re Publication Paper Antitrust Litigation*, Docket No. 3:04 MD 1631 (SRU) (D. Conn.); *Automotive Parts Antitrust Litigation*, No. 2:12-md-0311-MOB-MKM (E.D. Mich.); *In re Blood Reagents Antitrust Litigation*, 2:09-md-02081 (E.D. Pa.); *In re Plasma-Derivative Protein Therapies Antitrust Litigation*, MDL 2109, N.D. Ill. 09 C 7666 (N.D. Ill.); *Universal Delaware, Inc., et al v. Ceridian Corporation et al*, 2:07-cv-01078-JKG (E.D. Pa.); *In re Urethane Antitrust Litigation*, 2:04-md-01616-JWL, (D. Kan.); *In re Steel Antitrust Litigation*, No. 08-cv-5214 (N.D. Ill.); and *In re Municipal Derivatives Antitrust Litigation*, MDL No. 1950, Master Docket No. 08-02516 (VM)(DF) (S.D. N.Y.).

In addition to representing plaintiffs in antitrust class actions, Mr. Gittleman also has an active securities litigation practice. He has represented the State of Michigan Retirement Systems in *In re American International Group, Inc. 2008 Securities Litigation*, No. 08 Civ. 4772 (S.D. N.Y.), which recently settled for \$970.5 million; and the Pennsylvania Public School Employees' Retirement System in *Pennsylvania Public School Employees' Retirement System v. Bank of America Corporation, et al.*, No. 11 Civ. 733 (WHP) (S.D. N.Y.).

Lisa M. Port, partner in Barrack, Rodos & Bacine, graduated, summa cum laude, from Villanova University School of Law in 2003, where she was a member of the Order of the Coif and an associate editor of the Villanova Law Review. She received her B.A. in psychology, with

honors, from Princeton University in 2000. Ms. Port is admitted to practice in Pennsylvania and before the U.S. District Court for the Eastern District of Pennsylvania.

Ms. Port's practice focuses on the representation of victims of price-fixing conspiracies and investors, including state, local and union pension funds. Ms. Port has been part of the teams prosecuting antitrust claims in *In re Steel Antitrust Litigation*, No. 08-cv-5214 (N.D. Ill.) and *In re Municipal Derivatives Antitrust Litigation*, MDL No. 1950, Master Docket No. 08-02516 (VM)(DF) (S.D. N.Y.), among others.

Beth T. Seltzer, a former associate in Barrack, Rodos & Bacine's Philadelphia office, is a graduate of the University of Michigan (B.A. 2001) with a major in History, where she was a member of the Golden Key Club National Honors Society. Ms. Seltzer is also a graduate of Temple University School of Law (J.D. 2004), where she was on the Dean's List and received awards for distinguished class performance. At Temple, Ms. Seltzer was a member of the Women's Law Caucus and the Jewish Law Students' Association.

Ms. Seltzer's practice was concentrated on antitrust class action litigation. In addition to this action, she has been part of the teams litigating antitrust class actions against manufacturers and producers of steel, urethanes, automotive refinishing paint, flat glass, and bananas.

Michael A. Toomey, an associate in Barrack, Rodos & Bacine's New York office, joined the firm in 2011. Mr. Toomey was admitted to practice in New York and New Jersey in 2010 and is a member of the bars of the United States District Courts for the Southern and Eastern Districts of New York. Mr. Toomey graduated from the Tufts University in 2005 with a major in International Relations. He received his J.D. from Temple University School of Law in May of 2010, which he attended on an academic scholarship. At Temple, he was on the Dean's List three times and received eleven awards for distinguished class participation. Mr. Toomey also received an award for Best Paper in his State Constitutional Law class. He was a staff member on the Temple International & Comparative Law Journal, which published his article "The August 2008 Battle of South Ossetia: Does Russia Have a Legal Argument for Intervention?" Mr. Toomey has prosecuted both securities and antitrust class actions at the Firm.

Significant Judicial Accolades

In *In re Automotive Refinishing Paint Antitrust Litigation*, 2:10-md-01426-RBS (E.D. Pa.), Barrack, Rodos & Bacine, co-lead counsel for a Class of direct purchasers of automotive refinishing paint, achieved settlements with five defendants in excess of \$100 million. After reaching a settlement with the last two defendants remaining in the litigation, the Court stated, ***"I want to commend counsel on both sides of this litigation. I think that the representation on both sides of this litigation is as good as I've ever seen in my entire professional career. Counsel worked together in this case. They frankly made the job of this Court very easy and I commend all of you for what you've done in this litigation."***

In *In re Apollo Group Inc. Securities Litigation*, Master File No. CV-04-2147 PHX-JAT (District of Arizona), Barrack, Rodos & Bacine was lead counsel for the class that secured a jury verdict in January 2008 for the full amount per share requested. Judge Teilborg commented that trial counsel ***“brought to this courtroom just extraordinary talent and preparation.... The technical preparation, the preparation for your examination and cross-examination of witnesses has been evident in every single instance. The preparation for evidentiary objections and responses to those objections have been thorough and foresighted. The arguments that have been made in every instance have been well-prepared and well-presented throughout the case. *** Likewise, for the professionalism and the civility that you -- and the integrity that you have all demonstrated and exuded throughout the handling of this case, it has just, I think, been very, very refreshing and rewarding to see that. *** [W]hat I have seen has just been truly exemplary.”*** BR&B ultimately secured payment of \$145 million from the defendants – the largest post-verdict judgment and recovery achieved in a shareholder class action for violations of the federal securities laws since passage of the PSLRA.

In *In re WorldCom, Inc. Securities Litigation*, No. 02 Civ. 3288 (DLC), Barrack, Rodos & Bacine was co-lead counsel for the Class and achieved settlements in excess of \$6.19 billion. After a partial settlement with one group of defendants for in excess of \$2.56 billion, the Court stated that ***“the settlement amount ... is so large that it is of historic proportions.”*** The Court found that ***“Lead Counsel has performed its work at every juncture with integrity and competence. It has worked as hard as a litigation of this importance demands, which for some of the attorneys, including the senior attorneys from Lead Counsel on whose shoulders the principal responsibility for this litigation rests, has meant an onerous work schedule for over two years.”*** The Court further found that ***“the quality of the representation given by Lead Counsel is unsurpassed in this Court’s experience with plaintiffs’ counsel in securities litigation. Lead Counsel has been energetic and creative. Its skill has matched that of able and well-funded defense counsel. It has behaved professionally and has taken care not to burden the Court or other parties with needless disputes. Its negotiations with the Citigroup Defendants have resulted in a settlement of historic proportions. It has cooperated with other counsel in ways that redound to the benefit of the class and those investors who have opted out of the class. The submissions of Lead Counsel to the Court have been written with care and have repeatedly been of great assistance.”*** The Court also found that ***“In sum, the quality of representation that Lead Counsel has provided to the class has been superb”***. In

approving the final settlements totaling \$3.5 billion, in an opinion and order dated September 20, 2005, the Court stated ***“The impressive extent and superior quality of Lead Counsel’s efforts as of May 2004 were described in detail in the Opinion approving the Citigroup Settlement. ... At the conclusion of this litigation, more than ever, it remains true that ‘the quality of representation that Lead Counsel has provided to the class has been superb.’ ... At trial against Andersen, the quality of Lead Counsel’s representation remained first-rate. .. The size of the recovery achieved for the class – which has been praised even by several objectors – could not have been achieved without the unwavering commitment of Lead Counsel to this litigation.”***

The Court also found that ***“Despite the existence of these risks, Lead Counsel obtained remarkable settlements for the Class while facing formidable opposing counsel from some of the best defense firms in the country;”*** and ***“If the Lead Plaintiff had been represented by less tenacious and competent counsel, it is by no means clear that it would have achieved the success it did here on behalf of the Class.”*** ***“It is only the size of the Citigroup and Underwriters’ Settlements that make this recovery so historic, and it is likely that less able plaintiffs’ counsel would have achieved far less.”***

In ***In re Cendant Corporation Litigation***, No. 98-CV-1664 (WHW) (D.N.J. December 7, 1999), Barrack, Rodos & Bacine was co-lead counsel for the Class and achieved settlements with defendants in excess of **\$3.18 billion**, more than three times larger than the next highest recovery ever achieved in a securities law class action suit by that time. The *Cendant* settlement included what was, at the time, the largest amount by far ever paid in a securities class action by an issuing company. The *Cendant* settlement further included extensive corporate governance reforms, and a contingency recovery of one-half the net recovery that Cendant and certain of its affiliated individuals may recover in on-going proceedings against CUC’s former auditor. The *Cendant* Court stated that ***“we have all been favored with counsel of the highest competence and integrity and fortunately savvy in the ways of the law and the market.”*** The Court found that the ***“standing, experience and expertise of counsel, the skill and professionalism with which counsel prosecuted the case and the performance and quality of opposed counsel were and are high in this action.”*** The Court further found that the result of lead counsel’s efforts were ***“excellent settlements of uncommon amount engineered by highly skilled counsel with reasonable cost to the class.”***

Exhibit 2

EXHIBIT 2***In re Lithium Ion Batteries Antitrust Litigation, Case No. 13-MD-2420 YGR***

Barrack, Rodos & Bacine

Reported Hours and Lodestar on a Historical Basis

June 1, 2013 through August 31, 2017

| NAME | STATUS | YEAR | TOTAL HOURS | HISTORICAL HOURLY RATE | LODESTAR |
|----------------------|---------------|-------------|--------------------|---------------------------------------|-----------------|
| ATTORNEYS | | | | | |
| Gerald J. Rodos | P | 2015 | 3.00 | \$810.00 | \$2,430.00 |
| Gerald J. Rodos | P | 2014 | 8.50 | \$790.00 | \$6,715.00 |
| Gerald J. Rodos | P | 2013 | 9.40 | \$770.00 | \$7,238.00 |
| Jeffrey B. Gittleman | P | 2017 | 1.20 | \$715.00 | \$858.00 |
| Jeffrey B. Gittleman | P | 2016 | 10.80 | \$715.00 | \$7,722.00 |
| Jeffrey B. Gittleman | P | 2015 | 104.50 | \$690.00 | \$72,105.00 |
| Jeffrey B. Gittleman | P | 2014 | 39.90 | \$660.00 | \$26,334.00 |
| Jeffrey B. Gittleman | P | 2013 | 32.90 | \$640.00 | \$21,056.00 |
| William J. Ban | P | 2017 | 3.00 | \$660.00 | \$1,980.00 |
| William J. Ban | P | 2016 | 103.30 | \$660.00 | \$68,178.00 |
| William J. Ban ** | P | 2016 | 52.30 | \$350.00 | \$18,305.00 |
| William J. Ban | P | 2015 | 182.00 | \$610.00 | \$111,020.00 |
| William J. Ban ** | P | 2015 | 546.10 | \$350.00 | \$191,135.00 |
| William J. Ban | P | 2014 | 26.40 | \$590.00 | \$15,576.00 |
| William J. Ban | P | 2013 | 19.00 | \$590.00 | \$11,210.00 |
| Lisa M. Port | P | 2014 | 5.40 | \$510.00 | \$2,754.00 |
| Beth. T. Seltzer * | A | 2016 | 9.10 | \$450.00 | \$4,095.00 |
| Beth. T. Seltzer ** | A | 2016 | 166.20 | \$350.00 | \$58,170.00 |
| Beth. T. Seltzer * | A | 2015 | 96.30 | \$450.00 | \$43,335.00 |
| Beth. T. Seltzer ** | A | 2015 | 595.90 | \$350.00 | \$208,565.00 |
| Beth. T. Seltzer ** | A | 2014 | 130.80 | \$350.00 | \$45,780.00 |
| Beth. T. Seltzer | A | 2014 | 69.70 | \$450.00 | \$31,365.00 |
| Beth. T. Seltzer | A | 2013 | 45.70 | \$450.00 | \$20,565.00 |
| Michael A. Toomey | A | 2015 | 7.30 | \$395.00 | \$2,883.50 |
| Matthew J. Cyr ** | A | 2016 | 1,129.20 | \$350.00 | \$395,220.00 |
| Matthew J. Cyr ** | A | 2015 | 516.60 | \$350.00 | \$180,810.00 |

EXHIBIT 2***In re Lithium Ion Batteries Antitrust Litigation, Case No. 13-MD-2420 YGR***

Barrack, Rodos & Bacine

Reported Hours and Lodestar on a Historical Basis

June 1, 2013 through August 31, 2017

| NAME | STATUS | YEAR | TOTAL HOURS | HISTORICAL HOURLY RATE | LODESTAR |
|----------------------|---------------|-------------|------------------------|---------------------------------------|------------------------------|
| Terence Fernando ** | A | 2016 | 1,091.30 | \$350.00 | \$381,955.00 |
| Terence Fernando ** | A | 2015 | 527.90 | \$350.00 | \$184,765.00 |
| TOTAL: | | | <u>5,533.70</u> | | <u>\$2,122,124.50</u> |
| NON-ATTORNEYS | | | | | |
| n/a | | | | | \$0.00 |
| TOTAL: | | | 0.00 | | \$0.00 |

* Reflects Reduced Rate

** Reflects Discovery Rate

(P) Partner

(A) Associate

(PL) Paralegal

(INV) Investigator

Exhibit 3

*In re Lithium Ion Batteries Antitrust Litigation, Case No. 13-MD-2420 YGR***EXHIBIT 3**

Barrack, Rodos & Bacine

Expenses Incurred

June 1, 2013 through August 31, 2017

| CATEGORY | AMOUNT INCURRED |
|---|------------------------|
| Court Fees (filing, etc.) | |
| Computer Research (Lexis, Westlaw, PACER, etc.) | \$4,251.84 |
| Document Production | |
| Experts / Consultants | |
| Messenger Delivery | |
| Photocopies - In House | |
| Photocopies - Outside | \$547.70 |
| Postage | \$2.38 |
| Service of Process | |
| Overnight Delivery (Federal Express, etc.) | \$630.75 |
| Telephone / Facsimile | \$1,545.82 |
| Transcripts (Hearings, Depositions, etc.) | |
| Travel (Airfare, Ground Travel) | \$3,663.25 |
| Travel (Meals and Lodging) | \$1,641.45 |
| TOTAL | \$12,283.19 |