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**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

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| <i>In re K-Dur Antitrust Litigation</i> This document relates to: All Direct Purchaser Actions | Civil Action No. 01-cv-1652(SRC)(CLW) MDL Docket No. 1419 |
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**SECOND JOINT DECLARATION OF DAVID F. SORENSEN AND BRUCE E.
GERSTEIN IN SUPPORT OF CLASS COUNSEL'S MOTION FOR AN AWARD OF
ATTORNEYS' FEES, REIMBURSEMENT OF EXPENSES AND INCENTIVE AWARD
TO THE CLASS REPRESENTATIVE**

1. We, David F. Sorensen, managing shareholder at Berger & Montague, P.C. (“B&M”), and Bruce E. Gerstein, managing partner at Garwin Gerstein & Fisher, L.L.P. (“GGF”), and the law firms appointed by the Court as Co-Lead Counsel for the Direct Purchaser Class Plaintiffs (“DPCPs”), previously submitted a declaration on July 17, 2017 (ECF No. 1046-2) (“First Gerstein-Sorensen Declaration”) in support of their Motion for an Award of Attorneys’ Fees, Reimbursement of Expenses and Incentive Award to the Class Representative (ECF No. 1046) (“Motion”).

2. Since we submitted that declaration, we have learned that a bookkeeping error led to one firm incorrectly reporting its contributions to Class Counsel’s litigation fund by \$70,000. A revised declaration of that firm is attached hereto as Exhibit A.

3. The following chart (subtracting that \$70,000) summarizes the revised aggregate time and necessary expenses of all Class Counsel:

| Firm Name | Hours | Lodestar | Expenses¹ |
|--|------------------|------------------------|-----------------------------|
| Garwin Gerstein & Fisher LLP | 8,014.54 | \$5,824,531.35 | \$658,095.75 |
| Berger & Montague, P.C. | 16,265.75 | \$8,536,389.45 | \$917,138.98 |
| Cohn Lifland Pearlman Herrmann & Knopf LLP | 2,632.10 | \$1,511,749.91 | \$167,825.00 |
| Smith Segura & Raphael LLP | 5,799.80 | \$2,288,231.50 | \$371,884.64 |
| Odom & Des Roches LLP | 7,481.00 | \$4,681,518.75 | \$422,132.12 |
| Heim Payne & Chorush LLP | 6,338.06 | \$3,152,391.25 | \$341,445.52 |
| TOTAL | 46,531.25 | \$25,994,812.21 | \$2,963,522.01 |

4. As detailed in the First Gerstein-Sorensen Declaration, Class Counsel incurred an additional outstanding expense of \$198,948.75 for the services of a United States Supreme Court

¹ As noted previously, Squire Sanders & Dempsey, a law firm which no longer exists due to merger in 2014, contributed \$15,000.00 to the litigation fund. First Gerstein-Sorensen Declaration ¶ 83 n.2.

expert to assist Class Counsel in United States Supreme Court policies and procedures and in responding to Defendants' petition for certiorari. *Id.* at ¶84.

5. Accordingly, Class Counsel's total expenses of \$3,092,470.76 - minus the \$25,371.09 that remained in Class Counsel's litigation fund as of the date of the Motion - results in a final figure of **\$3,067,099.67** of incurred, unreimbursed expenses.

6. Detailed time records and expense vouchers/receipts are available to the Court in camera should the Court wish to examine them.

7. The date for members of the class to object to the settlement and to the application for attorney fees, costs, and expenses was August 7, 2017. The notice sent to the class members informing them of the settlement advised that any class member could object to the settlement (or any part of it) or object to the application for attorney fees, costs, and expenses. *See* Affidavit of Michael Rosenbaum Regarding Mailing of Notice of Settlement, Ex. 1 at 9-10 (Dkt. No. 1049-1, filed Jul. 25, 2017). The notice also informed class members where they could obtain a copy of the settlement agreement and (once it was filed) a copy of class counsel's application for attorney fees, costs, and expenses. *Id.* at 2, 9-10.

8. However, no class member has objected to either the settlement or the Motion (i.e. the application for attorney fees, costs, and expenses).

9. To the contrary, class members who, according to an initial analysis for Class Counsel's expert economist (Dr. Jeffrey J. Leitzinger) will be entitled to approximately 83.23% of the monetary recovery, have submitted letters to the Court expressly and affirmatively supporting both the settlement and Class Counsel's fee request of 33 $\frac{1}{3}$ % of the settlement.

I, Bruce E. Gerstein, declare under penalty of perjury that the above is true and correct.

/s/ Bruce E. Gerstein
Bruce E. Gerstein

I, David F. Sorensen, declare under penalty of perjury that the above is true and correct.

/s/ David F. Sorensen
David F. Sorensen