

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

Andrew Beckett, Arizona Doe, California Doe, S.A., Colorado Doe, Connecticut Doe, DC Doe, Florida Doe, Georgia Doe, Illinois Doe, Indiana Doe, Kansas Doe, Maine Doe, Maryland Doe, Minnesota Doe, Mississippi Doe, Missouri Doe, Nevada Doe, NewHampshire Doe, NewJersey Doe, NewMexico Doe, NewYork Doe1, NewYork Doe2, NewYork Doe3, NewYork Doe4, NorthCarolina Doe, Ohio Doe, Oklahoma Doe, SouthCarolina Doe, Tennessee Doe, Texas Doe, Virginia Doe, Washington Doe, John Doe, Jane Doe2, John Doe1, and John Doe2, individually and on behalf of all others similarly situated,

Plaintiffs,

v.

Aetna, Inc., Aetna Life Insurance Company,
and Aetna Specialty Pharmacy, LLC,

Defendants.

Case No. 2:17-CV-3864-JS

**DECLARATION OF SHANON J. CARSON IN SUPPORT OF PLAINTIFFS’
MOTION FOR PRELIMINARY APPROVAL OF CLASS ACTION SETTLEMENT**

I, Shanon J. Carson, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am a member in good standing of the bar of the Commonwealth of Pennsylvania, and I am admitted to this Court. I respectfully submit this Declaration in support of Plaintiffs’ Motion for Preliminary Approval of Class Action Settlement. The following is based on my personal knowledge, and if called upon to do so, I could and would competently testify thereto.

2. I am a Managing Shareholder of Berger & Montague, P.C. (“Berger & Montague”) and one of the proposed Co-Lead Class Counsel for Plaintiffs and the Settlement Class in the above-captioned litigation.

3. Berger & Montague specializes in class action litigation in federal and state courts and is one of the preeminent class action law firms in the United States. I have attached a copy of our Firm's resume hereto as Exhibit 1. Berger & Montague currently consists of over 60 attorneys who primarily represent plaintiffs in complex civil litigation and class action litigation in federal and state courts. Berger & Montague has played lead roles in major class action cases for over 48 years, and has obtained settlement and recoveries totaling well over \$30 billion for our clients and the classes they have represented.

4. Our Firm's Consumer Protection Group protects consumers' rights when they are injured by false or misleading advertising, defective products, data privacy breaches, and various other unfair trade practices. I, along with E. Michelle Drake, another Shareholder at our Firm involved in this litigation, Co-Chair the Consumer Protection Department at Berger & Montague, and we have an extensive background in litigation on behalf of consumers. I currently serve as lead or co-lead counsel in many class and collective action cases in federal courts across the country. This level of experience has enabled Berger & Montague to undertake this matter and to efficiently and successfully prosecute and settle the claims of the Settlement Class.

5. Specifically, Berger & Montague has served as lead counsel and/or on steering committees of multiple nationwide data breach class actions, including serving as Co-Lead Counsel in *In re TJX Companies Retail Security Breach Litigation*, No. 1:07-cv-10162-WGY (D. Mass.), a multidistrict litigation brought on behalf of individuals whose personal and financial data was compromised in the then-largest theft of personal data in history, which was settled for benefits valued at over \$200 million. Berger & Montague also served on the Executive Committee in *In Re: Heartland Payment Systems, Inc. Customer Data Security Breach Litigation*, No. 4:09-MD-2046 (S.D. Tex. 2009), and *In re: Countrywide Financial Corp. Customer Data Security Breach*

Litigation, No. 3:08-md-01998-TBR (W.D. Ky. 2008). My firm currently serves on the Steering Committee in *In Re Experian Data Breach Litigation*, No. 8:15-cv-01592 (C.D. Cal).

6. As stated above, I Co-Chair the Firm's Consumer Protection Department, and I also Co-Chair the Firm's Employment Law Department. I have achieved the highest peer-review rating, "AV," in Martindale Hubbell, and have repeatedly been singled out for honors and awards by numerous publications. For example, in 2015, 2016, and 2017, I was selected as one of the top 100 attorneys in Pennsylvania, as reported by Thomson Reuters. I concentrate my practice on the prosecution of class actions on behalf of consumers and employees across the country.

7. I have served as lead or co-lead counsel in dozens of successful class action cases in federal courts across the country, including, just for example:

- a. *In re: CertainTeed Fiber Cement Siding Litigation*, MDL No. 2270 (E.D. Pa.). Co-Lead Counsel. I served as Co-Lead Counsel in this products liability multidistrict litigation concerning CertainTeed Corporation's fiber cement siding, on behalf of a nationwide class of consumers. We obtained a settlement of more than \$103 million (cash, non-reversionary).
- b. *George v. Uponor, Inc.*, No. 12-249 (D. Minn.). Co-Lead Counsel. I served as Co-Lead Counsel in the products liability nationwide class action concerning Uponor's yellow brass F1960 plumbing fittings, and obtained a large class action settlement.
- c. *Jantz v. Social Security Administration*, EEOC Case No. 531-2006- 00276X. Co-Lead Counsel. I served as Co-Lead Counsel in this nationwide class action alleging that the Social Security Administration discriminated against its employees with targeted disabilities. On October 8, 2008, the EEOC certified a nationwide litigation class of employees of the Social Security Administration who have severe disabilities and who have alleged discrimination with respect to promotions for which they were deemed to be qualified. We subsequently obtained a cash, non-reversionary class action settlement of \$9,980,000 plus significant injunctive relief.
- d. *Employees Committed for Justice v. Eastman Kodak Company*, No. 6:04-cv-06098 (W.D.N.Y.). Co-Lead Counsel. As Co-Lead Counsel, I obtained a settlement of \$21.4 million on behalf of a nationwide class of African American employees of Kodak alleging a pattern and practice of racial discrimination.

I have also served and been appointed as lead or co-lead counsel in numerous other types of class actions throughout the country that have achieved many millions of dollars in settlements on behalf of my clients and the classes they have represented.

8. E. Michelle Drake is a Shareholder in Berger & Montague's Minneapolis office who has worked on this case with me. Michelle focuses her practice primarily on privacy, consumer protection, and financial services class actions. Michelle serves on the Board of the National Association of Consumer Advocates, is a member of the Partner's Council of the National Consumer Law Center, and is a Co-Chair for the Consumer Litigation Section for the Minnesota State Bar Association. She has previously served as a member of the Ethics Committee for the National Association of Consumer Advocates, and as Treasurer and At-Large Council Member for the Consumer Litigation Section for the Minnesota Bar Association. Michelle has been named to The Best Lawyers of America, Top 50 Women Minnesota Super Lawyers, and the Super Lawyers List in multiple years. Michelle was also appointed to the Federal Practice Committee in 2010 by the U.S. District Court for the District of Minnesota. She has been quoted in the New York Times and the National Law Journal, and her cases were named as "Lawsuits of the Year" by Minnesota Law & Politics in both 2008 and 2009.

9. Michelle was appointed as liaison counsel for the Consumer Cases in *In re: Target Corp. Customer Data Security Breach Litig.*, MDL No. 14-2522 (D. Minn.), where she helped obtain a \$10 million settlement (exclusive of attorneys' fees and notice expenses) for over 97 million consumers. She has also served as lead class counsel in a variety of other privacy related matters, including: *Rubio-Delgado v. Aerotek, Inc.*, No. 2:16-cv-01066 (S.D. Ohio) (\$15 million settlement on behalf of class members alleging invasion of privacy by employer); *Knights v. Publix Super Markets, Inc.*, No. 3:14-cv-00720 (M.D. Tenn.) (\$6.75 million settlement on behalf of class

members alleging invasion of privacy by employer); *Hillson v. Kelly Services, Inc.*, No. 2:15-cv-10803 (E.D. Mich.) (\$6.749 million settlement on behalf of class members alleging invasion of privacy by employer); *Ernst v. DISH Network, LLC, Sterling Infosystems, Inc.*, No. 12-cv-8794 (S.D.N.Y.) (\$4.75 million settlement on behalf of class members for claims against consumer reporting agency for illegal publication of information the FCRA requires to be kept private, and \$1.75 million settlement on behalf of class members for claims against employer for invasion of privacy); *Brown v. Delhaize America, LLC*, No. 1:14-cv-00195 (M.D.N.C.) (\$2.99 million settlement on behalf of class members for invasion of privacy by employer and failure to provide consumers with information they have a right to access); *Nesbitt v. Postmates, Inc.*, No. CGC-15-547146 (Cal. Super. Ct., San Fran. Cnty.) (\$2.5 million settlement on behalf of class members in case involving invasion of privacy by employer); *Singleton v. Domino's Pizza, LLC*, No. 8:11-cv-01823 (D. Md.) (\$2.5 million settlement on behalf of class members in case involving invasion of privacy by employer); *Heaton v. Social Finance, Inc.*, No. 3:14-cv-5191 (N.D. Cal.) (\$2.5 million settlement on behalf of class members in case involving privacy of credit information and invasion of that privacy by lender); *Halvorson v. TalentBin, Inc.*, No. 3:15-cv-05166 (N.D. Cal.) (\$1.15 million settlement on behalf of class members in case involving privacy of consumer information and invasion of that privacy by an online data aggregator); *Legrand v. IntelliCorp Records, Inc.*, No. 1:15-cv-2091 (N.D. Ohio) (\$1.1 million settlement on behalf of class members in case involving the illegal publication of inaccurate background information by a consumer reporting agency).

10. In addition, Sarah R. Schalman-Bergen, a Shareholder of Berger & Montague, and Co-Chair (with me) of our firm's Employment Law Department, has served as *Volunteer Of Counsel* to the AIDS Law Project of Pennsylvania ("AIDS Law Project") for the past ten years.

Through her work with the AIDS Law Project, Berger & Montague has co-counseled HIV discrimination and confidentiality cases, as well as other cases impacting the rights of people living with HIV/AIDS. *See, e.g., Jones v. OSS Orthopaedic Hospital LLC*, No. 1:16-cv-01258-YK (M.D. Pa. 2016) (representing client alleging discriminatory denial of access to aquatic therapy pool because of plaintiff's HIV status); *Jones v. Diamantoni & Associates Family Practice*, No. 2:14-cv-6796-GP (E.D. Pa. 2015) (settlement reached on behalf of client and his family after being allegedly dismissed from a medical practice based on the client's HIV status); *Smith v. Milton Hershey School*, No. 11-7391, 2012 WL 1966125 (E.D. Pa. 2012) (alleging that the Milton Hershey School refused to enroll a 13-year-old student because he is living with HIV; case settled with Department of Justice for \$715,000); *Canal Side Care Manor, LLC v. Pa. Human Relations Commission*, 30 A. 3d 568 (Commw. Ct. Pa. 2011) (affirming finding of discrimination against personal care home who evicted a client because she was HIV positive).

11. Following Aetna's conduct that underlies this case, this case arose from communications among the AIDS Law Project, the Legal Action Center, and HIV legal organizations all over the country, who received calls from people who had been sent the Benefit Notice¹ at the end of July and beginning of August 2017.

12. Specifically, the AIDS Law Project was first contacted by an individual who received the Benefit Notice on August 1, 2017, just a few days after the Benefit Notice was sent.

13. On August 8, 2017, Sally Friedman, Legal Director of the Legal Action Center posted a query to the HIV/AIDS Law and Policy Discussion List, a listserv of advocates representing people with HIV, asking if other organizations had heard complaints about a letter from Aetna that disclosed HIV-related information.

¹ The term "Benefit Notice" and any other capitalized terms in this Declaration have the same meanings as is in the Settlement Agreement.

14. Based on the large response from advocates around the country, the AIDS Law Project and the Legal Action Center decided to send a demand letter to Aetna that the mailing be stopped immediately. On August 24, 2017, the AIDS Law Project and the Legal Action Center along with the AIDS Legal Referral Panel of San Francisco, Lambda Legal, Legal Services NYC, Los Angeles HIV Law & Policy Project, Legal Council for Health Justice – AIDS Legal Council Program, and Whitman-Walker Health, sent a letter to Aetna regarding the mailing of the Benefit Notice.

15. In response to media inquiries, Aetna disclosed that approximately 12,000 letters had been sent. Given the quantity of the mailing, the AIDS Law Project, with the agreement of the Legal Action Center, consulted with my partner, Sarah Schalman-Bergen, for class action guidance, and then with Michelle Drake and me. The AIDS Law Project, Legal Action Center and Berger & Montague (together, “Co-Lead Class Counsel”) subsequently worked together to prepare and file, on behalf of Plaintiff Andrew Beckett, a federal class action law suit in Philadelphia regarding the Incident. Plaintiff Beckett’s Complaint was the first-filed complaint in the country regarding the Incident.

16. Co-Lead Class Counsel subsequently met with Aetna and its counsel in-person on September 6, 2017, and began to negotiate an Immediate Relief Program to provide financial and counseling support for those harmed by the mailing of the Benefit Notice. On September 28, 2017, Aetna announced the program on its website, and Co-Lead Class Counsel all advertised the program through their websites and social media platforms, as well as through direct contact with individuals who had contacted Co-Lead Class Counsel.

17. On October 6, 2017 and October 25, 2017, Co-Lead Class Counsel, along with Torin A. Dorros, Esq. of Dorros Law (who represented the plaintiff who filed the second class

action case regarding the Incident), attended full-day mediation sessions overseen by mediator Magistrate Judge Diane Welsh (Ret.) in Philadelphia.

18. As a result of the mediation sessions and subsequent intensive and vigorous negotiations overseen by Judge Welsh, the Parties negotiated the Settlement Agreement which is now being presented to the Court for preliminary approval.

19. In connection with the Settlement, Berger & Montague obtained bids from three different potential settlement administrators, and after carefully reviewing the bids and interviewing the potential administrators, are recommending to the Court that Angeion Group, LLC be appointed as the Settlement Administrator in this case.

20. Since the original Complaint was filed, I have been intimately involved in every facet of this case, and, with my co-counsel, have overseen the litigation on a day-to-day basis. I am familiar with all of the facts, as well as Aetna's asserted defenses on the merits (both with respect to liability and damages), and to class certification. I believe the negotiated Settlement Agreement provides an excellent settlement for Plaintiffs and the Settlement Class. The Settlement is the result of contested litigation and involved substantial ADR-related discovery and arm's-length negotiations. In my opinion, the Settlement offers significant advantages over the continued prosecution of this case: Plaintiffs and Settlement Class Members will receive significant financial compensation and will avoid the risks inherent in the continued prosecution of this case in which Aetna would assert various defenses to its liability. The non-monetary provided by the Settlement helps ensure that a similar privacy breach will not occur again.

21. Based on the validity testing of the proposed settlement distribution formula that was conducted by the AIDS Law Project (as detailed in the accompanying Declaration of Ronda Goldfein), it is the joint and collective opinion of Co-Lead Class Counsel that the formula

encompassed in the Settlement fairly compensates Settlement Class Members for varying levels of harm suffered as a result of the Incident.

22. The Settlement Agreement also incorporates numerous measures to prevent a further HIV confidentiality breach in the course of its administration.

23. The parties have spent considerable time negotiating and drafting the Settlement Agreement, which ensures that the Settlement Class Members are provided with notice of the Settlement Agreement and its terms. The Settlement Agreement further provides that any Settlement Class Members who wish to do so, can opt out of the Settlement and pursue their own individual claims.

24. I believe that service awards are appropriate in this case as the Named Plaintiffs took very real steps to advance the interests of the Settlement Class in this litigation. The Named Plaintiffs shared intimate details about their personal lives with Class Counsel and risked their reputation in the community, as well as potential discrimination, if their HIV-related information became publicly known.

25. Based upon the foregoing, and for all reasons stated in Plaintiffs' Memorandum of Law in Support of Plaintiffs' Motion for Preliminary Approval of Class Action Settlement, Plaintiffs respectfully request that the Motion be granted.

Dated: January 16, 2018

/s/ Shanon J. Carson
Shanon J. Carson

Exhibit 1

Berger & Montague, P.C.

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About Berger & Montague

Berger & Montague is a full-spectrum class action and complex civil litigation firm, with nationally known attorneys highly sought after for their legal skills. The firm has been recognized by courts throughout the country for its ability and experience in handling major complex litigation, particularly in the fields of antitrust, securities, mass torts, civil and human rights, whistleblower cases, employment, and consumer litigation. In numerous precedent-setting cases, the firm has played a principal or lead role.

The *National Law Journal*, which recognizes a select group of law firms each year that have done “exemplary, cutting-edge work on the plaintiffs side,” has selected Berger & Montague in 13 out of the last 14 years (2003-05, 2007-16) for its “Hot List” of top plaintiffs’ oriented litigation firms in the United States. The firm has also achieved the highest possible rating by its peers and opponents as reported in *Martindale-Hubbell*, and was ranked as a 2017 “Best Law Firm” by *U.S. News - Best Lawyers*.

Currently, the firm consists of 59 lawyers; 18 paralegals; and an experienced support staff. Few firms in the United States have our breadth of practice and match our successful track record in such a broad array of complex litigation.

History of the Firm

Berger & Montague was founded in 1970 by the late David Berger to concentrate on the representation of plaintiffs in a series of antitrust class actions. David Berger helped pioneer the use of class actions in antitrust litigation and was instrumental in extending the use of the class action procedure to other litigation areas, including securities, employment discrimination, civil and human rights, and mass torts. The firm’s complement of nationally recognized lawyers has represented both plaintiffs and defendants in these and other areas, and has recovered billions of dollars for its clients. In complex litigation, particularly in areas of class action litigation, Berger & Montague has established new law and forged the path for recovery.

The firm has been involved in a series of notable cases, some of them among the most important in the last 40 years of civil litigation. For example, the firm was one of the principal counsel for plaintiffs in the *Drexel Burnham Lambert/Michael Milken* securities and bankruptcy litigation. Claimants in these cases recovered approximately \$2 billion in the aftermath of the collapse of the junk bond market and the bankruptcy of *Drexel* in the late 1980’s. The firm was also among the principal trial counsel in the *Exxon Valdez Oil Spill* litigation in Anchorage, Alaska, a trial resulting in a record jury award of \$5 billion

against Exxon, later reduced by the U.S. Supreme Court to \$507.5 million. Berger & Montague was lead counsel in the *School Asbestos Litigation*, in which a national class of secondary and elementary schools recovered in excess of \$300 million to defray the costs of asbestos abatement. The case was the first mass tort property damage class action certified on a national basis. Berger & Montague was also lead/liaison counsel in the *Three Mile Island Litigation* arising out of a serious nuclear incident.

Additionally, in the human rights area, the firm, through its membership on the executive committee in the *Holocaust Victim Assets Litigation*, helped to achieve a \$1.25 billion settlement with the largest Swiss banks on behalf of victims of Nazi aggression whose deposits were not returned after the Second World War. The firm also played an instrumental role in bringing about a \$4.37 billion settlement with German industry and government for the use of slave and forced labor during the Holocaust.

Practice Areas and Case Profiles

Antitrust

In antitrust litigation, the firm has served as lead, co-lead or co-trial counsel on many of the most significant civil antitrust cases over the last 45 years, including *In re Corrugated Container Antitrust Litigation* (recovery in excess of \$366 million), the *Infant Formula* case (recovery of \$125 million), the *Brand Name Prescription Drug* price fixing case (settlement of more than \$700 million), the *State of Connecticut Tobacco Litigation* (settlement of \$3.6 billion), the *Graphite Electrodes Antitrust Litigation* (settlement of more than \$134 million), and the *High-Fructose Corn Syrup Litigation* (\$531 million).

The *Legal 500*, a guide to worldwide legal services providers, ranked Berger & Montague as a Top-Tier Firm for Antitrust: Civil Litigation and Class Actions in the United States in its 2015 guide and has repeatedly cited Berger & Montague's antitrust practice as "stand[ing] out by virtue of its first-class trial skills."

For five straight years, Berger & Montague has been selected by *Chambers and Partners' USA's* America's Leading Lawyers for Business as one of Pennsylvania's top antitrust firms.

- ***In re Currency Conversion Fee Antitrust Litigation:*** Berger & Montague, as one of two co-lead counsel, spearheaded a class action lawsuit alleging that the major credit cards had conspired to fix prices for foreign currency conversion fees imposed on credit card transactions. After eight years of litigation, a settlement of \$336 million was approved in October, 2009, with a Final Judgment entered in November, 2009. Following the resolution of eleven appeals, the District Court, on October 5, 2011, directed distribution of the settlement funds to more than 10 million timely filed claimants, among the largest class of claimants in an antitrust consumer class action. A subsequent settlement with American Express increased the settlement amount to \$386 million. (MDL No. 1409 (S.D.N.Y)).
- ***In re Marchbanks Truck Service Inc., et al. v. Comdata Network, Inc.:*** Berger & Montague was co-lead counsel in this antitrust class action brought on behalf of a class of thousands of Independent Truck Stops. The lawsuit alleged that defendant Comdata Network, Inc. had monopolized the market for specialized Fleet Cards used by long haul truckers. Comdata imposed anticompetitive provisions in its agreements with Independent Truck Stops that artificially inflated the fees Independents paid when accepting the Comdata's Fleet Card for payment. These contractual provisions, commonly referred to as anti-steering provisions or merchant restraints, barred Independents from taking various competitive steps that could have been used to

steer fleets to rival payment cards. The settlement for \$130 million and valuable prospective relief was preliminary approved on March 17, 2014, and finally approved on July 14, 2014. In its July 14, 2014 order approving Class Counsel's fee request, entered contemporaneously with its order finally approving the settlement, the Court described this outcome as "substantial, both in absolute terms, and when assessed in light of the risks of establishing liability and damages in this case."

- ***Ross, et al. v. Bank of America (USA) N.A., et al.***: Berger & Montague, as lead counsel for the cardholder classes, obtained final approval of settlements reached with Chase, Bank of America, Capital One and HSBC, on claims that the defendant banks unlawfully acted in concert to require cardholders to arbitrate disputes, including debt collections, and to preclude cardholders from participating in any class actions. The case was brought for injunctive relief only. The settlements remove arbitration clauses nationwide for 3.5 years from the so-called "cardholder agreements" for over 100 million credit card holders. This victory for consumers and small businesses came after nearly five years of hard-fought litigation, including obtaining a decision by the Court of Appeals reversing the order dismissing the case, and will aid consumers and small businesses in their ability to resist unfair and abusive credit card practices. A proposed settlement has been reached with the non-bank defendant arbitration provider (NAF), and, after defeating summary judgment, Berger & Montague is preparing the case for trial against the remaining two bank defendants.
- ***In re High Fructose Corn Syrup Antitrust Litigation***: Berger & Montague was one of three co-lead counsel in this nationwide class action alleging a conspiracy to allocate volumes and customers and to price-fix among five producers of high fructose corn syrup. After nine years of litigation, including four appeals, the case was settled on the eve of trial for \$531 million. (MDL No. 1087, Master File No. 95-1477 (C.D. Ill.)).
- ***In re Linerboard Antitrust Litigation***: Berger & Montague was one of a small group of court-appointed executive committee members who led this nationwide class action against producers of linerboard. The complaint alleged that the defendants conspired to reduce production of linerboard in order to increase the price of linerboard and corrugated boxes made therefrom. At the close of discovery, the case was settled for more than \$200 million. (98 Civ. 5055 and 99-1341 (E.D. Pa.)).
- ***Johnson, et al. v. AzHHA, et al.***: Berger & Montague is co-lead counsel in this litigation on behalf of a class of temporary nursing personnel, against the Arizona Hospital and Healthcare Association, and its member hospitals, for agreeing and conspiring to fix the rates and wages for temporary nursing personnel, causing class members to be underpaid. The court approved \$24 million in settlements on behalf of this class of nurses. (Case No. 07-1292 (D. Ariz.)).
- ***In re Graphite Electrodes Antitrust Litigation***: Berger & Montague was one of the four co-lead counsel in a nationwide class action price-fixing case. The case settled for in excess of \$134 million and over 100% of claimed damages. (02 Civ. 99-482 (E.D. Pa.)).
- ***North Shore Hematology-Oncology Assoc., Inc. v. Bristol-Myers Squibb Co.***: The firm was one of several prosecuting an action complaining of Bristol Myers's use of invalid patents to block competitors from marketing more affordable generic versions of its life-saving cancer drug, Platinol (cisplatin). The case settled for \$50 million. (No. 1:04CV248 (EGS) (D.D.C.)).
- ***In re Catfish Antitrust Litig. Action***: The firm was co-trial counsel in this action which settled with the last defendant a week before trial, for total settlements approximating \$27 million. (No. 2:92CV073-D-O, MDL No. 928 (N.D. Miss.)).
- ***In re Carbon Dioxide Antitrust Litigation***: The firm was co-trial counsel in this antitrust class action which settled with the last defendant days prior to trial, for total settlements approximating \$53 million, plus injunctive relief. (MDL No. 940 (M.D. Fla.)).
- ***In re Infant Formula Antitrust Litigation***: The firm served as co-lead counsel in an antitrust class action where settlement was achieved two days prior to trial, bringing the total settlement proceeds to \$125 million. (MDL No. 878 (N.D. Fla.)).

- ***Red Eagle Resources Corp., Inc., v. Baker Hughes, Inc.***: The firm was a member of the plaintiffs' executive committee in this antitrust class action which yielded a settlement of \$52.5 million. (C.A. No. H-91-627 (S.D. Tex.)).
- ***In re Corrugated Container Antitrust Litigation***: The firm, led by H. Laddie Montague, was co-trial counsel in an antitrust class action which yielded a settlement of \$366 million, plus interest, following trial. (MDL No. 310 (S.D. Tex.)).
- ***Bogosian v. Gulf Oil Corp.***: With Berger & Montague as sole lead counsel, this landmark action on behalf of a national class of more than 100,000 gasoline dealers against 13 major oil companies led to settlements of over \$35 million plus equitable relief on the eve of trial. (No. 71-1137 (E.D. Pa.)).
- ***In re Master Key Antitrust Litigation***: The firm served as co-lead counsel in an antitrust class action that yielded a settlement of \$21 million during trial. (MDL No. 45 (D. Conn.)).

The firm has also played a leading role in cases in the pharmaceutical arena, especially in cases involving the delayed entry of generic competition, having achieved over \$1 billion in settlements in such cases over the past decade, including:

- ***King Drug Co. v. Cephalon, Inc.***: Berger & Montague played a major role (serving on the executive committee) in this antitrust class action on behalf of direct purchasers of generic versions of the prescription drug Provigil (modafinil). After nine years of hard-fought litigation, the court approved a \$512 million partial settlement, the largest settlement ever for a case alleging delayed generic competition. (Case No. 2:06-cv-01797 (E.D. Pa.)).
- ***In re K-Dur Antitrust Litigation***: Berger & Montague served as co-lead counsel for the class in this long-running antitrust litigation. Berger & Montague litigated the case before the Court of Appeals and won a precedent-setting victory, and continued the fight before the Supreme Court. On remand, the case settled for \$60.2 million (final approval granted on October 5, 2017). (Case No. 01-1652 (D.N.J.)).
- ***In re Prandin Direct Purchaser Antitrust Litigation***: Berger & Montague served as co-lead counsel and recovered \$19 million on behalf of direct purchasers of the diabetes medication Prandin. (Case No. 2:10-cv-12141 (E.D. Mich.)).
- ***Mylan Pharmaceuticals, Inc. v. Warner Chilcott Public Ltd. Co.***: Berger & Montague was appointed as co-lead counsel in a case challenging Warner Chilcott's alleged anticompetitive practices with respect to the branded drug Doryx. The case was settled for \$15 million. (Case No. 2:12-cv-03824 (E.D. Pa.)).
- ***In re Neurontin Antitrust Litigation***: Berger & Montague served as part of a small group of firms challenging the maintenance of a monopoly relating to the pain medication Neurontin. The case settled for \$190 million. (Case No. 02-1830 (D.N.J.)).
- ***In re Skelaxin Antitrust Litigation***: Berger & Montague was among a small group of firms litigating on behalf of direct purchasers of the drug Skelaxin. The case settled for \$73 million. (Case No. 2:12-cv-83 / 1:12-md-02343) (E.D. Tenn.)).
- ***In re Wellbutrin XL Antitrust Litigation***: Berger & Montague served as co-lead counsel for a class of direct purchasers of the antidepressant Wellbutrin XL. A settlement of \$37.5 million was reached with Valeant Pharmaceuticals (formerly Biovail), one of two defendants in the case. (Case No. 08-cv-2431 (E.D. Pa.)).
- ***Rochester Drug Co-Operative, Inc. v. Braintree Labs., Inc.***: Berger & Montague, appointed as co-lead counsel, prosecuted this case on behalf of direct purchasers alleging sham litigation led to the delay of generic forms of the brand drug Miralax. The case settled for \$17.25 million. (Case No. 07-142 (D. Del.)).

- ***In re Oxycontin Antitrust Litigation:*** Berger & Montague served as co-lead counsel on behalf of direct purchasers of the prescription drug Oxycontin. The case settled in 2011 for \$16 million. (Case No. 1:04-md-01603 (S.D.N.Y)).
- ***Meijer, Inc., et al. v. Abbott Laboratories:*** Berger & Montague served as co-lead counsel in a class action on behalf of pharmaceutical wholesalers and pharmacies charging Abbott Laboratories with illegally maintaining monopoly power and overcharging purchasers in violation of the federal antitrust laws. Plaintiffs alleged that Abbott had used its monopoly with respect to its anti-HIV medicine Norvir (ritonavir) to protect its monopoly power for another highly profitable Abbott HIV drug, Kaletra. This antitrust class action settled for \$52 million after four days of a jury trial in federal court in Oakland, California. (Case No. 07-5985 (N.D. Cal.)).
- ***In re Nifedipine Antitrust Litigation:*** Berger & Montague played a major role (serving on the executive committee) in this antitrust class action on behalf of direct purchasers of generic versions of the anti-hypertension drug Adalat (nifedipine). After eight years of hard-fought litigation, the court approved a total of \$35 million in settlements. (Case No. 1:03-223 (D.D.C.)).
- ***In re DDAVP Direct Purchaser Antitrust Litigation:*** Berger & Montague served as co-lead counsel in a case that charged defendants with using sham litigation and a fraudulently obtained patent to delay the entry of generic versions of the prescription drug DDAVP. Berger & Montague achieved a \$20.25 million settlement only after winning a precedent-setting victory before the United States Court of Appeals for the Second Circuit that ruled that direct purchasers had standing to recover overcharges arising from a patent-holder's misuse of an allegedly fraudulently obtained patent. (Case No. 05-2237 (S.D.N.Y.)).
- ***In re Terazosin Antitrust Litigation:*** Berger & Montague was one of a small group of counsel in a case alleging that Abbott Laboratories was paying its competitors to refrain from introducing less expensive generic versions of Hytrin. The case settled for \$74.5 million. (Case No. 99-MDL-1317 (S.D. Fla.)).
- ***In re Remeron Antitrust Litigation:*** Berger & Montague was one of a small group of counsel in a case alleging that the manufacturer of this drug was paying its competitors to refrain from introducing less expensive generic versions of Remeron. The case settled for \$75 million. (2:02-CV-02007-FSH (D. N.J.)).
- ***In re Tricor Antitrust Litigation:*** Berger & Montague was one of a small group of counsel in a case alleging that the manufacturer of this drug was paying its competitors to refrain from introducing less expensive generic versions of Tricor. The case settled for \$250 million. (No. 05-340 (D. Del.)).
- ***In re Relafen Antitrust Litigation:*** Berger & Montague was one of a small group of firms who prepared for the trial of this nationwide class action against GlaxoSmithKline, which was alleged to have used fraudulently-procured patents to block competitors from marketing less-expensive generic versions of its popular nonsteroidal anti-inflammatory drug, Relafen (nabumetone). Just before trial, the case was settled for \$175 million. (No. 01-12239-WGY (D. Mass.)).
- ***In re Cardizem CD Antitrust Litigation:*** Berger & Montague served on the executive committee of firms appointed to represent the class of direct purchasers of Cardizem CD. The suit charged that Aventis (the brand-name drug manufacturer of Cardizem CD) entered into an illegal agreement to pay Andrx (the maker of a generic substitute to Cardizem CD) millions of dollars to delay the entry of the less expensive generic product. On November 26, 2002, the district court approved a final settlement against both defendants for \$110 million. (No. 99-MD-1278, MDL No. 1278 (E.D. Mich.)).
- ***In re Buspirone Antitrust Litigation:*** The firm served on the court-appointed steering committee in this class action, representing a class of primarily pharmaceutical wholesalers and resellers. The Buspirone class action alleged that pharmaceutical manufacturer BMS engaged in a pattern of illegal conduct surrounding its popular anti-anxiety medication, Buspar, by paying a competitor to refrain from marketing a generic version of Buspar, improperly listing a patent with the FDA, and wrongfully prosecuting patent infringement actions against generic competitors to Buspar. On April 11, 2003, the Court approved a \$220 million settlement. (MDL No. 1410 (S.D.N.Y.)).

- ***North Shore Hematology-Oncology Assoc., Inc. v. Bristol-Myers Squibb Co.***: The firm was one of several prosecuting an action complaining of Bristol Myers's use of invalid patents to block competitors from marketing more affordable generic versions of its life-saving cancer drug, Platinol (cisplatin). The case settled for \$50 million. (No. 1:04CV248 (EGS) (D.D.C.)).
- ***In re Asacol Antitrust Litigation***: The firm served as class counsel for direct purchasers of Asacol HS and Delzicol that alleged that defendants participated in a scheme to block generic competition for the ulcerative colitis drug Asacol. The case settled for \$15 million. (D. Mass.).

Commercial Litigation

Berger & Montague helps business clients achieve extraordinary successes in a wide variety of complex commercial litigation matters. Our attorneys appear regularly on behalf of clients in high stakes federal and state court commercial litigation across the United States. We work with our clients to develop a comprehensive and detailed litigation plan, and then organize, allocate and deploy whatever resources are necessary to successfully prosecute or defend the case.

- ***Erie Power Technologies, Inc. v. Aalborg Industries A/S, et al.***: Berger & Montague represented a trustee in bankruptcy against officers and directors and the former corporate parent and obtained a very favorable confidential settlement. (No. 04-282E (W.D. Pa.)).
- ***Moglia v. Harris et al.***: Berger & Montague represented a liquidating trustee against the officers of U.S. Aggregates, Inc. and obtained a settlement of \$4 million. (No. C 04 2663 (CW) (N.D. Cal.)).
- ***Gray v. Gessow et al.***: The firm represented a litigation trust and brought two actions, one against the officers and directors of Sunterra Inc. an insolvent company, and the second against Sunterra's accountants, Arthur Andersen and obtained an aggregate settlement of \$4.5 million. (Case No. MJG 02-CV-1853 (D. Md.) and No. 6:02-CV-633-ORL-28JGG (M.D. Fla.)).
- ***Fitz, Inc. v. Ralph Wilson Plastics Co.***: The firm served as sole lead counsel and obtained, after 7 years of litigation, in 2000 a settlement whereby fabricator class members could obtain full recoveries for their losses resulting from defendants' defective contact adhesives. (No. 1-94-CV-06017 (D.N.J.)).
- ***Provident American Corp. and Provident Indemnity Life Insurance Company v. The Loewen Group Inc. and Loewen Group International Inc.***: Berger & Montague settled this individual claim, alleging a 10-year oral contract (despite six subsequent writings attempting to reduce terms to writing, each with materially different terms added, all of which were not signed), for a combined payment in cash and stock of the defendant, of \$30 Million. (No. 92-1964 (E.D. Pa.)).
- ***Marilou Whitney (Estate of Cornelius Vanderbilt Whitney) v. Turner/Time Warner***: Berger & Montague settled this individual claim for a confidential amount, seeking interpretation of the distribution agreement for the movie, *Gone with the Wind* and undistributed profits for the years 1993-1997, with forward changes in accounting and distribution.
- ***American Hotel Holdings Co., et. al v. Ocean Hotelities, Inc., et. al.***: Berger & Montague defended against a claim for approximately \$16 million and imposition of a constructive trust, arising out of the purchase of the Latham Hotel in Philadelphia. Berger & Montague settled the case for less than the cost of the trial that was avoided. (June Term, 1997, No. 2144 (Pa. Ct. Com. Pl., Phila. Cty.))
- ***Creative Dimensions and Management, Inc. v. Thomas Group, Inc.***: Berger & Montague defended this case against a claim for \$30 million for breach of contract. The jury rendered a verdict in favor of Berger & Montague's client on the claim (i.e., \$0), and a verdict for the full amount of Berger & Montague's client on the counterclaim against the plaintiff. (No. 96-6318 (E.D. Pa.)).

- ***Robert S. Spencer, et al. v. The Arden Group, Inc., et al.***: Berger & Montague represented an owner of limited partnership interests in several commercial real estate partnerships in a lawsuit against the partnerships' general partner. The terms of the settlement are subject to a confidentiality agreement. (Aug. Term, 2007, No. 02066 (Pa. Ct. Com. Pl., Phila. Cty. - Commerce Program)).
- ***Forbes v. GMH***: Berger & Montague represented a private real estate developer/investor who sold a valuable apartment complex to GMH for cash and publicly-held securities. The case which claimed securities fraud in connection with the transaction settled for a confidential sum which represented a significant portion of the losses experienced. (No. 07-cv-00979 (E.D. Pa.)).

Commodities and Options

Berger & Montague ranks among the country's preeminent firms for managing and trying complex commodities and options related cases on behalf of individuals and as class actions. The Firm's commodities clients include individual hedge and speculation traders, hedge funds, energy firms, investment funds, and precious metals clients.

- ***In re MF Global Holdings Ltd. Investment Litigation***: Berger & Montague is one of two co-lead counsel representing thousands of commodities account holders who fell victim to the alleged massive theft and misappropriation of client funds at the major global commodities brokerage firm MF Global. Over the last year, substantial settlements have been reached with JPMorgan Chase Bank, the MF Global SIPA Trustee, and the CME Group. These settlements will ultimately enable MF Global customers to recover over one billion dollars. Berger & Montague is continuing to pursue claims against former directors and officers of MF Global, including Jon Corzine, and against MF Global's former auditor, PricewaterhouseCoopers. (No. 11-cv-07866 (S.D.N.Y.)).
- ***In re Commodity Exchange, Inc., Gold Futures and Options Trading Litigation***: Berger & Montague is one of two co-lead counsel representing traders of traders of gold-based derivative contracts, physical gold, and gold-based securities against The Bank of Nova Scotia, Barclays Bank plc, Deutsche Bank AG, HSBC Bank plc, Société Générale and the London Gold Market Fixing Limited. Plaintiffs allege that the defendants, members of the London Gold Market Fixing Limited, which sets an important benchmark price for gold, conspired to manipulate this benchmark for their collective benefit. (1:14-md-02548 (S.D.N.Y.)).
- ***In re Libor-Based Financial Instruments Antitrust Litigation***: Berger & Montague represents investors who transacted in Eurodollar futures contracts and options on futures contracts on the Chicago Mercantile Exchange ("CME") between August 2007 and May 2010. The lawsuit alleges that the defendant banks knowingly and intentionally understated their true borrowing costs. By doing so, the defendant banks caused Libor to be calculated or suppressed at artificially low rates. The defendants' alleged manipulation of Libor allowed their banks to pay artificially low interest rates to purchasers of Libor-based financial instruments. (No. 1:11-md-02262-NRB (S.D.N.Y.)).
- ***In re North Sea Brent Crude Oil Futures Litigation***: Berger & Montague, P.C. filed a proposed class action on behalf of traders of Brent Crude Oil futures contracts against Royal Dutch Shell plc, BP plc, Statoil ASA, Morgan Stanley, Trafigura Beheer B.V., Trafigura AG, Phibro Trading LLC, and Vitol, S.A. (collectively, "Defendants") during the period of at least 2002 through the present. The complaint alleges that the Defendants violated the antitrust laws and the Commodity Exchange Act by using Platts reporting service's methodology for reporting prices to control the Brent Crude Oil physical market and thereby to manipulate Brent Crude Oil prices and the prices of Brent Crude oil futures contracts traded on the New York Mercantile Exchange ("NYMEX") and the Intercontinental Exchange ("ICE"). (No. 13-cv-8240 (S.D.N.Y.)).
- ***Brown, et al. v. Kinross Gold, U.S.A., et al.***: Berger & Montague was one of two co-lead counsel in this action alleging that a leading gold mining company illegally forced out preferred shareholders. The action resulted in a settlement of \$29.25 million in cash and \$6.5 million in other consideration (approximately 100% of damages and accrued dividends after fees and costs). (No. 02-cv-00605 (D.N.V.)).

Consumer Protection

Berger & Montague's Consumer Protection Group protects consumers when they are injured by false or misleading advertising, defective products, data privacy breaches, and various other unfair trade practices. Consumers too often suffer the brunt of corporate wrongdoing, particularly in the area of false or misleading advertising, defective products, and data or privacy breaches.

- ***In re: CertainTeed Fiber Cement Siding Litigation***, MDL No. 2270 (E.D. Pa.). The firm, as one of two Co-Lead Counsel firms obtained a settlement of more than \$103 million in this multidistrict products liability litigation concerning CertainTeed Corporation's fiber cement siding, on behalf of a nationwide class.
- ***Countrywide Predatory Lending Enforcement Action***: Berger & Montague advised the Ohio Attorney General (and several other state attorneys general) regarding predatory lending in a landmark law enforcement proceeding against *Countrywide* (and its parent, Bank of America) culminating in 2008 in mortgage-related modifications and other relief for borrowers across the country valued at some \$8.6 billion.
- ***In re Pet Foods Product Liability Litigation***: The firm served as one of plaintiffs' co-lead counsel in this multidistrict class action suit seeking to redress the harm resulting from the manufacture and sale of contaminated dog and cat food. The case settled for \$24 million. Many terms of the settlement are unique and highly beneficial to the class, including allowing class members to recover up to 100% of their economic damages without any limitation on the types of economic damages they may recover. (1:07-cv-02867 (D.N.J.), MDL Docket No. 1850 (D.N.J.)).
- ***In re TJX Companies Retail Security Breach Litigation***: The firm served as co-lead counsel in this multidistrict litigation brought on behalf of individuals whose personal and financial data was compromised in the then-largest theft of personal data in history. The breach involved more than 45 million credit and debit card numbers and 450,000 customers' driver's license numbers. The case was settled for benefits valued at over \$200 million. Class members whose driver's license numbers were at risk were entitled to 3 years of credit monitoring and identity theft insurance (a value of \$390 per person based on the retail cost for this service), reimbursement of actual identity theft losses, and reimbursement of driver's license replacement costs. Class members whose credit and debit card numbers were at risk were entitled to cash of \$15-\$30 or store vouchers of \$30-\$60. (No. 1:07-cv-10162-WGY, (D. Mass.)).
- ***In Re: Heartland Payment Systems, Inc. Customer Data Security Breach Litigation***: The firm served on the Executive Committee of this multidistrict litigation and obtained a settlement of cash and injunctive relief for a class of 130 million credit card holders whose credit card information was stolen by computer hackers. The breach was the largest known theft of credit card information in history. The settlement is subject to court approval. (No. 4:09-MD-2046 (S.D. Tex. 2009)).
- ***In re: Countrywide Financial Corp. Customer Data Security Breach Litigation***: The firm served on the Executive Committee of this multidistrict litigation and obtained a settlement for a class of 17 million individuals whose personal information was at risk when a rogue employee sold their information to unauthorized third parties. Settlement benefits included: (i) reimbursement of several categories of out-of-pocket costs; (ii) credit monitoring and identity theft insurance for 2 years for consumers who did not accept Countrywide's prior offer of credit monitoring; and (iii) injunctive relief. The settlement was approved by the court in 2010. (3:08-md-01998-TBR (W.D. Ky. 2008)).
- ***In re Educational Testing Service Praxis Principles of Learning and Teaching: Grades 7-12 Litigation***: The firm served on the plaintiffs' steering committee and obtained an \$11.1 million settlement in 2006 on behalf of persons who were incorrectly scored on a teacher's licensing exam. (MDL No. 1643 (E.D. La.)).
- ***Vadino, et al. v. American Home Products Corporation, et al.***: The firm filed a class complaint different from that filed by any other of the filing firms in the New Jersey State Court "Fen Phen" class action, and the class sought in the firm's complaint was ultimately certified. It was the only case anywhere in the country to include a claim for medical monitoring. In the midst of trial, the New Jersey case was folded into a national settlement which occurred as the trial was ongoing, and which was structured to include a medical monitoring component worth in excess of \$1 billion. (Case Code No. 240 (N.J. Super. Ct.)).

- ***Parker v. American Isuzu Motors, Inc.***: The firm served as sole lead counsel and obtained a settlement whereby class members recovered up to \$500 each for economic damages resulting from accidents caused by faulty brakes. (Sept. Term 2003, No. 3476 (Pa. Ct. Com. Pl., Phila. Cty.)).
- ***Salvucci v. Volkswagen of America, Inc. d/b/a Audi of America, Inc.***: The firm served as co-lead counsel in litigation brought on behalf of a nationwide class alleging that defendants failed to disclose that its vehicles contained defectively designed timing belt tensioners and associated parts and that defendants misrepresented the appropriate service interval for replacement of the timing belt tensioner system. After extensive discovery, a settlement was reached. (Docket No. ATL-1461-03 (N.J. Sup. Ct. 2007)).
- ***Burgo v. Volkswagen of America, Inc. d/b/a Audi of America, Inc.***: The firm served as co-lead counsel in litigation brought on behalf of a nationwide class against premises on defendants' defective tires that were prone to bubbles and bulges. Counsel completed extensive discovery and class certification briefing. A settlement was reached while the decision on class certification was pending. The settlement consisted of remedies including total or partial reimbursement for snow tires, free inspection/replacement of tires for those who experienced sidewall bubbles, blisters, or bulges, and remedies for those class members who incurred other costs related to the tires' defects. (Docket No. HUD-L-2392-01 (N.J. Sup. Ct. 2001)).
- ***Crawford v. Philadelphia Hotel Operating Co.***: The firm served as co-lead counsel and obtained a settlement whereby persons who contracted food poisoning at a business convention recovered \$1,500 each. (March Term, 2004, No. 000070 (Pa. Ct. Com. Pl., Phila. Cty.)).
- ***Block v. McDonald's Corporation***: The firm served as co-lead counsel and obtained a settlement of \$12.5 million with McDonald's stemming from its failure to disclose the use of beef fat in its french fries. (No. 01-CH-9137 (Ill. Cir. Ct., Cook Cty.)).

Corporate Governance and Shareholder Rights

Berger & Montague protects the interests of individual and institutional investors in shareholder derivative actions in state and federal courts across the United States. Our attorneys help individual and institutional investors reform poor corporate governance, as well as represent them in litigation against directors of a company for violating their fiduciary duty or provide guidance on shareholder rights.

- ***Emil Rossdeutscher and Dennis Kelly v. Viacom***: The firm, as lead counsel, obtained a settlement resulting in a fund of \$14.25 million for the class. (C.A. No. 98C-03-091 (JEB) (Del. Super. Ct.)).
- ***Fox v. Riverview Realty Partners, f/k/a Prime Group Realty Trust, et al.***: The firm, as lead counsel, obtained a settlement resulting in a fund of \$8.25 million for the class.

Employment Law

The Berger & Montague Employment Law group works tirelessly to safeguard the rights of employees, and devote all of their energies to helping our firm's clients achieve their goals. Our attorneys' understanding of federal and state wage and hour laws, federal and state civil rights and discrimination laws, ERISA, the WARN Act, laws protecting whistleblowers, such as federal and state False Claims Acts, and other employment laws, allows us to develop creative strategies to vindicate our clients' rights and help them secure the compensation to which they are entitled.

- ***Jantz v. Social Security Administration:*** The firm served as co-lead counsel and obtained a settlement on behalf of employees with targeted disabilities (“TDEs”) alleged that SSA discriminated against TDEs by denying them promotional and other career advancement opportunities. The settlement was reached after more than ten years of litigation, and the Class withstood challenges to class certification on four separate occasions. The settlement includes a monetary fund of \$9.98 million and an unprecedented package of extensive programmatic changes valued at approximately \$20 million. EEOC No. 531-2006-00276X (2015).
- ***Ciamillo v. Baker Hughes, Incorporated:*** The firm served as lead counsel and obtained a settlement of \$5 million on behalf of a class of oil and gas workers who did not receive any overtime compensation for working hours in excess of 40 per week. (Civil Action No. 14-cv-81 (D. Alaska)).
- ***Employees Committed for Justice v. Eastman Kodak Company:*** The firm served as co-lead counsel and obtained a settlement of \$21.4 million on behalf of a nationwide class of African American employees of Kodak alleging a pattern and practice of racial discrimination (pending final approval). A significant opinion issued in the case is *Employees Committed For Justice v. Eastman Kodak Co.*, 407 F. Supp. 2d 423 (W.D.N.Y. 2005) (denying Kodak’s motion to dismiss). No. 6:04-cv-06098 (W.D.N.Y.)).
- ***Salcido v. Cargill Meat Solutions Corp.:*** The firm served as co-lead counsel and obtained a settlement of \$7.5 million on behalf of a class of thousands of employees of Cargill Meat Solutions Corp. alleging that they were forced to work off-the-clock and during their breaks. This is one of the largest settlements of this type of case involving a single plant in U.S. history. (Civil Action Nos. 1:07-cv-01347-LJO-GSA and 1:08-cv-00605-LJO-GSA (E.D. Cal.)).
- ***Miller v. Hygrade Food Products, Inc.:*** The firm served as lead counsel and obtained a settlement of \$3.5 million on behalf of a group of African American employees of Sara Lee Foods Corp. to resolve charges of racial discrimination and retaliation at its Ball Park Franks plant. (No. 99-1087 (E.D. Pa.)).
- ***Chabrier v. Wilmington Finance, Inc.:*** The firm served as co-lead counsel and obtained a settlement of \$2,925,000 on behalf of loan officers who worked in four offices to resolve claims for unpaid overtime wages. A significant opinion issued in the case is *Chabrier v. Wilmington Finance, Inc.*, 2008 WL 938872 (E.D. Pa. April 04, 2008) (denying the defendant’s motion to decertify the class). (No. 06-4176 (E.D. Pa.)).
- ***Bonnette v. Rochester Gas & Electric Co.:*** The firm served as co-lead counsel and obtained a settlement of \$2 million on behalf of a class of African American employees of Rochester Gas & Electric Co. to resolve charges of racial discrimination in hiring, job assignments, compensation, promotions, discipline, terminations, retaliation, and a hostile work environment. (No. 07-6635 (W.D.N.Y.)).
- ***Confidential.*** The firm served as lead counsel and obtained a settlement of \$6 million on behalf of a group of African American employees of a Fortune 100 company to resolve claims of racial discrimination, as well as injunctive relief which included significant changes to the Company’s employment practices (settled out of court while charges of discrimination were pending with the U.S. Equal Employment Opportunity Commission).

Environmental and Mass Tort

Berger & Montague lawyers are trailblazers in the fields of environmental class action litigation and mass torts. Our attorneys have earned their reputation in the fields of environmental litigation and mass torts by successfully prosecuting some of the largest, most well-known cases of our time. Our Environmental & Mass Tort Group also prosecutes significant claims for personal injury, commercial losses, property damage, and environmental response costs. In 2016 Berger & Montague was named an Elite Trial Lawyer Finalist in special litigation (environmental) by The National Law Journal.

- ***Cook v. Rockwell International Corporation:*** In February 2006, the firm won a \$554 million jury verdict on behalf of thousands of property owners whose homes were exposed to plutonium or other toxins. Judgment in the case was entered by the court in June 2008 which, with interest, totaled \$926 million.

Recognizing this tremendous achievement, the Public Justice Foundation bestowed its prestigious Trial Lawyer of the Year Award for 2009 on Merrill G. Davidoff, David F. Sorensen, and the entire trial team for their “long and hard-fought” victory against “formidable corporate and government defendants.” (No. 90-cv-00181-JLK (D. Colo.)). The jury verdict in that case was vacated on appeal in 2010, but on a second trip to the Tenth Circuit, Plaintiffs secured a victory in 2015, with the case then being sent back to the district court. A \$375 million settlement was reached in May 2016, and final approval by the district court was obtained in April 2017.

- ***In re Exxon Valdez Oil Spill Litigation:*** On September 16, 1994, a jury trial of several months duration resulted in a record punitive damages award of \$5 billion against the Exxon defendants as a consequence of one of the largest oil spills in U.S. history. The award was reduced to \$507.5 million pursuant to a Supreme Court decision. David Berger was co-chair of the plaintiffs’ discovery committee (appointed by both the federal and state courts). Harold Berger served as a member of the organizing case management committee. H. Laddie Montague was specifically appointed by the federal court as one of the four designated trial counsel. Both Mr. Montague and Peter Kahana shared (with the entire trial team) the 1995 “Trial Lawyer of the Year Award” given by the Trial Lawyers for Public Justice. (No. A89-0095-CVCHRH (D. Alaska)).
- ***In re Ashland Oil Spill Litigation:*** The firm led by Harold Berger served as co-lead counsel and obtained a \$30 million settlement for damages resulting from a very large oil spill. (Master File No. M-14670 (W.D. Pa.)).
- ***State of Connecticut Tobacco Litigation:*** Berger & Montague was one of three firms to represent the State of Connecticut in a separate action in state court against the tobacco companies. The case was litigated separate from the coordinated nationwide actions. Although eventually Connecticut joined the national settlement, its counsel’s contributions were recognized by being awarded the fifth largest award among the states from the fifty states’ Strategic Contribution Fund.
- ***In re School Asbestos Litigation:*** As co-lead counsel, the firm successfully litigated a case in which a nationwide class of elementary and secondary schools and school districts suffering property damage as a result of asbestos in their buildings were provided relief. Pursuant to an approved settlement, the class received in excess of \$70 million in cash and \$145 million in discounts toward replacement building materials. (No. 83-0268 (E.D. Pa.)).
- ***Drayton v. Pilgrim’s Pride Corp.:*** The firm served as counsel in a consolidation of wrongful death and other catastrophic injury cases brought against two manufacturers of turkey products, arising out of a 2002 outbreak of *Listeria Monocytogenes* in the Northeastern United States, which resulted in the recall of over 32 million pounds of turkey – the second largest meat recall in U.S. history at that time. A significant opinion issued in the case is *Drayton v. Pilgrim’s Pride Corp.*, 472 F. Supp. 2d 638 (E.D. Pa. 2006) (denying the defendants’ motions for summary judgment and applying the alternative liability doctrine). All of the cases settled on confidential terms in 2006. (No. 03-2334 (E.D. Pa.)).
- ***In re SEPTA 30th Street Subway/Elevated Crash Class Action:*** Berger & Montague represented a class of 220 persons asserting injury in a subway crash. Despite a statutory cap of \$1 million on damages recovery from the public carrier, and despite a finding of sole fault of the public carrier in the investigation by the National Highway Transit Safety Administration, Berger & Montague was able to recover an aggregate of \$3.03 million for the class. (1990 Master File No. 0001 (Pa. Ct. Com. Pls., Phila. Cty.)).
- ***In re Three Mile Island Litigation:*** As lead/liaison counsel, the firm successfully litigated the case and reached a settlement in 1981 of \$25 million in favor of individuals, corporations and other entities suffering property damage as a result of the nuclear incident involved. (C.A. No. 79-0432 (M.D. Pa.)).
- ***In Re Louisville Explosions Litigation:*** This case was one of the earliest examples of a class action trial of an environmental class action. It redressed damage to private property owners and employees resulting from a February 13, 1981 sewer explosion which was one of the largest explosion mishaps in U.S. history. In February, 1984 the matter went to trial, and after the plaintiffs’ case and the denial of motions for direct verdict the litigation settled for net payments to the class members of 100% to 300% or more of direct

monetary damages, depending on their zone's distance from the streets that exploded. Claimants lined up near the claims office for blocks to file claims. Mr. Davidoff was lead counsel and lead trial counsel. (No. CV 81-0080, W.D. Ky.).

ERISA and Employee Benefits

Berger & Montague represents employees who have claims under the federal Employee Retirement Income Security Act. We litigate cases on behalf of employees whose 401(k) and pension investments have suffered losses as a result of the breach of fiduciary duties by plan administrators and the companies they represent. Berger & Montague has recovered hundreds of millions of dollars in lost retirement benefits for American workers and retirees, and also gained favorable changes to their retirement plans.

- ***In re Unisys Corp. Retiree Medical Benefits:*** The firm, as co-lead counsel, handled the presentation of over 70 witnesses, 30 depositions, and over 700 trial exhibits in this action that has resulted in partial settlements in 1990 of over \$110 million for retirees whose health benefits were terminated. (MDL No. 969 (E.D. Pa.)).
- ***Local 56 U.F.C.W. v. Campbell Soup Co.:*** The firm represented a class of retired Campbell Soup employees in an ERISA class action to preserve and restore retiree medical benefits. A settlement yielded benefits to the class valued at \$114.5 million. (No. 93-MC-276 (SSB) (D.N.J.)).
- ***Rose v. Cooney:*** No. 5:92-CV-208 (D. Conn.) The firm, acting as lead counsel, obtained more than \$29 million in cash and payment guarantees from Xerox Corporation to resolve claims of breach of fiduciary duty for plan investments in interest contracts issued by Executive Life Insurance Company.
- ***In re Masters, Mates & Pilots Pension Plan and IRAP Litig.:*** No. 85 Civ. 9545 (VLB) (S.D.N.Y.) The firm, as co-lead counsel, participated in lengthy litigation with the U.S. Department of Labor to recover losses to retirement plans resulting from imprudent and prohibited investments; settlements in excess of \$20 million, which fully recovered lost principal, were obtained to resolve claims of fiduciary breaches in selecting and monitoring investment managers and investments.
- ***In re Lucent Technologies, Inc. ERISA Litigation:*** No. 01-CV-3491 (D.N.J.) The firm served as co-lead counsel in this class action on behalf of participants and beneficiaries of the Lucent defined contribution plans who invested in Lucent stock, and secured a settlement providing injunctive relief and for the payment of \$69 million.
- ***Diebold v. Northern Trust Investments, N.A.:*** 1:09-cv-01934 (N.D. Ill.) As co-lead counsel in this ERISA breach of fiduciary duty case, the firm secured a \$36 million settlement on behalf of participants in retirement plans who participated in Northern Trust's securities lending program. Plaintiffs alleged that defendants breached their ERISA fiduciary duties by failing to manage properly two collateral pools that held cash collateral received from the securities lending program. The settlement represented a recovery of more than 25% of alleged class member losses.
- ***In re SPX Corporation ERISA Litigation:*** No. 3:04-cv-192 (W.D.N.C.) The firm recovered 90% of the estimated losses 401(k) plan participants who invested in the SPX stock fund claimed they suffered as a result of defendants' breaches of their ERISA fiduciary duties caused them.
- ***In re Nortel Networks ERISA Litigation:*** Civil Action No. 01-cv-1855 (MD Tenn.) The firm represented a class of former workers of the bankrupt telecommunications company of mismanaging their employee stock fund in violation of their fiduciary duties. The case settled for \$21.5 million.
- ***Glass Dimensions, Inc. v. State Street Bank & Trust Co.:*** 1:10-cv-10588-DPW (D. Mass.) The firm served as co-lead counsel in this ERISA case that alleged that defendants breached their fiduciary duties to the retirement plans it managed by taking unreasonable compensation for managing the securities lending program in which the plans participated. After the court certified a class of the plans that participated in the

securities lending program at issue, the case settled for \$10 million on behalf of 1,500 retirement plans that invested in defendants' collective investment funds.

- ***In re Eastman Kodak ERISA Litigation:*** Master File No. 6:12-cv-06051-DGL (W.D.N.Y.) The firm served as class counsel in this ERISA breach of fiduciary duty class action which alleged that defendants breached their fiduciary duties to Kodak retirement plan participants by allowing plan investments in Kodak common stock. The case settled for \$9.7 million.
- ***Lequita Dennard v. Transamerica Corp. et al.:*** Civil Action No. 1:15-cv-00030-EJM (N.D. Iowa). The firm served as counsel to plan participants who alleged that they suffered losses when plan fiduciaries failed to act solely in participants' interests, as ERISA requires, when they selected, removed and monitored plan investment options. The case settled for structural changes to the plan and \$3.8 million monetary payment to the class.
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Insurance and Financial Services Products / Services

When insurance companies and affiliated financial services entities engage in fraudulent, deceptive or unfair practices, Berger & Montague helps injured parties recover their losses. We focus on fraudulent, deceptive and unfair business practices across all lines of insurance and financial products and services sold by insurers and their affiliates, which include annuities, securities and other investment vehicles.

- ***Spencer v. Hartford Financial Services Group, Inc.:*** The firm, together with co-counsel, prosecuted this national class action against The Hartford Financial Services Group, Inc. and its affiliates in the United States District Court for the District of Connecticut (*Spencer v. Hartford Financial Services Group, Inc.*, Case No. 05-cv-1681) on behalf of approximately 22,000 claimants, each of whom entered into structured settlements with Hartford property and casualty insurers to settle personal injury and workers' compensation claims. To fund these structured settlements, the Hartford property and casualty insurers purchased annuities from their affiliate, Hartford Life. By purchasing the annuity from Hartford Life, The Hartford companies allegedly were able to retain up to 15% of the structured amount of the settlement in the form of undisclosed costs, commissions and profit - all of which was concealed from the settling claimants. On March 10, 2009, the U.S. District Court certified for trial claims on behalf of two national subclasses for civil RICO and fraud (256 F.R.D. 284 (D. Conn. 2009)). On October 14, 2009, the Second Circuit Court of Appeals denied The Hartford's petition for interlocutory appeal under Federal Rule of Civil Procedure 23(f). On September 21, 2010, the U.S. District Court entered judgment granting final approval of a \$72.5 million cash settlement.
- ***Nationwide Mutual Insurance Company v. O'Dell:*** The firm, together with co-counsel, prosecuted this class action against Nationwide Mutual Insurance Company in West Virginia Circuit Court, Roane County (*Nationwide Mutual Insurance Company v. O'Dell*, Case No. 00-C-37), on behalf of current and former West Virginia automobile insurance policyholders, which arose out of Nationwide's failure, dating back to 1993, to offer policyholders the ability to purchase statutorily-required optional levels of underinsured ("UIM") and uninsured ("UM") motorist coverage in accordance with West Virginia Code 33-6-31. The court certified a trial class seeking monetary damages, alleging that the failure to offer these optional levels of coverage, and the failure to provide increased first party benefits to personal injury claimants, breached Nationwide's insurance policies and its duty of good faith and fair dealing, and violated the West Virginia Unfair Trade Practices Act. On June 25, 2009, the court issued final approval of a settlement that provided a minimum estimated value of \$75 million to Nationwide auto policyholders and their passengers who were injured in an accident or who suffered property damage.

Lending Practices and Borrowers' Rights

Berger & Montague's attorneys fight vigorously to protect the rights of borrowers when they are injured by the practices of banks and other financial institutions that lend money or service borrowers' loans. Berger & Montague has successfully obtained multi-million dollar class action settlements for nationwide classes of borrowers against banks and financial institutions and works tirelessly to protect the rights of borrowers suffering from these and other deceptive and unfair lending practices.

- ***Coonan v. Citibank, N.A.***: The firm, as Co-Lead Counsel, prosecuted this national class action against Citibank and its affiliates in the United States District Court for the Northern District of New York concerning alleged kickbacks Citibank received in connection with its force-placed insurance programs. The firm obtained a settlement of \$122 million on behalf of a class of hundreds of thousands of borrowers.
- ***Arnett v. Bank of America, N.A.***: The firm, as Co-Lead Counsel, prosecuted this national class action against Bank of America and its affiliates in the United States District Court for the District of Oregon concerning alleged kickbacks received in connection with its force-placed flood insurance program. The firm obtained a settlement of \$31 million on behalf of a class of hundreds of thousands of borrowers.
- ***Clements v. JPMorgan Chase Bank, N.A.***: The firm, as Co-Lead Counsel, prosecuted this national class action against JPMorgan Chase and its affiliates in the United States District Court for the Northern District of California concerning alleged kickbacks received in connection with its force-placed flood insurance program. The firm obtained a settlement of \$22,125,000 on behalf of a class of thousands of borrowers.
- ***Holmes v. Bank of America, N.A.***: The firm, as Co-Lead Counsel, prosecuted this national class action against Bank of America and its affiliates in the United States District Court for the Western District of North Carolina concerning alleged kickbacks received in connection with its force-placed wind insurance program. The firm obtained a settlement of \$5.05 million on behalf of a class of thousands of borrowers.

Representing Opt-Outs in Class Actions

Berger & Montague offers exceptional representation of businesses, institutional investors, employee benefit or ERISA plans and governmental entities when they wish to opt out of securities and antitrust class actions filed by others and file an individual lawsuit to maximize their recovery or have a say in the proceedings. We advise and represent clients who may opt out of class actions filed by others – often securities fraud cases and price-fixing and monopolization antitrust claims – and help them pursue their claims independently of the class action, where they often stand to receive a much greater financial recovery.

Securities Litigation

In the area of securities litigation, the firm has represented public institutional investors – such as the retirement funds for the States of Pennsylvania, Connecticut, New Hampshire, New Jersey, Louisiana and Ohio, as well as the City of Philadelphia and numerous individual investors and private institutional investors. The firm was co-lead counsel in the *Melridge Securities Litigation* in the Federal District Court in Oregon, in which jury verdicts of \$88.2 million and a RICO judgment of \$239 million were obtained. Berger & Montague has served as lead or co-lead counsel in numerous other major securities class action cases where substantial settlements were achieved on behalf of investors.

- ***In re Merrill Lynch Securities Litigation***: Berger & Montague, as co-lead counsel, obtained a recovery of \$475 million for the benefit of the class in one of the largest recoveries among the recent financial crisis cases. (No. 07-cv-09633 (S.D.N.Y.)).
- ***In re Sotheby's Holding, Inc. Securities Litigation***: The firm, as lead counsel, obtained a \$70 million settlement, of which \$30 million was contributed, personally, by an individual defendant. (No. 00-cv-1041 (DLC) (S.D.N.Y.)).

- ***In re: Oppenheimer Rochester Funds Group Securities Litigation:*** The firm, as co-lead counsel, obtained a \$89.5 million settlement on behalf of investors in six tax-exempt bond mutual funds managed by OppenheimerFunds, Inc. (No. 09-md-02063-JLK (D. Col.)).
- ***In re KLA Tencor Securities Litigation:*** The firm, as a member of Plaintiffs' Counsel's Executive Committee, obtained a cash settlement of \$65 million in an action on behalf of investors against KLA-Tencor and certain of its officers and directors. (No. 06-cv-04065 (N.D. Cal.)).
- ***Ginsburg v. Philadelphia Stock Exchange, Inc., et al.:*** The firm represented certain shareholders of the Philadelphia Stock Exchange in the Delaware Court of Chancery and obtained a settlement valued in excess of \$99 million settlement. (C.A. No. 2202-CC (Del. Ch.)).
- ***In re Sepracor Inc. Securities Litigation:*** The firm, as co-lead counsel, obtained a settlement of \$52.5 million for the benefit of bond and stock purchaser classes. (No. 02-cv-12235-MEL (D. Mass.)).
- ***In re CIGNA Corp. Securities Litigation:*** The firm, as co-lead counsel, obtained a settlement of \$93 million for the benefit of the class. (Master File No. 2:02-cv-8088 (E.D. Pa.)).
- ***In re Fleming Companies, Inc. Securities Litigation:*** The firm, as lead counsel, obtained a class settlement of \$94 million for the benefit of the class. (No. 5-03-MD-1530 (TJW) (E.D. Tex.)).
- ***In re Xcel Energy Inc. Securities, Derivative & "ERISA" Litigation:*** The firm, as co-lead counsel in the securities actions, obtained a cash settlement of \$80 million on behalf of investors against Xcel Energy and certain of its officers and directors. (No. 02-cv-2677 (DSD/FLN) (D. Minn.)).
- ***In re NetBank, Inc. Securities Litigation:*** The firm served as lead counsel in this certified class action on behalf of the former common shareholders of NetBank, Inc. The \$12.5 million settlement, which occurred after class certification proceedings and substantial discovery, is particularly noteworthy because it is one of the few successful securities fraud class actions litigated against a subprime lender and bank in the wake of the financial crisis. (No. 07-cv-2298-TCB (N.D. Ga.)).
- ***Brown v. Kinross Gold U.S.A. Inc.:*** The firm represented lead plaintiffs as co-lead counsel and obtained \$29.25 million cash settlement and an additional \$6,528,371 in dividends for a gross settlement value of \$35,778,371. (No. 02-cv-0605 (D. Nev.)) All class members recovered 100% of their damages after fees and expenses.
- ***In re Campbell Soup Co. Securities Litigation:*** The firm, as co-lead counsel, obtained a settlement of \$35 million for the benefit of the class. (No. 00-cv-152 (JEI) (D.N.J.)).
- ***In re Premiere Technologies, Inc. Securities Litigation:*** The firm, as co-lead counsel, obtained a class settlement of over \$20 million in combination of cash and common stock. (No.1:98-cv-1804-JOF (N.D. Ga.)).
- ***In re PSINet, Inc., Securities Litigation:*** The firm, as co-lead counsel, obtained a settlement of \$17.83 million on behalf of investors. (No. 00-cv-1850-A (E.D. Va.)).
- ***In re Safety-Kleen Corp. Securities Litigation :*** The firm, as co-lead counsel, obtained a class settlement in the amount of \$45 million against Safety-Kleen's outside accounting firm and certain of the Company's officers and directors. The final settlement was obtained 2 business days before the trial was to commence. (No. 3:00-cv-736-17 (D.S.C.)).
- ***The City Of Hialeah Employees' Retirement System v. Toll Brothers, Inc.:*** The firm, as co-lead counsel, obtained a class settlement of \$25 million against Home Builder Toll Brothers, Inc. (No. 07-cv-1513 (E.D. Pa.)).

- ***In re Rite Aid Corp. Securities Litigation:*** The firm, as co-lead counsel, obtained settlements totaling \$334 million against Rite Aid's outside accounting firm and certain of the company's former officers. (No. 99-cv-1349 (E.D. Pa.)).
- ***In re Sunbeam Inc. Securities Litigation:*** As co-lead counsel and designated lead trial counsel (by Mr. Davidoff), the firm obtained a settlement on behalf of investors of \$142 million in the action against Sunbeam's outside accounting firm and Sunbeam's officers. (No. 98-cv-8258 (S.D. Fla.)).
- ***In re Waste Management, Inc. Securities Litigation:*** In 1999, the firm, as co-lead counsel, obtained a class settlement for investors of \$220 million cash which included a settlement against Waste Management's outside accountants. (No. 97-cv-7709 (N.D. Ill.)).
- ***In re IKON Office Solutions Inc. Securities Litigation:*** The firm, serving as both co-lead and liaison counsel, obtained a cash settlement of \$111 million in an action on behalf of investors against IKON and certain of its officers. (MDL Dkt. No. 1318 (E.D. Pa.)).
- ***In re Melridge Securities Litigation:*** The firm served as lead counsel and co-lead trial counsel for a class of purchasers of Melridge common stock and convertible debentures. A four-month jury trial yielded a verdict in plaintiffs' favor for \$88.2 million, and judgment was entered on RICO claims against certain defendants for \$239 million. The court approved settlements totaling \$57.5 million. (No. 87-cv-1426 FR (D. Ore.)).
- ***Aldridge v. A.T. Cross Corp.:*** The firm represented a class of investors in a securities fraud class action against A.T. Cross, and won a significant victory in the U.S. Court of Appeals for the First Circuit when that Court reversed the dismissal of the complaint and lessened the pleading standard for such cases in the First Circuit, holding that it would not require plaintiffs in a shareholder suit to submit proof of financial restatement in order to prove revenue inflation. *See Aldridge v. A.T. Cross Corp.*, 284 F.3d 72 (1st Cir. 2002). The case ultimately settled for \$1.5 million. (C.A. No. 00-203 ML (D.R.I.)).
- ***Silver v. UICI:*** The firm, as co-lead counsel, obtained a settlement resulting in a fund of \$16 million for the class. (No. 3:99-cv-2860-L (N.D. Tex.)).
- ***In re Alcatel Alsthom Securities Litigation:*** The firm, as co-lead counsel, obtained a class settlement for investors of \$75 million cash. (MDL Docket No. 1263 (PNB) (E.D. Tex.)).
- ***Walco Investments, Inc. et al. v. Kenneth Thenen, et al. (Premium Sales):*** The firm, as a member of the plaintiffs' steering committee, obtained settlements of \$141 million for investors victimized by a Ponzi scheme. Reported at: 881 F. Supp. 1576 (S.D. Fla. 1995); 168 F.R.D. 315 (S.D. Fla. 1996); 947 F. Supp. 491 (S.D. Fla. 1996)).
- ***In re The Drexel Burnham Lambert Group, Inc.:*** The firm was appointed co-counsel for a mandatory non-opt-out class consisting of all claimants who had filed billions of dollars in securities litigation-related proofs of claim against The Drexel Burnham Lambert Group, Inc. and/or its subsidiaries. Settlements in excess of \$2.0 billion were approved in August 1991 and became effective upon consummation of Drexel's Plan of Reorganization on April 30, 1992. (No. 90-cv-6954 (MP), Chapter 11, Case No. 90 B 10421 (FGC), Jointly Administered, reported at, *inter alia*, 960 F.2d 285 (2d Cir. 1992), *cert. dismissed*, 506 U.S. 1088 (1993) ("Drexel I") and 995 F.2d 1138 (2d Cir. 1993) ("Drexel II")).
- ***In re Michael Milken and Associates Securities Litigation:*** As court-appointed liaison counsel, the firm was one of four lead counsel who structured the \$1.3 billion "global" settlement of all claims pending against Michael R. Milken, over 200 present and former officers and directors of Drexel Burnham Lambert, and more than 350 Drexel/Milken-related entities. (MDL Dkt. No. 924, M21-62-MP (S.D.N.Y.)).
- ***RJR Nabisco Securities Litigation:*** The firm represented individuals who sold RJR Nabisco securities prior to the announcement of a corporate change of control. This securities case settled for \$72 million. (No. 88-cv-7905 MBM (S.D.N.Y.)).

- ***Qwest Securities Action:*** The firm represented New Jersey in an opt-out case against Qwest and certain officers, which was settled for \$45 million. (C.A. No. L-3838-02 (Superior Court New Jersey, Law Division)).

Whistleblower, Qui Tam, and False Claims Act

Berger & Montague has represented whistleblowers in matters involving healthcare fraud, defense contracting fraud, IRS fraud, securities fraud, and commodities fraud, helping to return more than \$1.1 billion to federal and state governments. In return, whistleblower clients retaining Berger & Montague to represent them in state and federal courts have received more than \$100 million in rewards. Berger & Montague's time-tested approach in Whistleblower/Qui Tam representation involves cultivating close, productive attorney-client relationships with the maximum degree of confidentiality for our clients.

Judicial Praise for Berger & Montague Attorneys

Berger & Montague's record of successful prosecution of class actions and other complex litigation has been recognized and commended by judges and arbitrators across the country. Some remarks on the skill, efficiency, and expertise of the firm's attorneys are excerpted below.

Antitrust

From **Judge Madeline Cox Arleo** of the U.S. District Court for the District of New Jersey praising the efforts of all counsel:

I just want to thank you for an outstanding presentation. I don't say that lightly . . . it's not lost on me at all when lawyers come very, very prepared. And really, your clients should be very proud to have such fine lawyering. I don't see lawyering like this every day in the federal courts, and I am very grateful. And I appreciate the time and the effort you put in, not only to the merits, but the respect you've shown for each other, the respect you've shown for the Court, the staff, and the time constraints. And as I tell my law clerks all the time, good lawyers don't fight, good lawyers advocate. And I really appreciate that more than I can express.

Transcript of the September 9 to 11, 2015 Daubert Hearing in *Castro v. Sanofi Pasteur*, No. 11-cv-07178 (D.N.J.) at 658:14-659:4.

From **Judge William H. Pauley, III**, of the U.S. District Court of the Southern District of New York:

"Class Counsel did their work on their own with enormous attention to detail and unflagging devotion to the cause. Many of the issues in this litigation . . . were unique and issues of first impression."

* * *

"Class Counsel provided extraordinarily high-quality representation. This case raised a number of unique and complex legal issues The law firms of Berger & Montague and Coughlin Stoia were indefatigable. They represented the Class with a high degree of professionalism, and vigorously litigated every issue against some of the ablest lawyers in the antitrust defense bar."

In re Currency Conversion Fee Antitrust Litigation, 263 F.R.D. 110, 129 (2009).

From **Judge Faith S. Hochberg** of the United States District court for the District of New Jersey:

"[W]e sitting here don't always get to see such fine lawyering, and it's really wonderful for me both to have tough issues and smart lawyers ... I want to congratulate all of you for the really hard work you put into this, the way you presented the issues, ... On behalf of the entire federal judiciary I want to thank you for the kind of lawyering we wish everybody would do."

In re Remeron Antitrust Litig., Civ. No. 02-2007 (Nov. 2, 2005).

From U.S. District **Judge Jan DuBois**, of the U.S. District Court of the Eastern District of Pennsylvania:

“[T]he size of the settlements in absolute terms and expressed as a percentage of total damages evidence a high level of skill by petitioners ... The Court has repeatedly stated that the lawyering in the case at every stage was superb, and does so again.”

In Re Linerboard Antitrust Litig., 2004 WL 1221350, at *5-*6 (E.D. Pa. 2004).

From **Judge Nancy G. Edmunds**, of the U.S. District Court of the Eastern District of Michigan:

“[T]his represents an excellent settlement for the Class and reflects the outstanding effort on the part of highly experienced, skilled, and hard working Class Counsel....[T]heir efforts were not only successful, but were highly organized and efficient in addressing numerous complex issues raised in this litigation[.]”

In re Cardizem CD Antitrust Litig., MDL No. 1278 (E.D. Mich., Nov. 26, 2002).

From **Judge Charles P. Kocoras** of the U.S. District Court for the Northern District of Illinois:

“The stakes were high here, with the result that most matters of consequence were contested. There were numerous trips to the courthouse, and the path to the trial court and the Court of Appeals frequently traveled. The efforts of counsel for the class has [sic] produced a substantial recovery, and it is represented that the cash settlement alone is the second largest in the history of class action litigation. . . . There is no question that the results achieved by class counsel were extraordinary[.]”

Regarding the work of Berger & Montague in achieving more than \$700 million in settlements with some of the defendants in *In Re Brand Name Prescription Drugs Antitrust Litigation*, 2000 U.S. Dist. LEXIS 1734, at *3-*6 (N.D. Ill. Feb. 9, 2000).

From **Judge Peter J. Messitte** of the U.S. District Court for the District of Maryland:

“The experience and ability of the attorneys I have mentioned earlier, in my view in reviewing the documents, which I have no reason to doubt, the plaintiffs’ counsel are at the top of the profession in this regard and certainly have used their expertise to craft an extremely favorable settlement for their clients, and to that extent they deserve to be rewarded.”

Settlement Approval Hearing, Oct. 28, 1994, in *Spawd, Inc. and General Generics v. Bolar Pharmaceutical Co., Inc.*, CA No. PJM-92-3624 (D. Md.).

From **Judge Donald W. Van Artsdalen** of the U.S. District Court for the Eastern District of Pennsylvania:

“As to the quality of the work performed, although that would normally be reflected in the not immodest hourly rates of all attorneys, for which one would expect to obtain excellent quality work at all times, the results of the settlements speak for themselves. Despite the extreme uncertainties of trial, plaintiffs’ counsel were able to negotiate a cash settlement of a not insubstantial sum, and in addition, by way of equitable relief, substantial concessions by the defendants which, subject to various condition, will afford the right, at least, to lessee-dealers to obtain gasoline supply product from major oil companies and suppliers other than from their respective lessors. The additional benefits obtained for the classes by way of equitable relief would, in and of itself, justify some upward adjustment of the lodestar figure.”

Bogosian v. Gulf Oil Corp., 621 F. Supp. 27, 31 (E.D. Pa. 1985).

From **Judge Krupansky**, who had been elevated to the Sixth Circuit Court of Appeals:

Finally, the court unhesitatingly concludes that the quality of the representation rendered by counsel was uniformly high. The attorneys involved in this litigation are extremely experienced and skilled in their prosecution of antitrust litigation and other complex actions. Their services have been rendered in an efficient and expeditious manner, but have nevertheless been productive of highly favorable result.

In re Art Materials Antitrust Litigation, 1984 CCH Trade Cases ¶65,815 (N.D. Ohio 1983).

From **Judge Joseph Blumenfeld** of the U.S. District Court for the District of Connecticut:

“The work of the Berger firm showed a high degree of efficiency and imagination, particularly in the maintenance and management of the national class actions.”

In re Master Key Antitrust Litigation, 1977 U.S. Dist. LEXIS 12948, at *35 (Nov. 4, 1977).

Securities Litigation

From **Judge Jed Rakoff** of the U.S. District Court for the Southern District of New York:

Court stated that lead counsel had made “very full and well-crafted” and “excellent submissions”; that there was a “very fine job done by plaintiffs’ counsel in this case”; and that this was “surely a very good result under all the facts and circumstances.”

In re Merrill Lynch & Co., Inc. Securities, Derivative & ERISA Litigation, Master File No. 07-cv-9633(JSR)(DFE) (S.D.N.Y., July 27, 2009).

From **Judge Michael M. Baylson** of the U.S. District Court for the Eastern District of Pennsylvania:

“The Court is aware of and attests to the skill and efficiency of class counsel: they have been diligent in every respect, and their briefs and arguments before the Court were of the highest quality. The firm of Berger & Montague took the lead in the Court proceedings; its attorneys were well prepared, articulate and persuasive.”

In re CIGNA Corp. Sec. Litig., 2007 U.S. Dist. LEXIS 51089, at *17-*18 (E.D. Pa. July 13, 2007).

From **Chancellor William Chandler, III** of the Delaware Chancery Court:

“All I can tell you, from someone who has only been doing this for roughly 22 years, is that I have yet to see a more fiercely and intensely litigated case than this case. Never in 22 years have I seen counsel going at it, hammer and tong, like they have gone at it in this case. And I think that’s a testimony – Mr. Valihura correctly says that’s what they are supposed to do. I recognize that; that is their job, and they were doing it professionally.”

Ginsburg v. Philadelphia Stock Exchange, Inc., No. 2202 (Del. Ch., Oct. 22, 2007).

From **Judge Stewart Dalzell** of the U.S. District Court for the Eastern District of Pennsylvania:

“Thanks to the nimble class counsel, this sum, which once included securities worth \$149.5 million is now all cash. Seizing on an opportunity Rite Aid presented, class counsel first renegotiated what had been stock consideration into Rite Aid Notes and then this year monetized those Notes. Thus, on February 11, 2003,

Rite Aid redeemed those Notes from the class, which then received \$145,754,922.00. The class also received \$14,435,104 in interest on the Notes.”

“Co-lead counsel ... here were extraordinarily deft and efficient in handling this most complex matter... they were at least eighteen months ahead of the United States Department of Justice in ferreting out the conduct that ultimately resulted in the write down of over \$1.6 billion in previously reported Rite Aid earnings. In short, it would be hard to equal the skill class counsel demonstrated here.”

In re Rite Aid Corp. Securities Litigation, 269 F. Supp. 2d 603, 605, n.1, 611 (E.D. Pa. 2003).

From **Judge Helen J. Frye**, United States District Judge for the U.S. District Court for the District of Oregon:

“In order to bring about this result [partial settlements then totaling \$54.25 million], Class Counsel were required to devote an unusual amount of time and effort over more than eight years of intense legal litigation which included a four-month long jury trial and full briefing and argument of an appeal before the Ninth Circuit Court of Appeals, and which produced one of the most voluminous case files in the history of this District.”

* * *

“Throughout the course of their representation, the attorneys at Berger & Montague and Stoll, Stoll, Berne, Lokting & Shlachter who have worked on this case have exhibited an unusual degree of skill and diligence, and have had to contend with opposing counsel who also displayed unusual skill and diligence.”

In Re Melridge, Inc. Securities Litigation, No. CV 87-1426-FR (D. Ore. April 15, 1996).

From **Judge Marvin Katz** of the U.S. District Court for the Eastern District of Pennsylvania:

“[T]he co-lead attorneys have extensive experience in large class actions, experience that has enabled this case to proceed efficiently and professionally even under short deadlines and the pressure of handling thousands of documents in a large multi-district action... These counsel have also acted vigorously in their clients’ interests....”

* * *

“The management of the case was also of extremely high quality.... [C]lass counsel is of high caliber and has extensive experience in similar class action litigation.... The submissions were of consistently high quality, and class counsel has been notably diligent in preparing filings in a timely manner even when under tight deadlines.”

Commenting on class counsel, where the firm served as both co-lead and liaison counsel in *In re Ikon Office Solutions, Inc. Securities Litigation*, 194 F.R.D. 166, 177, 195 (E.D. Pa. 2000).

From **Judge William K. Thomas**, Senior District Judge for the United States District Court for the Northern District of Ohio:

“In the proceedings it has presided over, this court has become directly familiar with the specialized, highly competent, and effective quality of the legal services performed by Merrill G. Davidoff, Esq. and Martin I. Twersky, Esq. of Berger & Montague....”

* * *

“Examination of the experience-studded biographies of the attorneys primarily involved in this litigation and review of their pioneering prosecution of many class actions in antitrust, securities, toxic tort matters and some defense representation in antitrust and other litigation, this court has no difficulty in approving and adopting the hourly rates fixed by Judge Aldrich.”

Commenting in *In re Revco Securities Litigation*, Case No. 1:89CV0593, Order (N.D. Oh. September 14, 1993).

Civil/Human Rights Cases

From **Deputy Treasury Secretary Stuart E. Eizenstat**:

“We must be frank. It was the American lawyers, through the lawsuits they brought in U.S. courts, who placed the long-forgotten wrongs by German companies during the Nazi era on the international agenda. It was their research and their work which highlighted these old injustices and forced us to confront them. Without question, we would not be here without them.... For this dedication and commitment to the victims, we should always be grateful to these lawyers.”

In his remarks at the July 17, 2000, signing ceremony for the international agreements which established the German Foundation to act as a funding vehicle for the payment of claims to Holocaust survivors.

Insurance Litigation

From **Judge Janet C. Hall**, of the U.S. District Court of the District of Connecticut:

Noting the “very significant risk in pursuing this action” given its uniqueness in that “there was no prior investigation to rely on in establishing the facts or a legal basis for the case....[and] no other prior or even now similar case involving parties like these plaintiffs and a party like these defendants.” Further, “the quality of the representation provided to the plaintiffs ... in this case has been consistently excellent.... [T]he defendant[s] ... mounted throughout the course of the five years the case pended, an extremely vigorous defense.... [B]ut for counsel’s outstanding work in this case and substantial effort over five years, no member of the class would have recovered a penny.... [I]t was an extremely complex and substantial class ... case ... [with an] outstanding result.”

Regarding the work of Berger & Montague attorneys Peter R. Kahana and Steven L. Bloch, among other co-class counsel, in *Spencer, et al. v. The Hartford Financial Services Group, Inc., et al.*, in the Order approving the \$72.5 million final settlement of this action, dated September 21, 2010 (No. 3:05-cv-1681, D. Conn.).

Customer/Broker Arbitrations

From **Robert E. Conner**, Public Arbitrator with the National Association of Securities Dealers, Inc.:

“[H]aving participated over the last 17 years in 400 arbitrations and trials in various settings, ... the professionalism and the detail and generally the civility of everyone involved has been not just a cause for commentary at the end of these proceedings but between ourselves [the arbitration panel] during the course of them, and ... the detail and the intellectual rigor that went into the documents was fully reflective of the effort that was made in general. I wanted to make that known to everyone and to express my particular respect and admiration.”

About the efforts of Berger & Montague shareholders Merrill G. Davidoff and Eric L. Cramer, who achieved a \$1.1 million award for their client, in *Steinman v. LMP Hedge Fund, et al.*, NASD Case No. 98-04152, at Closing Argument, June 13, 2000.

Other

From **Stephen M. Feiler, Ph.D.**, Director of Judicial Education, Supreme Court of Pennsylvania, Administrative Office of Pennsylvania Courts, Mechanicsburg, PA *on behalf of the Common Pleas Court Judges (trial judges) of Pennsylvania*:

“On behalf of the Supreme Court of Pennsylvania and AOPC’s Judicial Education Department, thank you for your extraordinary commitment to the *Dealing with Complexities in Civil Litigation* symposia. We appreciate the considerable time you spent preparing and delivering this important course across the state. It is no surprise to me that the judges rated this among the best programs they have attended in recent years.”

About the efforts of Berger & Montague attorneys Merrill G. Davidoff, Peter Nordberg and David F. Sorensen in planning and presenting a CLE Program to trial judges in the Commonwealth of Pennsylvania.

Founding Partner

David Berger - 1912-2007

David Berger was the founder and the Chairman of Berger & Montague. He received his A.B. *cum laude* in 1932 and his LL.B. *cum laude* in 1936, both from the University of Pennsylvania. He was a member of The Order of the Coif and was an editor of the *University of Pennsylvania Law Review*. He had a distinguished scholastic career including being Assistant to Professor Francis H. Bohlen and Dr. William Draper Lewis, Director of the American Law Institute, participating in the drafting of the first Restatement of Torts. He also served as a Special Assistant Dean of the University of Pennsylvania Law School. He was a member of the Board of Overseers of the Law School and Associate Trustee of the University of Pennsylvania. In honor of his many contributions, the Law School established the David Berger Chair of Law for the Improvement of the Administration of Justice.

David Berger was a law clerk for the Pennsylvania Supreme Court. He served as a deputy assistant to Director of Enemy Alien Identification Program of the United States Justice Department during World War II.

Thereafter he was appointed Lt.j.g. in the U.S. Naval Reserve and he served in the South Pacific aboard three aircraft carriers during World War II. He was a survivor of the sinking of the U.S.S. Hornet in the Battle of Santa Cruz, October 26, 1942. After the sinking of the Hornet, Admiral Halsey appointed him a member of his personal staff when the Admiral became Commander of the South Pacific. Mr. Berger was ultimately promoted to Commander. He was awarded the Silver Star and Presidential Unit Citation.

After World War II, he was a law clerk in the United States Court of Appeals. The United States Supreme Court appointed David Berger a member of the committee to draft the Federal Rules of Evidence, the basic evidentiary rules employed in federal courts throughout the United States. David Berger was a fellow of the American College of Trial Lawyers, the International Society of Barristers, and the International Academy of Trial Lawyers, of which he was a former Dean. He was a Life Member of the Judicial Conference of the Third Circuit and the American Law Institute.

A former Chancellor (President) of the Philadelphia Bar Association, he served on numerous committees of the American Bar Association and was a lecturer and author on various legal subjects, particularly in the areas of antitrust, securities litigation, and evidence.

David Berger served as a member of President John F. Kennedy's committee which designed high speed rail lines between Washington and Boston. He drafted and activated legislation in the Congress of the United States which resulted in the use of federal funds to assure the continuance of freight and passenger lines throughout the United States. When the merger of the Pennsylvania Railroad and the New York Central Railroad, which created the Penn Central Transportation Company, crashed into Chapter 11, David Berger was counsel for Penn Central and a proponent of its reorganization. Through this work, Mr. Berger ensured the survival of the major railroads in the Northeastern section of the United States including Penn Central, New Jersey Central, and others.

Mr. Berger's private practice included clients in London, Paris, Dusseldorf, as well as in Philadelphia, Washington, New York City, Florida, and other parts of the United States. David Berger instituted the first class action in the antitrust field, and for over 30 years he and the Berger firm were lead counsel and/or co-lead counsel in countless class actions brought to successful conclusions, including antitrust, securities, toxic tort and other cases. He served as one of the chief counsel in the litigation surrounding the demise of Drexel Burnham Lambert, in which over \$2.6 billion was recovered for various violations of the securities

laws during the 1980s. The recoveries benefitted such federal entities as the FDIC and RTC, as well as thousands of victimized investors.

In addition, Mr. Berger was principal counsel in a case regarding the Three Mile Island accident near Harrisburg, Pennsylvania, achieving the first legal recovery of millions of dollars for economic harm caused by the nation's most serious nuclear accident. As part of the award in the case, David Berger established a committee of internationally renowned scientists to determine the effects on human beings of emissions of low level radiation.

In addition, as lead counsel in *In re Asbestos School Litigation*, he brought about settlement of this long and vigorously fought action spanning over 13 years for an amount in excess of \$300 million.

David Berger was active in Democratic politics. President Clinton appointed David Berger a member of the United States Holocaust Memorial Council, in which capacity he served from 1994-2004. In addition to his having served for seven years as the chief legal officer of Philadelphia, he was a candidate for District Attorney of Philadelphia, and was a Carter delegate in the Convention which nominated President Carter.

Over his lengthy career David Berger was prominent in a great many philanthropic and charitable enterprises some of which are as follows: He was the Chairman of the David Berger Foundation and a long time honorary member of the National Commission of the Anti-Defamation League. He was on the Board of the Jewish Federation of Philadelphia and, at his last place of residence, Palm Beach, as Honorary Chairman of the American Heart Association, Trustee of the American Cancer Society, a member of the Board of Directors of the American Red Cross, and active in the Jewish Federation of Palm Beach County.

David Berger's principal hobby was tennis, a sport in which he competed for over 60 years. He was a member of the Board of Directors of the International Tennis Hall of Fame and other related organizations for assisting young people in tennis on a world-wide basis.

Managing Shareholders

H. Laddie Montague, Jr. - Chairman *Emeritus*

H. Laddie Montague, Jr. is a graduate of the University of Pennsylvania (B.A. 1960) and the Dickinson School of Law (L.L.B. 1963) where he was a member of the Board of Editors of the *Dickinson Law Review*. He is currently Chairman of the Board of Governors for Dickinson School of Law of Penn State University. He is a member of the Executive Committee of the firm having joined its predecessor David Berger, P.A. at its inception in 1970. He is Chairman *Emeritus* of the firm and Co-Chairman of the Antitrust Department.

In addition to being one of the courtroom trial counsel for plaintiffs in the mandatory punitive damage class action in the *Exxon Valdez Oil Spill Litigation*, Mr. Montague has served as lead or co-lead counsel in many class actions, including *In re Infant Formula Antitrust Litigation* (1993) and *Bogosian v. Gulf Oil Corp.* (1984), a nationwide class action against thirteen major oil companies. Mr. Montague was co-lead counsel for the State of Connecticut in its litigation against the tobacco industry.

Mr. Montague was one of four co-lead counsel in *In re Brand Name Prescription Drugs Antitrust Litigation*, M.D.L. 997 (N.D. Ill.) and was one of three co-lead counsel in *In Re High Fructose Corn Syrup Antitrust Litigation*, M.D.L. No. 1087 (C.D. Ill.). In addition to the *Exxon Valdez Oil Spill Litigation*, he has tried several complex, protracted cases to jury, including two class actions: *In re Master Key Antitrust Litigation* (1977) and *In re Corrugated Container Antitrust Litigation* (1980). For his work as trial counsel in the *Exxon Valdez Oil Spill Litigation*, Mr. Montague shared the Trial Lawyers for Public Justice 1995 Trial Lawyer of the Year Award.

Mr. Montague has been repeatedly singled out by *Chambers USA: America's Leading Lawyers for Business* as one of the top antitrust attorneys in the City of Philadelphia. He is lauded for his stewardship of the firm's antitrust department, referred to as "the dean of the Bar," stating that his peers in the legal profession hold him in the "highest regard," and explicitly praised for, among other things, his "fair minded[ness]." His is also listed in *Lawdragon 500, An International Who's Who of Competition Lawyers*, and *The Legal 500: United States (Litigation)*.

Mr. Montague has been invited and made presentation at the Organization for Economic Cooperation and Development (Paris, 2006); the European Commission and International Bar Association Seminar (Brussels, 2007); the Canadian Bar Association, Competition Section (Ottawa, 2008); and the 2010 Competition Law & Policy Forum (Ontario).

A frequent lecturer on class action litigation, Mr. Montague has presented for the Practicing Law Institute, the Pennsylvania Bar Institute and other groups, including the Antitrust Section of the American Bar Association. He has taught a Complex Litigation course at Temple University's Beasley School of Law and has been a panelist at the Federal Bench-Bar Conference for the Eastern District of Pennsylvania. Mr. Montague was a member of the 1984 faculty of the Columbia Law School Continuing Legal Educational Program entitled "The Trial of an Antitrust Case." Mr. Montague has testified before Congress with respect to antitrust and business fraud legislation, including the Racketeer Influenced and Corrupt Organizations Act ("RICO"). He is currently a member of the Advisory Board of the Antitrust & Trade Regulation Report published by the Bureau of National Affairs.

Daniel Berger – Managing Shareholder

Daniel Berger graduated with honors from Princeton University and Columbia Law School, where he was a Harlan Fiske Stone academic scholar. He is presently a senior member and shareholder of the firm, for which he serves as a Managing Shareholder. Over the last two decades, he has been involved in complicated commercial litigation including class action securities, antitrust, consumer protection and bankruptcy cases. In addition, he has prosecuted several important environmental, mass tort and civil rights cases during this period. He has lead the Firm's practice involving improprieties in the marketing of prescription drugs and the abuse of marketing exclusivities in the pharmaceutical industry including handling several landmark cases involving the suppression of generic competition in the pharmaceutical industry. For this work, he has been recognized by the Law 360 publication as a "titan" of the plaintiffs' Bar ("Titan of the Plaintiffs Bar: Daniel Berger" Law 360, September 23, 2014).

In the civil rights area, he has been counsel in informed consent cases involving biomedical research and human experimentation by federal and state governmental entities. He also leads the firm's representation of states and other public bodies and agencies.

Mr. Berger has frequently represented public institutional investors in securities litigation, including representing the state pension funds of Pennsylvania, Ohio and New Jersey in both individual and class action litigation. He also represents Pennsylvania and New Jersey on important environmental litigation involving contamination of groundwater by gasoline manufacturers and marketers.

Mr. Berger has a background in the study of economics, having done graduate level work in applied micro-economics and macro-economic theory, the business cycle and economic history. He has published law review articles in the Yale Law Journal, the Duke University Journal of Law and Contemporary Problems, the University of San Francisco Law Review and the New York Law School Law Review. Mr. Berger is also an author and journalist who has published in The Nation magazine, reviewed books for The

Philadelphia Inquirer and authored a number of political blogs including in The Huffington Post and the Roosevelt Institute's New Deal 2.0. He has also appeared on MSNBC as a political commentator.

Mr. Berger has been active in city government in Philadelphia and was a member of the Mayor's Cultural Advisory Council, advising the Mayor of Philadelphia on arts policy, and the Philadelphia Cultural Fund which was responsible for all City grants to arts organizations. Mr. Berger was also a member of the Pennsylvania Humanities Council, one of the State organizations through which the NEA makes grants. Mr. Berger also serves on the board of the Wilma Theater, Philadelphia's pre-eminent theater for new plays and playwrights.

Harold Berger – Managing Shareholder

Harold Berger is a Senior Partner and Managing Principal of the firm and serves on its Executive Committee.

Harold Berger has participated in many complex litigation matters, including the Exxon Valdez Oil Spill Litigation, C.A. No. A89-095, in which he served on the case management committee and as Co-Chair of the national discovery team. He also participated in the Three Mile Island Litigation, C.A. No. 79-0432 (M.D. Pa.), where he acted as liaison counsel, and in the nationwide school asbestos property damage class action, In re: Asbestos School Litigation, Master File No. 83-0268 (E.D. Pa.), where the firm served as co-lead counsel.

A former Judge of the Court of Common Pleas of Philadelphia, he has long given his service to the legal community and the judiciary. He is also active in law and engineering alumni affairs at the University of Pennsylvania and in other philanthropic endeavors. He serves as a member of Penn's Board of Overseers and as Chair of the Friends of Penn's Biddle Law Library, having graduated from both the engineering and law schools at Penn.

He is past Chair of the Federal Bar Association's National Committee on the Federal and State Judiciary and past President of the Federal Bar Association's Eastern District Chapter. He is the author of numerous law review articles, has lectured extensively before bar associations and at universities, and has served as Chair of the International Conferences on Global Interdependence held at Princeton University. Harold Berger has served as Chair of the Aerospace Law Committees of the American, Federal and Inter-American Bar Associations and, in recognition of the importance and impact of his scholarly work, was elected to the International Academy of Astronautics in Paris. He also served on the Panama Canal Treaty Presidential Committee by appointment of President Carter.

As his biographies in Who's Who in America, Who's Who in American Law, Who's Who in Science and Engineering and Who's Who in the World outline, he is the recipient of numerous awards, including the Special Service Award of the Pennsylvania Conference of State Trial Judges, a Special American Bar Association Presidential Program Award and Medal and a Special Federal Bar Association Award for distinguished service to the Federal and State Judiciary. He has been given the highest rating (AV Preeminent) for legal ability as well as the highest rating for ethical standards by the Martindale-Hubbell American Law Directory.

Harold Berger was also presented with a Lifetime Achievement Award in 2014 by the Legal Intelligencer in recognition of figures who have helped shape the law in Pennsylvania and who had a distinct impact on the legal profession in the Commonwealth.

He is a permanent member of the Judicial Conference of the United States Court of Appeals for the Third Circuit and has served as Chair of both the Judicial Liaison and International Law Committees of the Philadelphia Bar Association. He has also served as National Chair of the FBA's Alternate Dispute Resolution Committee.

Recipient of the Alumnus of the Year Award of the Thomas McKean Law Club of the University of Pennsylvania Law School, he was further honored by the University's School of Engineering and Applied Science by the dedication of the Harold Berger Distinguished Lecture and Award given to a technical innovator who has made a lasting contribution to the quality of our lives. He was also honored by the University by the dedication of an auditorium and lobby bearing his name and by the dedication of a student award in his name for engineering excellence. He serves on the Academic Life Committee of the University's School of Engineering and Applied Science and as a member of the Executive Board of the Center for Ethics and the Rule of Law of the University of Pennsylvania Law School.

Long active in diverse, philanthropic, charitable, community and inter-faith endeavors Judge Berger serves as a Trustee of the Federation of Jewish Charities of Greater Philadelphia, as a Director of the National Museum of Jewish History, as a National Director of the Hebrew Immigrant Aid Society (HIAS) in its endeavors to assist refugees and indigent souls of all faiths, as A Charter Fellow of the Foundation of the Federal Bar Association and as a member of the Hamilton Circle of the Philadelphia Bar Foundation. He serves on the board of the Jewish Learning Venture of the Federation of Jewish Charities and is a director of the Anti-Defamation League Regional Board.

Among other honors and awards, as listed above, Judge Berger was honored by the University of Pennsylvania Law School at its annual Benefactors Dinner and is the recipient of the "Children of the American Dream" award of HIAS for his leadership in the civic, legal, academic and Jewish communities.

Shanon J. Carson – Managing Shareholder

Shanon J. Carson is a Managing Shareholder of the Firm. He Co-Chairs the Firm's Employment Law and Consumer Protection Departments, and is a member of the Firm's Commercial Litigation, Environmental & Mass Tort, Employee Benefits/ERISA, Insurance & Financial Products & Services, and Lending Practices and Borrowers' Rights Departments.

Mr. Carson has achieved the highest peer-review rating, "AV," in Martindale-Hubbell, and has received honors and awards from numerous publications. In 2009, Mr. Carson was selected as one of 30 "Lawyers on the Fast Track" in Pennsylvania under the age of 40. In both 2015 and 2016, Mr. Carson was selected as one of the top 100 lawyers in Pennsylvania, as reported by Thomson Reuters.

Mr. Carson is often retained to represent plaintiffs in employment cases, wage and hour cases for minimum wage violations and unpaid overtime, ERISA cases, consumer cases, insurance cases, construction cases, automobile defect cases, defective drug and medical device cases, product liability cases, breach of contract cases, invasion of privacy cases, false advertising cases, excessive fee cases, and cases involving the violation of state and federal statutes. Mr. Carson represents plaintiffs in all types of litigation including class actions, collective actions, multiple plaintiff litigation, and single plaintiff litigation. Mr. Carson is regularly appointed by federal courts to serve as lead counsel and on executive committees in class actions and mass torts.

Mr. Carson is frequently asked to speak at continuing legal education seminars and other engagements, and is active in nonprofit and professional organizations. Mr. Carson currently serves on the Board of Directors of the Philadelphia Trial Lawyers Association (PTLA), and as a Co-Chair of the PTLA Class Action/Mass Tort Committee. Mr. Carson is also a member of the American Association for Justice, the American Bar Foundation, Litigation Counsel of America, the National Trial Lawyers – Top 100, and the Pennsylvania Association for Justice.

While attending the Dickinson School of Law of the Pennsylvania State University, Mr. Carson was senior editor of the Dickinson Law Review and clerked for a U.S. District Court Judge. Mr. Carson currently serves on the Board of Trustees of the Dickinson School of Law of the Pennsylvania State University.

Todd S. Collins – Managing Shareholder

Todd S. Collins is a graduate of the University of Pennsylvania (B.A. 1973) and the University of Pennsylvania Law School (J.D. 1978), where he won the 1978 Henry C. Laughlin Prize for Legal Ethics. He is a member of the Pennsylvania and Delaware Bars. Since joining Berger & Montague in 1982, following litigation and corporate experience in Wilmington, Delaware and Philadelphia, he has concentrated on complex class litigation, including cases on behalf of securities purchasers, shareholders, trust beneficiaries, and retirement plan participants and beneficiaries.

Mr. Collins has served as lead counsel or co-lead counsel in numerous cases that have achieved significant benefits on behalf of the Class. These cases include: *In re AMF Bowling Securities Litigation* (S.D.N.Y.) (\$20 million recovery, principally against investment banks, where defendants asserted that Class suffered no damages); *In re Aero Systems, Inc. Securities Litigation* (S.D. Fla.) (settlement equal to 90 percent or more of Class members' estimated damages); *Price v. Wilmington Trust Co.* (Del. Ch.) (in litigation against bank trustee for breach of fiduciary duty, settlement equal to 70% of the losses of the Class of trust beneficiaries); *In re Telematics International, Inc. Securities Litigation* (S.D. Fla.) (settlements achieved, after extensive litigation, following 11th Circuit reversal of dismissal below); *In re Ex-Cell-O Securities Litigation* (E.D. Mich.); *In re Sequoia Systems, Inc.* (D. Mass.); *In re Sapiens International, Inc. Securities Litigation* (S.D.N.Y.); *In re Datastream Securities Litigation* (D.S.C.); *Copland v. Tolson* (Pa. Common Pleas) (on eve of trial, in case against corporate principals for breach of fiduciary duty, settlement reached that represented 65% or more of claimants' losses, with settlement funded entirely from individual defendants' personal funds); and *In re IKON Office Solutions, Inc. Securities Litigation* (E.D. Pa.). In IKON, where Mr. Collins was co-lead counsel as well as chief spokesman for plaintiffs and the Class before the Court, plaintiffs' counsel created a fund of \$111 million for the benefit of the Class.

In addition, Mr. Collins has served as lead or co-lead counsel in several of the leading cases asserting the ERISA rights of 401(k) plan participants. Mr. Collins has served as co-lead counsel in *In re Lucent Technologies, Inc. ERISA Litigation* (D.N.J.); *In re Nortel Networks Corp. ERISA Litigation* (M.D. Tenn.); *In re SPX Corporation ERISA Litigation* (W.D. N.C.); and *King v. Wal-Mart Stores, Inc.* (D. Nev.). In *Lucent*, Mr. Collins and his team achieved a settlement consisting of \$69 million for the benefit of plan participants, as well as substantial injunctive relief with respect to the operation of the 401(k) plans.

Mr. Collins is at the forefront of litigation designed to achieve meaningful corporate governance reform. Recently, he brought to a successful conclusion two landmark cases in which corporate therapeutics are at the core of the relief obtained. In *Oorbeek v. FPL Group, Inc.* (S.D. Fla.), a corporate derivative action brought on behalf of the shareholders of FPL Group, plaintiffs challenged excessive "change of control" payments made to top executives. In settlement, plaintiffs recovered not only a substantial cash amount,

but also a range of improvements in FPL's corporate governance structure intended to promote the independence of the outsider directors.

Similarly, in *Ashworth Securities Litigation* (S.D. Cal.), a Section 10(b) fraud case, in which Mr. Collins was co-lead counsel, plaintiffs again have been successful in recovering millions of dollars and also securing important governance changes. In this case, the changes focused on strengthening the accounting function and improving revenue recognition practices.

In corporate acquisition cases, Mr. Collins has served as co-lead counsel in cases such as *In re Portec Rail Products, Inc. Shareholders Litig.* (C.P. Allegheny County, Pennsylvania) (tender offer enjoined), *Silberman v. USANA Health Sciences, Inc., et al.* (D. Utah) (offer enjoined on plaintiffs' motion).

Eric L. Cramer – Managing Shareholder

Eric L. Cramer is a managing shareholder of the firm, where he has practiced since 1995. He has repeatedly been selected by *Chambers USA America's Leading Lawyers for Business* as one of the country's top antitrust lawyers; has been highlighted annually since 2011 by the *Legal 500* as one of the country's top lawyers in the field of complex antitrust litigation; has repeatedly been deemed one of the "Best Lawyers in America;" and has been designated a "Super Lawyer" by *Philadelphia Magazine* many years in a row.

Mr. Cramer has prosecuted multiple complex antitrust matters and is responsible for winning numerous significant settlements for his clients and class members totaling well over \$1 billion. He is lead counsel in several antitrust and other litigation matters in a variety of industries and numerous courts across the country.

Mr. Cramer is also a frequent speaker at antitrust and litigation related conferences. He was the only Plaintiffs' lawyer selected to serve on the American Bar Association's Antitrust Section Transition Report Task Force delivered to the incoming Obama Administration in 2012. He is a Senior Fellow and member of the Board of Directors of the American Antitrust Institute; a past President of COSAL (Committee to Support the Antitrust Laws), a leading industry group; a member of the Advisory Board of the Institute of Consumer Antitrust Studies of the Loyola University Chicago School of Law; and a member of the Board of Directors of Public Justice.

He has written widely in the fields of class certification and antitrust law. Among other writings, Mr. Cramer has co-authored *Antitrust, Class Certification, and the Politics of Procedure*, 17 *George Mason Law Review* 4 (2010) (<http://ssrn.com/abstract=1578459>), which the Third Circuit cited in *Behrend v. Comcast Corp.*, 655 F.3d 182, 200, n.10 (3d Cir. 2011), reversed, 133 S. Ct. 1426 (2013). He has also co-written a number of other pieces, including: *Of Vulnerable Monopolists?: Questionable Innovation in the Standard for Class Certification in Antitrust Cases*, 41 *Rutgers Law Journal* 355 (2009-2010) (<http://ssrn.com/abstract=1542143>); *A Questionable New Standard for Class Certification in Antitrust Cases*, published in the ABA's *Antitrust Magazine*, Vol. 26, No. 1 (Fall 2011); a Chapter of American Antitrust Institute's *Private International Enforcement Handbook* (2010), entitled "Who May Pursue a Private Claim?"; and, a chapter of the American Bar Association's *Pharmaceutical Industry Handbook* (July 2009), entitled "Assessing Market Power in the Prescription Pharmaceutical Industry."

Mr. Cramer is a summa cum laude graduate of Princeton University (1989), where he was elected to Phi Beta Kappa. He graduated cum laude from Harvard Law School with a J.D. in 1993. He is a long serving member of the Board of Directors of the Center for Literacy, a non-profit dedicated to enhancing adult literacy in the Philadelphia region. Mr. Cramer was also one of the founders of the Independence Charter School (ICS), where he served as pro bono litigation counsel and Board President. ICS is now a thriving middle school in Center City Philadelphia.

Merrill G. Davidoff – Chairman of the Firm

As of January 1, 2017, Merrill G. Davidoff is Chairman of the Firm, in addition to his continuing work as a Managing Shareholder, Co-Chairman of the Antitrust Department with Mr. Montague, and Chairman of the Environmental Group. Mr. Davidoff has litigated and tried a wide range of antitrust, commodities, securities and environmental class actions.

In *In re Currency Conversion Fee Antitrust Litigation*, MDL No. 1409, Mr. Davidoff was co-lead counsel in class actions that resulted in settlements of \$386 million.

In a long-running environmental class action on behalf of property owners whose land was contaminated by plutonium from a neighboring nuclear weapons facility (Rocky Flats near Denver, Colorado), Mr. Davidoff served as lead counsel and lead trial counsel in a 2005-2006 trial that resulted in a \$554 million jury verdict, third largest of 2006. In 2009 the Rocky Flats trial team, led by Mr. Davidoff, received the prestigious Public Justice Award for "Trial Lawyer of the Year." A 2010 decision by the 10th Circuit Court of Appeals reversed the judgment that had been won in the district court, but Berger & Montague persevered and sought entry of judgment under alternative state law grounds. After losing this battle in the district court, plaintiffs appealed to the 10th Circuit again, and, after an appeal argued by Mr. Davidoff, the Court of Appeals (by then-judge, now Justice, Neil Gorsuch) reversed and held that plaintiffs could proceed on state law nuisance grounds. Just before competing petitions for certiorari were to be decided by the Supreme Court, a settlement of \$375 million was announced in May, 2016. The settlement received final approval on April 28, 2017.

Mr. Davidoff also concentrates his practice in representation for commodities futures and options traders as well as derivatives matters. He was co-lead counsel for the customer class in *In re MF Global Holdings Limited Investment Litigation*, which settled for well over a billion dollars and resulted in the recovery and return of 100% of lost customer funds after MF Global's October 31, 2011 collapse.

Mr. Davidoff has represented diverse clients, including many companies, sports organizations, trading firms and governmental entities. In the Qwest securities litigation, Mr. Davidoff represented New Jersey, securing a \$45 million "opt-out" settlement, and also represented New Jersey in "opt-out" litigation against the former public accounting firm for Lehman Brothers Inc.

Mr. Davidoff served as co-lead and trial counsel for a plaintiff class in the first mass tort class action trial in federal court which resulted in a precedent-setting settlement for class members, *In re Louisville Explosions Litigation*. In the Canadian Radio-Television and Telecommunications Commission ("CRTC") Decisions (*Challenge Communications, Ltd. v. Bell Canada*), Mr. Davidoff was lead counsel for Applicant (plaintiff) in three evidentiary hearings before the CRTC. The hearings resulted in the first precedent breaking Bell Canada's monopoly over the telecommunications equipment which was connected to its telephone network. He was lead counsel in the Revco Securities Litigation, an innovative "junk bond" class action, which settled for \$36 million. Mr. Davidoff was lead plaintiffs' counsel and lead trial counsel in *In re Melridge Securities Litigation*, tried to jury verdicts for \$88 million (securities fraud) and \$240 million (RICO). He was co-lead counsel for the class in *In re Graphite Electrodes Antitrust Litigation*, an international price-fixing case which yielded settlements ranging from 18% to 32% of the plaintiffs' and class' purchases from the defendants (aggregate settlements totaled \$134 million). He was one of co-lead counsel in the Ikon Securities Litigation, in which a settlement of \$111 million was obtained. He was co-lead counsel and designated lead trial counsel in the *In Re Sunbeam Securities Litigation*, where settlements of \$142 million were reached. One of his areas of concentration is representation in commodities futures and options matters, and expertise in derivatives. He has represented market-makers on the Philadelphia Stock Exchange, where he owned a member firm in the 1990s, as well as broker-dealers and market-makers on other exchanges.

Sherrie R. Savett – Managing Shareholder

Sherrie R. Savett is Chair of the firm’s Securities Fraud Group and Whistleblower, *Qui Tam* & False Claims Act Group. Ms. Savett has practiced in the area of securities litigation and class actions since 1975. Several securities class actions in which Ms. Savett served as lead counsel are among the 100 largest securities class actions settled in the history of the federal securities laws. She has advanced investor protection by helping to establish several significant legal precedents.

Ms. Savett serves or has served as lead or co-lead counsel or as a member of the executive committee in a large number of securities and consumer class actions in federal courts across the country.

Ms. Savett is widely recognized as a top female leader in the profession by local and national legal rating organizations. She speaks and writes frequently on securities litigation, consumer class actions and complex litigation, and is acknowledged for her leadership in the business and civic community.

Ms. Savett has helped establish several significant precedents. Among them is the holding (the first ever in a federal appellate court) that municipalities are subject to the anti-fraud provisions of SEC Rule 10b-5 under § 10(b) of the Securities Exchange Act of 1934, and that municipalities that issue bonds are not acting as an arm of the state and therefore are not entitled to immunity from suit in the federal courts under the Eleventh Amendment. *Sonnenfeld v. City and County of Denver*, 100 F.3d 744 (10th Cir.1996).

In the *U.S. Bioscience* securities class action, a biotechnology case where critical discovery was needed from the federal Food and Drug Administration, the court ruled that the FDA may not automatically assert its administrative privilege to block a subpoena and may be subject to discovery depending on the facts of the case. *In re U.S. Bioscience Secur. Litig.*, 150 F.R.D. 80 (E.D. Pa. 1993).

In the *CIGNA Corp. Securities Litigation*, the Court denied defendants’ motion for summary judgment, holding that a plaintiff has a right to recover for losses on shares held at the time of a corrective disclosure and his gains on a stock should not offset his losses in determining legally recoverable damages. *In re CIGNA Corp. Securities Litigation*, 459 F. Supp. 2d 338 (E.D. Pa. 2006).

David F. Sorensen – Managing Shareholder

David F. Sorensen is a managing shareholder and co-chair of Berger & Montague’s antitrust department. He graduated from Duke University (A.B. 1983) and Yale Law School (J.D. 1989), and clerked for the Hon. Norma L. Shapiro (E.D. Pa.). He concentrates his practice on antitrust and environmental class actions

Mr. Sorensen co-tried *Cook v. Rockwell Int’l Corp.*, No. 90-181 (D. Colo.) and received, along with the entire trial team, the “Trial Lawyer of the Year” award in 2009 from the Public Justice Foundation for their work on the case, which resulted in a jury verdict of \$554 million in February 2006, after a four-month trial, on behalf of thousands of property owners near the former Rocky Flats nuclear weapons plant located outside Denver, Colorado. The jury verdict was then the largest in Colorado history, and was the first time a jury has awarded damages to property owners living near one of the nation’s nuclear weapons sites. In 2008, after extensive post-trial motions, the District Court entered a \$926 million judgment for the plaintiffs. The jury verdict in the case was vacated on appeal in 2010. In 2015, on a second trip to the Tenth Circuit Court of Appeals, Plaintiffs secured a victory with the case being sent back to the district court. In May 2016, the parties reached a \$375 million settlement, which received final approval on April 28, 2017.

Mr. Sorensen played a major role in the firm’s representation of the *State of Connecticut in State of Connecticut v. Philip Morris, Inc., et al.*, in which Connecticut recovered approximately \$3.6 billion (excluding interest) from certain manufacturers of tobacco products. And he served as co-lead class counsel

in *Johnson v. AzHHA, et al.*, No. 07-1292 (D. Ariz.), representing a class of temporary nursing personnel who had been underpaid because of an alleged conspiracy among Arizona hospitals. The case settled for \$24 million.

Mr. Sorensen also has played a leading role in numerous antitrust cases representing direct purchasers of prescription drugs. These cases have alleged that pharmaceutical manufacturers have wrongfully kept less expensive generic drugs off the market, in violation of the antitrust laws. Many of these cases have resulted in substantial cash settlements, including *King Drug Co. v. Cephalon, Inc.*, (E.D. Pa.) (\$512 million partial settlement - largest ever for a case alleging delayed generic competition); *In re Prandin Direct Purchaser Antitrust Litigation* (\$19 million settlement); *In re Doryx Antitrust Litigation* (\$15 million); *In re Skelaxin Antitrust Litigation* (\$73 million); *In re Wellbutrin XL Antitrust Litigation* (\$37.50 million); *In re Oxycontin Antitrust Litigation* (\$16 million); *In re DDAVP Direct Purchaser Antitrust Litigation* (\$20.25 million settlement following precedent-setting victory in the Second Circuit, which Mr. Sorensen argued, *see In re DDAVP Direct Purchaser Antitrust Litigation*, 585 F.3d 677 (2d Cir. 2009)); *In re Nifedipine Antitrust Litigation* (\$35 million); *In re Terazosin Hydrochloride Antitrust Litigation*, MDL 1317 (S.D. Fla.) (\$74.5 million); and *In re Remeron Antitrust Litigation* (\$75 million). Mr. Sorensen is serving as co-lead class counsel or on the executive committee of numerous similar, pending cases.

Shareholders

Glen L. Abramson - Shareholder

Glen L. Abramson is a shareholder in the Consumer Protection, Lending Practice and Borrowers' Rights, Securities Litigation, and Insurance and Financial Services practice groups at Berger & Montague. He concentrates his practice on complex consumer protection and financial services litigation. Mr. Abramson represents consumers in financial services and product defect class actions, as well as public and private institutional investors in securities fraud class actions and commercial litigation.

Mr. Abramson is currently involved in numerous class actions and investigations involving insurance products, including cases against Applied Underwriters, Inc. in connection with the deceptive sale of workers' compensation insurance policies and against Genworth Life Insurance Company involving long-term care insurance. Mr. Abramson also currently is involved in numerous class actions involving product defects, and is Co-Lead Counsel in a nationwide MDL involving defective water supply lines, *In re Fluidmaster, Inc., Water Connector Components Products Liability Litigation*, MDL No. 2575 (N.D. Ill.).

In addition, Mr. Abramson also has served as co-lead counsel in numerous successful consumer protection and securities fraud class actions, including:

Casey v. Citibank, N.A., No. 5:12-cv-00820 (N.D.N.Y.). Co-Lead Counsel. Mr. Abramson obtained a settlement valued at \$110 million in this consolidated class action on behalf of nationwide classes of borrowers whose mortgage loans were serviced by Citibank or CitiMortgage and who were force-placed with hazard, flood or wind insurance by Citi.

In re Oppenheimer Rochester Funds Group Securities Litigation, No. 09-md-02063-JLK-KMT (D. Colo.) – Co-Lead Counsel. Mr. Abramson represented shareholders in Oppenheimer municipal bond funds in connection with losses suffered during the financial crisis of 2008. The case settled in 2014 for \$89.5 million.

In re Tremont, Securities Law, State Law, and Insurance Litig., No. 1:08-cv-11117-TPG – Mr. Abramson represented insurance policyholders who lost money in connection with the Madoff Ponzi scheme. The combined cases were settled for more than \$100 million.

In re Mutual Fund Investment Litig., No. 04-md-15861-CCB – Co-Lead Counsel. Mr. Abramson represented shareholders of various mutual fund families who lost money as the result of market timing in mutual funds. Mr. Abramson was lead counsel for Scudder/Deutsche Bank mutual fund shareholders and helped orchestrate combined settlements of more than \$14 million.

In re Fleming Companies, Inc. Sec. Litig., No. 03-md-1530 (E.D. Tex.) – Co-Lead Counsel. Mr. Abramson represented shareholders of Fleming Companies, Inc. in connection with losses suffered as a result of securities fraud by Fleming and its auditors and underwriters. The case resulted in a \$93.5 million settlement.

Prior to joining Berger & Montague, Mr. Abramson practiced at Dechert LLP in Philadelphia, where he handled complex commercial litigation, product liability, intellectual property, and civil rights disputes. While at Dechert, Mr. Abramson co-chaired a civil rights trial in federal court that led to a six-figure verdict. Mr. Abramson also spent three years as a professional equities trader.

Mr. Abramson is a graduate of Cornell University (B.A. *with distinction* 1993) and Harvard Law School (*cum laude* 1996). He is a past member of the Harvard Legal Aid Bureau and is a member of Cornell University's Phi Beta Kappa honors society.

Jonathan D. Berger - Shareholder

Jonathan Berger is a shareholder in the Commercial Litigation and Employment Law practice groups at Berger & Montague. Mr. Berger concentrates his practice on the prosecution of class actions, collective actions and multiple plaintiff litigation on behalf of employees, consumers, and shareholders across the country.

Mr. Berger serves as counsel for several commercial hydraulic manufacturers and other companies. As counsel, Mr. Berger is engaged in litigation, corporate, commercial, employment, and governmental regulatory compliance matters as well as other business related activities.

Since joining the firm in September 1987, Mr. Berger has been involved in class actions and complex commercial litigation including the *Exxon Valdez Oil Spill Litigation*; *In re Asbestos School Litigation*, Master File No. 83-0268 (E.D. Pa.); *In re Domestic Airlines Antitrust Litigation*, 137 F.R.D. 677 (N.D. Ga. 1991); *Ford/Firestone MDL Litigation*; *Unisys ERISA Benefits Litigation*; *Commercial Explosives Antitrust Litigation*; and *Vitamins Antitrust Litigation*. Mr. Berger has also prosecuted complex multi-party litigation involving hydraulic engineered systems.

Mr. Berger has litigated wage & hours cases in federal and state courts including: *Chabrier v. Wilmington Finance, Inc.*, No. 06-4176 (E.D. Pa.). Mr. Berger obtained a settlement of \$2.9 million on behalf of retail loan officers who worked in four offices of Wilmington Finance, Inc. to resolve claims for unpaid overtime wages and related penalties. A significant opinion issued in the case is *Chabrier v. Wilmington Finance, Inc.*, 2008 WL 938872 (E.D. Pa. April 04, 2008) (denying the defendant's motion to decertify the class); *Espinosa v. National Beef California, L.P.*, No. ECU04657 (Cal. Super. Ct.) (\$3.35 million settlement); and *Justison v. McDonalds Corp.*, No. 08-cv-448 (D. Del.) (as co-lead counsel, obtained a \$2.4 million settlement on behalf of hundreds of assistant manager trainees alleging claims for unpaid overtime wages).

Currently, Mr. Berger is also engaged in a variety of military defense, healthcare and other Whistleblower, Qui Tam and False Claim Act cases.

Mr. Berger graduated from the University of Pennsylvania (B.S. Economics, Wharton School, 1980) and the Widener University Delaware Law School (J.D., 1985). During and after law school, Mr. Berger served as a law clerk for the Honorable Charles P. Mirarchi, Jr, Administrative Judge, Civil Division, Court of Common Pleas of Philadelphia County, PA.

Gary E. Cantor - Shareholder

Gary E. Cantor is a shareholder in the Securities and Commodities practice groups at Berger & Montague. He concentrates his practice on complex litigation and derivatives valuations.

Mr. Cantor served as co-lead counsel in *Steiner v. Phillips, et al.* (Southmark Securities), Consolidated C.A. No. 3-89-1387-X (N.D. Tex.), (class settlement of \$82.5 million), and *In re Kenbee Limited Partnerships Litigation*, Civil Action No. 91-2174 (GEB), (class settlement involving 119 separate limited partnerships resulting in cash settlement, oversight of partnership governance and debt restructuring (with as much as \$100 million in wrap mortgage reductions)). Mr. Cantor also represented plaintiffs in numerous commodity cases.

In recent years, Mr. Cantor played a leadership role in: *In re: Oppenheimer Rochester Funds Group Securities Litigation* (\$89.5 million settlement on behalf of investors in six tax-exempt bond mutual funds managed by Oppenheimer Funds, Inc.), No. 09-md-02063-JLK (D. Col.); *In re KLA-Tencor Corp. Securities Litigation*, Master File No. C-06-04065-CRB (N.D. Cal.) (\$65 million class settlement); *In re Sepracor Inc. Securities Litigation*, Civil Action no. 02-12235-MEL (D. Mass.) (\$52.5 million settlement); *In re Sotheby's Holding, Inc. Securities Litigation*, No. 00 Civ. 1041 (DLC) (S.D.N.Y.) (\$70 million class settlement). He was also actively involved in the *Merrill Lynch Securities Litigation* (class settlement of \$475 million) and *Waste Management Securities Litigation* (class settlement of \$220 million).

For over 20 years, Mr. Cantor also has concentrated on securities valuations and the preparation of event or damage studies or the supervision of outside damage experts for many of the firm's cases involving stocks, bonds, derivatives, and commodities. Mr. Cantor's work in this regard has focused on statistical analysis of securities trading patterns and pricing for determining materiality, loss causation and damages as well as aggregate trading models to determine class-wide damages.

Mr. Cantor was a member of the Moot Court Board at University of Pennsylvania Law School where he authored a comment on computer-generated evidence in the University of Pennsylvania Law Review. He graduated from Rutgers College with highest distinction in economics and was a member of Phi Beta Kappa.

Joy P. Clairmont - Shareholder

Joy Clairmont is a shareholder in the Whistleblower, *Qui Tam* & False Claims Act Group at Berger & Montague, which has recovered more than \$3 billion for federal and state governments, as well as over \$500 million for the firm's whistleblower clients. Ms. Clairmont also has experience practicing in the area of securities fraud litigation.

Ms. Clairmont has been investigating and litigating whistleblower cases for over fifteen years and has successfully represented whistleblower clients in federal and state courts throughout the United States. On behalf of her whistleblower clients, Ms. Clairmont has pursued fraud cases involving a diverse array of companies: behavioral health facilities, a national retail pharmacy chain, a research institution,

pharmaceutical manufacturers, skilled nursing facilities, a national dental chain, mortgage lenders, hospitals and medical device manufacturers.

Most notably, Ms. Clairmont has participated in several significant and groundbreaking cases involving fraudulent drug pricing:

- *United States ex rel. Streck v. AstraZeneca, LP, et al.*, C.A. No. 08-5135 (E.D. Pa.): a Medicaid rebate fraud case which settled in 2015 for a total of \$55.5 million against three pharmaceutical manufacturers, AstraZeneca, Cephalon, and Biogen. The case alleged that the defendants did not properly account for millions of dollars of payments to wholesalers for drug distribution and other services. As a result, the defendants underpaid the government in rebates owed under the Medicaid Drug Rebate Program.
- *United States ex rel. Kieff and LaCorte v. Wyeth and Pfizer, Inc.*, Nos. 03-12366 and 06-11724-DPW (D. Mass.): a Medicaid rebate fraud case involving Wyeth's acid-reflux drug, Protonix, which settled for \$784.6 million in April 2016.
- "AWP" Cases: a series of cases in federal and state courts against many of the largest pharmaceutical manufacturers, including Bristol-Myers Squibb, Boehringer Ingelheim, and GlaxoSmithKline, for defrauding the government through false and inflated price reports for their drugs, which resulted in more than \$2 billion in recoveries for the government.

Earlier in her career, Ms. Clairmont gained experience litigating securities fraud class actions including, most notably, *In Re Sunbeam Securities Litigation*, a class action which led to the recovery of over \$142 million for the class of plaintiffs in 2002.

Ms. Clairmont graduated in 1995 with a B.A. *cum laude* from George Washington University and in 1998 with a J.D. from George Washington University Law School.

Andrew C. Curley – Shareholder

Andrew C. Curley is a shareholder in the Antitrust practice group at Berger & Montague. He concentrates his practice in the area of complex antitrust litigation.

Mr. Curley served as Co-Lead Class Counsel on behalf of a class of independent truck stops and other retail merchants in *Marchbanks Truck Service, Inc. v. Comdata Network, Inc.*, Case No. 07-1078 (E.D. Pa.). The *Marchbanks* litigation settled in January 2014 for \$130 million and significant prospective relief-in the form of, among other things, meaningful and enforceable commitments by the largest over-the-road trucker fleet card issuer in the United States to modify or not to enforce those portions of its merchant services agreements that plaintiffs challenged as anticompetitive, and that an expert economist has determined to be worth an additional \$260 million to \$491 million (bringing the total value of the settlement to between \$390 and \$621 million). The settlement was preliminary approved on March 17, 2014, and finally approved on July 14, 2014. Mr. Curley, was a finalist for the American Antitrust Institute's award for Outstanding Antitrust Achievement by a Young Lawyer in 2014 for his work on the *Marchbanks* litigation.

Mr. Curley is also involved in a number of antitrust cases representing direct purchasers of prescription drugs. These cases have alleged that pharmaceutical manufacturers have wrongfully kept less expensive generic drugs off the market, in violation of the antitrust laws. Those cases include: *In re Wellbutrin XL Antitrust Litig.*, No. 08-2431 (E.D. Pa.) (\$37.5 million settlement with one of two defendants); *In re Skelaxin (Metaxalone) Antitrust Litig.*, No. 12-MD-2343 (E.D. Tenn.) (\$73 million settlement); *In re*

Solodyn Antitrust Litig., 14 MD 2503 (D. Mass.); *In re Aggrenox Antitrust Litig.*, No. 3:14-md-02516 (D. Conn.); *In re Niaspan Antitrust Litig.*, 2:13-md-02460 (E.D. Pa.); *In re Opana ER Antitrust Litig.*, No. 14-cv-10151 (N.D. Ill.).

From 2010 through 2016, Mr. Curley was named as a Pennsylvania Super Lawyer - Rising Star. The designation of "Rising Star" is an honor conferred upon only the top 2.5% of attorneys in Pennsylvania who are 40 or younger.

Prior to joining Berger & Montague, Mr. Curley practiced in the litigation department of a large Philadelphia law firm where he represented clients in a variety of industries in complex commercial litigation in both state and federal court.

Michael C. Dell'Angelo – Shareholder

Michael Dell'Angelo litigates complex cases, primarily for plaintiffs, throughout the country. Mr. Dell'Angelo's practice is not confined to a particular area of the law or of the country. He has recently handled a variety of "bet the company" cases around the country ranging from complex commercial disputes to securities litigation to antitrust matters. He serves as Co-Chair of the Berger & Montague's Commodities and Financial Instruments department.

Mr. Dell'Angelo has been featured in The National Law Journal's profile of Berger & Montague for a special annual report entitled "Plaintiffs' Hot List." The National Law Journal's Hot List identifies the top plaintiff practices in the country. The Hot List profile of Berger & Montague focused on a settlement with JPMorgan Chase & Co., for \$100 million and other relief, stemming from the bank's role in the collapse of commodities broker MF Global. That settlement, combined with settlements in the class action, reached with the Chicago Mercantile Exchange, the individual defendants and the MF Global Trustee, returned more than 100% of the \$1.6 billion in customer segregated funds lost by MF Global's former commodity customers whom Mr. Dell'Angelo represents.

Mr. Dell'Angelo serves as co-lead counsel or class counsel in virtually every major pending financial instrument antitrust class action, including: in *In re Gold Fixing Antitrust and Commodity Exchange Act Litigation*, No. 1:14-cv-02213 (S.D.N.Y.) (co-lead counsel); *In re Platinum and Palladium Antitrust Litigation*, No. 14-cv-09391-GHW (S.D.N.Y.) (co-lead counsel); *In re: Libor-Based Financial Instruments Antitrust Litigation*, No. 11-md-2262 (S.D.N.Y.); *In re: North Sea Brent Crude Oil Futures Litigation*, No. 13-md-2475 (S.D.N.Y.); *Alaska Electrical Pension Fund v. Bank of America Corp et al.*, No. 14-cv-7126 (S.D.N.Y.); *In re: Crude Oil Commodity Futures Litigation*, No. 11-cv-3600 (S.D.N.Y.); *In re London Silver Fixing, Ltd. Antitrust Litigation*, No. 14-md-2573 (S.D.N.Y.); *Asbestos Workers Philadelphia Welfare Fund v. Bank of American, et al.*, No. 16-cv-5269 (S.D.N.Y.); *In re Interest Rate Swaps Antitrust Litigation*, 16-MD-2704 (PAE) (S.D.N.Y.). Mr. Dell'Angelo also serves as lead counsel in a number of other nationwide antitrust class actions, including: *In re: Domestic Drywall Antitrust Litigation*, 2:13-MD-2437-MMB (E.D. Pa.); *Le et al v. Zuffa, LLC*, 15-cv-01045-RFB-PAL (D.NV.); and *In re MF Global Holding Ltd. Inv. Litig.*, No. 12-md-2338 (S.D.N.Y.).

Mr. Dell'Angelo has been recognized consistently as a Pennsylvania Super Lawyer, a distinction conferred upon him annually since 2007. He is regularly invited to speak at Continuing Legal Education (CLE) and other seminars and conferences, both locally and abroad. As such, in response to his recent CLE, "How to Deal with the Rambo Litigator", Mr. Dell'Angelo was singled out as "One of the best CLE speakers [attendees] have had the pleasure to see." He formerly served as the Third Circuit Editor of the American Bar Association's quarterly publication, *Class Action and Derivative Suits*.

Prior to joining Berger & Montague, Mr. Dell'Angelo concentrated his practice in antitrust, securities and complex commercial litigation at Miller Faucher and Cafferty LLP. Early in his career, Mr. Dell'Angelo devoted a substantial portion of his practice to the prosecution of numerous class action law suits on behalf of survivors of slave labor during the Holocaust. These suits, against German companies, resulted in a \$5.2 billion German Foundation to pay Nazi-era claims.

Mr. Dell'Angelo's pro bono work includes the representation of an Alabama death row inmate. That representation resulted in a reversal of the client's sentencing by the Eleventh Circuit and a grant of a writ of habeas corpus vacating the client's death sentence.

Mr. Dell'Angelo graduated from Connecticut College (B.A. 1994) and The Catholic University of America, Columbus School of Law (J.D. 1997).

While in law school, Mr. Dell'Angelo served as a law clerk for the Honorable Richard A. Levie (Ret.), Superior Court, D.C., Presiding Judge, Civil Division.

Lawrence Deutsch - Shareholder

Lawrence Deutsch is a graduate of Boston University (B.A. 1973), George Washington University's School of Government and Business Administration (M.S.A. 1979), and Temple University's School of Law (J.D. 1985). He became a member of the Pennsylvania Bar in 1986 and the New Jersey Bar in 1987. He has also been admitted to practice in Eastern District of Pennsylvania, the First Circuit Court of Appeals, the Second Circuit Court of Appeals, the Third Circuit Court of Appeals, the Fourth Circuit Court of Appeals and the U.S. Court of Federal Claims as well as various jurisdictions across the country for specific cases.

At the Berger firm, Mr. Deutsch has been involved in numerous major shareholder class action cases. He served as lead counsel in the Delaware Chancery Court on behalf of Class A shareholders in a corporate governance litigation concerning the rights and valuation of their shareholdings. Defendants in the case were the Philadelphia Stock Exchange, the Exchange's Board of Trustees, and six major Wall Street investment firms. The case settled for \$99 million and also included significant corporate governance provisions. Chancellor Chandler, when approving the settlement allocation and fee awards on July 2, 2008, complimented counsel's effort and results, stating, "Counsel, again, I want to thank you for your extraordinary efforts in obtaining this result for the class." The Chancellor had previously described the intensity of the litigation when he had approved the settlement, "All I can tell you, from someone who has only been doing this for roughly 22 years, is that I have yet to see a more fiercely and intensely litigated case than this case. Never in 22 years have I seen counsel going at it, hammer and tong, like they have gone at it in this case."

Mr. Deutsch was one of trial counsel for plaintiffs in *Fred Potok v. Floorgraphics, Inc., et al.* (Phila. Co. CCP 080200944 and Phila. Co. CCP 090303768) resulting in an \$8 million judgment against the directors and officers of the company for breach of fiduciary duty.

Over the 25 years working in securities litigation, Mr. Deutsch has been a lead attorney on many substantial matters. Mr. Deutsch served as one of lead counsel in the *In Re Sunbeam Securities Litigation* class action concerning "Chainsaw" Al Dunlap (recovery of over \$142 million for the class in 2002). As counsel on behalf of the City of Philadelphia he served on the Executive Committee for the securities litigation regarding *Frank A. Dusek, et al v. Mattel Inc., et al* (recovery of \$122 million for the class in 2006). *Fox et al v. Prime Group Realty Trust et al.* United States District Court Northern District of Illinois (Civil Case No. 1:12-cv-09350) (\$8.25 million settlement); court-appointed lead counsel in *In Re Inergy LP Unitholder Litigation* (Del. Ch. No. 5816-VCP) (\$8 million settlement);

Mr. Deutsch served as lead counsel for a class of investors in Scudder/Deutsche Bank mutual funds in the nationwide Mutual Funds Market Timing cases. Mr. Deutsch served on the Plaintiffs' Omnibus Steering Committee for the consortium of all cases. These cases recovered over \$300 million in 2010 for mutual fund purchasers and holders against various participants in widespread schemes to "market time" and late trade mutual funds, including \$14 million recovered for Scudder/Deutsche Bank mutual fund shareholders.

Mr. Deutsch currently serves as co-lead counsel representing shareholders in *In Re Precision Castparts Corp. Shareholder Litigation*, (Circuit Court of Oregon No 15CV21455).

Mr. Deutsch has been court-appointed Lead or a primary attorney in numerous complex cases concerning consumer products: served on team of lead counsel in *In Re: CertainTeed Fiber Cement Siding Litigation*, E.D.PA. MDL NO. 11-2270 (\$103.9 million settlement); Co-lead counsel in *Tim George v. Udonor, Inc., et al.*, United States District Court, District of Minnesota, Case No. 12-CV-249 (ADM/JJK) (\$21 million settlement); Mr. Deutsch currently serves as counsel in numerous consumer product cases: *Nguyen et al v. Nissan North America, Inc.* United States District Court, Middle District of Tennessee, (Case No. 16-CV-00624); *Meadow et al v. NIBCO, Inc.*, United States District Court Middle District of Tennessee, (Case No. 15-CV-01124); *Snyder, et al v. Tamko Building Products Inc.*, United States District Court, Eastern District of California, (Case No. 15-CV-1892).

Mr. Deutsch has also represented plaintiffs in numerous matters of broker/dealer arbitrations, consumer fraud, individual securities disputes and construction litigation.

In addition to his litigation work, Mr. Deutsch was a member of the firm's Administrative Committee for ten years chairs the firm's Electronic Discovery Committee, and manages the firm's paralegals. He has also currently regularly represented indigent parties through the Philadelphia Bar Association's VIP Program, including the Bar's acclaimed representation of homeowners facing mortgage foreclosure.

E. Michelle Drake - Shareholder

E. Michelle Drake is a Shareholder in Berger & Montague's Minneapolis office. Ms. Drake focuses her practice primarily on consumer protection, improper credit reporting and financial services class actions. She has achieved career settlements and verdicts valued at more than \$150 million.

Ms. Drake is one of the nation's leading consumer advocates. She is on the Board of the National Association of Consumer Advocates, is a member of the Partner's Council of the National Consumer Law Center, and co-chairs the Consumer Litigation Section for the Minnesota State Bar Association. Ms. Drake has been named as a Super Lawyer for the last three years. She speaks frequently at national consumer protection and class action conferences and has been invited to speak at the National Consumer Law Center's Consumer Rights Litigation Conference, the Class Action Symposium, the American Bar Association's National Institute on Class Actions, and the Cambridge Forum for plaintiffs' class action attorneys. She will be chairing the Bridgeport 2016 National Class Action Conference. Ms. Drake has been quoted in the New York Times, the National Law Journal, and the Philadelphia Legal Intelligencer and her cases were named as "Lawsuits of the Year" by Minnesota Law & Politics in both 2008 and 2009.

Ms. Drake helped achieve a landmark settlement in a case involving improper mortgage servicing practices associated with force-placed insurance, resulting in a settlement valued at \$110 million for a nationwide class of borrowers who were improperly force-placed with overpriced insurance. Ms. Drake also served as liaison counsel and part of the Plaintiffs' Steering Committee on behalf of consumers harmed in the Target data breach, a case she helped successfully resolve on behalf of over ninety million consumers whose data was affected by the breach. In 2015, Ms. Drake resolved a federal class action on behalf of a group of adult entertainers in New York for \$15 million. Most recently, Ms. Drake has been successful in litigating

numerous cases protecting consumers' federal privacy rights under the Fair Credit Reporting Act, including the seminal case on background check disclosures, *Singleton v. Domino's*. Ms. Drake is lead counsel in numerous consumer protection actions across the country.

Ms. Drake is a *magna cum laude* graduate of Harvard College and a *cum laude* graduate of Harvard Law School. She also received an M.Sc. in Sociology from Oxford University in England. For the first seven years she was in practice, Ms. Drake worked as a public defender in Georgia where she defended numerous high-stakes felony cases in Georgia's trial courts, including death penalty cases.

Candice J. Enders - Shareholder

Candice J. Enders is a shareholder in the Antitrust practice group at Berger & Montague. She concentrates her practice in complex antitrust litigation.

Ms. Enders has represented plaintiffs in numerous cases involving price-fixing of commodity products. Her significant involvements include *In re Microcrystalline Cellulose Antitrust Litigation* (E.D. Pa.) (\$50 million settlement achieved shortly before trial); *In re Methyl Methacrylate (MMA) Antitrust Litigation* (E.D. Pa.) (\$15.1 million settlement); *In re Domestic Drywall Antitrust Litigation* (E.D. Pa.) (\$44.5 million in partial settlements) (final approval of an additional \$23 million partial settlement pending); *In re TFT LCD (Flat Panel) Antitrust Litigation* (N.D. Cal.) (over \$470 million in settlements); and *In re Cathode Ray Tube (CRT) Antitrust Litigation* (N.D. Cal.) (settlement totaling \$136.7 million; litigation is continuing against a single remaining defendant).

Ms. Enders was selected as a Pennsylvania Super Lawyer - Rising Star in 2013-2015, an honor conferred upon only the top 2.5% of attorneys in Pennsylvania who are 40 or younger.

Michael T. Fantini – Shareholder

Michael T. Fantini is a shareholder in the Consumer Protection and Commercial Litigation practice groups with Berger & Montague. Mr. Fantini concentrates his practice on consumer class action litigation.

Mr. Fantini has considerable experience in notable consumer cases such as: *In re TJX Companies Retail Security Breach Litigation*, Master Docket No. 07-10162 (D. Mass) (class action brought on behalf of persons whose personal and financial data were compromised in the largest computer theft of personal data in history - settled for various benefits valued at over \$200 million); *In re Educational Testing Service Praxis Principles of Learning and Teaching: Grade 7-12 Litigation*, MDL No. 1643 (E.D. La. 2006) (settlement of \$11.1 million on behalf of persons who were incorrectly scored on a teachers' licensing exam); *Block v. McDonald's Corporation*, No: 01CH9137 (Cir. Ct. Of Cook County, Ill.) (settlement of \$12.5 million where McDonald's failed to disclose beef fat in french fries); *Fitz, Inc. v. Ralph Wilson Plastics Co.*, No. 1-94-CV-06017 (D. N.J.) (claims-made settlement whereby fabricators fully recovered their losses resulting from defective contact adhesives); *Parker v. American Isuzu Motors, Inc.*; No: 3476 (CCP, Philadelphia County) (claims-made settlement whereby class members recovered \$500 each for their economic damages caused by faulty brakes); *Crawford v. Philadelphia Hotel Operating Co.*, No: 04030070 (CCP Phila. Cty. 2005) (claims-made settlement whereby persons with food poisoning recovered \$1,500 each); *Melfi v. The Coca-Cola Company* (settlement reached in case involving alleged misleading advertising of Enviga drink); *Vaughn v. L.A. Fitness International LLC*, No. 10-cv-2326 (E.D. Pa.) (claims made settlement in class action relating to failure to cancel gym memberships and improper billing); *In re Chickie's & Pete's Wage and Hour Litigation*, Master File No. 12-cv-6820 (E.D. Pa.) (settled class action relating to failure to pay proper wage and overtime under FLSA).

Notable security fraud cases in which Mr. Fantini was principally involved include: *In re PSINet Securities Litigation*, No: 00-1850-A (E.D. Va.) (settlement in excess of \$17 million); *Ahearn v. Credit Suisse First Boston, LLC*, No: 03-10956 (D. Mass.) (settlement of \$8 million); and *In re Nesco Securities Litigation*, 4:01-CV-0827 (N.D. Okla.).

Mr. Fantini is currently representing the City of Chicago in an action against certain online travel companies, such as Expedia, Hotels.com, and others, for their failure to pay hotel taxes. He also represented the City of Philadelphia in a similar matter.

Prior to joining Berger & Montague, Mr. Fantini was a litigation associate with Dechert LLP. At George Washington University Law School, he was a member of the Moot Court Board.

Ruthanne Gordon - Shareholder

Ms. Gordon is a shareholder in the Antitrust practice group at Berger & Montague. In the last several years alone, Ms. Gordon has served as one of the lead lawyers in antitrust class actions resulting in recoveries of hundreds of millions of dollars for the class members she has represented.

Ms. Gordon has played a lead role in litigation involving a wide range of industries, including the credit card industry, chemical products industries, the real estate industry, the computer industry, the public utilities industry, the environmental services industry, the tobacco industry, the biotechnology industry and the healthcare industry, among others. Examples include: *In re Currency Conversion Fee Antitrust Litigation* (S.D.N.Y.) (after litigation through the close of fact and expert discovery achieved a settlement consisting of \$336 million and injunctive relief for a class of U.S. cardholders of Visa- and MasterCard-branded cards; over 10 million class members filed claims); *Ross v. American Express Company* (\$49.5 million settlement achieved after more than 7 years of litigation and after summary judgment was denied); *In re TFT-LCD Antitrust Litigation* (N.D. Cal.) (settled for over \$470 million); *In re CRT Antitrust Litigation* (N.D. Cal.) (settlements obtained totaling \$136.7 million; litigation is continuing against a single remaining defendant); *In re Methyl Methacrylate (MMA) Antitrust Litigation* (E.D. Pa.); *In re Puerto Rico Cabotage Antitrust Litigation* (D.P.R.); *In re Microcrystalline Cellulose Antitrust Litigation* (E.D. Pa.) (settled for \$50 million shortly before trial); *In re Compact Disc Antitrust Litigation* (C.D. Cal.) (settled shortly before trial); *State of Connecticut v. Philip Morris, Inc., et al.*, in which the State of Connecticut recovered approximately \$3.6 billion from certain manufacturers of tobacco products; and *In re Commercial Tissue Antitrust Litigation* (N.D. Fla.) (settlements valued at \$54 million achieved after summary judgment briefing).

Ms. Gordon has argued issues of first impression before the Second Circuit Court of Appeals, in *Ross v. American Express Company* (concerning standing to invoke the interlocutory appeal provision of Section 16 of the Federal Arbitration Act, in a case alleging a horizontal price-fixing conspiracy), and before the New Jersey Supreme Court, in *In re PSE&G Derivative Litigation* (concerning the standard for excusal of demand in a duty of care case).

She was counsel in *In re Louisville Explosion Litigation*, a class action case alleging property damage, which was prosecuted through a six-week trial and settled at the close of plaintiffs' case for more than one hundred percent of actual damages. In addition, she represented a class of Pennsylvania inmates in a federal civil rights class action, resulting in the establishment of a statewide treatment program for Pennsylvania inmates suffering from post-traumatic stress disorder as a result of their service in the Vietnam war.

As a member of the Antitrust Law Section of the American Bar Association, Ms. Gordon has served as a panelist at the American Bar Association's Antitrust Law Spring Meeting, where she addressed the key issues that arise in the prosecution and defense of an antitrust class action lawsuit.

Ms. Gordon has repeatedly been named as one Pennsylvania's "SuperLawyers" in the Philadelphia Magazine. She has received the highest peer-review rating, "AV® Preeminent™ 5.0 out of 5" in Martindale-Hubbell, and was selected for the inaugural edition of the Martindale-Hubbell Bar Register of Preeminent Women Lawyers™.

Shauna Itri - Shareholder

Shauna Itri concentrates her practice on complex litigation, specifically representing whistleblowers in *qui tam* or False Claims Act law suits in state and federal courts throughout the United States and tax and securities whistleblowers with claims under the IRS and SEC whistleblower programs.

Ms. Itri has worked on a series of False Claims Act cases against large drug companies for fraudulent Medicare and Medicaid drug pricing. This litigation has returned well over \$1 billion to state and federal governments pursuant to the Federal and State False Claims Acts, including a \$150 million settlement with GlaxoSmithKline PLC, a \$190 million settlement with Aventis Pharmaceuticals, Inc., and a \$280 million settlement in *United States of America ex rel Ven-A-Care of the Florida Keys, Inc. v. Boehringer Ingelheim Corp., et al.* (Civil Action No. 07-10248, D. Mass.). In addition to representing whistleblowers in False Claims Act cases, Ms. Itri has experience representing whistleblowers both in cases involving claims brought under whistleblower reward programs with the Internal Revenue Service, and the U.S. Securities and Exchange Commission, including Foreign Corrupt Practices Act violations.

Ms. Itri also represents shareholders in securities class action cases, assisting in litigation that recovered millions of dollars in settlements including: *In re: Adams Golf Securities Litigation*, Civ. Action No. 99-371 (D. Del. 1999) (settled for approximately \$17 million); *In re: American Business Financial Services, Inc. Noteholders Litigation*, No. 05-232 (E.D. Pa.) (settled for approximately \$17 million); and *Mazur v. Concord Camera et al.*, Case No. 04-61159 (S.D. Fla. 2004) (settled for approximately \$2 million).

Ms. Itri received a B.A. and an M.A. from Stanford University. While attending Stanford University, Ms. Itri captained the Stanford University Women's Soccer Team, was on the Scholar Athlete and Honor Roll and served on the Women's Soccer Pacific Ten Conference All-Academic Team. Ms. Itri earned her Juris Doctor from the Villanova University School of Law where she was Editor-in-Chief of the Villanova Law School Sports & Entertainment Law Journal.

Ms. Itri is presently an adjunct professor at Widener University School of Law, teaching a white collar crime and corporate deviance course. Shauna speaks on various topics regarding whistleblower laws, including the following national conferences:

- American Bar Association Section of Litigation Annual Conference
- Association of Clinical Research Professionals (ACRP) Global Conference
- SOCRA, Society of Clinical Research Associates Annual Conference

Shauna was named a "2013 Lawyer on the Fast Track" by the Legal Intelligencer and a "Pennsylvania Super Lawyer Rising Star" from 2010-2016 by Philadelphia Magazine after an extensive nomination and polling process among Pennsylvania lawyers. She was placed on Philadelphia's First Judicial District's 2010 and 2011 Roll of Honor for Pro Bono Service for her service in the community, including acting as a volunteer attorney for the Education Law Center, Veterans Pro Bono Consortium, Philadelphia VIP Mortgage Foreclosure Program, the Homeless Advocacy Project, and HIAS.

Shauna Itri is currently a Board Member of the Junior League of Philadelphia (formerly the Director of Development and Chief Operating Officer), an organization consisting of approximately 900 women

committed to promoting voluntarism, developing the potential of women, and improving the community through effective action and leadership of trained volunteers.

Ms. Itri is licensed to practice in Pennsylvania and New Jersey and admitted to practice before the U.S. District Court for the Eastern District of Pennsylvania and U.S. District Court for the District of New Jersey.

Peter R. Kahana – Shareholder

Peter R. Kahana is a Phi Beta Kappa graduate of Dickinson College where he received his B.A. in Philosophy, and a J.D. graduate of Villanova University Law School where he was a member of the Law Review. He has participated in many national litigation and class action matters, including antitrust, environmental, insurance and consumer protection cases.

Significant class cases vindicating the rights of insurance policyholders or consumers in which Mr. Kahana was appointed as co-class counsel have included: settlement in 2012 for \$90 million of breach of fiduciary duty and negligence claims (certified for trial in 2009) on behalf of a class of former policyholder-members of Anthem Insurance Companies, Inc. (“Anthem”) alleging the class was paid insufficient cash compensation in connection with Anthem’s conversion from a mutual insurance company to a publicly-owned stock insurance company (a process known as “demutualization”) (*Ormond v. Anthem, Inc., et al.*, USDC, S.D. Ind., Case No. 1:05-cv-01908 (S.D. Ind. 2012)); settlement in 2010 for \$72.5 million of a nationwide civil RICO and fraud class action (certified for trial in 2009) against The Hartford and its affiliates on behalf of a class of personal injury and workers compensation claimants for the Hartford’s alleged deceptive business practices in settling these injury claims for Hartford insureds with the use of structured settlements (*Spencer, et al. v. The Hartford Financial Services Group, Inc., et al.*, 256 F.R.D. 284 (D. Conn. 2009)); settlement in 2009 for \$75 million of breach of contract, Unfair Trade Practices Act and insurance bad faith tort claims on behalf of a class of West Virginia automobile policyholders (certified for trial in 2007) alleging that Nationwide Mutual Insurance Company failed to properly offer and provide them with state-required optional levels of uninsured and underinsured motorist coverage (*Nationwide Mutual Insurance Company v. O’Dell, et al.*, Circuit Court of Roane County, W. Va., Civ. Action No. 00-C-37); and, settlement in 2004 for \$20 million on behalf of a class of cancer victims alleging that their insurer refused to pay for health insurance benefits for chemotherapy and radiation treatment (*Bergonzi v. CSO*, USDC, D.S.D., Case No. C2-4096). For his efforts in regard to the *Bergonzi* matter, Mr. Kahana was named as the recipient of the American Association for Justice’s Steven J. Sharp Public Service Award, which is presented annually to those attorneys whose cases tell the story of American civil justice and help educate state and national policy makers and the public about the importance of consumers’ rights.

With respect to major antitrust and environmental litigation, Mr. Kahana has played a leading role in cases such as *In re Brand Name Prescription Drugs Antitrust Litigation* (\$723 million settlement), *In re Ashland Oil Spill Litigation* (\$30 million settlement), and *In re Exxon Valdez* (\$287 million compensatory damage award and \$507.5 million punitive damage award). In connection with his work as a member of the trial team that prosecuted *In re The Exxon Valdez*, Mr. Kahana was selected in 1995 to share the Trial Lawyer of the Year Award by the Public Justice Foundation.

Upon graduating law school, Mr. Kahana served as an appellate law clerk for the Superior Court of Pennsylvania (Hon. Gwilym A. Price, Jr.). He has been designated a “Pennsylvania Super Lawyer” by Philadelphia Magazine for many years (2006, 2012-2016), and has achieved the highest peer-review rating, “AV”, in Martindale-Hubbell for legal abilities and ethical standards.

Michael J. Kane – Shareholder

Michael J. Kane, shareholder of the firm, is a graduate of Rutgers University and Ohio Northern University School of Law, with distinction, where he was a member of the Law Review. Mr. Kane is admitted to practice in Pennsylvania and various federal courts.

Mr. Kane joined Berger & Montague's antitrust practice in 2005. Prior to joining Berger & Montague, Mr. Kane was affiliated with Mager, White & Goldstein, LLP where he represented clients in complex commercial litigation involving alleged unlawful business practices including: violations of federal and state antitrust and securities laws, breach of contract and other unfair and deceptive trade practices. Mr. Kane has extensive experience work with experts on economic issues in antitrust cases, including impact and damages. Mr. Kane has served in prominent roles in high profile antitrust, securities, and unfair trade practice cases filed in courts around the country. Mr. Kane has a leading role in the litigation of the *In re Payment Card Interchange Fee and Merchant Discount Antitrust Litigation*, MDL No. 1720 (E.D.N.Y.) alleging, inter alia, that certain of Visa and MasterCard rules, including anti-steering restraints and default interchange fees, working in tandem have caused artificially inflated interchange fees paid by Merchants on credit and debit card transactions. Mr. Kane also has a leading role in *Castro v. Sanofi Pasteur, Inc.* No. 2:11-cv-07178-JMV-MAH, a certified class action of over 26,000 physician practices, other healthcare providers, and vaccine distributors direct purchasers, alleging that defendants Sanofi engaged in anticompetitive conduct to maintain its monopoly in the market for MCV4 vaccines resulting in artificially inflated prices for Sanofi's MCV4 vaccine Menactra and the MCV4 vaccine Menveo. Mr. Kane also has a prominent role in several antitrust cases against pharmaceutical companies challenging so-called pay for delay agreements wherein the brand drug company allegedly seeks to delay competition from generic equivalents to the brand drug through payments by the brand drug company to the generic drug company. Mr. Kane also had a leading role in *Ross v. American Express Company* (S.D.N.Y.) (\$49.5 million settlement achieved after more than 7 years of litigation and after summary judgment was denied) and the five week bench trial in *Ross v. American Express* and the related matter *Ross v. Bank of America* (S.D.N.Y.) involving claims that the defendant banks and American Express unlawfully acted in concert to require cardholders to arbitrate disputes, including debt collections, and to preclude cardholders from participating in any class actions. Mr. Kane served as co-lead counsel in *In re Microsoft Corporation Massachusetts Consumer Protection Litigation* (Mass. Super. Ct., Middlesex Cty.), in which plaintiffs alleged that as a result of Microsoft Corporation's anticompetitive practices, Massachusetts consumers paid more than they should have for Microsoft's operating systems and software. The case was settled for \$34 million. Other cases in which Mr. Kane has had a prominent role include: *In re Currency Conversion Fee Antitrust Litig.* (S.D.N.Y.) (settlement for \$336 million and injunctive relief); *In re Nasdaq Market Makers Antitrust Litig.* (S.D.N.Y.); *In re Compact Disc Antitrust Litig.* (C.D. Cal.); *In re WorldCom, Inc. Securities Litig.* (S.D.N.Y.); *In re Lucent Technologies, Inc. Securities Litig.* (D.N.J.); *City Closets LLC v. Self Storage Assoc., Inc.* (S.D.N.Y.); *Rolite, Inc. v. Wheelabrator Environmental Sys. Inc.*, (E.D. Pa.); and *Amin v. Warren Hospital* (N.J. Super.).

Jon J. Lambiras – Shareholder

Jon J. Lambiras, Esq., CPA, CFE is a shareholder in the Securities and Consumer Protection practice groups at Berger & Montague. In the Securities group, he concentrates on class action and opt-out litigation involving accounting fraud and financial misrepresentations. In the Consumer Protection group, he concentrates on unjust business practices and data breach litigation involving the theft of personal information by computer hackers.

Jon's clients are plaintiffs such as individual investors, institutional investors, and consumers.

Jon is an attorney, Certified Public Accountant, and Certified Fraud Examiner. Prior to law school, he practiced accounting for four years as a financial statement auditor, including with a Big-Four accounting firm.

Jon has obtained the highest peer review rating, "AV Preeminent 5.0 out of 5.0," in Martindale-Hubbell for his legal abilities and ethical standards. Also, in 2012-2014 he was selected for inclusion in "Pennsylvania Super Lawyers - Rising Stars," an honor conferred on less than 2.5% of attorneys in Pennsylvania who are 40 years old or younger.

Jon has been with the firm since his legal career began in 2003. The cases on which he worked have collectively settled for hundreds of millions of dollars. He has commented on class action issues for publications including The Washington Post.

While in law school, he was a Lead Articles Editor for the Pepperdine Law Review.

Jon's speaking engagements include the following:

- "How the CFO Landed in Prison: The Nuts & Bolts of His Fraud," 2012, presented to the Philadelphia Chapter of the American Association of Attorney-CPAs
- "State of the Cyber Nation Address," 2011, presented at HB Litigation/NetDiligence Cyber Risk & Privacy Forum
- "Data Breach Class Actions Involving Theft of Personal Information," 2009, presented to the Phila. Chap. of the Am. Assoc. of Attorney-CPAs
- "Class Actions Involving Estate Planning, Financial Planning, Trusts, and Income Tax," 2009, presented to the Phila. Chap. of the Am. Assoc. of Attorney-CPAs
- "Securities Fraud Class Actions: Comparing and Contrasting the Plaintiffs' and Defendants' View," 2007, presented to the Phila. Chap. of the Am. Assoc. of Attorney-CPAs
- "Securities Fraud Class Actions: A Primer for the Attorney-CPA," 2006-08, presented to the Phila. Chap. of the Am. Assoc. of Attorney-CPAs

Jon's publications include the following:

- "How a CFO Landed in Prison," FRAUD MAGAZINE (Jan./Feb. 2013)
- "Hacked," a case study published in Computer Fraud Casebook: The Bytes That Byte (Wiley Publishing 2008, ISBN #978-0-470-27814-7)
- "White-Collar Crime: Why the Sentencing Disparity Despite Uniform Guidelines?" 30 PEPP. L. REV. 459 (2003) (named Student Article of the Year by Pepperdine Law Review - *i.e.*, best article among all student articles published in Pepperdine Law Review that year)
- "Inside Job: A Guide to Insider Trading," 17 THE WHITE PAPER 23 (July/Aug. 2003)

Eric Lechtzin - Shareholder

Mr. Lechtzin is a shareholder in the Securities, Lending Practices & Borrowers' Rights, and Consumer Protection Litigation practice groups.

In the area of lender liability litigation, Mr. Lechtzin has successfully represented homeowners in class actions alleging abusive lending and debt collection practices against some of the nation's largest mortgage lenders and servicers. In the consumer protection arena, Mr. Lechtzin has represented consumers in class actions involving claims under state and federal consumer protection statutes, including *Silver v. Fitness Intern., LLC*, No. 10-cv-2326-MMB (E.D. Pa.) (settled class action against a national health club chain alleging failure to timely cancel monthly gym memberships). Mr. Lechtzin has also served as counsel in numerous automotive defect class actions.

Mr. Lechtzin has extensive experience representing individual and institutional shareholders, including public pension funds, in federal securities class actions, including: *In re: Oppenheimer Rochester Funds Group Securities Litigation*, No. 09-md-02063-JLK (D. Col.) (\$89.5 million settlement); *In re Hemispherx Biopharma, Inc. Litigation*, 09-cv-5262-PD (E.D. Pa.) (\$3.6 million settlement); and *In re Fifth Third Securities Litigation*, No. 1:08-cv-00421 (S.D. Ohio) (\$16 million settlement).

For the first ten years of his career Mr. Lechtzin worked for two large Philadelphia law firms where he represented institutional clients in a wide range of complex commercial litigation, including labor and employment, mass torts, and environmental law.

Mr. Lechtzin has achieved the highest peer-review rating, "AV," in Martindale-Hubbell for legal abilities and ethical standards, and he has achieved a perfect 10.0 rating from Avvo.com. Mr. Lechtzin graduated from the Temple University College of Arts & Sciences Honors Program, B.A. *magna cum laude*, in 1988, and he received his J.D. from Temple University Beasley School of Law, in 1991. Mr. Lechtzin is admitted to the state bars of California, New Jersey and Pennsylvania, as well as numerous federal courts.

Lawrence J. Lederer - Shareholder

Lawrence J. Lederer is a shareholder in the firm's Securities and Commercial Litigation practice groups. He has extensive experience representing government entities and other institutional investors in securities litigation. He has led the prosecution of many securities class action cases that have resulted in substantial recoveries for investors.

For example, he was co-lead counsel for lead plaintiff State Teachers Retirement System of Ohio which obtained \$475 million in *In re Merrill Lynch & Co., Inc. Securities, Derivative and ERISA Litigation*, Master File No. 07-cv-9633 (JSR) (DFE) (S.D.N.Y.). This securities class action involved Merrill Lynch's financial exposures to subprime mortgage assets. It represents one of the largest recoveries ever under the Private Securities Litigation Reform Act. Judge Jed S. Rakoff stated that lead plaintiff had made "very full and well-crafted" and "excellent submissions"; that there was a "very fine job done by plaintiffs' counsel in this case"; and that the attorney fees requested were "eminently reasonable" and "appropriately modest." More recently, Mr. Lederer was lead counsel on behalf of a certified class of investors in mortgage-related collateralized debt obligations that obtained \$27.5 million in *Dodona I, LLC v. Goldman, Sachs & Co.*, 10 Civ. 7497 (VM) (S.D.N.Y.).

Mr. Lederer has also led the prosecution of several successful securities "opt out" cases such as *Commonwealth of Pennsylvania Public School Employees' Ret. Sys. v. Citigroup, Inc.*; *State of New Jersey, Department of Treasury, Division of Investment v. Fuld*; *Commonwealth of Pennsylvania Public School Employees' Ret. Sys. v. Time Warner Inc.*; *In re Waste Management, Inc. Securities Litigation*; and *Kelly v. McKesson HBOC, Inc.* The investor plaintiffs in each of these cases obtained recoveries significantly

larger (on a net basis, after payment of all attorneys' fees and litigation costs) than what they would have obtained from the related class actions.

Mr. Lederer also advises and represents government entities in commercial and other matters. For example, he was part of a team of outside counsel for one state Attorney General's office in multi-state civil enforcement proceedings that resulted in landmark mortgage modifications and related relief for hundreds of thousands of borrowers nationwide against Countrywide Financial Corp. (and its parent, Bank of America Corp.) in December 2008 valued at approximately \$8.6 billion. He also has advised public pension funds on a wide array of corporate governance and shareholder rights issues, and has advised state government entities concerning financial practices in the structured finance sector, among other areas.

Earlier in his career, Mr. Lederer played a major role in the historic Drexel/Milken/Boesky complex of cases. *See, e.g., In re Michael R. Milken and Associates Securities Litigation*, MDL Dkt. No. 924, Master File No. M21-62 (MP), 1993 U.S. Dist. LEXIS 14242, 1993 WL 413673 (S.D.N.Y. Oct. 7, 1993) (approving approximately \$1.3 billion overall settlement with some 500 defendants), *aff'd In re Drexel Burnham Lambert Group Inc.*, 995 F.2d 1138 (2d Cir. 1993); *Presidential Life Insurance Co. v. Milken, et al.*, 946 F. Supp. 267 (S.D.N.Y. 1996) (approving \$50 million settlement); *In re Ivan F. Boesky Securities Litigation*, 948 F.2d 1358 (2d Cir. 1991) (affirming approval of \$29 million settlement; subsequent class, derivative and other settlements approved totaling in excess of \$200 million).

Also experienced on the defense side, Mr. Lederer helped obtain a pre-trial dismissal of a securities class action against DRDGold, a gold mining company based in South Africa. *See In re DRDGold Ltd. Securities Litigation*, 05-cv-5542 (VM), 2007 U.S. Dist. LEXIS 7180 (S.D.N.Y. Jan. 31, 2007). He also helped defend an individual charged with "insider trading" in a criminal jury trial in federal court, and in parallel civil enforcement proceedings brought by the SEC. *United States v. Pileggi*, 97-cr-612 (E.D. Pa.). Mr. Lederer has also helped obtain hundreds of millions of dollars for investors in the complex bankruptcy litigation. *See, e.g., In re The Drexel Burnham Lambert Group, Inc.*, 130 B.R. 910 (Bankr. & S.D.N.Y. Aug. 20, 1991), *aff'd*, 960 F.2d 285 (2d Cir. 1992), *cert. denied*, 506 U.S. 1088 (1993); *Sapir v. Delphi Ventures*, No. 99-cv-8086-JORDAN (S.D. Fla.) (\$3.8 million recovery following extensive bankruptcy and related proceedings).

Mr. Lederer has achieved the highest peer-review rating, "AV," in Martindale-Hubbell for legal abilities and ethical standards; has repeatedly been selected as one of the Pennsylvania's "Super Lawyers" in the category of securities litigation; has served multiple terms on the editorial advisory board of Securities Law360, a leading securities law publication; and presently serves on the board of Legacy Youth Tennis and Education Center. Mr. Lederer is admitted to practice law in Pennsylvania, the District of Columbia, and several federal courts. Mr. Lederer graduated from Georgetown University Law Center (LL.M. 1988), Western New England College School of Law (J.D. 1987), where he was a member of Western New England Law Review, and the University of Pittsburgh (B.A. 1984), where he was managing editor of The Pitt News, and co-captain (1983) and captain (1984) of the men's varsity tennis team.

Daniel R. Miller - Shareholder

Daniel R. Miller concentrates his practice on complex federal civil litigation, representing whistleblowers in state and federal False Claim Act cases against companies or providers who have committed fraud against the government. Mr. Miller has a nationwide reputation for successfully pursuing whistleblower cases, and has spoken at scores of whistleblower conferences over the past fifteen years.

Prior to joining Berger & Montague, Mr. Miller was a Deputy Attorney General for the Delaware Department of Justice for more than 16 years. He is battle-tested, having tried more than 125 cases to jury verdict. During his time with the government, Mr. Miller served on numerous national litigation and

negotiation teams comprised of federal and state prosecutors. Collectively, those cases returned more than \$2.5 billion to state and federal treasuries.

Whistleblower (“*Qui Tam*”) cases are complex matters which often require extensive communication and coordination with the United States Department of Justice, local United States Attorneys’ Offices, all 50 state Attorneys General Offices, the Federal Bureau of Investigation, the Food and Drug Administration, the Securities and Exchange Commission, the Office of Inspector General, the Internal Revenue Service, and numerous other federal and state agencies. Now in private practice, Mr. Miller is able to provide his clients with extensive trial experience, deep insight into the personnel, structure, and function of these government entities, and a thorough understanding of the investigative sequences utilized by the prosecutors who lead these cases.

Mr. Miller is a former President of the National Association of Medicaid Fraud Control Units (“NAMFCU”), an organization whose members were responsible for securing more than 1,300 criminal convictions and returning more than \$1.3 billion to the Medicaid Program during Mr. Miller’s term. As a member of NAMFCU’s Global Case Committee, Mr. Miller routinely worked on large-scale fraud cases. Prior to serving as NAMFCU’s President, Mr. Miller was the co-chair of NAMFCU’s *Qui Tam* Subcommittee where he coordinated communications and litigation positions for all states which have enacted False Claims Acts. Through these various roles, Mr. Miller helped execute a multi-year plan to increase the level of state involvement in national fraud investigations and prosecutions.

From 2003 through early 2010, Mr. Miller also served as the Director of the Medicaid Fraud Control Unit in the Delaware Department of Justice. In that capacity, he often served as team leader in coordinating the investigation and prosecution of health care provider fraud - including cases involving physician groups, pharmaceutical companies, nursing homes, and hospitals - with local, state, and federal authorities. These multi-disciplinary teams of government lawyers, investigators, and data analysts returned hundreds of millions of dollars to state and federal governments.

Prior to serving as Director of the Medicaid Fraud Unit, Mr. Miller was a Deputy Attorney General in the Criminal Division of the Delaware Department of Justice. During that time he managed a large caseload and prosecuted hundreds of violent offenders, including rapists, armed carjackers, and capital murderers.

Before becoming a prosecutor, Mr. Miller served as a judicial clerk for Delaware Superior Court Judge Susan C. Del Pesco.

Mr. Miller graduated with honors from Temple University Law School in 1992. After graduation, he taught trial advocacy to Temple Law Students for over ten years.

Phyllis Maza Parker - Shareholder

Phyllis Maza Parker is a shareholder at Berger & Montague. She concentrates her practice primarily on complex securities litigation, representing both individual and institutional investors such as pension funds in a broad range of class actions alleging violation of the antifraud provisions of the federal securities laws, including cases alleging market manipulation.

Among her notable achievements on behalf of investors, Ms. Parker served on the team as co-lead counsel for the Class in *In re Xcel Energy, Inc. Securities Litigation* (D. Minn.), which settled for \$80 million. She served as co-lead counsel in *In re Reliance Group Holdings, Inc. Securities Litigation* (\$15 million settlement); *In re The Loewen Group, Inc. Securities Litigation* (\$6 million settlement); as the lead counsel in *In re Veeco Instruments Inc. Securities Litigation* (\$5.5 million

settlement reached on the eve of trial); as co-lead counsel in *In re Nuvelo, Inc. Securities Litigation* (\$8.9 million settlement); and as co-lead counsel in *Coady v. Perry, et al. (In re IndyMac Bancorp, Inc.)* (\$6.5 million settlement). In approving the settlement and award of attorney fees at the close of the *Veeco* case in which Berger & Montague was sole lead counsel for the Class, the Court remarked: “This was a hard-fought battle. It was a well and at times bitterly litigated case. Plaintiff’s counsel was tenacious.”

Ms. Parker earned a B.A. cum laude from Yeshiva University, an M.A. in French and Romance Philology from Columbia University, and an M.S. in Management from Boston University-Brussels, Belgium. She received her J.D. cum laude from Temple University Beasley School of Law where she was a member of the Temple Law Review. She published a Note on the subject of the Double Jeopardy Clause and the Federal Sentencing Guidelines in the *Temple Law Review*, Vol. 67, No. 4 (1994) which has been cited by one court and a number of legal journals.

After her first year of law school, Ms. Parker interned with the Honorable Dolores K. Sloviter of the Third Circuit Court of Appeals. Following law school, Ms. Parker served as law clerk to the Honorable Murray C. Goldman of the Philadelphia Court of Common Pleas. Among other bar memberships, Ms. Parker is admitted to the Bar of the U.S. Supreme Court. She is fluent in Hebrew and French.

Ms. Parker is active in numerous Jewish education and charitable organizations, and has served on the Board of Torah Academy of Greater Philadelphia.

Russell D. Paul - Shareholder

Russell Paul is a shareholder in the Securities, Consumer Protection, Qui Tam/Whistleblower, Corporate Governance/Shareholder Rights and Commercial Litigation practice groups at Berger & Montague. He concentrates his practice on securities class actions and derivative suits, complex securities and commercial litigation matters, False Claims Act suits and consumer class actions.

Mr. Paul has litigated securities class actions against Tyco International Ltd., Baxter Healthcare Corp., ALSTOM S.A., Able Laboratories, Inc., Refco Inc., Toll Brothers and the Federal National Mortgage Association (Fannie Mae). He has also litigated derivative actions in various state courts around the country, including in the Delaware Court of Chancery. He has litigated consumer protection and product defect actions in the pet food, soft drink and HVAC industries. Mr. Paul has also briefed and argued several federal appeals.

In addition to securities litigation, Mr. Paul has broad corporate law experience, including mergers and acquisitions, venture capital financing, proxy contests and general corporate matters. He began his legal career in the New York office of Skadden, Arps, Slate, Meagher & Flom.

Mr. Paul has been designated a “Pennsylvania Super Lawyer” and a “Top Attorney in Pennsylvania.”

Mr. Paul graduated from the Columbia University School of Law (J.D. 1989) where he was a Harlan Fiske Stone Scholar, served on the Moot Court Review Board, was an editor of Pegasus (the law school’s catalogue) and interned at the United States Attorneys’ Office for the Southern District of New York. He completed his undergraduate studies at the University of Pennsylvania, earning a B.S. in Economics from the Wharton School (1986) and a B.A. in History from the College of Arts and Sciences (1896). He was elected to the Beta Gamma Sigma Honors Society. He is admitted to the Bars of Pennsylvania, New York,

New Jersey and Delaware. He has been admitted to practice before federal district and appellate courts across the country.

Barbara A. Podell - Shareholder

Barbara A. Podell, who joined the Berger firm as a shareholder in the Securities Group in early 2002, holds a Bachelor's degree from the University of Pennsylvania (B.A. 1972 *cum laude* with distinction in Art History). She attended the Institute of Fine Arts of New York University, and from 1973 to 1975, was a full-time faculty member at Temple University, Philadelphia, Pennsylvania, in the Department of Art History. In 1978, Ms. Podell received a Juris Doctor degree (*magna cum laude*) from the Temple University School of Law, where she was one of the top nine students in the graduating class and was Editor-in-Chief of the Temple Law Quarterly (Volume 51). Prior to joining the Berger firm, Ms. Podell was a founding member of the firm of Savett Frutkin Podell & Ryan, P.C., and before that, a shareholder at Kohn, Savett, Klein & Graf, both in Philadelphia.

Ms. Podell has served as lead or co-lead counsel in numerous securities cases in which hundreds of millions of dollars were recovered for investors. Since joining the firm in 2002, Ms. Podell has served as one of the firm's senior litigation attorneys in *In re CIGNA Corp. Securities Litigation* (\$93 million settlement); *In re CryoLife Securities Litigation* (\$23.25 million settlement); *In re Fifth Third Bancorp Securities Litigation* (\$16 million settlement, amounting to 100% recovery of recognized loss); *In re ViroPharma Securities Litigation* (\$9 million settlement); *Ginsburg v. Philadelphia Stock Exchange* (\$99 million settlement) and *Municipal Mortgage & Equity* (100% recovery for members of Dividend Reinvestment Plan class).

She is admitted to practice before the Supreme Court of Pennsylvania, the United States Courts of Appeals for the Second and Third Circuits, and the United States District Court for the Eastern District of Pennsylvania. She has achieved an "AV" rating (the highest rating) in Martindale- Hubbell.

Ms. Podell serves as Chair of the Executive Committee of The Philadelphia Museum of Art Weekend Guides for the 2016-2018 term and as a volunteer guide at The Philadelphia Museum of Art, The Rodin Museum and The Barnes Foundation.

Sarah R. Schalman-Bergen – Shareholder

Sarah R. Schalman-Bergen is a shareholder in the Antitrust and Employment Law practice groups at Berger & Montague. Her practice focuses on antitrust class action litigation, and class and collective action employment litigation. Ms. Schalman-Bergen has extensive litigation experience in both state and federal courts, including significant appellate experience.

In the Employment Law practice group, Ms. Schalman-Bergen's practice focuses on wage and hour class and collective actions, as well as class action discrimination lawsuits under state and federal law. Specifically, Ms. Schalman-Bergen has worked on all aspects of wage and hour overtime lawsuits throughout the country, representing employees whose employers do not pay them properly in different industries, including oil and gas companies, meat and poultry plants, at fast food restaurants, in white collar jobs and in the government.

In the Antitrust practice group, Ms. Schalman-Bergen has had an active role in prosecuting complex cases, including multidistrict litigation. Ms. Schalman-Bergen was involved in representing the employees of

several high tech companies who allege that the companies illegally suppressed employees' wages, and has also worked on cases involving anticompetitive practices in the pharmaceutical industry.

Ms. Schalman-Bergen has also been involved in multiple nationwide consumer class actions with a focus on consumer financial practices, representing homeowners whose mortgage loan servicers have force-placed extraordinarily high-priced insurance on them and allegedly received a kickback from the insurer in exchange.

Ms. Schalman-Bergen maintains an active pro bono practice. She serves as volunteer of counsel to the AIDS Law Project of Pennsylvania. Through her role there, Ms. Schalman-Bergen litigates HIV discrimination cases, as well as other cases impacting the rights of people living with HIV/AIDS.

Prior to joining Berger & Montague, Ms. Schalman-Bergen practiced in the litigation department at a large Philadelphia firm where she represented clients in a variety of industries in complex commercial litigation. Ms. Schalman-Bergen is a graduate of Harvard Law School and Tufts University. During law school, Ms. Schalman-Bergen served as an executive editor for the Harvard Civil Rights-Civil Liberties Law Review.

Arthur Stock - Shareholder

Arthur Stock's practice is concentrated in securities and complex financial litigation, consumer class actions and *qui tam* litigation.

Securities and commercial litigation: Mr. Stock was a principal litigator in, among many others, *Merrill Lynch Securities Litigation*, which resulted in a \$475 million recovery, and *Safety-Kleen Corp. Sec. Litig.*, which achieved a \$45 million recovery for common stock investors in a bankrupt corporation from the company's former officers and auditor.

Consumer protection: In *Lee v. Enterprise Leasing Co.*, Mr. Stock won a judgment in favor of car renters who had allegedly been overcharged at Nevada airports. A settlement valued at over \$19 million ultimately permitted class members to recover 80% of the amount of alleged overcharges in a settlement valued at over \$19. In *Vasco v. PHRG*, Mr. Stock secured a \$4.8 million settlement on behalf of consumers who received unwanted telemarketing calls on their cell phones.

Whistleblower representation: Mr. Stock's practice is focused principally on representing whistleblowers in administrative proceedings before the Securities and Exchange Commission and the Internal Revenue Service, and on appeal of IRS rulings before the United States Tax Court.

Robin Switzenbaum – Shareholder

Ms. Switzenbaum concentrates her practice on litigating complex civil cases with a particular focus on securities, partnership, corporate governance and voting control disputes. In addition to successfully resolving major securities class actions in her career, Ms. Switzenbaum has applied her plaintiffs' side expertise to representing business sellers who have encountered difficulties in securing the value of their pay-outs from purchasers of their companies and to representing partners in partnership disagreements involving oil and gas, as well as, real estate assets.

Ms. Switzenbaum is currently serving as lead counsel in *In re Precision Castparts Corp. Shareholder Litig.*, No. 15-cv-21455 (Oregon Cir. Ct., Multnomah Cty.), challenging the process and price paid by Berkshire Hathaway for this new subsidiary. Ms. Switzenbaum served as lead counsel with Lawrence Lederer in

Dodona v. Goldman, Sachs, et al., No. 10 Civ. 7497 (S.D.N.Y.), regarding two synthetic collateralized debt obligations, Hudson Mezzanine Funding 2006-1 and Hudson Mezzanine Funding 2006-2 sold by Goldman in 2007 which concluded in a \$27.5 million settlement.

Ms. Switzenbaum also served as lead counsel in *Ginsburg v. Philadelphia Stock Exchange, Inc., et al.*, C.A. No. 2202-CC (Del. Ch.) representing certain shareholders of the Philadelphia Stock Exchange in the Delaware Court of Chancery. The case settled for in excess of \$99 million. In another state court action, Ms. Switzenbaum represented a class of holders of a publicly traded common stock who were denied their preemptive rights, *Korman v. InKine Pharmaceutical*, Case No. 04341 (CCP, Philadelphia County). This case settled for \$9 million. She has also successfully pursued claims on behalf of litigation trusts bringing actions against officers, directors and auditors of insolvent companies including; Sunterra Corporation (recovery against director, officers and accountants); and U.S. Aggregates, Inc. (recovery against officers). Ms. Switzenbaum has also been extensively involved in litigating securities cases against financial institutions such as Merrill Lynch, Lehman Brothers, Citi and Chase Manhattan and against retailers such as Rite Aid, Sunbeam and Revlon.

Prior to joining Berger & Montague, Ms. Switzenbaum was an attorney with Saul, Ewing, Remick & Saul, LLP focusing on real estate, bankruptcy and zoning matters. Preceding law school, Ms. Switzenbaum was engaged in the development of commercial and residential real estate in Pennsylvania and New Jersey. During that time, she served on the board of directors of the Home Owners Warranty Council for Southeastern Pennsylvania and the Home Builders Association of Bucks and Montgomery Counties.

Ms. Switzenbaum is a docent at the Philadelphia Museum of Art and is a member of The Women's Committee of the Philadelphia Museum of Art. She currently serves as a member of the Joint Boards of Community Legal Services and Philadelphia Legal Services.

Susan Schneider Thomas – Shareholder

Susan Schneider Thomas is a shareholder in the Consumer Fraud and Whistleblower/*Qui Tam* practice groups at Berger & Montague. She concentrates her practice on qui tam litigation.

Ms. Thomas has substantial complex litigation experience. Before joining Berger & Montague, she practiced law at two Philadelphia area firms, Schnader, Harrison, Segal & Lewis and Greenfield & Chimicles, where she was actively involved in the litigation of complex securities fraud and derivative actions. In 1986, she joined in establishing Zlotnick & Thomas where she was the partner with primary responsibility for the litigation of several major class actions including *Geist v. New Jersey Turnpike Authority*, C.A. No. 92-2377 (D.N.J.), a bond redemption case that settled for \$2.25 million and *Burstein v. Applied Extrusion Technologies*, C.A. No. 92-12166-PBS (D. Mass.), which settled for \$3.4 million.

At Berger & Montague, Ms. Thomas has had major responsibilities in many securities and consumer fraud class actions, including *In re CryoLife Securities Litigation*, C.A. No. 1:02-CV-1868 BBM (N.D.Ga.), which settled in 2005 for \$23.25 million and *In re First Alliance Mortgage Co.*, Civ. No. SACV 00-964 (C.D.Cal.), a deceptive mortgage lending action that settled for over \$80 million in cooperation with the FTC. That case included a rare payment by an individual defendant in addition to the sum paid by the corporate wrongdoer.

More recently, Ms. Thomas concentrates her practice in the area of *qui tam* litigation. As co-counsel for a team of whistleblowers, she worked extensively with the U.S. Department of Justice and various State Attorney General Offices in the prosecution of False Claims Act cases against pharmaceutical manufacturers that recovered more than \$2 billion for Medicare and Medicaid programs and over \$400 million for the whistleblowers. She recently settled claims against a physician and two hospitals for

medically unnecessary cardiac stent and other procedures. Although the government intervened in the case against the individual physician, the claims against the hospitals were pursued separately by the whistleblower. Ms. Thomas has investigated or is litigating False Claims Act cases involving defense contractors, off-label marketing by drug and medical device companies, federal grant fraud, upcoding and other billing issues by healthcare providers, drug pricing issues and fraud in connection with defective medical devices.

In addition to blogging on the Berger & Montague website about *qui tam* issues, Ms. Thomas was selected to the Law 360 Aerospace & Defense Editorial Advisory Board in 2015 and 2016. She presented a CLE with a psychiatrist and a rabbi titled “Whistleblowers: Paragons or Pariahs” dealing with some of the emotional and employment issues that clients face and a session about the role of whistleblowers to the Philadelphia chapter of the Association of Clinical Research Professionals. In October 2015, Ms. Thomas spoke on “Using Litigation to Combat Unfair, Deceptive or Fraudulent Drug Pricing Schemes” at a multi-disciplinary seminar entitled Advancing Action on Access & Affordability of Pharmaceuticals & Pharmacists, presented by the University of Minnesota School of Pharmacy.

Ms. Thomas graduated from Brandeis University, B.A., *magna cum laude*, and from Temple University School of Law, J.D., *cum laude*, where she served as Associate Articles Editor of the *Temple Law Journal*. She clerked on the United States Court of Appeals for the Third Circuit for Hon. Dolores K. Sloviter, before starting to practice in the fields of securities fraud, consumer fraud and whistleblower law.

Martin I. Twersky – Shareholder

Martin I. Twersky is a shareholder in the Antitrust Department at Berger & Montague. He has considerable experience in litigation involving a wide range of industries including oil and gas, banking, airline, waste hauling, agricultural chemicals and other regulated industries. For more than 35 years, Mr. Twersky has successfully represented numerous plaintiffs and defendants in both individual and class actions pending in state and federal courts.

Mr. Twersky has played a leading role in the following class action cases among others: *In re Linerboard Antitrust Litigation* (E.D. Pa.) (as a member of the Executive Committee, he helped obtain settlements of more than \$200 million dollars and he received specific praise from the court for co-managing the major discovery effort; see 2004 WL 1221350 at *10); *In re Graphite Antitrust Litigation* (E.D. Pa.) (settlements of more than \$120 million dollars); *In re Catfish Antitrust Litigation* (N.D. Miss.) (as a member of the trial team he helped obtained settlements of more than \$27 million dollars); *In re Revco Securities Litigation* (N.D. Ohio) (“Junk Bond” class action where settlements of \$36 million were reached and where he received judicial praise from Senior District Court Judge William K. Thomas for the “specialized, highly competent and effective quality of the legal services.” See 1993 CCH Fed Sec. L. Rep. at Para. 97,809); *Bogosian v. Gulf Oil* (E.D. Pa.) (landmark litigation with settlements and injunctive relief on behalf of a nationwide class of gasoline dealers); *Lease Oil Antitrust* (S.D. Tex.), where in a significant class action decision, the Fifth Circuit affirmed the granting of an injunction prohibiting settlements in related state court actions (see 200 F.3d 317 (5th Cir. 2000), *cert. denied*, 530 U.S. 1263); and *In Re Pharmacy Benefit Managers Antitrust Litig.* (700 F.3d 109 (3rd Cir. 2012), where the Third Circuit reversed a decision to compel arbitration. Mr. Twersky was appointed one of the co-lead counsel in *In re Abrasive Grains Antitrust Litig.* (95-cv-7574) (W.D.N.Y.).

Mr. Twersky has also played a key role in various non-class action cases, such as *Kutner Buick v. America Motors*, 848 F.2d 614 (3rd Circuit 1989) (breach of contract) (cited in the Advisory Committee Notes to the 1991 Amendment to Rule 50, Fed. R. Civ. P.), *Florham Park v. Chevron* (D.N.J. 1988) (Petroleum Marketing Act case), and *Frigitemp v. IDT Corp.*, 638 F. Supp. 916 (S.D. N.Y. 1986) and 76 B.R. 275,

1987 LEXIS 6547 (S.D. N.Y. 1987) (RICO case brought by the Trustee of Frigitemp Corp. against General Dynamics and others involving extortion of kickbacks from Frigitemp officers). Mr. Twersky also served prominently in savings-and-loan related securities and fraud litigation in federal and state courts in Florida, where the firm represented the Resolution Trust Corporation and officers of a failed bank in complex litigation involving securities, RICO and breach of fiduciary duty claims. *E.g., Royal Palm v. Rapaport*, Civ. No. 88-8510 (S.D. Fla.) and *Rapaport v. Burgoon*, CL-89-3748 (Palm Beach County).

Senior Counsel

David A. Langer – Senior Counsel

David A. Langer concentrates his practice in complex litigation involving antitrust and commodities and options claims.

Mr. Langer has had a primary role in the prosecution of the following antitrust class actions: *In re Currency Conversion Fee Antitrust Litigation* (S.D.N.Y.) (after 5½ years of litigation, through the close of fact and expert discovery, achieved a settlement consisting of \$336 million and injunctive relief for a class of U.S. Visa and MasterCard cardholders; extraordinary settlement participation from class members drawing more than 10 million claimants in one of the largest consumer antitrust class actions); *Ross and Wachsmuth v. American Express Co., et al.* (S.D.N.Y.) (\$49.5 million settlement achieved after more than 7 years of litigation and after summary judgment was denied); *Ross, et al. v. Bank of America, N.A. (USA), et al.* (S.D.N.Y.) (obtained settlements with four of the nations' largest card issuers (Bank of America, Capital One, Chase and HSBC) to drop their arbitration clauses for their credit cards for 3.5 years, and a settlement with the non-bank defendant arbitration provider (NAF), who agreed to cease administering arbitration proceedings involving business cards for 3.5 years); and *In re Linerboard Antitrust Litigation* (E.D. Pa.) (helped obtain settlements of more than \$200 million dollars).

Mr. Langer practice also involves commodities and options claims, including those brought in *In re MF Global Holdings Ltd. Investment Litigation*, where Mr. Langer helped obtain settlements with various parties that enabled MF Global commodities customers to recover over \$1 billion, including, importantly, ensuring that the class of commodities customers recovered the full amount of their loss when the company declared bankruptcy—a result widely deemed impossible at the time of MF Global's historic collapse. Another settlement in that matter is pending approval that will provide up to \$5 million in additional settlement funds to the class of commodities customers.

Mr. Langer was one of the trial team chairs in the 5-week consolidated bench trial of arbitration antitrust claims in *Ross v. American Express* and *Ross v. Bank of America*, where the Honorable William H. Pauley, III of the United States District Court for the Southern District of New York, commended the “extraordinary talents of Plaintiffs’ counsel.”

Mr. Langer has also had a primary role in appellate proceedings, obtaining relief for his clients in a number of matters, including: *Ross, et al. v. American Express Co., et al.*, 547 F.3d 137 (S.D.N.Y. 2008) (precluding an alleged co-conspirator from relying on the doctrine of equitable estoppel to invoke arbitration clauses imposed by its competitor co-conspirators); *Ross, et al. v. Bank of America, N.A. (USA), et al.*, 524 F.3d 217 (S.D.N.Y. 2008) (holding that antitrust plaintiffs possess Article III standing to challenge the defendants’ collusive imposition of arbitration clauses barring participation in class actions); *In re Pharmacy Benefit Managers Antitrust Litig.*, 700 F.3d 109 (3d Cir. 2012) (finding opposing party waived right to compel arbitration and reversing district court).

While at Vermont Law School, Mr. Langer was Managing Editor and a member of the Vermont Law Review.

Ellen T. Noteware – Senior Counsel

Ellen T. Noteware is a graduate of Cornell University (B.S. 1989) and the University of Wisconsin-Madison Law School (J.D. cum laude 1993) where she won the Daniel H. Grady Prize for the highest grade point average in her class, served as Managing Editor of the Law Review, and earned Order of the Coif honors. She is currently a member of the Pennsylvania and New York bars.

Since joining Berger & Montague, Ms. Noteware has successfully represented investors, retirement plan participants, employees, consumers and direct purchasers of prescription drug products in a variety of class action cases. Ms. Noteware currently concentrates her practice on prosecuting antitrust class actions on behalf of direct purchasers of brand name drugs who are harmed when brand companies block cheaper generic competitors from entering the market. To date, five of her cases have resulted in substantial settlements: *In re Ovcon Antitrust Litigation*, (D.D.C.) \$22 million; *In re Tricor Direct Purchaser Antitrust Litigation*, (D. Del.) \$250 million; *In re Oxycontin Antitrust Litig.*, (S.D.N.Y.) \$16 million; *Meijer, Inc. v. Abbott Laboratories*, (N.D. Cal.) (Norvir) \$52 million; and *In re Metoprolol Succinate Direct Purchaser Antitrust Litigation*, (D. Del.) \$20 million.

Ms. Noteware is also extensively involved in litigation regarding Employee Retirement Income Securities Act (“ERISA”) breach of fiduciary duty class action cases. Her ERISA settlements include: *In re Nortel Networks Corp. ERISA Litigation* (M.D. Tenn.) \$21 million; *In re Lucent Technologies, Inc. ERISA Litigation* (D.N.J.) \$69 million; *In re SPX Corporation ERISA Litigation* (W.D. N.C.) \$3.6 million. Ms. Noteware is currently actively litigating two ERISA cases against financial institutions who operated improper securities lending programs.

As a key member of the trial team that litigated *Cook v. Rockwell Corp.* (D. Colo.), Ms. Noteware helped secure the largest jury verdict in Colorado history and the third largest jury trial verdict nationwide in 2006 -- \$554 million on behalf of thousands of individuals who owned property near the contaminated former Rocky Flats nuclear weapons facility outside Denver, Colorado. Ms. Noteware and the rest of the trial team received the Trial Lawyer of the Year Award from the Public Justice Foundation in recognition of the efforts.

Daniel C. Simons – Senior Counsel

Daniel C. Simons is senior counsel in the Antitrust and Consumer Protection unit of Berger & Montague. He concentrates a significant percentage of his practice on complex antitrust litigation, with a focus on anticompetitive arrangements in the pharmaceutical industry. Mr. Simons has been at the forefront of the efforts to curb “pay-for-delay” agreements, whereby brand companies compensate generic rivals to forestall the entry of lower priced generic equivalents. His practice has led to appearances in district and appellate courts across the country.

Mr. Simons’s significant representations have included:

- *King Drug Co. of Florence, Inc. v. Cephalon, Inc.*, No. 06-1797 (E.D. Pa.), in which Mr. Simons represents direct purchasers of the drug Provigil, suing the brand company for fraudulently obtaining its patents on the drug and entering into agreements with its four generic rivals to delay competition. The case has resulted in a record-breaking \$512 million class settlement with certain defendants.

- *In re Androgel Antitrust Litigation (No. II)*, MDL No. 2084 (N.D. Ga.). This private antitrust suit parallels the precedent-setting *FTC v. Actavis* case, which held that pay-for-delay agreements are not immune from the antitrust laws and must be examined under the antitrust “rule of reason.” 133 S. Ct. 2223 (2013). Mr. Simons was heavily involved in all aspects of appellate litigation, including the United States Supreme Court. The order of dismissal was reversed, and litigation is pending before the district court.
- *In re K-Dur Antitrust Litigation*, 686 F.3d 197 (3d Cir. 2012), where the Third Circuit held that pay-for-delay agreements are subject antitrust scrutiny, which helped to trigger the eventual review of the issue by the Supreme Court. The Court of Appeals also made notable holdings concerning class certification in delayed generic entry cases. The case has since settled for \$60.2 million.
- *In re DDAVP Direct Purchaser Antitrust Litigation*, 585 F.3d 677 (2d Cir. 2009), the first appellate decision directly addressing the issue of antitrust standing for claims relating to fraudulently obtained patents. The case later settled on terms favorable to the direct purchaser class.
- *In re Nifedipine Antitrust Litigation*, MDL No. 1515 (D.D.C.), in which Mr. Simons was one of the principal attorneys responsible for winning certification of a class of direct purchasers of generic versions of the antihypertensive drug Adalat CC, and for successfully defending that certification before the United States Court of Appeals. *In re Nifedipine Antitrust Litigation*, 246 F.R.D. 365 (D.D.C. 2007), Rule 23(f) appeal denied, 2009 U.S. App. LEXIS 3643 (D.C. Cir. Feb. 23, 2009). The case was resolved with settlements on behalf of the class worth \$35 million.
- *In re Relafen Antitrust Litigation*, Civ. A. No. 01-12239-WGY (D. Mass.), in which Mr. Simons was a member of the team of attorneys representing a class of direct purchasers of the prescription anti-inflammatory drug Relafen. A \$175 million settlement was obtained on behalf of the class.
- *Congregation Kol Ami v. Abington Township*, Civ. A. No. 01-1919 (E.D. Pa.), in which Mr. Simons represented a non-profit in a civil rights challenge. The case presented several questions of first impression under the Federal and Pennsylvania Constitutions, the Pennsylvania Religious Freedom Restoration Act, and the Religious Land Use and Institutionalized Persons Act.

Lane L. Vines – Senior Counsel

Lane L. Vines is a senior counsel in the Securities, Commercial and Qui Tam Litigation practice groups at Berger & Montague. He concentrates his practice in the areas of securities/investor fraud litigation, consumer and insurance litigation and whistleblower litigation. For more than 17 years, he has prosecuted both class action and individual opt-out cases for state government entities, public pension funds, large investors and consumers.

Examples of securities cases in which Mr. Vines was substantially involved include: *Dodona I, LLC v. Goldman, Sachs & Co.*, No. 10-cv-7497 (VM)(DCF) (S.D.N.Y.); *Vasco v. Power Home Remodeling Group LLC*, No. 15-cv-4623-MAK (E.D. Pa.); *In re NetBank, Inc. Securities Litigation*, No. 07-cv-2298-TCB (N.D. Ga.); *Commonwealth of Pennsylvania, Public School Employees’ Retirement System, et al. v. Citigroup Inc. et al.*, No. 05028, January Term, 2011 (Pa. Common Pleas Ct.-Phila. Cty.); *In re Aerosonic Corporation Securities Litigation*, No. 8:03-CV-2373-T-24 SCB-TBM (M.D. Fla.);

Commonwealth of Pennsylvania Public School Employees' Retirement System, et al. v. Time Warner Inc., et al., No. 002103, July Term, 2003 (Pa. Common Pleas Ct.-Phila. Cty.); *In re Waste Management, Inc. Secs. Litig.*, 194 F. Supp. 2d 590 (S.D. Tex. 2002); *Kelly v. McKesson HBOC, Inc.*, No. 99C-09-265 WCC, 2002 Del. Super. LEXIS 39 (Del. Super. Jan. 17, 2002); *In re Merrill Lynch & Co., Inc. Research Reports Secs. Litig.*, 02 MDL 1484 (JFK), 2007 U.S. Dist. LEXIS 93423 (S.D.N.Y. Dec. 20, 2007). Mr. Vines also participated in the securities class action litigation *In re Merrill Lynch & Co., Inc. Secs., Derivative and ERISA Litig.*, Master File No. 07-cv-9633 (JSR) (DFE) (S.D.N.Y.), where a \$475 million recovery was obtained on behalf of lead plaintiff State Teachers Retirement System of Ohio and other members of a class of similarly situated investors, relating to Merrill Lynch's disclosures and financial exposures concerning asset-backed securities such as collateralized debt obligations and other financial derivative instruments linked to subprime mortgages.

Mr. Vines also has experience in the defense of securities and commercial cases. For example, he was one of the firm's principal attorneys defending a public company which obtained a pre-trial dismissal in full of a proposed securities fraud class action against a gold mining company based in South Africa. See *In re DRDGold Ltd. Secs. Litig.*, No. 05-cv-5542 (VM), 2007 U.S. Dist. LEXIS 7180 (S.D.N.Y. Jan. 31, 2007).

Mr. Vines is a graduate of the University of Wisconsin-Madison (B.B.A.-Accounting, Graduated with Distinction, 1988) and Villanova University School of Law (J.D. 1997). During law school, Mr. Vines was a member of the *Villanova Law Review* and served as a Managing Editor of *Outside Works*. In that role, he selected outside academic articles for publication and oversaw the editorial process through publication.

Before joining Berger & Montague in 1999, Mr. Vines was a law clerk for the Honorable James R. Melinson, Chief U.S. Magistrate Judge for the Eastern District of Pennsylvania. He is a member of the Villanova Law J. Willard O'Brien American Inn of Court and has served as a pupillage team captain for the past two years. Mr. Vines has been a guest lecturer at Villanova Law School ("Accounting for Lawyers" course in 2011 and 2012) and acted as a *pro bono* legal consultant on discovery issues for the Farmworker Legal Aid Clinic (2013). He currently serves as the Vice Chairman of the Radnor Township (Pa.) Ethics Board and as a Committee Member and Merit Badge Counselor for Boy Scout Troop Paoli 1 (Wayne, Pa.), one of the oldest troops in the country. He is also a member of the Panorama Toastmasters in Philadelphia. He has served as a member of the Narberth Borough (Pa.) Planning Commission, a Committee Member for Cub Scout Pack 371 in Radnor, Pennsylvania and as an officer or director in numerous other civic organizations. Prior to law school, Mr. Vines worked as an auditor for a Big 4 public accounting firm and a property controller for a commercial real estate development firm, and served as the Legislative Assistant to the Minority Leader of the Philadelphia City Council.

Mr. Vines has achieved the highest peer rating, "AV Preeminent" in Martindale-Hubbell for legal abilities and ethical standards. He has led and participated in numerous Continuing Legal Education (CLE) programs and co-authored a CLE article for the American Law Institute - Securities and Shareholder Litigation 2016: Cutting-Edge Developments, Planning, and Strategy, entitled "*Janus Capital Group, Inc. v. First Derivative Traders*: Let the 'Maker' Beware."

Mr. Vines is admitted to practice law in Pennsylvania, New Jersey and several federal courts, including the Supreme Court of the United States.

Associates and Staff Attorneys

John G. Albanese - Associate

John Albanese is an associate in the Firm's Minneapolis office. Mr. Albanese concentrates his practice on consumer protection issues with a focus on Fair Credit Reporting Act violations related to criminal background checks. Mr. Albanese has also prosecuted class and collective actions for unfair lending practices, unfair debt collection, wage and hour violations, and violations of ERISA.

Mr. Albanese is a graduate of Columbia Law School and Georgetown University. At Columbia, he was a managing editor of the Columbia Law Review and was elected to speak at graduation by his classmates.

Mr. Albanese clerked for Magistrate Judge Geraldine Brown in the Northern District of Illinois. Prior to joining Berger & Montague, Mr. Albanese was an attorney at a firm in Minneapolis representing consumers and employees in consumer protection and wage and hour cases.

Mr. Albanese volunteers with Mid Minnesota Legal Aid's housing expungement clinic representing former tenants seeking to expunge evictions. He also frequently volunteers at Second Chance Saturdays, a monthly criminal expungement clinic.

Christina M. Black – Associate

Christina M. Black is an associate at Berger & Montague, P.C. Prior to starting work at Berger & Montague, Ms. Black clerked for the Honorable Anne E. Thompson on the United States District Court for the District of New Jersey. She also completed a one-year legal fellowship at the National Center for Lesbian Rights, where she supported nationwide impact litigation for LGBT rights. While in law school, Ms. Black was a lead articles editor at the Stanford Law and Policy Review, participated in the Williams Institute Moot Court Competition, and interned at the San Francisco City Attorney's Office.

Zachary D. Caplan - Associate

Zachary D. Caplan is an associate in the Antitrust and Commodities practice groups at Berger & Montague.

Since joining Berger & Montague in 2011, he has worked on a variety of matters resulting in substantial settlements for the firm's clients. *E.g.*, *Marckbanks Truck Service, Inc. v. Comdata Network, Inc.*, No. 2:07-cv-01078 (E.D. Pa.) (\$130 million settlement plus significant prospective relief); *In re Titanium Dioxide Antitrust Litigation*, No. 1:10-cv-00318 (D. Md.) (settlements totaling \$163.5 million).

Mr. Caplan is currently involved in a number of antitrust and commodities class actions alleging manipulation of key financial benchmarks. *E.g.*, *In re Commodity Exchange, Inc., Gold Futures and Options Trading Litigation*, No. 14-md-2548 (S.D.N.Y.); *In re Libor-Based Financial Instruments Antitrust Litigation*, No. 11-md-2262 (S.D.N.Y.); *In re North Sea Brent Crude Oil Futures Litigation*, No. 13-cv-8240 (S.D.N.Y.). He also works on a number of antitrust class actions on behalf of direct purchasers of prescription drugs in which the purchasers allege that pharmaceutical manufacturers have wrongfully kept less expensive generic drugs out of the market. *E.g.*, *In re Loestrin 24 Fe Antitrust Litigation*, No. 1:13-md-2472 (D.R.I.); *In re Opana ER Antitrust Litigation*, No. 14-cv-10151 (N.D. Ill.); *In re Celebrex Antitrust Litigation*, No. 14-cv-361 (E.D. Va.). Additionally, he plays a major role in *Adriana Castro, M.D., P.A., et al. v. Sanofi Pasteur Inc.*, No. 11-cv-07178 (D.N.J.) and *In re Capacitors Antitrust Litigation*, No. 14-cv-3264 (N.D. Cal.).

Mr. Caplan is a member of the committee that selects the annual winner of the American Antitrust Institute's Jerry S. Cohen Memorial Writing Award for the best antitrust scholarship. While in law school, Mr. Caplan was a senior editor of the University of Pennsylvania Journal of Business Law, represented clients in various civil matters as part of the Civil Practice Clinic, and interned with the United States Department of Justice Antitrust Division.

Camille Fundora – Associate

Ms. Fundora is an Associate in the Firm's Employment Law, Consumer Protection, and Lending Practices & Borrowers' Rights practice groups. Ms. Fundora primarily focuses on wage and hour class and collective actions arising under the Fair Labor Standards Act and state laws. Ms. Fundora has served in key roles in multiple class and collective employment action settlements.

Prior to joining Berger & Montague, Ms. Fundora practiced in the litigation department at a boutique Philadelphia law firm where she represented clients in a variety of personal injury, disability, and employment discrimination matters. Ms. Fundora is a graduate of Columbia University, Barnard College and Widener University School of Law. During law school, Ms. Fundora served as the Vice President, Academic of the Student Bar Association.

Ms. Fundora is an active member of the Pennsylvania, Philadelphia and Hispanic Bar Associations.

Caitlin Goldwater Coslett - Associate

Caitlin Goldwater Coslett concentrates her practice on complex litigation, including antitrust, consumer protection, employment, environmental and mass tort litigation. Since joining Berger & Montague in 2009, she has worked on a variety of matters, including *Cook v. Rockwell International Corp.* (mass tort class action) (\$375 million settlement approved on April 28, 2017), *In re Urethane [Polyether Polyols] Antitrust Litigation* (\$974 million in total settlements), *CRT Antitrust Litigation*, *In re Domestic Drywall Antitrust Litigation*, and *Steel Antitrust Litigation*.

Ms. Coslett has also represented classes of direct purchasers of prescription drugs in a number of actions, including *In re Lidoderm Antitrust Litigation*, *In re Suboxone Antitrust Litigation*, *In re Effexor XR Antitrust Litigation*, *In re Modafinil Antitrust Litigation*, *In re Nexium Antitrust Litigation*, *In re Skelaxin (Metaxalone) Antitrust Litigation*, and *In re Solodyn (Minocycline Hydrochloride) Antitrust Litigation*. These cases allege that pharmaceutical manufacturers wrongfully impeded generic drug competition, in violation of the federal antitrust laws.

Ms. Coslett is a cum laude graduate of New York University School of Law, where she was a Lederman/Milbank Fellow in Law and Economics and an articles selection editor for the NYU Review of Law and Social Change. Ms. Coslett graduated magna cum laude with a B.S. in mathematics and economics from Haverford College. Ms. Coslett was formerly one of the top 75 rated female chess players in the U.S.

Ms. Coslett was selected as a Pennsylvania Super Lawyer - Rising Star in 2014-2017, an honor conferred on only 2.5% of attorneys in Pennsylvania who are 40 or younger.

Jonathan Z. DeSantis – Associate

Jonathan Z. DeSantis is an associate in Berger & Montague's Philadelphia office and practices in the firm's Whistleblowers, *Qui Tam* & False Claims Act group, which has collectively recovered more than \$3 billion for federal and state governments, as well as over \$500 million dollars for the firm's

whistleblower clients. Mr. DeSantis represents whistleblowers in litigation across the county and also actively assists in investigating and evaluating potential whistleblower claims before a lawsuit is filed.

Mr. DeSantis received a B.A. in Criminal Justice from Temple University. While at Temple, Mr. DeSantis served as Student Body Vice President and as president of his fraternity, in addition to receiving several awards for excellence in leadership. He graduated magna cum laude from Stetson University College of Law. During law school, Mr. DeSantis earned book awards for receiving the top grade in several classes and served as a senior associate on the Stetson Law Review. Mr. DeSantis also interned for the Atlantic Center for Capital Representation, a Philadelphia-based non-profit that provides support to attorneys representing capital defendants.

Prior to joining Berger & Montague, Mr. DeSantis clerked for the Honorable Susan C. Bucklew of the United States District Court for the Middle District of Florida and then worked as a commercial litigation associate in a large corporate defense firm.

Mr. DeSantis is admitted to practice in state courts in Pennsylvania and Florida, in addition to the United States District Courts for the Northern District of Florida, Middle District of Florida, and Southern District of Florida.

Joseph C. Hashmall - Associate

Joe Hashmall is an associate at Berger & Montague, P.C. He concentrates his practice on consumer class action litigation.

Mr. Hashmall has represented consumers and employees in numerous class actions under the Fair Credit Reporting Act, including actions against consumer reporting agencies for reporting inaccurate or outdated information, and actions against employers for failing to comply with the Act's requirements. Mr. Hashmall has also represented classes of mortgage and student loan borrowers in actions against banks, insurance companies, and other financial institutions.

Prior to beginning his litigation career, Mr. Hashmall clerked for President Judge Bonnie B. Leadbetter of the Pennsylvania Commonwealth Court and for the Honorable David J. Ten Eyck of the Minnesota District Court. Mr. Hashmall graduated *cum laude* from Cornell Law School, where he was an executive editor with the Cornell Legal Information Institute and an editor of the Cornell International Law Journal.

Alexandra Korohey Piazza – Associate

Alexandra Korohey Piazza is a member of the firm's Employment Law and Consumer Protection practice groups. In the Employment Law practice group, Ms. Piazza's practice focuses primarily on wage and hour class and collective actions arising under state and federal law. Ms. Piazza has successfully worked on all aspects of wage and hour litigation involving the failure to pay employees' wages, overtime compensation, gratuities, commissions, and improper deductions. Ms. Piazza also brings cases on behalf of workers who allege they were misclassified as independent contractors. Ms. Piazza's work in the Consumer Protection practice group involves consumer class actions concerning privacy breaches and financial practices.

Ms. Piazza currently serves as Vice President of the National Employment Lawyers Association – Eastern Pennsylvania. Ms. Piazza is a graduate of the University of Pennsylvania and Villanova University School of Law. During law school, Ms. Piazza served as a Managing Editor of the Villanova Sports and

Entertainment Law Journal and as President of the Labor and Employment Law Society. Ms. Piazza also interned at the United States Attorney's Office and served as a summer law clerk for the Honorable Eduardo C. Robreno of the United States District Court for the Eastern District of Pennsylvania.

Patrick F. Madden - Associate

Patrick F. Madden is an associate attorney in the Consumer Protection, Employment Law, Insurance Products & Financial Services, and Lending Practices & Borrowers' Rights practice groups at Berger & Montague. His practice principally focuses on consumer class actions concerning financial practices, insurance products and construction products.

Mr. Madden has served in key roles in multiple nationwide consumer class actions with a focus on consumer financial practices and construction product defects. For example, he represented homeowners whose mortgage loan servicers have force-placed extraordinarily high-priced insurance on them and allegedly received a kickback from the insurer in exchange. In particular, Mr. Madden played key roles in several cases that have reached favorable resolutions. *E.g.*, *Coonan v. Citibank, N.A.*, Nos. 5:12-820, 1:13-353 (N.D.N.Y.) (settlement of \$122 million); *Clements v. JPMorgan Chase Bank, N.A.*, No. 3:12-cv-2179 (N.D. Cal.) (settlement in excess of \$22 million); *Arnett v. Bank of America, N.A.*, No. 11-cv-1372 (D. Or.) (settlement of \$31 million); *Lyons v. Litton Loan Servicing LP*, No. 13-cv-513 (S.D.N.Y.) (settlements in the New York case collectively exceeding \$8 million and settlement in the related Florida cases making tens of millions of additional dollars available to class members). Collectively, Mr. Madden's force-placed insurance settlements have made more than \$200 million in recoveries available to class members. He has also represented putative nationwide classes of building and structure owners on which defective building products have been installed. One such case settled for more than \$103 million. *See CertainTeed Fiber Cement Siding Litigation*.

Prior to attending law school, Mr. Madden worked at the United States Department of Labor, Office of Labor-Management Standards as an investigator during which time he investigated allegations of officer election fraud and financial crimes by union officers and employees.

While at Temple Law School, Mr. Madden was the Executive Editor of Publications for the Temple Journal of Science, Technology & Environmental Law.

Jeff Osterwise – Senior Associate

Jeff Osterwise concentrates his practice on obtaining relief for injured shareholders and consumers.

As a member of the firm's Securities & Investor Protection practice group, Mr. Osterwise was instrumental in securing compensation for real estate investment trust preferred shareholders injured by alleged breaches of fiduciary duties by the REIT's board and management. *Fox v. Prime Group Realty Trust et al.*, Case No. 1:12-cv-09350 (N.D. Ill.) (\$8.25 million settlement). He has also successfully pursued claims on behalf of investors injured by alleged violations of the federal securities laws. *In re Scudder Mutual Funds Litigation* Case No. 04-md-15861 (D. Md.) (\$14 million settlement); *In re Veeco Instruments Inc. Securities Litigation*, Case No.: 1:05-md-01695 (S.D.N.Y.) (\$5.5 million settlement). As a member of the firm's Consumer Protection and Defective Products practice groups, Mr. Osterwise has fought for the rights of consumers harmed by corporations' violations of consumer protection statutes and breaches of consumer contracts and warranties. *Vaughn v. L.A. Fitness International LLC*, Case No.: 10-cv-2326 (E.D. Pa.) (settlement on behalf of gym members for alleged improper billing); *Klug, et al. v. Watts Regulator Company*, Case No.: 8:15-cv-00061 (D. Neb.) (\$10 million and \$4 million settlements pending court approval on behalf of consumer classes injured by alleged defective water supply lines).

Mr. Osterwise is also actively involved in the firm's representation of the City of Chicago in an action against certain online travel companies for their alleged failure to pay hotel taxes.

Jacob M. Polakoff - Senior Associate

Jacob M. Polakoff is a Senior Associate at Berger & Montague, P.C. Since joining the Firm in 2006, he has concentrated his practice on the prosecution of class actions and other complex litigation, including the representation of plaintiffs in consumer protection, securities and commercial cases.

Mr. Polakoff currently represents homeowners throughout the country in various product liability actions concerning defective construction products, including roofing, siding and plumbing. He served on the team of co-lead counsel in *George v. Uponor, Inc., et al.*, a class action about Uponor's high zinc yellow brass PEX plumbing fittings (\$21 million settlement).

He represented the shareholders of the Philadelphia Stock Exchange in *Ginsburg v. Philadelphia Stock Exchange, Inc., et al.*, in the Delaware Court of Chancery, which settled for in excess of \$99 million in addition to significant corporate governance provisions. Mr. Polakoff's experience also includes representing entrepreneurs and small businesses in actions against Fortune 500 companies.

Mr. Polakoff was selected as a Pennsylvania Super Lawyer - Rising Star in 2010 and 2013-2016, an honor conferred upon only the top 2.5% of attorneys in Pennsylvania who are 40 or younger.

Mr. Polakoff is a 2006 graduate of the joint J.D./M.B.A. program at the University of Miami, where he was the recipient of the Dean's Certificate of Achievement in Legal Research & Writing, was awarded a Graduate Assistantship, and was honored with the Award for Academic Excellence in Graduate Studies.

He holds a 2002 B.S.B.A. from Boston University's School of Management, where he concentrated in finance.

Mr. Polakoff is the Judge of Election for Philadelphia's 30th Ward, 1st Division. He was also a member of the planning committee and the sponsorship sub-committee for the Justice for All 5K from its inception. The event benefited Community Legal Services of Philadelphia, which provides free legal services, in civil matters, to low-income Philadelphians.

Josh Ripley - Associate

Josh Ripley is an associate attorney in the Antitrust, Insurance Products & Financial Services, and Environmental & Mass Tort practice groups.

Mr. Ripley graduated from Harvard Law School in 2015. While in law school, Mr. Ripley participated in various clinical organizations, including the Tenant Advocacy Project, the Employment Law Clinic, and the Predatory Lending and Consumer Protection Clinic.

Shoshana Savett - Associate

Shoshana Savett is an associate at Berger & Montague. Since joining the Firm, she has concentrated her practice on the prosecution of class actions and other complex litigation, including the representation of plaintiffs in consumer protection, commercial, and securities cases.

Ms. Savett has served as co-lead counsel in consumer class actions including: *Sobel v. Hertz Corporation*, 3:06-cv-00545 (D. Nev.) (judgment of \$53.4 million awarded in action brought on behalf of persons who

rented cars from Hertz Corporation and who were overcharged); *Lee v. Enterprise Leasing-Company West*, 3:10-cv-00326 (D. Nev.) (settlement in which Class Members received 80% of their potential damages).

She has also been involved in securities class actions including: *In re Merrill Lynch & Co., Inc. Securities, Derivative and ERISA Litigation*, relating to the Securities Action, 07-cv-9633; *Ginsburg v. Philadelphia Stock Exchange* (settlement valued at over \$99 million in action brought on behalf of a class A shareholders of the Philadelphia Stock Exchange which included breach of fiduciary allegations against the Exchange's Board of Governors in connection with strategic transactions that the Exchange announced in June and August 2005); *In re Sepracor Inc. Securities Litigation*, Civil Action no. 02-12235-MEL (D. Mass.) (\$52.5 million settlement approved September 6, 2007).

Ms. Savett was selected as a Pennsylvania Super Lawyer - Rising Star in 2014-2016, an honor conferred upon only the top 2.5% of attorneys in Pennsylvania who are 40 or younger.

Richard Schwartz – Associate

Richard Schwartz is an associate in the Antitrust practice group at Berger & Montague. Mr. Schwartz concentrates his practice in the area of complex antitrust litigation with a focus on representation of direct purchasers of prescription drugs.

Prior to joining Berger & Montague, Mr. Schwartz was an attorney in the New York and Philadelphia offices of a firm where he represented plaintiffs in a variety of matters before trial and appellate courts with a focus on antitrust and shareholder class actions.

At Berger & Montague, Mr. Schwartz is a member of the teams prosecuting a number of antitrust class actions on behalf of direct purchasers of prescription drugs in which the purchasers allege that generic drugs have been illegally kept off the market. Those cases include *In re Opana ER Antitrust Litigation*, No. 14-cv-10151 (N.D. Ill.); *In re Suboxone*, No. 13-MD-2445 (E.D. Pa.); *In re Solodyn*, No. 14-MD-2503 (D. Mass.) and *In re Celebrex*, No. 14-cv-00361 (E.D. Va.).

Mr. Schwartz is admitted to practice in New York, Pennsylvania and Illinois.

Mark R. Suter – Associate

Mark Suter is an associate in the Antitrust group at Berger & Montague, where he concentrates his practice in the area of complex antitrust litigation.

Mr. Suter focuses on antitrust class actions brought on behalf of direct purchasers alleging price-fixing and other anti-competitive conspiracies. E.g., *In re Domestic Drywall Antitrust Litigation*; *In re Capacitors Antitrust Litigation*. In addition, he is presently involved in the representation of a proposed class of elite mixed martial arts fighters in an antitrust lawsuit against the Ultimate Fighting Championship ("UFC"). *Le, et al. v. Zuffa, LLC*.

Mr. Suter graduated *magna cum laude* from Rutgers Law School. While in law school, he served as a senior editor of the *Rutgers University Law Review* and interned for the Honorable C. Darnell Jones, II of the United States District Court for the Eastern District of Pennsylvania.

Eugene R. Tompkins - Senior Associate

Mr. Tompkins is a senior associate in Berger & Montague's Commercial Litigation practice group. He concentrates on complex, technically-oriented disputes and business-related matters under antitrust,

securities and corporate governance areas of federal and state law. His prior experience in numerous facets of the international transportation and oil and gas industries complements his efforts in many of the areas encountered in increasingly complex litigation.

Y. Michael Twersky - Associate

Y. Michael Twersky concentrates his practice on complex litigation, including primarily insurance, antitrust, and environmental litigation.

Mr. Twersky has worked on a wide variety of insurance matters including an insurance case in which a Federal District Court found on Summary Judgement that a large insurance company had breached its policy when it denied benefits under an accidental death insurance plan. Mr. Twersky has also worked on a number of antitrust class actions alleging that pharmaceutical manufacturers wrongfully kept less expensive generic drugs off the market, in violation of the antitrust laws, including *In re Skelaxin (Metaxalone) Antitrust Litigation*, 1:12-md-02343 (E.D. Tenn.) (\$73 million settlement).

Currently Mr. Twersky is involved in a number of complex class cases, including *In Re Global Tel*Link Corporation ICS Litigation*, 14-cv-5275 (W.D. Ark.) alleging that pursuant to the Federal Communication Act that providers of inmate phone services have overcharged inmates for inmate calling services; *South Peninsula Hospital et al v. Xerox State Healthcare, LLC*, 3:15-cv-00177 (D. Ak.) brought on behalf of Alaska-enrolled Medicaid healthcare providers against the developers of the Alaska Medicaid Management Information System Company alleging that providers were harmed as a result of the negligent and faulty design and implementation of the MMIS system; and *In re Solodyn (Minocycline Hydrochloride) Antitrust Litigation* alleging that a pharmaceutical manufacturer has wrongfully impeded generic drug competition, in violation of the federal antitrust laws.

Mr. Twersky graduated from Temple University Beasley School of Law in 2011, where he was a member of the Rubin Public Interest Law Honors Society and a Class Senator. In addition Mr. Twersky advised various clients in business matters as part of Temple University's Business Law Clinic.

Nick Urban - Associate

Nick Urban is an associate in the Antitrust practice group at Berger & Montague. He concentrates his practice in the area of complex antitrust litigation.

Mr. Urban focuses on antitrust class actions alleging that pharmaceutical manufacturers wrongfully kept less expensive generic drugs off the market, in violation of the antitrust laws. These cases include *In re Modafinil Antitrust Litigation*, 2:06-cv-01797 (E.D. Pa.) (\$512 million settlement with three of five defendants); *In re Skelaxin (Metaxalone) Antitrust Litigation*, 1:12-md-02343 (E.D. Tenn.) (\$73 million settlement); *In re Wellbutrin XL Antitrust Litigation*, 2:08-cv-02431 (E.D. Pa.) (\$37.5 million settlement with one of two defendants); *In re Nexium (Esomeprazole) Antitrust Litigation*, 1:12-md-02409 (D. Mass.); *In re Niaspan Antitrust Litigation*, 2:13-md-02460 (E.D. Pa.); *In re Aggrenox Antitrust Litigation*, 3:13-cv-01776 (D. Conn.); *In re AndroGel Antitrust Litigation*, 3:13-cv-01776 (N.D. Ga.).

He has also devoted significant time to antitrust cases brought against the banking industry. *E.g.*, *Ross and Wachsmuth v. American Express Co.*, et al., 04-CV-5723 (S.D.N.Y.) (\$49.5 million settlement); *Ross, et al. v. Bank of America, N.A. (USA)*, et al., 05-CV-7116 (S.D.N.Y.) (obtained settlements with four of the nations' largest card issuers (Bank of America, Capital One, Chase and HSBC) to drop their arbitration clauses for their credit cards for 3.5 years).

While at the University of Pennsylvania Law School, Mr. Urban served as senior editor for the Journal of Law and Social Change and worked at several organizations dedicated to increasing the availability of quality affordable housing through impact litigation and development. Prior to attending law school, he worked as an anti-hunger advocate in the San Diego region and for the Office of the Secretary of State of California.

Michaela Wallin – Associate

Michaela Wallin is an associate in the Antitrust and Employment Law practice groups at Berger & Montague. Ms. Wallin's work in the Antitrust group involves complex class actions, including those alleging that pharmaceutical manufacturers have wrongfully kept less expensive drugs off the market, in violation of the antitrust laws. In the Employment Law Group, Ms. Wallin focuses on wage and hour class and collective actions arising under federal and state law.

Prior to joining Berger & Montague, Ms. Wallin served as a law clerk for the Honorable James L. Cott of the United States District Court of the Southern District of New York. She also completed an Equal Justice Works Fellowship at the ACLU Women's Rights Project, where she worked to challenge local laws that target domestic violence survivors for eviction and impede tenants' ability to call the police.

Ms. Wallin is a graduate of Columbia Law School, where she was a Harlan Fiske Stone Scholar. Ms. Wallin graduated *magna cum laude* from Bowdoin College, where she was Phi Beta Kappa and a Sarah and James Bowdoin Scholar.

Of Counsel

Russ Henkin – Of Counsel

Russ Henkin is Of Counsel at Berger Montague. He concentrates his practice in complex civil litigation in matters involving stock fraud, class action personal injury, breach of contract, consumer fraud and lender liability.

Mr. Henkin joined the firm as an associate in 1975 and was involved in or tried complex civil litigation matters including fraud, securities, breach of contract, restrictive employment covenant litigation, eminent domain litigation, and divorce, among other fields.

From 1980 through 1991, he was associated with another firm, also involved in trials of complex civil litigation matters. His cases included antitrust, bankruptcy litigation and reorganization, contracts, malpractice, products liability, employment discrimination, commercial disparagement litigation, business separation litigation, emotional distress litigation, claims and defense under the Racketeer Influenced and Corrupt Organization Act ("RICO"), stock fraud and foreclosure/workout and other trials. Representative results included confirmation of a \$20 million plan of reorganization for a psychiatric hospital company, and successful defense against a \$30 million RICO suit.

In June 1991, Mr. Henkin rejoined Berger Montague, where he tries complex civil matters. He was Co-Lead Counsel in a class action involving a de-railing of a SEPTA subway train. He was Lead Counsel in the *Provident American Corp. v. The Lowen Group* case (largest individual-client verdict or settlement in Pennsylvania in 1996). He co-tried a successful defense of the Thomas Group, Inc. against a \$30 million breach of contract claim (jury verdict for defense, plus verdict for the client on its counterclaim). He participated on the Steering Committee for plaintiffs' counsel in the Ford Explorer/Firestone tires federal class action. He was a member of the Plaintiffs' Executive Committee in the state court class actions in

New Jersey and Pennsylvania in the “*Diet Drugs*” (Fen-Phen) case. He was Co-Lead Counsel for plaintiffs in the “*Volkswagen/Audi Sludge*” cases in federal court in Massachusetts. He was Co-Trial Counsel in the *Potok, et al. v. FGI, et al.* Pennsylvania state court non-jury trial (judgment for plaintiffs on derivative claims, in excess of \$7.5 million – on appeal). He participated in documents and deposition discovery for the plaintiffs in the New Jersey “*MTBE*” case. He participated in numerous “*FLSA*” overtime cases, on the employees’ side, all of which were settled successfully. Mr. Henkin has been “AV” rated (highest in ability and ethics) for the last 18 years and this year was rated “AV” in Labor and Employment Law.

Tyler E. Wren - Of Counsel

Mr. Wren is a trial lawyer with over **40** years of experience in both the public and private sectors.

Mr. Wren has represented both plaintiffs and defendants in a broad spectrum of litigation matters, including class actions, environmental, civil rights, commercial disputes, personal injury, insurance coverage, election law, zoning and historical preservation matters and other government affairs. Mr. Wren routinely appears in both state and federal courts, as well as before local administrative agencies. He concentrates his practice at the Firm on environmental litigation.

Following his graduation from law school, Mr. Wren served as staff attorney to the Committee of Seventy, a local civic watchdog group. Mr. Wren then spent a decade in the Philadelphia City Solicitor’s Office in various positions in which his litigation and counseling skills were developed: Chief Assistant City Solicitor for Special Litigation and Appeals, Divisional Deputy City Solicitor for the Environment, Counsel to the Philadelphia Board of Ethics and Counsel to the Philadelphia Planning Commission. After leaving government employ and before joining Berger & Montague in 2010, Mr. Wren was in private practice, including nine years with the Sprague and Sprague firm, headed by nationally recognized litigator Richard Sprague.

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

Andrew Beckett, Arizona Doe, California Doe, S.A., Colorado Doe, Connecticut Doe, DC Doe, Florida Doe, Georgia Doe, Illinois Doe, Indiana Doe, Kansas Doe, Maine Doe, Maryland Doe, Minnesota Doe, Mississippi Doe, Missouri Doe, Nevada Doe, NewHampshire Doe, NewJersey Doe, NewMexico Doe, NewYork Doe1, NewYork Doe2, NewYork Doe3, NewYork Doe4, NorthCarolina Doe, Ohio Doe, Oklahoma Doe, SouthCarolina Doe, Tennessee Doe, Texas Doe, Virginia Doe, Washington Doe, John Doe, Jane Doe2, John Doe1, and John Doe2, individually and on behalf of all others similarly situated,

Plaintiffs,

v.

Aetna, Inc., Aetna Life Insurance Company,
and Aetna Specialty Pharmacy, LLC,

Defendants.

Case No. 2:17-CV-3864-JS

**DECLARATION OF RONDA B. GOLDFEIN IN SUPPORT OF PLAINTIFFS’
MOTION FOR PRELIMINARY APPROVAL OF CLASS ACTION SETTLEMENT**

I, Ronda B. Goldfein, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am a member in good standing of the bar of the Commonwealth of Pennsylvania, and I am admitted to this Court. I respectfully submit this Declaration in support of Plaintiffs’ Motion for Preliminary Approval of Class Action Settlement. The following is based on my personal knowledge, and if called upon to do so, I could and would competently testify thereto.

2. I am the executive director of the AIDS Law Project of Pennsylvania (“AIDS Law Project”) (www.aidslawpa.org) and Co-Lead Counsel for Plaintiffs and the proposed

Settlement Class in the above-captioned litigation. I joined the AIDS Law Project in 1992 and have been the executive director since 2000.

3. Founded in 1988, the AIDS Law Project was established when the fear of AIDS was at its height. Routine and widespread discrimination flourished in every major aspect of life, including healthcare, housing and education. Thirty years later, the AIDS Law Project remains as the nation's only independent nonprofit public-interest law firm that provides free legal services *exclusively* to people living with HIV and AIDS and those affected by the epidemic.

4. I am a nationally recognized advocate for people living with HIV and AIDS. In December 2010, I was listed among the top 100 HIV/AIDS activists in the United States by POZ magazine. In 2007, I was named "Policymaker of the Year" by the Penn Center for AIDS Research, a joint project of the University of Pennsylvania, the Children's Hospital of Philadelphia, and the Wistar Institute.

5. The AIDS Law Project provides free legal services to people living with HIV and AIDS throughout Pennsylvania and Southern New Jersey. We have a holistic approach to providing legal services. We provide representation in those areas that are HIV-specific, such as discrimination and privacy. We help people obtain health care through private or public health insurance. We assist people who are unable to work obtain private or public disability benefits. We represent people facing eviction, utility terminations or mortgage foreclosures. We provide immigration assistance. We also draft Wills, Living Wills and Medical and Financial Powers of Attorney for our clients.

6. We are part of a continuum of care for people living with HIV in Pennsylvania and southern New Jersey. We have three medical legal-partnerships. One is located at Philadelphia's largest primary care provider for people living with HIV; the second is based at an

infectious disease clinic in Southern New Jersey; and the third is at Philadelphia's only legal syringe exchange. We are also part of a health education program for people living with HIV that is taught in English and Spanish.

7. Our legal services are available to the working poor because we do not impose means testing that often disqualifies this population. We make home and hospital visits to clients who are too ill to travel to our offices, and we utilize bilingual staff and translation services to assist our clients in their preferred language.

8. Complementing our direct legal representation are our public education services and legislative advocacy. The AIDS Law Project educates the public on AIDS-related legal issues through three monthly seminars, trains case management professionals in a biannual two-day public benefits training, and works at local, state and national levels to achieve fair HIV laws and policies.

9. In our 30-year history, the AIDS Law Project has risen to the defense of approximately 43,700 Pennsylvanians living with HIV and AIDS, and educated more than 43,500 others on AIDS-related legal issues so that they could advocate for themselves and their communities.

10. The AIDS Law Project has been honored with several awards as a testament to our dedication and commitment to people living with HIV and AIDS. In 2014, the AIDS Law Project received the Alexander D. Forger Award for Excellence in HIV Legal Services and Advocacy for our "record of commitment and effectiveness in the fight against HIV and AIDS." In 2012, we were awarded the Kiyoshi Kuromiya Award for Justice "for more than 20 years of fighting fearlessly for the legal rights of those living with HIV, educating thousands about AIDS-related issues, and working on multiple levels of government to achieve fair laws and policies for

those living with and affected by the virus.” In 2007, Philadelphia Black Gay Pride recognized us for our “unapologetic commitment to Philadelphia’s Black LGBT communities.” In 2006, we received the Bridge Award for our “unconditional work and dedication to unite and strengthen Philadelphia’s diverse LGBT community.” In 2005, we received the Barristers’ Association of Philadelphia annual Cecil B. Moore award for “continued and selfless service to the Philadelphia community.” That same year, we received the Philadelphia AIDS Consortium Annual Providers’ Choice Award. In 1994, we were awarded Dignity Philadelphia’s annual Community Service Award for our “outstanding service to the Lesbian/Gay/Bisexual community.”

11. The AIDS Law Project has worked to defend the rights of people living with HIV since early in the epidemic’s history. For example, in 1994, the AIDS Law Project sued a Philadelphia health club after a member was ejected because of fears of HIV transmission.¹ The settlement in this case was not just a validation for the client and his family – although the plaintiff did not live long enough to see the resolution – but sent a clear message to the community that people with HIV need not be feared and present no risk of transmission in casual settings.

12. The AIDS Law Project works to ensure that clients understand that their medical information is private and may not be shared without permission, except in certain limited circumstances. In 2016, the AIDS Law Project responded to 235 complaints of HIV-specific medical privacy violations in Pennsylvania and southern New Jersey on behalf of clients who could not find a private lawyer willing to take their case.

13. We have represented numerous individuals living with or affected by HIV in

¹ See Joseph A. Slobodzian, *Lawsuit Accuses Gym of AIDS Bias: A City Center Man Says the Owner Embarrassed Then Ejected Him After Learning He Had AIDS*, PHIL. INQUIRER, Aug. 18, 1994, at B01 (“The plaintiff’s lawyers called the suit the first against a fitness center under the two-year-old Americans With Disabilities Act, the federal law that requires facilities that serve the public to accommodate people with disabilities, including AIDS or HIV, the AIDS virus”).

confidentiality cases. *See, e.g., EEOC and MB v. Shoe Store*. (Aug. 2016) (reached settlement for employer disclosure of HIV status to a co-worker without consent, in violation of the Americans with Disabilities Act); *DD v. Home Healthcare Provider* (Apr. 2015) (reached settlement on behalf of client whose HIV status was disclosed to a family member by a home health worker); *TH v. Doctor & Hospital* (July 2014) (reached settlement where treating physician disclosed client's HIV status to visitor in hospital room); *JS v. Hospital* (Sept. 2014) (reached settlement where treating physician disclosed HIV status to visitor in hospital room); *MM, et al. v. Residential Treatment Center* (Dec. 2011) (reached settlement on behalf of residents of a drug treatment center where dietician was careless with a list of HIV positive patients); *see also Doe v. Southeastern Pennsylvania Transp. Auth.*, 886 F. Supp. 1186 (E.D. Pa. 1994) (alleging that employer's administrative officer reviewed and disclosed information on utilization of employer's prescription benefit plan that indicated that employee was being treated for HIV-related illness, violating client's rights to privacy).

14. The AIDS Law Project has represented numerous clients in HIV discrimination cases, including certain cases where Sarah R. Schalman-Bergen, a Shareholder of Berger & Montague, P.C. ("Berger & Montague"), also worked on the cases on a *pro bono* basis as a volunteer *Of Counsel* to the AIDS Law Project. *See, e.g., Jones v. OSS Orthopaedic Hospital LLC*, No. 1:16-cv-01258-YK (M.D. Pa. 2016) (representing client alleging discriminatory denial of access to aquatic therapy pool because of the plaintiff's HIV status); *Jones v. Diamantoni & Associates Family Practice*, No. 2:14-cv-6796-GP (E.D. Pa. 2015) (settlement reached on behalf of client and his family after being allegedly dismissed from a medical practice based on the client's HIV status); *Smith v. Milton Hershey School*, No. 11-7391, 2012 WL 1966125 (E.D. Pa. 2012) (alleging that the Milton Hershey School refused to enroll a 13-year-old student because

he is living with HIV; case settled with Department of Justice for \$715,000); *Canal Side Care Manor, LLC v. Pa. Human Relations Commission*, 30 A. 3d 568 (Commw. Ct. Pa. 2011) (affirming a finding of discrimination against a personal care home that evicted a client because she was HIV positive); *see also EEOC v. Capital Healthcare Solutions*, No. 2:11-cv-01249-NBF (W.D. Pa.) (representing a Certified Nursing Assistant who was refused employment by a staffing service because of his HIV status); *Smith v. City of Philadelphia*, 345 F. Supp. 2d 482 (E.D. Pa. 2004) (alleging that city emergency medical technicians failed to provide appropriate care to our client because he was HIV positive).

15. Moreover, the AIDS Law Project serves as an expert in HIV confidentiality laws and HIV privacy issues generally. We train approximately 500 people a year on HIV confidentiality at lectures convened by the Philadelphia Department of Health, the federal AIDS Education and Training Center Program, and the Drexel University College of Medicine. We have also lectured at national and local CLEs, the international AIDS conference, and webinars for private industry.

16. This case arose after the AIDS Law Project, the Legal Action Center, and other HIV legal services organizations across the country received calls from people who had been sent the Benefit Notice² at the end of July and beginning of August 2017.

17. The *Doe* mailing was sent on July 28, 2017. The AIDS Law Project was first contacted by an individual who received the Benefit Notice on August 1, 2017.

18. On August 8, 2017, Sally Friedman, Legal Director of the Legal Action Center,

² The term “Benefit Notice” and any other capitalized terms used herein have the same meanings as set forth in the Settlement Agreement. The term “Benefit Notice” means the notice that was sent by the settlement administrator to certain Settlement Class Members to inform Aetna members of their ability to fill prescriptions for HIV medications through mail order or retail pharmacy, as part of a settlement of legal claims that had been filed against certain Aetna-related entities or affiliates in *Doe v. Aetna, Inc.*, No. 14-cv-2986 (S.D. Cal.).

posted a query on the HIV/AIDS Law and Policy Discussion List, a listserv of advocates representing people with HIV, asking if other organizations had heard complaints about a letter from Aetna that disclosed HIV-related information.

19. Based on the responses from other organizations around the country, the AIDS Law Project and the Legal Action Center stepped forward to represent the interests of those who had received the Benefit Notice.

20. On August 24, 2017, the AIDS Law Project and the Legal Action Center, along with: (a) the AIDS Legal Referral Panel of San Francisco; (b) Lambda Legal; (c) Legal Services NYC; (d) Los Angeles HIV Law & Policy Project; (e) Legal Council for Health Justice – AIDS Legal Council program; and (f) Whitman-Walker Health, sent a letter to Aetna regarding the *Doe* mailing, and the media subsequently picked up the story after Aetna disclosed that approximately 12,000 Benefit Notices had been sent.

21. The resulting media coverage including on the front page of the CNN App resulted in a flood of telephone calls and emails to the AIDS Law Project and the Legal Action Center from individuals who were harmed by the mailing of the Benefit Notice. Many individuals reported serious harms such as lost housing, estrangement from family members, and other trauma. Some voiced fears about trusting anyone with their HIV information and wondered how they could receive healthcare if their own insurance company could not be trusted to maintain confidentiality. The AIDS Law Project was also contacted by people who had not received the Benefit Notice but did receive other notices related to the settlement of the *Doe* lawsuits and were concerned about their HIV-related privacy.

22. The AIDS Law Project and the Legal Action Center also received telephone calls from government regulators including certain State Attorneys General and government agencies

charged with enforcing antidiscrimination laws.

23. The AIDS Law Project next implemented a call center to respond to the flood of calls from affected individuals across the United States, and the Legal Action Center, consistent with their funding contracts, agreed to take calls from individuals living in New York and to forward other inquiries to the AIDS Law Project.

24. The AIDS Law Project utilized QData Company (“QData”), a data management consultant, to design and implement a database where we could collect and secure the information. The database development also included a protocol for creating a unique identifier for each caller, so that we could manage the data we collected without compromising client and caller confidentiality.

25. For the past eighteen years, QData has been designing and developing data management systems for some of the largest non-profit HIV primary healthcare and case management organizations in the Philadelphia area. QData is proficient with confidential data rules and regulations, including HIPAA and state privacy laws.

26. To handle the volume of calls, we trained our lawyers, managing attorney Yolanda French Lollis, deputy managing attorney Juan Baez, and staff attorneys Adrian Lowe, Jacob Eden, and Jeni Wright, along with our paralegals Maggie Schepcaro and Jade McKnight, to conduct intake interviews. We also developed data entry and telephone triage systems to be used by our in-house data manager, Messapotamia Lefae, and our receptionist, Arlene Vasquez. Even with these systems in place, we realized that we needed additional assistance and hired several others to help keep up with the large volume of calls.

27. Given the nature of the Incident and the class action implications, the AIDS Law Project, with the approval of the Legal Action Center, consulted with Sarah Schalman-Bergen of

Berger & Montague for that firm's class action experience, guidance and resources, and decided that partnering with Berger & Montague was in the best interest of those who were sent the Benefit Notice. This decision was made because of Berger & Montague's significant class action experience since 1970, as well as its ability to provide the necessary resources to properly prosecute the action, both with respect to the experience of its attorneys and the financial resources that it could provide.

28. On August 25, 2017, Ed Neugebauer, Aetna's Head of Litigation, contacted the AIDS Law Project and the Legal Action Center and a meeting was scheduled to discuss the issues.

29. On August 28, 2017, Plaintiff Andrew Beckett, represented by the AIDS Law Project, the Legal Action Center, and Berger & Montague (collectively, "Co-Lead Class Counsel"), filed the first Complaint regarding the Incident in the United States District Court for the Eastern District of Pennsylvania, on behalf of a nationwide class and a Pennsylvania subclass.

30. On September 6, 2017, Co-Lead Class Counsel met with Ed Neugebauer and Aetna's outside counsel from two large defense firms. At this initial meeting, the parties began to negotiate what would eventually become the Immediate Relief Program. Under the Immediate Relief Program, Aetna would reimburse verifiable out-of-pocket costs incurred or estimated by Settlement Class Members and would also pay for up to three counseling sessions, with an opportunity to request additional sessions, for Settlement Class Members and their families who requested such counseling, all without any legal release of claims.

31. During the time period from September 6, 2017 through September 28, 2017, Co-Lead Class Counsel worked at arm's-length with Aetna to negotiate and implement the

Immediate Relief Program. On September 28, 2017, Aetna announced the Immediate Relief Program on its website, and the AIDS Law Project and the Legal Action Center let the public know about the program through their websites, social media platforms, emails blasts, and by notifying all individuals who had contacted the organizations regarding the Incident.

32. To date, thirteen (13) requests for relocation expenses ranging from \$2,500 to \$18,000, and two requests for counseling, have been approved by Aetna through the Immediate Relief Program.

33. During the time period from August 1, 2017 to the present, the AIDS Law Project has conducted detailed interviews of 274 affected individuals from 31 states and Washington, D.C.

34. The AIDS Law Project and the Legal Action Center have worked collaboratively with Berger & Montague since the inception of this case and have played a substantial and material role in advocating for the rights and interests of their clients and the Settlement Class and in negotiating the Settlement Agreement, including, without limitation, by attending both full-day mediation sessions held by Judge Diane Welsh (Ret.) in Philadelphia, on October 6, 2017 and October 25, 2017, and by reviewing and providing input on the Settlement Agreement and its Exhibits.

35. On behalf of the AIDS Law Project, I believe the Settlement Agreement provides an excellent settlement for Plaintiffs and the Settlement Class because it recognizes that while some Settlement Class Members experienced more profoundly damaging consequences as a result of the mailing of the Benefit Notice than others, that, at base, all individuals were harmed. The direct pay Base Payment amount recognizes this reality. The Settlement Agreement also provides an opportunity for individuals who experienced financial harm and/or non-financial

harm to receive additional payments to compensate them for those harms.

36. To ensure that the formula for the additional payments properly compensates harm experienced by Settlement Class Members, the AIDS Law Project validity-tested 92 client stories from the interviews that we conducted against the proposed formula for distribution of the Net Settlement Fund that is included in the Settlement Agreement. This included completing the draft Claim Form based on our clients' reported experiences and then scoring the answers to determine whether the point total and corresponding award were in proportion to each other and to the harm they endured.

37. Based on this validity testing conducted by the AIDS Law Project, it is my opinion and the opinion of all Co-Lead Class Counsel that the proposed formula for settlement distribution fairly compensates Settlement Class Members for varying levels of harm suffered as a result of the Incident.

38. The proposed Settlement Agreement is the result of contested litigation and involved substantial informal discovery and arm's-length negotiations. In my opinion, the Settlement offers significant advantages over the continued prosecution of this case. Namely, Plaintiffs and Settlement Class Members will receive significant financial compensation and will avoid the risks inherent in the continued prosecution of this case in which Defendants would vigorously assert various defenses to their liability, as well as to class certification.

39. The Settlement Agreement also incorporates numerous measures to prevent a further HIV confidentiality breach in the course of its administration.

40. The parties have spent considerable time negotiating and drafting the Settlement Agreement, which ensures that the Settlement Class Members are provided with notice of the Settlement Agreement and its terms.

41. I believe that service awards are appropriate in this case as the Named Plaintiffs took very real steps to advance the interests of the Settlement Class in this litigation.

42. Andrew Beckett was the first named Plaintiff in this case. He contacted the AIDS Law Project on August 25, 2017. He shared his information and agreed to serve as a class representative because he believed it would advance the interests of those similarly situated. He knew he was risking his reputation in his community, as well as potential discrimination, if his HIV-related information became publicly known. He was also risking the security of his living arrangements as he discussed the problems the letter caused with his family.

43. The other Named Plaintiffs likewise shared intimate details regarding their personal lives with Co-Lead Class Counsel and risked their reputation in the community, as well as potential discrimination, if their HIV-related information became publicly known.

Dated: January 16, 2018


Ronda B. Goldfein
Executive Director
AIDS Law Project of Pennsylvania

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

Andrew Beckett, Arizona Doe, California Doe, S.A., Colorado Doe, Connecticut Doe, Dc Doe, Florida Doe, Georgia Doe, Illinois Doe, Indiana Doe, Maine Doe, Maryland Doe, Minnesota Doe, Mississippi Doe, Missouri Doe, Nevada Doe, Newhampshire Doe, Newjersey Doe, Newmexico Doe, Newyork Doe, Newyork1 Doe, Newyork2 Doe, Newyork3 Doe, Northcarolina Doe, Ohio Doe, Oklahoma Doe, Southcarolina Doe, Tennessee Doe, Texas Doe, Virginia Doe, Washington Doe, and John Doe, individually and on behalf of all others similarly situated,

Plaintiffs,

v.

Aetna, Inc., Aetna Life Insurance Company,
and Aetna Specialty Pharmacy, LLC,

Defendants.

Case No. 2:17-CV-3864-JS

**DECLARATION OF SALLY FRIEDMAN IN SUPPORT OF PLAINTIFFS'
MOTION FOR PRELIMINARY APPROVAL OF CLASS ACTION SETTLEMENT**

I, Sally Friedman, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am a member in good standing of the bar of the State of New York, and I am admitted to this Court. I respectfully submit this Declaration in support of Plaintiffs' Motion for Preliminary Approval of Class Action Settlement. The following is based on my personal knowledge, and if called upon to do so, I could and would competently testify thereto.

2. I am the Legal Director of the Legal Action Center ("LAC") and Co-Lead Counsel for Plaintiffs and the proposed Settlement Class in the above-captioned litigation.

3. Established in 1973, the Legal Action Center (www.lac.org) is the nation's only nonprofit law and policy organization whose sole mission is to fight discrimination against people

with histories of addiction, HIV/AIDS, or criminal records, and to advocate for sound public policies on behalf of these populations.

4. I direct LAC's Legal Department, which serves over 2,000 clients annually (at least 300 of whom are living with HIV) and provides trainings and technical assistance for hundreds of health and social service programs serving LAC's constituencies. Since joining the Legal Action Center in October of 1993, I have prosecuted over a dozen cases involving breach of HIV confidentiality and HIV-related discrimination as well as cases challenging discrimination based on criminal record and drug or alcohol addiction. Under my direction, LAC also has prosecuted several class action lawsuits. I have also advised and trained hundreds of organizations across the country on privacy and anti-discrimination laws protecting individuals with HIV, alcohol/drug addiction, and criminal records.

5. LAC has been delivering free HIV legal services to people in New York since 1989. LAC's HIV legal services cover a wide range of issues, with a primary focus on HIV confidentiality and discrimination. Since 1993, I personally have litigated over a dozen HIV confidentiality cases in federal and state court, filed many administrative complaints with State and Federal agencies, and negotiated pre-suit settlements. I also have trained and supervised *pro bono* law firms to bring such cases and supervised other LAC attorneys. Because I am known nationally as a leading HIV confidentiality litigator, I have fielded calls from attorneys across the country about case strategy. A sampling of the cases I have brought or co-counseled with the *pro bono* bar include the following: *Doe v. Belmare and New York City Health & Hospitals Corp.*, 920 N.Y.S.2d 623 (N.Y. Sup. Ct., Kings County 2014) (settled lawsuit against Kings County Hospital and one of its employees for illegally disclosing Jane Doe's HIV status to the employee's son);

*Jane Doe v. Anonymous New York City Hospital*¹ (N.Y. Sup. Ct., N.Y. County 2009) (obtained a settlement of a suit charging a New York City Hospital with disclosing Jane Doe's HIV status through the disclosure of her partner's HIV status to close family and friends in violation of New York law); *H.O. v. Sullivan County Sheriff's Dept.*, 06 Civ. 12897 (S.D.N.Y. 2008) (settled lawsuit where client's HIV status was unlawfully disclosed by Sullivan County Sheriff's Department, in violation of plaintiff's constitutional right to privacy); *Brown v. H.I.R.E.*, Index No. 03/400072 (Sup. Ct., N.Y. County 2005) (settled lawsuit where client's HIV status was disclosed to his aged mother by the director of his AIDS supportive housing facility); *Roe v. Social Security Administration*, 03-CIV-3812 (SDNY 2004) (settled lawsuit where client's HIV status was illegally disclosed by the Social Security Administration to a third-party without consent); *Doe v. Courtien*, CV-01-1655 (E.D.N.Y 2003) (settled lawsuit where arrestee's HIV status was disclosed to her family by a New York City police officer).

6. I also have successfully represented clients in HIV discrimination cases. *See, e.g., Doe v. Deer Mountain Day Camp, Inc.*, 632 F. Supp. 2d 324 (S.D.N.Y. 2007) (granting summary judgment to ten-year old boy who charged day camp with denying him admission because of his HIV status in violation of the Americans with Disabilities Act); *Donovan v. Girl Scouts-USA and Adirondack Girl Scouts Council*, NYSDHR Case Nos. 9K-PD-99-2400722 and 9K-P-D-99-2400733 Nov. 1999 (settled case charging discrimination based on HIV status; Adirondack Girl Scout Council agreed to revise its HIV policy to ensure that volunteers understand that girls may not be denied admission to a troop or otherwise discriminated against based on HIV status); *Doe v international corporation*² (2014) (private settlement of federal court case resulting in reinstatement, back pay, and emotional harm award to man denied employment due to his HIV

¹ Name removed due to confidential settlement.

² Name removed due to confidential settlement.

status).

7. Moreover, LAC serves as an expert in HIV confidentiality laws generally. Much of the training and technical assistance LAC's Legal Department conducts focuses on the privacy of HIV and substance use disorder information. Since 1989, LAC has been funded by the New York State Department of Health AIDS Institute ("AIDS Institute") to conduct trainings for HIV service providers. Currently, LAC conducts 15 trainings per year, attended by at least 500 employees of dozens of agencies. Examples of trainings I have conducted include "How to Litigate an HIV Confidentiality Case in New York," "HIV/AIDS Confidentiality Law Overview," and "How to Create and Update Your Agency's HIV Confidentiality Policies and Procedures and Ensure Staff Compliance." LAC created the latter two trainings at the request of the AIDS Institute because of LAC's reputation as the leading authority on HIV privacy. I have authored or co-authored numerous publications about HIV confidentiality, including "HIV Testing, Confidentiality and Discrimination: What You Need to Know About New York Law" and "Model HIV Confidentiality Policies and Procedures for Human Service Providers in New York State." I also direct a team of lawyers at LAC who staff LAC's New York "HIV Confidentiality Hotline," which fields questions about HIV confidentiality issues from health and social providers, lawyers and government agencies across New York State. The New York State Department of Health often refers callers with confidentiality questions to LAC's hotline.

8. The instant case arose from communications among the AIDS Law Project, the Legal Action Center, and other HIV legal organizations throughout the United States, after the organizations received calls from people who had been sent the Benefit Notice³ at the end of July

³ The term "Benefit Notice" and any other capitalized terms used herein have the same meanings as set forth in the Settlement Agreement. The term "Benefit Notice" means the notice that was sent by the settlement administrator to certain Settlement Class Members to inform Aetna members of their ability to fill prescriptions for HIV medications through mail order or retail pharmacy, as part

and beginning of August 2017.

9. Specifically, the Legal Action Center was first contacted on or about August 3, 2017 by an HIV legal advocate whose husband received the letter, just a few days after the first Benefit Notices were sent. Similarly, our co-counsel, the AIDS Law Project of Pennsylvania, had been contacted by an individual who received the Benefit Notice on August 1, 2017.

10. On August 8, 2017, I posted a query to the HIV/AIDS Law and Policy Discussion List, a listserv of advocates representing people with HIV, asking if other organizations had heard complaints about a letter from Aetna that disclosed HIV-related information. A number of them responded that they had. Within two weeks, the Legal Action Center and the AIDS Law Project had gathered evidence of people who had received the Benefit Notice in eight states and the District of Columbia. Some of them reported experiencing extremely serious harm when other people (*e.g.*, family and neighbors) saw the Benefit Notice or when they feared that other people saw it.

11. Based on the large response from advocates around the country, the Legal Action Center and the AIDS Law Project, in consultation with the AIDS Law Project's *Volunteer Of Counsel*, Sarah Schalman-Bergen of Berger & Montague, P.C. ("Berger & Montague"), decided to send a letter to Aetna demanding the immediate cessation of any mailings revealing confidential HIV-related information. On August 24, 2017, the Legal Action Center and the AIDS Law Project, with input from the AIDS Legal Referral Panel of San Francisco, Lambda Legal, Legal Services NYC, Los Angeles HIV Law & Policy Project, Legal Council for Health Justice – AIDS Legal Council Program, and Whitman-Walker Health, sent a letter to Aetna regarding the Benefit Notice.

12. Aetna's General Counsel, Thomas Sabatino, called me after receiving our August 24, 2017 letter and disclosed that approximately 12,000 letters had been sent, but that no more

of a settlement of legal claims that had been filed against certain Aetna-related entities or affiliates in *Doe v. Aetna, Inc.*, No. 14-cv-2986 (S.D. Cal.).

such letters were going out. Aetna also disclosed that information to the media.

13. This generated widespread media attention and consequently, hundreds of people contacted the Legal Action Center and AIDS Law Project to share their own stories of the harm they suffered as a result of the sending of the Benefit Notice. They reported harm such as lost housing, estrangement from family members, and other trauma. Many said they had to explain their sexual practices as well as other extremely intimate information to family and friends. Some voiced fears about trusting anyone with their HIV information and wondered how they could receive health care if their own insurance company could not be trusted to maintain confidentiality. Many of them said that until they read the media stories, they did not know where to turn for legal help and that they were gratified that our organizations were taking action. The Legal Action Center was also contacted by people who had not received the Benefit Notice but had received other notices related to the settlement of the *Doe* lawsuits and were concerned about their HIV privacy. The Legal Action Center also received calls from government agencies, including State Attorneys General and agencies that enforce anti-discrimination laws.

14. To handle the volume of the calls, the Legal Action Center trained three paralegals to conduct intake interviews. All had extensive experience providing legal services to people living with and at risk of HIV, including on HIV privacy matters. The Legal Action Center also staffed the case with three attorneys besides myself including Monica Welby, the Deputy Director of Litigation, and Karla Lopez, a Senior Staff Attorney. Both have years of experience working on HIV privacy litigation, technical assistance, and training in New York law. Both substantially assisted in providing excellent service to the Settlement Class through setting up systems to respond to class member calls, conducting legal research and analysis, providing expertise on the HIV confidentiality laws relevant to the case, and participating in the negotiation and drafting of

the Settlement Agreement and its terms.

15. Given the number of people sent the Benefit Notice and the magnitude of the resulting harm, the AIDS Law Project, with the agreement of the Legal Action Center, consulted with Sarah Schalman-Bergen for class action guidance, and decided that partnering with Berger & Montague was in the best interest of those affected by the Incident. This decision was based on Berger & Montague's significant class action experience and the fact that they have served as Lead Counsel in class action litigation for 48 years.

16. On August 25, 2017, Ed Neugebauer, Aetna's Head of Litigation, contacted the Legal Action Center and AIDS Law Project and a meeting was scheduled to discuss the issues.

17. On August 28, 2017, Plaintiff Andrew Beckett, represented by the AIDS Law Project, the Legal Action Center, and Berger & Montague, filed the first Complaint in the United States regarding the Incident, on behalf of a nationwide class and a Pennsylvania subclass.

18. Co-Lead Class Counsel met with Ed Neugebauer and Aetna's outside legal counsel from two large defense law firms on September 6, 2017. At this meeting, the Parties began negotiating the implementation of the Immediate Relief Program, under which Aetna would reimburse or pay verifiable out-of-pocket costs incurred or estimated by Settlement Class Members related to the Incident, and pay in full for up to three counseling sessions, with an opportunity to request additional sessions, for Settlement Class Members and their families. All counsel agreed to work quickly to develop this program, as both the Legal Action Center and AIDS Law Project had heard stories of serious harm from people who had received the Benefit Notice.

19. The Legal Action Center and AIDS Law Project also recognized the importance of offering Benefit Notice recipients a trusted source to contact about the Incident. The Legal Action Center, consistent with our funding contracts, agreed to take calls from individuals living in New

York State, and referred calls from affected individuals outside of New York to the AIDS Law Project.

20. From September 6 through September 28, 2017, Co-Lead Class Counsel worked on a number of projects, including the development of the Immediate Relief Program. On September 28, 2017, Aetna announced the Immediate Relief Program on its website, and Co-Lead Class Counsel advertised the program through their websites and social media platforms. The Legal Action Center and AIDS Law Project also contacted individuals who had called or emailed after receiving the Benefit Notice and conducted email and phone outreach to HIV service organizations to notify them about the program.

21. The AIDS Law Project and Legal Action Center set up mechanisms to field and process requests for immediate relief, forwarding them to Aetna using unique identifiers, rather than names, in order to preserve confidentiality. Individuals whose claims were approved then self-disclosed their identities to Aetna. This way, we could assure individuals that each of our two organizations was not disclosing their identifying information to anyone outside the organization.

22. From August 1, 2017 through January 12, 2018, the Legal Action Center conducted approximately 32 detailed intake interviews with people in New York who were impacted by the sending of the Benefit Notice. During that period, I understand that the AIDS Law Project conducted interviews of many other members of the Settlement Class. In addition, both organizations responded to dozens of emails and calls from individuals who had read media coverage of the Incident after having received the Benefit Notice and other notices sent in connection with the *Doe* lawsuits.

23. I believe the proposed Settlement Agreement provides an excellent settlement for Plaintiffs and the Settlement Class. The Settlement is the result of contested litigation and involved

substantial informal discovery and vigorous arm's-length negotiations. In my opinion, the Settlement offers a fair and just way to compensate the Settlement Class Members for potential harm suffered by being sent the Benefit Notice as well as having their confidential HIV-related transferred without required authorization from Aetna to its legal counsel, GDC and mail vendor, KCC. I believe that it will provide a sense of justice and a clear message that their voices were heard, as well as help restore their dignity. The fact that every Settlement Class member will receive an automatic base payment (of either \$75 or \$500, depending on whether they were sent the Benefit Notice) recognizes the inherent harm in the violation of HIV privacy rights. The fact that the Settlement provides for additional monetary relief for financial harm and/or non-financial harm for those who were sent the Benefit Notice provides a fair and just opportunity for those with more extensive harm to obtain redress. At the same time, any Settlement Class Members who wish to opt out of the Settlement to pursue their own individual claim can do so. For these reasons, I believe that the Settlement provides significant advantages over the continued prosecution of this case because Plaintiffs and Settlement Class Members will receive swift and significant financial compensation as well as assurances through practice changes procured through the Settlement that Aetna will take strong measure to prevent this type of breach in the future. This is precisely the type of relief that Settlement Class Members told the Legal Action Center they were seeking. Settlement Class Members also will avoid the risks inherent in the continued prosecution of this case, in which Defendants would assert various affirmative defenses to its liability and to class certification.

24. The Settlement Agreement also incorporates numerous measures to prevent any possibility of an HIV confidentiality breach in the course of its administration.

25. The Parties have spent considerable time negotiating and drafting the Settlement

Agreement, which ensures that the Settlement Class Members are provided with notice of the Settlement Agreement and its terms.

26. I believe that service awards are appropriate in this case as the Named Plaintiffs took very real steps to advance the interests of the Settlement Class in this litigation.

27. Andrew Beckett was the first Named Plaintiff in this case. He met in person with AIDS Law Project attorneys on August 25, 2017, and spoke with me that day by telephone after having shared with the AIDS Law Project his story of how the Benefit Notice forced him to have embarrassing conversations with his sister about private matters.

28. I have also had detailed conversations with two of the New York Plaintiffs about how the Benefit Notice harmed them, and they shared intimate details about their personal lives with me. All the Named Plaintiffs risked their reputations in the community, as well as potential discrimination, if their HIV-related information became publicly known. They also spent significant time reviewing and discussing with Class Counsel the First Amended Complaint, the status of the settlement discussions, and the Settlement Agreement.

Dated: January 16, 2018


Sally Friedman

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

Andrew Beckett, Arizona Doe, California Doe, S.A., Colorado Doe, Connecticut Doe, DC Doe, Florida Doe, Georgia Doe, Illinois Doe, Indiana Doe, Kansas Doe, Maine Doe, Maryland Doe, Minnesota Doe, Mississippi Doe, Missouri Doe, Nevada Doe, NewHampshire Doe, NewJersey Doe, NewMexico Doe, NewYork Doe1, NewYork Doe2, NewYork Doe3, NewYork Doe4, NorthCarolina Doe, Ohio Doe, Oklahoma Doe, SouthCarolina Doe, Tennessee Doe, Texas Doe, Virginia Doe, Washington Doe, John Doe, Jane Doe2, John Doe1, and John Doe2, individually and on behalf of all others similarly situated,

Plaintiffs,

v.

Aetna, Inc., Aetna Life Insurance Company, and Aetna Specialty Pharmacy, LLC,

Defendants.

Case No. 2:17-CV-3864-JS

DECLARATION OF CHARLES E. FERRARA OF ANGEION GROUP, LLC

I, Charles E. Ferrara, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am a Director of Operations at the class action notice and settlement administration firm, Angeion Group, LLC (“Angeion”). I am fully familiar with the facts contained herein based upon my personal knowledge.

2. Angeion is a leading class action notice and settlement administration company formed by a team of executives that have had extensive tenures at five other nationally recognized claims administration companies. Collectively, the management team at Angeion has overseen more

than 2,000 class action settlements and distributed over \$10 billion to class members. The executive profiles and company overview are available at http://www.angeiongroup.com/meet_the_team.htm.

3. Angeion has successfully developed and implemented hundreds of notice campaigns involving various methods of media, including direct mailed notice, email notice, printed media notice, and digital and social media notice, for millions of potential class members in many cases.

4. Courts have repeatedly recognized Angeion's work in designing and implementing class action notice programs. For example:

- (a) On February 24, 2017, in *James Roy, et al. v. Titeflex Corp., et al.*, No. 384003V (Md. Cir. Ct. 2013), the Honorable Ronald B. Rubin noted in granting preliminary approval to the settlement: "*What is impressive to me about this settlement is in addition to all the usual recitation of road racing litanies is that there is going to be a) public notice of a real nature and b) about a matter concerning not just money but public safety and then folks will have the knowledge to decide for themselves whether to take steps to protect themselves or not. And that's probably the best thing a government can do is to arm their citizens with knowledge and then the citizens can make decision. To me that is a key piece of this deal. I think the notice provisions are exquisite.*" (emphasis added).
- (b) On May 12, 2016, in his Order granting preliminary approval of the settlement in *In Re Whirlpool Corp. Front Loading Washer Products Liability Litigation* (MDL No. 2001) (N.D. Ohio), the Honorable Christopher A. Boyko stated: "*The Court, having reviewed the proposed Summary Notices, the proposed FAQ, the proposed Publication Notice, the proposed Claim Form, and the proposed plan for distributing and disseminating each of them,*

finds and concludes that the proposed plan for distributing and disseminating each of them will provide the best notice practicable under the circumstances and satisfies all requirements of federal and state laws and due process.”

- (c) In ***Sateriale, et al. v R.J. Reynolds Tobacco Co.***, No. CV 09 08394 CAS (C.D. Cal. May 3, 2016), the Honorable Christina A. Snyder stated “*The Court finds that the Notice provided to the Settlement Class pursuant to the Settlement Agreement and the Preliminary Approval Order has been successful, was the best notice practicable under the circumstances and (1) constituted notice that was reasonably calculated, under the circumstances, to apprise members of the Settlement Class of the pendency of the Action, their right to object to the Settlement, and their right to appear at the Final Approval Hearing; (2) was reasonable and constituted due, adequate, and sufficient notice to all persons entitled to receive notice; and (3) met all applicable requirements of the Federal Rules of Civil Procedure, Due Process, and the rules of the Court.*”

5. Angeion has also served as the court-appointed settlement administrator in cases involving privacy rights. For example, Angeion currently serves as the court-appointed Settlement Administrator in ***In Re Ashley Madison Customer Data Security Breach Litigation***, No. 4:15-MD-02669-JAR (E.D. Mo.). In that case, the court granted final approval of the parties’ settlement on November 20, 2017. The administration of *Ashley Madison* settlement involved the need by Angeion to closely safeguard class members confidential information and to communicate with them in a confidential, discrete and appropriate manner so as not to cause any further harm to class members or their personal or professional reputation.

6. Angeion has implemented and adheres to an Enterprise Risk Management (“ERM”)

Program to identify and minimize areas of risk, including Operations and Information Security. Specifically, Angeion has developed policies and procedures to secure its physical and network environments and to ensure the protection of data, including by maintaining a robust privacy policy to protect personally identifiable information and other confidential data. This policy covers Angeion and applies to all confidential and personally identifiable information that the company obtains in the course of administering class action settlements. Angeion also uses the Secure Mail Transfer tool and a Share File tool to send and receive confidential and personal information.

7. Angeion has also developed and implemented Network Access Policies including Access Control, Acceptable Use, Wireless Access, Password, and two factor authentications. Angeion also maintains Background Check and Employee Termination policies. All of these policies are designed to ensure that Angeion will zealously safeguard class members' confidential information.

8. Angeion's office space and server room are located within a high-rise office building with 24/7 security. The entrance to Angeion's office facility is staffed by a receptionist and/or is locked. The production facility is locked at all times and a keycard is required for access. The server room is located in the secure production area, secured with a biometric reader, and access is limited to key essential personnel. Angeion also maintains cameras in the space to ensure further security.

9. Angeion has carefully reviewed the Settlement Agreement in this case and is aware of and has agreed in writing to all terms of the Settlement Agreement as they apply to the Settlement Administrator.

10. Angeion understands that the Settlement Administrator shall perform all tasks and duties ascribed to it in the Settlement Agreement and as the Court may direct, including by preparing and submitting written status reports and declarations to Co-Lead Class Counsel and/or Counsel for Aetna at any time upon written request. *See* ¶ 3.1.2 of Settlement Agreement.

11. Angeion understands that it is not to share Settlement Class Member information with any person as provided in the Settlement Agreement. *See* ¶ 3.1.4 of Settlement Agreement.

12. Angeion is aware of all requirements set forth in Section 3 of the Settlement Agreement, including Paragraph 3.6, which provides that with respect to communicating with Settlement Class Members, Angeion will protect Settlement Class Members' privacy rights:

(a) by using an opaque envelope of appropriate and sufficient stock and with no transparent window so as to obscure the contents of the envelope;

(b) by using a return address on the outside of the envelope with no identifying information other than a P.O. Box, City, State and Zip Code;

(c) by including a statement on the front of the envelope stating that it contains "Confidential Legal Information – To Be Opened Only By The Addressee";

(d) by using a protective cover page that folds around the Notice of Class Action Settlement and that identifies that the information being provided therein is confidential and solely for reading by the Settlement Class Member; and

(e) by using paper stock that will protect the confidentiality of the contents of the envelope from being read through the envelope.

13. Angeion will process the Settlement Class Member Information provided to it by Aetna pursuant to the Court's Preliminary Approval Order through the U.S. Postal Service's National Change of Address database prior to mailing and shall discuss any discrepancies it may find with Aetna.

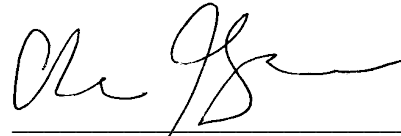
14. Angeion will implement the Notice Plan following the Court's entry of the Preliminary Approval Order. The Notice Plan is designed to meet the requirements of Rule 23(c)(2)(B) of the Federal Rules of Civil Procedure, and includes: (a) direct notice by U.S. first-class mail to all Settlement Class Members; (b) notice through the Settlement Website and the

automated telephone system provided for in the Settlement Agreement; (c) the issuance of press releases by both Aetna and Co-Lead Class Counsel on the day after the Motion for Preliminary Approval of Class Action Settlement is filed; and (d) an announcement to be included on the webpages dedicated to this litigation that are already maintained by each of Co-Lead Class Counsel.

15. My staff and I will draw from our in-depth class action notice and claims administration experience as well as our work in related fields to serve as Settlement Administrator in this case.

16. Angeion estimates that our total cost for Settlement Administration will be approximately \$155,000, and Angeion agrees that the total cost shall not exceed \$180,000.

Dated: January 15, 2018

A handwritten signature in black ink, appearing to read 'Charles E. Ferrara', written over a horizontal line.

CHARLES E. FERRARA
On behalf of Angeion Group, LLC