

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

STEPHEN SULLIVAN, WHITE OAK FUND LP,  
CALIFORNIA STATE TEACHERS' RETIREMENT  
SYSTEM, SONTERRA CAPITAL MASTER FUND,  
LTD., FRONTPOINT PARTNERS TRADING  
FUND, L.P., AND FRONTPOINT AUSTRALIAN  
OPPORTUNITIES TRUST on behalf of themselves  
and all others similarly situated,

Plaintiffs,

*- against -*

BARCLAYS PLC, BARCLAYS BANK PLC, BARCLAYS  
CAPITAL INC., BNP PARIBAS S.A., CITIGROUP,  
INC., CITIBANK, N.A., COÖPERATIEVE  
CENTRALE RAIFFEISEN-BOERENLEENBANK  
B.A., CRÉDIT AGRICOLE S.A., CRÉDIT AGRICOLE  
CIB, DEUTSCHE BANK AG, DB GROUP SERVICES  
UK LIMITED, HSBC HOLDINGS PLC, HSBC BANK  
PLC, ICAP PLC, ICAP EUROPE LIMITED, J.P.  
MORGAN CHASE & CO., JPMORGAN CHASE  
BANK, N.A., THE ROYAL BANK OF SCOTLAND  
PLC, SOCIÉTÉ GÉNÉRALE SA, UBS AG AND JOHN  
DOE NOS. 1-50,

Defendants.

Docket No. 13-cv-02811 (PKC)

**DECLARATION OF GEOFFREY M. HORN  
IN SUPPORT OF CLASS COUNSEL'S MOTION FOR  
AWARD OF ATTORNEYS' FEES AND REIMBURSEMENT OF EXPENSES**

I, Geoffrey M. Horn, pursuant to 28 U.S.C. §1746, hereby declare as follows:

1. I am a shareholder in the law firm of Lowey Dannenberg, P.C. (“Lowey”). The statements herein are true to the best of my personal knowledge, information and belief based on the books and records of Lowey and information received from its attorneys and staff.
2. At all times relevant hereto, Lowey served as counsel for Plaintiffs and class representatives Stephen Sullivan, White Oak Fund LP, California State Teachers’ Retirement System (“CalSTRS”), Sonterra Capital Master Fund, Ltd., FrontPoint Partners Trading Fund, L.P., and FrontPoint Australian Opportunities Trust. This Court appointed Lowey and Lovell Stewart Halebian Jacobson LLP (“Lovell”) as Class Counsel for the Settlement Class in the above-captioned action.
3. I respectfully submit this declaration in support of Class Counsel’s Motion for Award of Attorneys’ Fees and Reimbursement of Expenses (“Motion”) and seek attorneys’ fees and reimbursement of expenses in this Action.
4. Set forth below are Lowey’s legal services rendered in this litigation, the lodestar value of those services and the expenses reasonably incurred by the firm in connection with this litigation for which reimbursement is requested.
5. The services Lowey performed on behalf of the putative class in connection with the prosecution of the litigation since February 28, 2018 include, but are not limited to, the following: (a) developed discovery strategy as to prosecuting the case against Citi and JPMorgan; (b) developed class certification strategy; (c) researched, retained and collaborated with economic and industry experts to develop damages methodologies and expert models and to prepare expert reports and rebuttal expert reports on class certification issues; (d) prepared Plaintiffs’ experts for deposition by Citi and JPMorgan; (e) selected settlement and allocation mediators, prepared comprehensive mediation statements and attended settlement and allocation mediations; (f) negotiated settlement

terms with Citi and JPMorgan, including non-monetary cooperation terms; (g) drafted term sheets, settlement documents, preliminary and final approval documents, escrow agreements and the notice to class members in connection with Plaintiffs' \$182.5 million settlement with Citi and JPMorgan; (h) oversaw the implementation of the court approved notice plan in connection with Plaintiffs' \$182.5 million settlement with Citi and JPMorgan; (i) coordinate with Claims Administrator concerning the processing and analysis of claims forms; (j) prepared for, participated in, and led meet-and-confers with Citi and JPMorgan on discovery issues; (k) drafted Plaintiffs' responses and objections to Defendants' discovery requests, interrogatories and Rule 30(b)(6) notices; (l) researched and located Plaintiffs' documents responsive to Citi and JPMorgan's document requests and interrogatories; (m) coordinated Plaintiffs' document productions in response to defendants' requests; (n) developed search term proposals to be used by Citi and JPMorgan to collect and produce responsive documents; (o) monitored Defendants' discovery responses and drafted document deficiency letters; (p) liaised with clients and kept them apprised of litigation events, including court decisions and impact, settlement strategy, and discovery; (q) developed, supervised, or otherwise managed the overall strategy and direction of the litigation; (r) developed briefing and settlement strategy; and (s) coordinated with Lovell and additional Plaintiffs' Counsel regarding all aspects of the litigation. A more detailed description of Lowey's work is provided in the Joint Declaration of Vincent Briganti and Christopher Lovell accompanying this Motion, the previously filed Joint Declaration of Vincent Briganti and Christopher Lovell dated March 23, 2018 (ECF No. 403), and the previously filed Declaration of Geoffrey M. Horn dated March 23, 2018 (ECF No. 411).

6. The schedule in ¶ 7 below is a summary reflecting the amount of time spent by Lowey's attorneys and professional support staff involved in this litigation from (1) inception to February 28, 2019, and (2) from March 1, 2018 to February 28, 2019, as well as the lodestar

calculations for both periods based on the firm’s current hourly billing rates. The schedule was prepared based upon daily time records maintained by Lowey’s attorneys and professional support staff. The schedule in ¶ 10 below reflects the expenses paid by the firm in its representation of the putative class in this litigation from March 1, 2018 to present. The hourly billing rate for any timekeeper primarily involved in first-level document review has been capped at \$350/hour, and the charges for timekeepers with less than 15 hours billed in this Action have been excluded. Lowey did not employ any contract lawyers in this matter. Each lawyer and paralegal listed below was a full-time employee of the firm.

7. Lowey’s total fee compensable time for which it seeks an award of attorneys’ fees is summarized below.

<b>Attorney</b>	<b>Role<sup>1</sup></b>	<b>Rate</b>	<b>Hours from inception to 2/28/2019</b>	<b>Lodestar from inception to 2/28/2019</b>	<b>Hours from 3/1/2018 to 2/28/2019</b>	<b>Lodestar from 3/1/2018 to 2/28/2019</b>
Barbara J. Hart	S	\$945	240.60	\$227,367.00	25.90	\$24,475.50
Geoffrey M. Horn	S	\$945	3,207.30	\$3,030,898.50	397.70	\$375,826.50
Gerald Lawrence	S	\$945	445.90	\$421,375.50	77.10	\$72,859.50
Peter D. St. Phillip, Jr.	S	\$945	1,239.30	\$1,171,138.50	6.10	\$5,764.50
Richard W. Cohen	S	\$945	72.80	\$68,796.00	-	-
Thomas M. Skelton	S	\$945	747.75	\$706,623.75	470.30	\$444,433.50
Vincent Briganti	S	\$945	7,160.80	\$6,766,956.00	821.20	\$776,034.00
David C. Harrison	P	\$840	325.70	\$273,588.00	-	-

<sup>1</sup> “S” refers to Shareholders. “P” refers to Partners. “A” refers to Associates. “AA” refers to law graduates who are awaiting admission. “PL” refers to Paralegals. The hourly rates for the shareholders, associate attorneys and professional support staff in my firm included above are the same rates charged for their services in non-contingent matters and/or which have been accepted and approved in other complex class action litigation. *See, e.g., In re London Silver Fixing, Ltd., Antitrust Litigation*, Case No. 1:14-cv-05682-VEC (S.D.N.Y.), ECF No. 43 (November 25, 2014 Order appointing Lowey as co-lead counsel in silver fixing class action finding that Lowey’s “hourly rates of the proposed attorneys generally reasonable.”).

<b>Attorney</b>	<b>Role<sup>1</sup></b>	<b>Rate</b>	<b>Hours from inception to 2/28/2019</b>	<b>Lodestar from inception to 2/28/2019</b>	<b>Hours from 3/1/2018 to 2/28/2019</b>	<b>Lodestar from 3/1/2018 to 2/28/2019</b>
Johnathan P. Seredynski	A	\$625	119.60	\$74,750.00	119.60	\$74,750.00
Scott Papp	A	\$625	41.40	\$25,875.00	-	-
Sitso Bediako	A	\$625	1,511.20	\$944,500.00	623.90	\$389,937.50
Sung-Min Lee	A	\$600	42.00	\$25,200.00	-	-
Christian Levis	A	\$575	2,373.50	\$1,364,762.50	402.50	\$231,437.50
Frank Strangeman	A	\$575	1,646.20	\$946,565.00	691.00	\$397,325.00
Raymond Girnys	A	\$575	3,499.80	\$2,012,385.00	194.30	\$111,722.50
Deborah Rogozinski	A	\$550	31.30	\$17,215.00	-	-
Ian Sloss	A	\$550	1,549.30	\$852,115.00	0.50	\$275.00
John D'Amico	A	\$550	2,727.30	\$1,500,015.00	-	-
Lee J. Lefkowitz	A	\$550	615.50	\$338,525.00	17.00	\$9,350.00
Jennifer Tembeck	A	\$450	4,198.00	\$1,889,100.00	731.30	\$329,085.00
Roland R. St. Louis III	A	\$450	371.40	\$167,130.00	289.90	\$130,455.00
Jennifer Risener	A	\$420	116.30	\$48,846.00	4.00	\$1,680.00
Melissa Cabrera	A	\$400	676.20	\$270,480.00	-	-
Michelle Conston	A	\$400	1,287.30	\$514,920.00	-	-
Lee Yun Kim	A	\$390	579.60	\$226,044.00	97.00	\$37,830.00
Sylvie Bourassa	A	\$390	1,348.50	\$525,915.00	5.70	\$2,223.00
Timothy B. Rode	A	\$390	104.30	\$40,677.00	104.30	\$40,677.00
Matthew Acocella	A	\$375	359.30	\$134,737.50	208.60	\$78,225.00
Julia R. McGrath	A	\$365	174.70	\$63,765.50	174.70	\$63,765.50
Anthony Christina	A	\$350	2,609.60	\$913,360.00	281.30	\$98,455.00
Anthony Odorisi	A	\$350	301.55	\$105,542.50	150.20	\$52,570.00

<b>Attorney</b>	<b>Role<sup>1</sup></b>	<b>Rate</b>	<b>Hours from inception to 2/28/2019</b>	<b>Lodestar from inception to 2/28/2019</b>	<b>Hours from 3/1/2018 to 2/28/2019</b>	<b>Lodestar from 3/1/2018 to 2/28/2019</b>
Bracha Gefen	A	\$350	411.80	\$144,130.00	212.70	\$74,445.00
Christina McPhaul	A	\$350	665.90	\$233,065.00	3.40	\$1,190.00
Craig Maider	A	\$350	156.00	\$54,600.00	-	-
Henry J. Kusjanovic	A	\$350	272.30	\$95,305.00	223.00	\$78,050.00
Peter Demato, Jr.	A	\$350	695.80	\$243,530.00	43.70	\$15,295.00
William J. Olson	A	\$350	1,345.10	\$470,785.00	220.20	\$77,070.00
Bonnie Espino	A	\$350	188.10	\$65,835.00	-	-
Jonathan B. O'Brien	A	\$350	265.00	\$92,750.00	-	-
Richard C. Frank	A	\$340	1,759.10	\$598,094.00	306.60	\$104,244.00
Samantha L. Breitner	A	\$340	136.60	\$46,444.00	42.30	\$14,382.00
Yong Kim	A	\$340	309.20	\$105,128.00	-	-
Adam Settle	A	\$325	2,281.30	\$741,422.50	510.90	\$166,042.50
Adebola M. Aderinto	A	\$325	1,920.70	\$624,227.50	82.50	\$26,812.50
Anita Davis	A	\$325	2,736.50	\$889,362.50	320.80	\$104,260.00
Garam Choe	A	\$325	373.00	\$121,225.00	-	-
Matthew Guarnero	A	\$325	72.90	\$23,692.50	-	-
<b>Paralegals and Legal Assistants</b>						
Katherine Vogel	PL	\$290	51.60	\$14,964.00	12.60	\$3,654.00
Gregory Santiago	PL	\$160	57.00	\$9,120.00	2.50	\$400.00
Joanne Mannion	PL	\$160	21.80	\$3,488.00	-	-
Stephen Fay	PL	\$160	70.00	\$11,200.00	3.50	\$560.00
Elisa Horn	PL	\$150	418.80	\$62,820.00	-	-
<b>TOTALS</b>			<b>53,932.50</b>	<b>\$30,320,356.25</b>	<b>7,878.80</b>	<b>\$4,415,561.50</b>

8. Thus, the total time for which my firm is requesting an award of legal fees is 53,932.50 hours. The total lodestar value of these professional services is \$30,320,356.25.

9. The above hourly rates for Lowey's attorneys and professional support staff are the firm's current hourly rates. The firm's lodestar figures do not include charges for expense items. Expense items are billed separately and such charges are not duplicated in the firm's current billing rates. Further, expense items do not contain any general overhead costs and do not contain a surcharge over the amount paid to the corresponding vendor(s).

10. As detailed and categorized in the below schedule, Lowey has paid a total of \$514,515.29 in expenses from March 1, 2018 to present for which it is currently requesting reimbursement.

<b>Expense Categories</b>	<b>Cumulative Expenses</b>
Travel - Airfare, Lodging, Meals, Taxi	\$ 34,617.73
Computer Research, Databases & Docket	\$ 16,463.97
Conferences, Meetings, Telephone, & Telecopier	\$ 1,027.30
Court Transcripts/Court Reporter Fees	\$ 4,847.78
Document Review, IT and Maintenance	\$ 28,995.13
Professional, Consulting, or Expert Fees	\$ 420,231.58
Investigators	\$ 10,231.20
Economic & Market Consultants	\$ 388,506.74
Mediators	\$ 15,605.47
Hague Commissioner	\$ 1,539.17
Translation Vendor(s)	\$ 349.00
Other Consultants	\$ 4,000.00
In-House Copying	\$ 7,900.00
Postage, Mailing, FedEx, UPS, Fares & Messengers	\$ 156.80
Service and Filing Fees	\$ 275.00
<b>TOTAL</b>	<b>\$ 514,515.29</b>

11. The above schedule was prepared based upon expense records reflected in the Lowey's books and records. These books and records are prepared from expense vouchers, check records, receipts and other source materials.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on March 22, 2019

*/s/ Geoffrey Horn*