

EXHIBIT Y

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

24
25 UNITED STATES DISTRICT COURT
26 NORTHERN DISTRICT OF CALIFORNIA
27 OAKLAND DIVISION

28 IN RE: LITHIUM ION BATTERIES
ANTITRUST LITIGATION

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

29
30 This Document Relates to:
31 ALL DIRECT PURCHASER CLASS
32 ACTIONS

**DECLARATION OF DIANNE M. NAST
IN SUPPORT OF DIRECT PURCHASER
PLAINTIFFS MOTION FOR AN AWARD
OF ATTORNEYS' FEES,
REIMBURSEMENT OF EXPENSES, AND
INCENTIVE AWARDS**

1 I, Dianne M. Nast, declare and state as follows:

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

7 2. This firm has served as counsel to The Stereo Shop and as counsel for the Direct
8 Purchaser Class (“Class”) throughout the course of this litigation. The background and experience
9 of NastLaw LLC and its attorneys are summarized in the *curriculum vitae* attached hereto as
10 Exhibit 1.

11 3. During the pendency of the litigation, NastLaw LLC performed the following
12 work: participated in discussions and planning in connection with the litigation and sent and
13 received multiple items of correspondence concerning ongoing litigation issues.

14 4. Attached hereto as Exhibit 2 is this firm’s total hours and lodestar, computed at
15 historical rates, for the period of June 1, 2013 through August 31, 2017. This period reflects the
16 time spent after the appointment of Interim Co-Lead Counsel and Liaison Counsel for Direct
17 Purchased Plaintiffs (“DPP”) in this litigation. As reflected in Exhibit 2, NastLaw LLC was not
18 active in the litigation, although it did provide financial support. NastLaw LLC spent 1.2 hours,
19 with a corresponding lodestar of \$738.00. This firm’s lodestar figures are based on the firm’s
20 historical billing rates which do not include charges for expense items. Expense items are billed
21 separately and such charges are not duplicated in this firm’s billing rates. This summary was
22 prepared from contemporaneous, daily time records regularly prepared and maintained by this
23 firm. The lodestar amount reflected in Exhibit 2 is for work assigned by DPP Co-Lead Counsel,
24 and was performed by professionals at this law firm for the benefit of the Class.

25 5. NastLaw LLC has reviewed the time records that form the basis of this declaration
26 to correct any billing errors. In addition, this firm has removed all time entries related to the
27 following:

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

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

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

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

13 8. NastLaw LLC paid a total of \$5,000.00 in assessments for the joint prosecution of
14 the litigation against the Defendants.

15 10. This firm has carefully reviewed the time that comprise its reported lodestar and
16 represents that such lodestar complies with all material applicable terms of the May 21, 2013 letter
17 from Co-Lead Counsel regarding Protocols for Maintaining and Reporting Time and Expense as
18 well as Modified Pretrial Order No. 1 with Exhibit A (Dkt. No. 202, May 24, 2013).

19 I declare under penalty of perjury under the laws of the United States of America that the
20 foregoing is true and correct. Executed on this 31st day of January, 2018 at Philadelphia,
21 Pennsylvania.

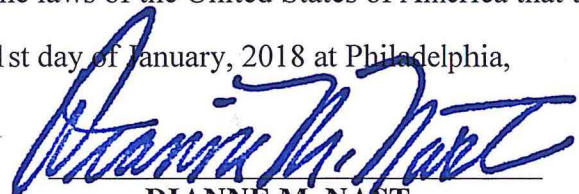

DIANNE M. NAST

EXHIBIT 1

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FIRM BIOGRAPHY

Led by Dianne M. Nast, NastLaw attorneys combine over 85 years of complex civil litigation experience. We provide our clients with experienced, confident representation to guide them in the most difficult cases.

Our Firm's focus is on complex civil litigation, including pharmaceutical litigation and antitrust litigation. Firm founder, Dianne Nast, brings decades of complex litigation experience to the firm. Ms. Nast is one of the most accomplished attorneys in the country and has been recognized by Courts across the country for her skill and leadership in complex litigation.

ATTORNEYS

Dianne M. Nast is a *magna cum laude* graduate of Rutgers University School of Law. From 1976 to 1995, she was a shareholder with the Philadelphia law firm of Kohn, Nast & Graf, P.C. (now Kohn, Swift & Graf, P.C.) and then a senior shareholder at RodaNast, P.C. from 1995 to 2012.

Ms. Nast holds an AV Martindale-Hubbell rating, and has been selected to be listed in *The Best Lawyers in America* (Antitrust Law, Mass Tort Litigation/Class Actions, Personal Injury Lawyer), included in each edition since 2003. The *National Law Journal* has selected Ms. Nast as one of the nation's top fifty women litigators. Ms. Nast was also selected by *Philadelphia Magazine* as one of Philadelphia's Best Complex Litigation Lawyers. She has been named as one of Pennsylvania's Top Fifty Women Lawyers. She appears in numerous *Who's Who* publications.

Ms. Nast was appointed in 1998 by then Chief Justice William H. Rehnquist to a five-year term as Chair of the Board of Directors of the Federal Judicial Center Foundation. She served as a Director of the Federal Judicial Center Foundation for eleven years, from 1991 until 2002.

Judge Edward Becker, then Chief Judge of the United States Court of Appeals for the Third Circuit, appointed Ms. Nast to serve as a member of the fifteen-member Third Circuit Task Force on Selection of Class Counsel. The Task Force issued a report, *Selection of Class Counsel*, 208 F.R.D. 340 (2002), cited over 100 times in court opinions. She was selected by The American Law Institute to serve on the ALI's Principles of the Law of Aggregate Litigation.

Ms. Nast chaired the Lawyers Advisory Committee for the United States Court of Appeals for the Third Circuit and on that Committee. She served for eight years on the Third Circuit's Committee on Revision of Judicial Conduct Rules of the Judicial Council and on the Judicial Conference Long Range Planning Committee.

Ms. Nast has served as Lawyer Chair of the Judicial Conference of the United States Court of Appeals for the Third Circuit. She is a member of the Historical Society of the Third Circuit, and chaired the Circuit's Centennial Celebration.

She was appointed by the late Chief Judge Alfred L. Luongo to Chair the Eastern District of Pennsylvania's Lawyers Advisory Committee, and served for four years in that position. She served for three years as President of The Historical Society for the United States District Court for the Eastern District of Pennsylvania and as Editor of the Society's Annual Historical Calendar.

She is a member of the American Bar Association Litigation Section, where she has served on the Task Force on State Justice Initiatives, the Task Force on the State of the Justice System and the Task Force on Strategic Planning. She served a three-year term on the Section's Council, served as a Section Division Director, and co-chaired the Section's Antitrust Committee. On May 12, 2015, Ms. Nast received the Pursuit of Justice Award from the American Bar Association Tort, Trial and Insurance Practice section. She served as a Delegate to the American Bar Association House of Delegates and the Pennsylvania Bar Association House of Delegates. She served as a member of the Philadelphia Bar Association Board of Governors. She is a member of the Public Justice Foundation.

She served six years as a Director on the Board of the Public Defender's Office of Philadelphia. Ms. Nast was selected as one of a small group of Philadelphia attorneys to be appointed Judge Pro Tempore, serving as presiding Judge in major civil jury cases in the Court of Common Pleas.

Ms. Nast is a Fellow of the American Bar Foundation. She is a member of the American Law Institute, has served as a member of the Board of Directors of the Sedona Conference, a member of the American Antitrust Institute and the Public Justice Foundation.

Michele S. Burkholder graduated with Distinction from the Pennsylvania State University with dual degrees in Journalism and Sociology, and received her Juris Doctorate, *cum laude*, from the Dickinson School of Law, and was a member of the Woolsack Honor Society. She was Vice-President of the International Law Society and a member of Amnesty International. Ms. Burkholder served as a law clerk to the Honorable Ronald E. Vican, President Judge of Monroe County, Pennsylvania.

Ms. Burkholder is court-appointed Plaintiffs' Liaison Counsel in *Darvocet, Darvon and Propoxyphene Products Liability Litigation*, MDL No. 2226 (E.D. Ky.).

Daniel N. Gallucci received his Bachelor of Arts in History from Gettysburg College and his Juris Doctorate from the Dickinson School of Law of the Pennsylvania State University, where he was a member of the Woolsack Honor Society and the National Trial Moot Court Team. He was Articles Editor of *The Dickinson Law Review* and received the Best Case Note Award in the 1996-97 Law Review Competition. He also received the Conrad A. and Rocco C. Falvello Memorial Award for Diligence and Progress and was named to the Order of Barristers for Excellence in Courtroom Advocacy.

He was a law clerk to the Honorable Michael A. Georgelis, President Judge of the Court of Common Pleas of Lancaster County.

Mr. Gallucci has tried jury cases involving medical malpractice and wrongful death, and won the third largest jury verdict in the history of Lancaster County, Pennsylvania.

Mr. Gallucci served as Co-Lead Counsel in the *Heparin Products Liability Litigation*, MDL No. 1953 (N.D. Ohio) and was appointed as Co-Liaison Counsel for the Pennsylvania Plaintiffs in the *YAZ Products Liability Litigation* (Phila. C.C.P.). Most recently, he was appointed as Co-Liaison Counsel by The Honorable Arnold L. New in the *Xarelto Products Liability Litigation*, January Term, 2015, No. 2349 (Phila. C.C.P.), and a member of the State Liaison Committee by the Honorable Eldon E. Fallon in the *Xarelto (Rivaroxaran) Products Liability Litigation* (MDL No. 2592 (E.D. La.)).

Additionally, he serves on the Science and Case-Specific Committees in *Zoloft (Serataline Hydrochloride) Products Liability Litigation*, MDL No. 2342 (E.D. Pa.).

Erin C. Burns received her Bachelor of Arts from the University of Delaware and her Juris Doctorate from the Villanova University School of Law. She is a member of Psi Chi and served as a staff writer and Symposium Editor on *The Villanova Environmental Law Journal*.

Ms. Burns served as a law clerk to the Honorable Louis J. Farina, Lancaster County Court of Common Pleas and was an associate at RodaNast, P.C. from 2004 until 2012.

She served as the Vice-Chairperson of the Young Lawyers Section of the Lancaster Bar Association in 2004 and the Chairperson of that Section in 2005. Also in 2005, she sat on the Board of Directors of the Lancaster Bar Association. In March of 2005, Ms. Burns received the President's Award from the Lancaster Bar Association for development and implementation of a Habitat for Humanity community service day for the Young Lawyers Section.

She also served as a Leader of the Law Explorers Program through Learning for Life, a program for youth interested in careers in the law from 2004 through 2006.

She was recognized in Who's Who of American Women in 2006 and by Strathmore's Who's Who in 2007 and is a member of the National Association of Professional Women.

In 2012, Ms. Burns was a featured panelist for the *Legal Intelligencer's* first annual Litigation Summit, where she spoke about the taxation of costs under 28 U.S.C. §1920 for e-discovery expenses.

She is a member of the Law & Briefing Committee for *In re Zoloft (Serataline Hydrochloride) Products Liability Litigation*, MDL No. 2342 (E.D. Pa.) and was part of the deposition team for *Shane Group, Inc., et al. v. Blue Cross Blue Shield of Michigan*, Case No. 2:10-cv-14360-DPH-MKM (E.D. Mich.). Ms. Burns served as one of three Mediation Counsel in *In re Skelaxin Antitrust Litigation*, MDL No. 2343 (E.D. Tenn.).

Joanne E. Matusko received her Bachelor of Science from Beaver College and her Juris Doctorate from the Widener University School of Law. While at Widener, Ms. Matusko was a member of the Moot Court team and received a Certificate of

Achievement Award for Insurance Law. She also holds an MBA degree from Lebanon Valley College and an Associate's degree in medical technology.

Additionally, Ms. Matusko is a member of the Clinical Laboratory Management Association and of the American Society of Clinical Pathologists.

She worked as Director of Laboratory Services at a local hospital and was an Adjunct Instructor of Laboratory Sciences at Thomas Jefferson University College of Allied Health Professions. She is currently an Adjunct Professor at Central Penn College and Harrisburg Area Community College teaching business, legal, and healthcare classes.

Ms. Matusko received a Prominent listing on Martindale-Hubbell in June 2011 and was selected by *Super Lawyers* as a Rising Star lawyer in 2010 and 2013 and as a Super Lawyer in 2014 and 2015.

Ms. Matusko currently serves as is a member of the Trial Committee in *Yaz, Yasmin, Ocella Gianvi Product Liability Litigation*, September Term 2009, No. 1307 (Phila. C.C.P.). Additionally, she serves on the Case-Specific Committees in *Zoloft (Serataline Hydrochloride) Products Liability Litigation*, MDL No. 2342 (E.D. Pa.), and *Xarelto Products Liability Litigation*, January Term, 2015, No. 2349 (Phila. C.C.P.).

Matthew A. Reid graduated from Ursinus College with a Bachelor of Arts in International Business and received the dual degree of Juris Doctorate and Masters of Business Administration from Widener School of Law in Wilmington, Delaware. He also holds an Honors Certificate in Business Organizations Law.

Mr. Reid is a member of the Pennsylvania BAR Association and the Philadelphia Trial Lawyers Association. His practice includes both antitrust and mass tort complex litigation.

Joseph N. Roda received his Juris Doctorate from the University of Pennsylvania, and his undergraduate degree from Brown University.

Mr. Roda worked for two years at Robinson Calcagnie Robinson Shapiro Davis, Inc. in California. Recently he moved to this firm.

Michael S. Tarringer received his Juris Doctorate from Villanova University School of Law, where he was one of the student-founders of the Family Law Society. Mr. Tarringer also holds a Bachelor of Science in Marketing from Philadelphia University,

where he graduated summa cum laude and received the American Marketing award, the Sara Tyler Wister Prize and membership in the Delta Mu Delta Business Honor Society.

Mr. Tarringer has over 15 years of class action experience, and he has concentrated his law practice in the fields of Antitrust, Consumer Protection, Products Liability, and Pharmaceutical litigation.

Mr. Tarringer is admitted to practice before the Supreme Court of Pennsylvania, the United States District Court for the Eastern District of Pennsylvania, and the United States Court of Appeals for the Third Circuit.

Prior to joining NastLaw, Mr. Tarringer served as a Federal Judicial Law Clerk to the Honorable Robert F. Kelly, in the United States District Court for the Eastern District of Pennsylvania. In addition, Mr. Tarringer served in key litigation roles in *In re Kaiser Group Int'l*, Case No. 00-2263 (Bankr. D. Del.). *See* 326 B.R. 265 (D. Del. 2005) and 278 B.R. 58 (Bankr. D. Del. 2002); and *Walter Cwietniewicz, d/b/a Ellis Pharmacy, et al v. Aetna U.S. Healthcare*, June Term, 1998, No. 423 (Pa. Comm. Pl., Phila. Cty.). Mr. Tarringer also served on the Plaintiffs' Legal Committee in the Orthopedic Bone Screw Products Liability Litigation.

CASES

NastLaw LLC has an extensive product liability and personal injury practice focusing on pharmaceutical matters, in addition to its class action practice focusing on antitrust matters. An exemplar listing of some of the class actions in which Ms. Nast has served as Lead Counsel or Executive Committee Member includes the following:

Actos (Pioglitzaone) Products Liability Litigation, MDL No. 2299 (W.D. La.), before The Honorable Rebecca F. Doherty.

Augmentin Antitrust Litigation (SAJ Distributors, Inc. and Stephen L. LaFrance Holdings, Inc. v. SmithKline Beecham Corp., d/b/a GlaxoSmithKline, Civil Action No. 04-CV-23 (E.D. Va.)), before The Honorable Henry C. Morgan, Jr.

Avandia Marketing, Sales Practices and Products Liability Litigation, MDL No. 1871 (E.D. Pa.), before The Honorable Cynthia M. Rufe.

Castano Tobacco Litigation, Civil Action No. 94-1044 (E.D. La.), before The Honorable Okla Jones II.

Chocolate Confectionery Antitrust Litigation, MDL No. 1935 (M.D. Pa.), before The Honorable Christopher C. Conner.

Children's' Ibuprofen Oral Suspension Antitrust Litigation, Misc. No. 04mc0535 (D.D.C.), before The Honorable Ellen S. Huvelle.

Darvocet, Darvon and Propoxyphene Products Liability Litigation, MDL No. 2226 (E.D. Ky.), before The Honorable Danny C. Reeves.

Diet Drug Product Liability Litigation, MDL No. 1203 (E.D. Pa.), before The Honorable Harvey Bartle III.

Effexor XR Antitrust Litigation, Civil Action No. 11-5479 (D. N.J.), before The Honorable Peter J. Sheridan.

Heparin Products Liability Litigation, MDL No. 1953 (N.D. Ohio), before The Honorable James G. Carr.

Hypodermics Products Antitrust Litigation, MDL No. 1730 (D.N.J.), before The Honorable Jose L. Linares.

Lipitor (Atorvastatin Calcium) Marketing, Sales Practices and Products Liability Litigation, MDL No. 2502 (D. S.C.), before The Honorable Richard Mark Gergel.

Medtronic, Inc. Implantable Defibrillators Products Liability Litigation, MDL No. 1726 (D. Minn.), before The Honorable James M. Rosenbaum.

Medtronic, Inc. Sprint Fidelis Leads Products Liability Litigation, MDL No. 1905 (D. Minn.), before The Honorable Richard H. Kyle.

Mirena IUD Products Liability Litigation, MDL No. 2434 (S.D. N.Y.), before The Honorable Cathy Seibel.

Modafinil Antitrust Litigation, Civil Action No. 06-CV-1797, (E.D. Pa.), before The Honorable R. Barclay Surrick and, subsequently, The Honorable Mitchell S. Goldberg.

National Football League Players' Concussion Injury Litigation, MDL No. 2323 (E.D. Pa.), before The Honorable Anita B. Brody.

Nifedipine Antitrust Litigation, MDL No. 1515 (D.D.C.), before The Honorable Richard J. Leon.

Ovcon Antitrust Litigation (SAJ Distributors, Inc., et al. v. Warner Chilcott Holdings Company III, Ltd., et al.), Civil Action No. 1:05cv02459 (D. D.C.), before The Honorable Colleen Kollar-Kotelly.

Paxil Antitrust Litigation (Nichols, et al. v. SmithKline Beecham Corp., Civil Action No. 00-6222 (E.D. Pa.)), before The Honorable John R. Padova.

Pelvic Repair Systems (S.D. W.V.), before The Honorable Joseph R. Goodwin, including *Ethicon, Inc. MDL No. 2327, Boston Scientific Corp., MDL No. 2326 and American Medical Systems, Inc. MDL No. 2325*.

Serzone Products Liability Litigation, MDL No. 1477 (S.D. W.Va.), before The Honorable Joseph R. Goodwin.

Testosterone Replacement Therapy Products Liability Litigation, MDL No. 2545 (N.D. Ill.), before The Honorable Matthew F. Kennelly.

Tylenol (Acetaminophen) Marketing, Sales Practices and Products Liability Litigation, MDL No. 2436 (E.D. Pa.), before The Honorable Lawrence F. Stengel.

Wellbutrin SR Antitrust Litigation (SAJ Distributors, Inc., et al. v. Smithkline Beecham Corp., Civil Action No. 04-5525 (E.D. Pa.)), before The Honorable Bruce W. Kauffman and, subsequently, The Honorable Lawrence F. Stengel.

Wellbutrin XL Antitrust Litigation, Civil Action No. 08-2431 (E.D. Pa.), before The Honorable Mary A. McLaughlin.

Xarelto (Rivaroxaban) Products Liability Litigation, MDL No. 2592 (E.D. La.) before The Honorable Eldon E. Fallon.

Xarelto Products Liability Litigation, January Term, 2015, No. 2349 (Phila. C.C.P.) before The Honorable Arnold L. New.

Yasmin and Yaz (Drospirenone) Marketing Sales Practices and Products Liability Litigation MDL No. 2100 (S.D. Ill.), before The Honorable David R. Herndon.

Yaz, Yasmin, Ocella Gianvi Product Liability Litigation, September Term 2009, No. 1307 (Phila. C.C.P.), before The Honorable Sandra Mazer Moss.

Zoloft (Sertraline Hydrochloride) Products Liability Litigation, MDL No. 2342 (E.D. Pa.), before The Honorable Cynthia M. Rufe.

EXHIBIT 2

EXHIBIT 2

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

NastLaw LLC

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					
Dianne M. Nast	P	2015	0.60	\$780.00	\$468.00
Erin C. Burns	A	2015	0.60	\$450.00	\$270.00
TOTAL:			1.20		\$738.00

- (P) Partner
- (A) Associate
- (INV) Investigator