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16 **UNITED STATES DISTRICT COURT**  
17 **CENTRAL DISTRICT OF CALIFORNIA**

18 MOSS KRIVIN, et al., individually and  
19 on behalf of all others similarly situated,

20 Plaintiffs,

21 v.

22 PENSKE MEDIA CORPORATION,  
23

24 Defendant.  
25  
26  
27  
28

Case No. 2:25-cv-05803-AB (PVCx)

**DECLARATION OF TIMOTHY N.  
MATHEWS IN SUPPORT OF  
FINAL APPROVAL OF CLASS  
ACTION SETTLEMENT AND  
AWARD OF ATTORNEYS' FEES  
AND REIMBURSEMENT OF  
LITIGATION COSTS AND  
EXPENSES AND FOR SERVICE  
AWARDS**

Hon. André Birotte, Jr.

1 I, TIMOTHY N. MATHEWS, declare as follows:

2 1. I am a partner in the law firm of Chimicles Schwartz Kriner & Donaldson-  
3 Smith LLP (“CSK&D”). CSK&D and my co-counsel at Miller Shah LLP (“Miller Shah”)  
4 (collectively, “Class Counsel”) are counsel for the Plaintiffs and Class in this class action. I  
5 respectfully submit this declaration in support of the Joint Motion for Preliminary Approval  
6 of Class Action Settlement and Plaintiffs’ Motion for Award of Attorneys’ Fees,  
7 Reimbursement of Litigation Costs and Expenses, and for Service Awards. Unless otherwise  
8 stated or defined, all capitalized terms used herein have the definitions provided in the Class  
9 Action Settlement Agreement (“Settlement” or “SA ¶ \_”), ECF No. 31-3.

10 2. I am a member in good standing of the bars of Pennsylvania and New Jersey  
11 and admitted to practice in this Court *pro hac vice*. I am also admitted to practice in the  
12 United States Courts of Appeals for the First, Third, Fourth, Ninth, and Eleventh Circuits,  
13 and the United States District Courts for the Eastern District of Pennsylvania, District of  
14 New Jersey, and the Eastern District of Michigan. As reflected in my biography in Exhibit  
15 A, I served in a leadership role in numerous class actions where, like this one, I achieved  
16 outstanding results on behalf of the class, including several cases where I achieved full  
17 recoveries for class members.

18 3. My partner, Zachary P. Beatty, and our co-counsel, James C. Shah and Kolin  
19 C. Tang at Miller Shah, also have extensive experience prosecuting consumer class actions  
20 like this one, and together we have vigorously and zealously represented the interests of the  
21 Settlement Class from the inception of this litigation until the present. Our firm resumes are  
22 attached hereto as Exhibits A and B.

23 4. This declaration has four parts: (I) Summary of Class Counsel’s Work in  
24 Investigating, Prosecuting, and Successfully Resolving the Action; (II) Attorney Hours,  
25 Hourly Rates, and Lodestar Data; (III) Litigation Expense Data; and (IV) Summary of the  
26 Efforts of the Class Representatives.

27

28

1 **I. SUMMARY OF CLASS COUNSEL’S WORK IN INVESTIGATING,**  
2 **PROSECUTING, AND SUCCESSFULLY RESOLVING THE ACTION.**

3 5. CSK&D began investigating the claims asserted in this Action in late 2024,  
4 shortly after the Defendant, Penske Media Corporation (“PMC”), announced that it would  
5 cease delivering print copies of *Rolling Stone* Magazine to subscribers who purchased  
6 “lifetime” subscriptions in the early 2000s. Locating documentation of the original  
7 subscription terms presented challenges because these subscriptions were sold over 20 years  
8 before. We also conducted factual and legal research related to issues such as the sale of  
9 *Rolling Stone* Magazine to PMC 2019, PMC’s liability, and class certification. Over the  
10 course of the next several months, we communicated with dozens of putative class members  
11 and collected documents and information.

12 6. On April 1, 2025, my firm sent a pre-suit demand letter to PMC on behalf of  
13 Plaintiff Hueg and the putative class, asserting claims for breach of contract and the  
14 California Consumer Legal Remedies Act. We invited PMC to engage in discussions with  
15 us. PMC’s in-house counsel responded on April 25, 2025, rejecting our demands. We wrote  
16 to PMC’s counsel again on May 2, 2025. On May 16, 2025, PMC again responded and  
17 rejected our demands.

18 7. Between May 16 and June 2025, we were retained by three additional  
19 Plaintiffs, Mr. Krivin, Ms. Penninger, and Ms. Gallagher. Each of the Plaintiffs provided  
20 my firm with certain documentation supporting their claims, including mailing labels and  
21 copies of communications with Defendant. We also entered a co-counsel relationship with  
22 the Miller Shah firm.

23 8. Class Counsel together drafted the detailed Class Action Complaint  
24 incorporating supporting documentation and communications from Plaintiffs and publicly  
25 available sources and historical archives. On June 25, 2025, we filed the Class Action  
26 Complaint. ECF No. 1.

27 9. After we filed the Complaint, we engaged in settlement discussions with  
28 Defense Counsel in July 2025, but those negotiations did not result in a settlement.

1 10. On August 28, 2025, PMC answered Plaintiffs’ Class Action Complaint,  
2 denying liability, and Class Counsel reviewed and analyzed PMC’s answer and defenses.  
3 ECF No. 21. The parties negotiated a Protective Order, which they filed on September 3,  
4 2025. ECF No. 23. On October 2, 2025, the parties submitted a Joint Rule 26(f) discovery  
5 plan, ECF No. 25, and on October 10, 2025, the parties exchanged initial disclosures.

6 11. In October, the parties scheduled a mediation with Judge Sundvold (Ret.) to be  
7 held on November 24, 2025.

8 12. Judge Sundvold is a highly experienced JAMS mediator. According to his  
9 biography: “Prior to joining JAMS, Judge Sundvold served on a wide variety of case  
10 assignments during his distinguished 20-year tenure on the Orange County Superior Court,  
11 including on the Court’s High Impact Trial (HIT) team and over eight years on the Court’s  
12 Complex Civil Panel where he handled hundreds of complex matters involving construction  
13 defect, class action, eminent domain, and complex business litigation matters.”<sup>1</sup> Judge  
14 Sundvold joined JAMS in 2010 and has been mediating cases for over 16 years. He has  
15 extensive experience overseeing mediation in a wide variety of complex class action cases.

16 13. In anticipation of mediation, PMC provided Class Counsel information about  
17 the putative Class Members and additional information about its communications with  
18 lifetime subscribers.

19 14. On November 2, 2025, Plaintiffs served a comprehensive set of requests for  
20 production and provided a draft ESI protocol governing document production to ensure that  
21 discovery deadlines would be met if the mediation was unsuccessful.

22 15. Prior to mediation, Class Counsel drafted and provided Judge Sundvold a  
23 confidential mediation brief in which they explained the factual background, procedural  
24 background, prior negotiation history, and set forth a demand for class-wide relief.

25 16. On November 24, 2025, the parties participated in a full-day mediation with  
26 Judge Sundvold. The parties first spent several hours negotiating the terms of class-wide  
27

28 \_\_\_\_\_  
<sup>1</sup> <https://www.jamsadr.com/neutrals/sundvold>.

1 relief. They reached agreement on the terms of relief to the Settlement Class, class notice,  
2 and the claims process with Judge Sundvold’s assistance in the afternoon.

3 17. The terms we negotiated are excellent. First, every Settlement Class Member  
4 can elect to resume delivery of *Rolling Stone* Magazine and will continue to receive it free  
5 for their lifetime so long as it continues to be published. Thus, the Settlement provides a  
6 nearly full recovery. Currently, a one-year subscription to *Rolling Stone* Magazine costs  
7 \$59.88 per year. Second, every Settlement Class Member can elect to receive two years of  
8 free access to RollingStone.com, which is a subscription-based platform that features  
9 content that differs from *Rolling Stone* Magazine, such as breaking news and multimedia  
10 content. Access to RollingStone.com is currently available for \$7.99 per month.<sup>2</sup>

|   |   |   |
|---|---|---|
| <p><b>Digital Monthly</b><br/>\$7.99/month</p> <p>Unlimited access to RollingStone.com on any device</p> <p>Billed monthly, cancel anytime.</p> <p><b>SUBSCRIBE</b></p>  | <p><b>Digital + Print Annual</b><br/>\$9.99/month</p> <p>RollingStone.com access &amp; print magazine delivered</p> <p>Billed as \$119.88/year</p> <p><b>SUBSCRIBE</b></p>  | <p><b>Print Annual</b><br/>\$4.99/month</p> <p>Rolling Stone print magazine delivered</p> <p>Billed as \$59.88/year</p> <p><b>SUBSCRIBE</b></p>  |
|---|---|---|

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19 18. PMC will send both direct postcard and email notice (so long as it has both  
20 forms of address) to each Settlement Class Member, and the process to submit a claim is  
21 very simple: Settlement Class Members need only opt-in by telephone, email, or online.  
22 There is no documentary proof requirement and no deadline to submit a claim.

23 19. The parties did not begin to discuss Service Awards or Attorneys’ Fees and  
24 Costs Award until after all material terms of the relief, notice, and the claim process were

25 <sup>2</sup> *Subscribe*, Rolling Stone, <https://www.rollingstone.com/subscribe/> (last visited June 2,  
26 2026); *see also* Buysub.com, *Get a one-year Print Plus subscription to Rolling Stone for*  
27 *\$59.88*,  
28 [https://w1.buysub.com/pubs/BA/RST/RST\\_PrintPlus\\_0off.jsp?cds\\_page\\_id=277110&cds\\_mag\\_code=RST&id=1770675550887&lsid=60401619108048463&vid=1&cds\\_response\\_key=I2402STE1](https://w1.buysub.com/pubs/BA/RST/RST_PrintPlus_0off.jsp?cds_page_id=277110&cds_mag_code=RST&id=1770675550887&lsid=60401619108048463&vid=1&cds_response_key=I2402STE1) (last visited June 2, 2026).

1 resolved. After these terms of relief were agreed, the parties began negotiating Service  
2 Awards to the named Plaintiffs and Attorneys' Fees and Costs Award. Ultimately, after  
3 lengthy negotiation, Judge Sundvold presented a mediator's proposal for attorneys' fees and  
4 costs, which the parties accepted.

5 20. At all times, the settlement negotiations were conducted at arms' length with  
6 the participation of Judge Sundvold.

7 21. Throughout the entire process, the settlement negotiations in this case were  
8 conducted at arms' length, in good faith, free of any collusion, and, ultimately, with the  
9 assistance of Judge Sundvold. Indeed, this Settlement was hard fought by experienced  
10 counsel well-versed in the facts and law on both sides.

11 22. Based on Class Counsel's decades of experience litigating class actions, and  
12 informed by the extensive investigation of facts and law conducted by Class Counsel, we  
13 firmly believe that this Settlement is an excellent result for the Settlement Class Members.  
14 We fully endorse the proposed Settlement as fair, reasonable, and adequate, and in the best  
15 interests of the Settlement Class.

16 23. After the mediation, the parties negotiated and drafted the Settlement  
17 Agreement and its exhibits, which are filed at ECF No. 31-3, and which was fully executed  
18 on February 24, 2026.

19 24. Class Counsel researched and drafted the Motion for Preliminary Approval  
20 and supporting papers, which were also filed on February 24, 2026. ECF No. 31.

21 25. The Court held a hearing on the Motion for Preliminary Approval on April 24,  
22 2026. ECF No. 35. And on April 27, 2026, the Court entered an order granting preliminary  
23 approval of the Settlement and establishing various deadlines for the Settlement, including  
24 setting a Final Fairness Hearing on August 7, 2026, at 10:00am. ECF No. 36.

25 26. Since preliminary approval, Class Counsel have continued working with PMC  
26 to implement the Settlement, including developing the Settlement Website and drafting the  
27 final approval motion and related papers.  
28

1 27. CSK&D also published information about the Settlement on its website,  
2 including a link to the Settlement Website.

3 28. Since preliminary approval, Class Counsel has also devoted time to responding  
4 to Class Member inquiries about the Settlement. Class Counsel will continue to devote  
5 substantial additional time to administering the Settlement, including overseeing the claims  
6 process, responding to inquiries from Settlement Class Members, and addressing any issues  
7 that arise during administration—especially since there is no deadline by which Class  
8 Members must submit claims.

9 29. Class Counsel has also expended time researching and drafting the Motion for  
10 Final Approval and all supporting papers, as well as the Motion for Award of Attorneys'  
11 Fees and Costs and for Service Awards.

## 12 **II. ATTORNEY HOURS, HOURLY RATES, AND LODESTAR DATA**

13 30. Pursuant to the Settlement, PMC has agreed to pay, subject to Court approval,  
14 attorneys' fees and reimbursement of Class Counsel's expenses in the combined amount of  
15 \$525,000. For the reason set forth in Plaintiffs' Motion for Award of Attorneys' Fees and  
16 Reimbursement of Litigations Costs and Expenses and for Service Awards, these amounts  
17 are justified under the relevant legal principles.

18 31. Collectively, Class Counsel expended 534 hours, resulting in a total lodestar  
19 of \$496,539.00 as of May 31, 2026. I calculated these figures based on my personal  
20 knowledge of my firm's hours and lodestar and the information reported to me by Miller  
21 Shah, as set forth below.

22 32. As detailed below, CSK&D has expended 424.20 hours in this litigation  
23 through May 31, 2026, for a lodestar of \$389,094.00. And Miller Shah has expended 109.80  
24 hours in this litigation through May 31, 2026, for a lodestar of \$107,445.00.

25 33. Class Counsel bills all time contemporaneously in six-minute increments. At  
26 CSK&D, all time is reviewed by the partner in charge monthly as a matter of course; and  
27 prior to this submission, Mr. Beatty and I both personally reviewed the daily time detail for  
28 all timekeepers in my firm to ensure reasonableness. Similarly, Miller Shah regularly

1 reviews entries submitted by its timekeepers, and Mr. Shah personally reviewed the daily  
 2 time detail for all timekeepers in his firm to ensure reasonableness.

3 34. A summary of the hours expended by CSK&D professionals as of May 31,  
 4 2026, and their hourly rates is set forth below:

| <b>CHIMICLES SCHWARTZ KRINER &amp; DONALDSON-SMITH LLP</b> |                  |                    |                     |                     |
|--|------------------|--------------------|---------------------|---------------------|
| <b>Lodestar Summary Report to May 31, 2026</b>             |                  |                    |                     |                     |
| <b>TIMEKEEPER</b>  | <b>POSITION</b>  | <b>HOURLY RATE</b> | <b>HOURS BILLED</b> | <b>LODESTAR</b>     |
| Timothy N. Mathews   | Partner          | \$1,300.00         | 118.40              | \$153,920.00        |
| Zachary P. Beatty  | Partner          | \$900.00           | 230.40              | \$207,360.00        |
| Marissa Pembroke   | Associate        | \$650.00           | 17.90               | \$11,635.00         |
| Justin P. Boyer  | Paralegal        | \$450.00           | 17.10               | \$7,695.00          |
| Ryleigh Hunsinger  | Former Law Clerk | \$210.00           | 40.40               | \$8,484.00          |
| <b>TOTALS</b>  |                  |                    | <b>424.20</b>       | <b>\$389,094.00</b> |

15 35. A summary of the hours expended by Miller Shah professionals as of May 31,  
 16 2026, and their hourly rates are set forth below:

| <b>MILLER SHAH LLP</b>                         |                 |                    |                     |                     |
|--|-----------------|--------------------|---------------------|---------------------|
| <b>Lodestar Summary Report to May 31, 2026</b> |                 |                    |                     |                     |
| <b>TIMEKEEPER</b>                              | <b>POSITION</b> | <b>HOURLY RATE</b> | <b>HOURS BILLED</b> | <b>LODESTAR</b>     |
| Elena M. DiBattista                            | Legal Assistant | \$275.00           | 6.60                | \$1,815.00          |
| James C. Shah                                  | Partner         | \$1,250.00         | 39.00               | \$48,750.00         |
| Kolin C. Tang                                  | Partner         | \$950.00           | 57.60               | \$54,720.00         |
| Marialisa Samo                                 | Legal Assistant | \$275.00           | 2.00                | \$550.00            |
| Susanne Moss                                   | Legal Assistant | \$350.00           | 4.60                | \$1,610.00          |
| <b>TOTALS</b>                                  |                 |                    | <b>109.80</b>       | <b>\$107,445.00</b> |

27 36. Class Counsel’s representation of the Class was on a wholly contingent basis.  
 28 Class Counsel devoted substantial resources to this matter, and we have received no

1 payment for any of the hours of services performed or the out-of-pocket costs and expenses  
2 that Class Counsel committed to the litigation of this case. We did this, with no guarantee  
3 of repayment, to represent our clients and because of the public interest and importance of  
4 this case to consumers. Moreover, Class Counsel was required to forego other financial  
5 opportunities to litigate this case. Class Counsel thus took this case with the expectation  
6 that the firm would receive a risk enhancement in the event we prevailed. To date, Class  
7 Counsel has received no compensation at all litigating this case on behalf of the Class.

8 37. Class Counsels' practice is largely contingent, and many of our firm's cases  
9 have been large and substantial in settlements or verdicts. In contingent risk cases, Class  
10 Counsel and other firms doing this type of work frequently advance expenses and costs  
11 and defer all payment of our fees for several years with no guarantee that any of the fees  
12 we incurred or costs we advanced would ever be recovered.

13 38. Because of the importance of recovery of attorney-fee awards in contingency  
14 cases to a plaintiffs' class action practice firm such as CSK&D and Miller Shah, we keep  
15 current on federal and state law developments on the subject of attorneys' fees.  
16 Accordingly, Class Counsel are familiar with the prevailing market rates for leading  
17 attorneys in the Ninth Circuit engaged in complex and class action litigation of substantial  
18 importance. I believe the rates charged by CSK&D and Miller Shah attorneys are  
19 reasonable and well within the range of rates charged by comparably qualified attorneys  
20 for comparably complex work.

21 39. Courts have regularly approved CSK&D and Miller Shah hourly rates and/or  
22 awarded our fees based on our regular rates. *See, e.g., In re MacBook Keyboard Litig.*, 2023  
23 U.S. Dist. LEXIS 92063, at \*43 (N.D. Cal. May 25, 2023) (CSK&D); *In re MyFord Touch*  
24 *Consumer Litig.*, 2019 U.S. Dist. LEXIS 216783 (N.D. Cal. Dec. 17, 2019) (CSK&D);  
25 *Weeks v. Google LLC*, 2019 U.S. Dist. LEXIS 215943, at \*11 (N.D. Cal. Dec. 13, 2019)  
26 (CSK&D); *Rodman v. Safeway Inc.*, 2018 U.S. Dist. LEXIS 143867, at \*15 (N.D. Cal.  
27 Aug. 22, 2018) (CSK&D and Miller Shah); *see also, e.g., Steinhardt et al. v. Volkswagen*  
28 *Group of America*, No. 3:23-cv-02291, ECF No. 77 (D.N.J. Nov. 8, 2024) (CSK&D); *In re*

1 *Subaru Battery Drain Prod. Liab. Litig.*, No. 20-3095, ECF 111 ¶ 1 (D.N.J. Jan. 24, 2023)  
2 (CSK&D); *Bentley v. LG Elecs. U.S.A., Inc.*, 2020 U.S. Dist. LEXIS 238646, at \*7 (D.N.J.  
3 Dec. 18, 2020) (CSK&D); *Udeen v. Subaru of Am., Inc.*, 2020 U.S. Dist. LEXIS 113825,  
4 at \*5 (D.N.J. June 30, 2020) (CSK&D); *Livingston v. Trane U.S. Inc.*, No. 2:17-cv-06480,  
5 ECF No. 124 (D.N.J. June 4, 2020) (CSK&D and Miller Shah); *Ferguson v. Ruane Cunniff*  
6 *& Goldfarb Inc.*, No. 1:17-cv-06685 (S.D.N.Y.) (Miller Shah); *Garthwait v. Eversource*  
7 *Energy Co.*, No. 3:20-cv-00902 (D. Conn.) (Miller Shah); *Boley v. Universal Health Servs.,*  
8 *Inc.*, No. 2:20-cv-02644 (E.D. Pa.) (Miller Shah).

9 40. All CSK&D and Miller Shah attorneys and legal staff who worked on this  
10 case maintained contemporaneous time records reflecting the time spent on all billable  
11 matters. In all instances, the timekeeper indicated the date and amount of time spent on a  
12 task to one-tenth of an hour, described the work that was performed during the indicated  
13 period, and identified the case to which the time should be charged.

14 41. Class Counsel made every effort to litigate this matter efficiently by  
15 coordinating the work of our attorneys and paralegals, minimizing duplication, and  
16 assigning tasks in a time and cost-efficient manner, based on the timekeepers' experience  
17 levels and talents.

18 42. More detailed time records reflecting the hours expended by Class Counsel  
19 and billed to this case are available for the Court's *in camera* review upon request.

20 43. I certify that Class Counsels' fee records accurately reflect work that was  
21 actually performed and was reasonable and necessary to the prosecution of this litigation.  
22 In my judgment, the hours expended reflect reasonable time incurred in litigating this  
23 matter, which we endeavored to staff and manage efficiently as described above. In certain  
24 instances, we exercised billing discretion to reduce recorded time for particular tasks or  
25 timekeepers, further ensuring that the hours claimed are reasonable.

26 44. CSK&D and Miller Shah also take pride in representing the interest of  
27 Settlement Class Members long after final approval to ensure that the claims and  
28 administration process is run fairly. It is not uncommon for my firm to invest tens and

1 sometimes hundreds of thousands of dollars of additional lodestar after final approval in  
2 overseeing the claims and administration process long after final approval is granted. I  
3 expect CSK&D to maintain oversight and involvement in this case and will continue to  
4 expend attorney time given the future work still needed for completion of the Settlement,  
5 especially considering there is no deadline by which Class Members must submit claims.  
6 That future work will include preparing for and attending the Final Fairness Hearing,  
7 responding to Settlement Class Member inquiries or challenges, responding to any requests  
8 for exclusion or objections, addressing any appeals, and working with PMC to administer  
9 the Settlement. Therefore, I anticipate my firm will incur additional lodestar in the future.

10 **III. LITIGATION EXPENSE DATA**

11 45. Class Counsel also advanced all costs and litigation expenses necessarily  
12 incurred in connection with the investigation, prosecution, and settlement of this litigation.  
13 Collectively, Class Counsel incurred a total of \$10,066.92 in unreimbursed costs and  
14 expenses.

15 46. To date, CSK&D has incurred \$8,981.20 of these expenses, as follows:

| <b>CHIMICLES SCHWARTZ KRINER &amp; DONALDSON-SMITH LLP</b> |                       |
|--|-----------------------|
| <b>Expense Report</b>                                      |                       |
| <b>CATEGORY NAME</b>                                       | <b>TOTAL EXPENSES</b> |
| Mediation Fees   | \$6,500.00            |
| Computer Research  | \$1,644.30            |
| Courier Mail   | \$318.14              |
| Filing Fees  | \$160.60              |
| Subpoena Service   | \$156.40              |
| In-House Photocopies                                       | \$110.25              |
| Travel Expenses  | \$81.87               |
| Postage  | \$9.64                |
| <b>TOTAL</b>   | <b>\$8,981.20</b>     |

47. To date, Miller Shah has incurred \$1,085.72 of these expenses, as follows:

| <b>MILLER SHAH LLP<br/>Expense Report</b> |                       |
|---|-----------------------|
| <b>CATEGORY NAME</b>                      | <b>TOTAL EXPENSES</b> |
| Computer Research/Access                  | \$85.72               |
| Filing Fees                               | \$1,000.00            |
| <b>TOTAL</b>                              | <b>\$1,085.72</b>     |

48. The vast majority of Class Counsel’s costs are attributable to professional fees paid to the mediator. These are the common types of costs regularly billed to paying clients. These costs and expenses are fully documented and, in my opinion, necessary and reasonable.

49. The above amounts do not include internal and other additional costs that Class Counsel incurred but, in an exercise of discretion, do not seek to recover.

50. Class Counsel anticipates incurring additional expenses to see this case to completion, for which Class Counsel will not seek additional reimbursement.

**IV. SUMMARY OF THE EFFORTS OF THE CLASS REPRESENTATIVES**

51. The named Plaintiffs have actively participated in the action since its inception, as well as in the investigation that preceded filing the action. Plaintiffs assisted Class Counsel in drafting the pleadings and other papers in the Action, including providing important documents to Class Counsel. Plaintiffs consulted with Class Counsel as needed, provided additional information, participated in strategy and settlement discussions with Class Counsel, and otherwise assisted in representing the interests of the proposed Settlement Class Members. Plaintiffs fully understand the nature of their claims, as well as their duties and responsibilities as Class Representatives, and they have no interests antagonistic to the Settlement Class Members. No Settlement Class Representative was promised, nor conditioned their representation, on the expectation of a service award. Each of the four Plaintiffs has been a dedicated and active participant on behalf of the Settlement Class.

1           52. Based on my experience and my knowledge regarding the factual and legal  
2 issues in this matter, and given the substantial benefits provided by the Settlement, it is my  
3 opinion that the proposed requests for attorneys' fees, litigation costs and expenses, and  
4 Service Awards are reasonable and that the Settlement is fair, reasonable, and adequate and  
5 is in the best interests of the Class Members.

6  
7           I declare under penalty of perjury pursuant to the laws of the United States of America  
8 that the foregoing is true and correct. Executed this 11th day of June 2026 in Haverford,  
9 Pennsylvania.

10  
11           Dated: June 11, 2026

/s/ Timothy N. Mathews  
Timothy N. Mathews

# Exhibit A



**CHIMICLES**  
SCHWARTZ KRINER &  
DONALDSON-SMITH LLP

ATTORNEYS AT LAW

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## NICHOLAS E. CHIMICLES

Nicholas Chimicles is a partner in the Firm's Haverford office. He has been lead counsel and lead trial counsel in major complex litigation, antitrust, securities fraud and breach of fiduciary duty suits for over 30 years.

### ***Practice Areas:***

- Antitrust
- Automobile Defects and False Advertising
- Corporate Mismanagement & Shareholder Derivative Action
- Defective Products and Consumer Protection
- Mergers & Acquisitions
- Non-Listed REITs
- Other Complex Litigation
- Securities Fraud

### ***Education:***

- University of Virginia School of Law
  - University of Virginia Law Review; co-author of a course and study guide entitled "Student's Course Outline on Securities Regulation," published by the University of Virginia School of Law
- University of Pennsylvania, B.A., 1970

### ***Admissions:***

- Supreme Court of Pennsylvania
- United States Supreme Court
- Second Circuit Court of Appeals
- Third Circuit Court of Appeals
- Fourth Circuit Court of Appeals
- Sixth Circuit Court of Appeals
- Ninth Circuit Court of Appeals
- Tenth Circuit Court of Appeals
- Eleventh Circuit Court of Appeals
- Court of Appeals for the D.C. Circuit
- Eastern District of Pennsylvania
- Eastern District of Michigan
- Northern District of Illinois
- District of Colorado
- Eastern District of Wisconsin
- Court of Federal Claims
- Southern District of New York

**Honors:**

Recipient of the American Hellenic Institute's Heritage Achievement & National Public Service Award (2019)

Fellow of the American Bar Foundation (2017) -an honorary organization of lawyers, judges and scholars whose careers have demonstrated outstanding dedication to the welfare of their communities and to the highest principles of the legal profession.

Prestigious 2016 Thaddeus Stevens Award of the Public Interest Law Center (Philadelphia) in recognition of his leadership and service to this organization.

Ellis Island Medal of Honor in May 2004, in recognition of his professional achievements and history of charitable contributions to educational, cultural and religious organizations.

Pennsylvania and Philadelphia Super Lawyers, 2006-present  
AV<sup>®</sup> rated by Martindale-Hubbell

**Memberships & Associations:**

Supreme Court of Pennsylvania Disciplinary Board Hearing Committee Member, 2008-2014.

Past President of the National Association of Securities and Commercial Law Attorneys based in Washington, D.C., 1999-2001

Chairman of the Public Affairs Committee of the American Hellenic Institute, Washington, D.C.

Member of the Boards of Directors of Opera Philadelphia, Pennsylvanians for Modern Courts, and the Public Interest Law Center of Philadelphia.

**Representative Cases:**

*Kukornis v. Walmart Inc.*, Case No. 8:22-cv-02402 (M.D. Fla.). Mr. Chimicles together with partner Kimberly Donaldson-Smith litigated a consumer class action against Walmart involving claims of systemic overcharging for certain weighted goods and negotiated a \$45 million settlement that has received nationwide media coverage. The settlement was given final approval in June 2024 by a federal judge in Tampa.

*SEPTA v. Orrstown Financial Services, Inc.* (M.D. Pa.). Mr. Chimicles led our Firm's team, including partners Kimberly Donaldson-Smith and Timothy Mathews, in representing the lead plaintiff in this securities class action that had a \$15 million settlement approved in May 2023. That settlement, which included a monetary contribution from the defendant bank's former outside auditor, represented a significant percentage of the recoverable damages. The case is also noteworthy for spawning a landmark Third Circuit decision that upheld the district judge's granting a motion to amend the complaint to rejoin the outside auditor and other defendants years after their initial dismissal, one of several reasons the district court's settlement approval order commended our Firm for its "relentless" efforts in the more than decade-old case.

In three related cases involving the collection of improperly imposed telephone utility users taxes, Mr. Chimicles was co-lead counsel representing taxpayers in the Superior Court in Los Angeles, resulting in the creation of settlement funds totaling more than \$120 million. *Ardon v. City of Los Angeles* (\$92.5 million)(2016); *McWilliams v. City of Long Beach* (\$16.6 million)(2018); and *Granados v. County of Los Angeles* (\$16.9 million)(2018). The suits were settled after the Supreme Court of California unanimously upheld the rights of taxpayers to file class action refund claims under the California Government Code.

*W2007 Grace Acquisition I, Inc., Preferred Stockholder Litigation*, Civ. No. 2:13-cv-2777, involved various violations of contractual, fiduciary and corporate statutory duties by defendants who engaged in various related-party transactions, wrongfully withheld dividends and financial information, and failed to timely hold an

annual preferred stockholder meeting. This litigation resulted in a swift settlement valued at over \$76 million after ten months of hard-fought litigation.

*Lockabey v. American Honda Motor Co.*, Case No. 37-2010-87755 (Superior Ct., San Diego). A settlement valued at over \$170 million resolved a consumer action involving false advertising claims relating to the sale of Honda Civic Hybrid vehicles as well as claims relating to a software update to the integrated motor assist battery system of the HCH vehicles. As a lead counsel, Mr. Chimicles led a case that, in the court's view, was "difficult and risky" and provided "significant public value.

*City of St. Clair Shores General Employees Retirement System, et al. v. Inland Western Retail Real Estate Trust, Inc.*, Case No. 07 C 6174 (N.D. Ill.). A \$90 million settlement was reached in 2010 in this class action challenging the accuracy of a proxy statement that sought (and received) stockholder approval of the merger of an external advisor and property managers by a multi-billion dollar real estate investment trust, Inland Western Retail Real Estate Trust, Inc. The settlement provided that the owners of the advisor/property manager entities (who are also officers and/or directors of Inland Western) had to return nearly 25% of the Inland Western stock they received in the merger.

*In re Real Estate Associates Limited Partnerships Litigation*, No. CV 98-7035 DDP, was tried in the federal district court in Los Angeles before the Honorable Dean D. Pregerson. Mr. Chimicles was lead trial counsel for the Class of investors in this six-week jury trial of a securities fraud/breach of fiduciary duty case that resulted in a \$185 million verdict in late 2002 in favor of the Class (comprising investors in the eight REAL Partnerships) and against the REALs' managing general partner, National Partnership Investments Company ("NAPICO") and the four individual officers and directors of NAPICO. The verdict included an award of \$92.5 million in punitive damages against NAPICO. This total verdict of \$185 million was among the "Top 10 Verdicts of 2002," as reported by the National Law Journal (verdictsearch.com). On post-trial motions, the Court upheld in all respects the jury's verdict on liability, upheld in full the jury's award of \$92.5 million in compensatory damages, upheld the Class's entitlement to punitive damages (but reduced those damages to \$2.6 million based on the application of California law to NAPICO's financial condition), and awarded an additional \$25 million in pre-judgment interest. Based on the Court's decisions on the post-trial motions, the judgment entered in favor of the Class on April 28, 2003 totaled over \$120 million.

*CNL Hotels & Resorts, Inc. Securities Litigation*, Case No. 6:04-cv-1231 (M.D. Fla., Orl. Div. 2006). The case settled Sections 11 and 12 claims for \$35 million in cash and Section 14 proxy claims by significantly reducing the merger consideration by nearly \$225 million (from \$300 million to \$73 million) that CNL paid for internalizing its advisor/manager.

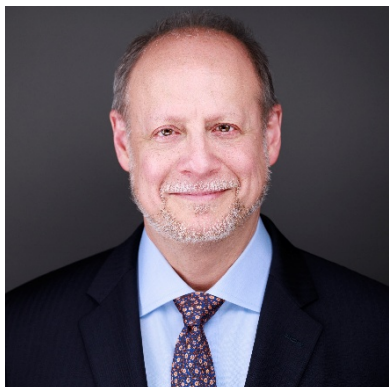
*Prudential Limited Partnerships Litigation*, MDL 1005 (S.D.N.Y.). Mr. Chimicles was a member of the Executive Committee in this case where the Class recovered from Prudential and other defendants \$130 million in settlements, that were approved in 1995. The Class comprised limited partners in dozens of public limited partnerships that were marketed by Prudential.

*PaineWebber Limited Partnerships Litigation*, 94 Civ. 8547 (S.D.N.Y.). Mr. Chimicles was Chairman of the Plaintiffs' Executive Committee representing limited partners who had invested in more than 65 limited partnerships that PaineWebber organized and/or marketed. The litigation was settled for a total of \$200 million, comprising \$125 million in cash and \$75 million in additional benefits resulting from restructurings and fee concessions and waivers.

*In Re Phoenix Leasing Incorporated Limited Partnership Litigation*, Superior Court of the State of California, County of Marin, Case No. 173739. In February 2002, the Superior Court of Marin County, California, approved the settlement of this case which involved five public partnerships sponsored by Phoenix Leasing Incorporated and its affiliates and resulting in entry of a judgment in favor of the class in the amount of \$21 million.

*In re the Mendik Real Estate Limited Partnership*, N.Y. Supreme Ct. No. 97-600185. Mr. Chimicles, as co-lead counsel, negotiated a settlement which provided for the prompt sale of more than \$100 million of the partnership's real estate assets. Additionally, as co-lead counsel, Mr. Chimicles, together with partner Pamela Tikellis, negotiated the settlement of a suit filed against the general partners of Aetna Real Estate Associates, L.P., providing for the orderly liquidation of the more than \$200 million in that partnership's real estate holdings, the reduction of general partner fees and the payment of a special cash distribution to the limited partners. (Aetna Real Estate Associates, L.P., Area GP Corporation and Aetna/Area Corporation, Delaware Chancery Court, New Castle County, Civil Action Nos. 15386-NC and 15393-NC).

*Continental Illinois Corporation Securities Litigation*, Civil Action No. 82 C 4712 (N.D. Ill.) involving a twenty-week jury trial in which by Mr. Chimicles was lead trial counsel for the Class that concluded in July, 1987 (the Class ultimately recovered nearly \$40 million).



## STEVEN A. SCHWARTZ

Steven Schwartz is a partner in the Firm's Haverford office. He has prosecuted complex class actions in a wide variety of contexts. Notably, Mr. Schwartz has been successful in obtaining several settlements and judgments where class members received a full recovery on their damages.

### **Practice Areas:**

Defective Products and Consumer Protection  
Antitrust  
Corporate Mismanagement & Shareholder Derivative Action  
Other Complex Litigation  
Securities Fraud

### **Education:**

Duke University School of Law, J.D., 1987  
Law & Contemporary Problems Journal, Senior Editor  
University of Pennsylvania, B.A., 1984 - *cum laude*

### **Admissions:**

Supreme Court of Pennsylvania  
United States Supreme Court  
Second Circuit Court of Appeals  
Third Circuit Court of Appeals  
Sixth Circuit Court of Appeals  
Seventh Circuit Court of Appeals  
Eighth Circuit Court of Appeals  
Ninth Circuit Court of Appeals  
Eastern District of Pennsylvania  
Western District of Pennsylvania  
Eastern District of Michigan

### **Honors:**

National Trial Lawyers Top 100  
AV<sup>®</sup> rated by Martindale-Hubbell  
Pennsylvania Super Lawyers, 2006-present  
America's Top 100 High Stakes Litigator

### **Representative Cases:**

*In re Philips Recalled CPAP, Bi-Level PAP, And Mechanical Ventilator Products Litigation, MDL No. 3014 (W.D. Pa.).* The Court appointed Mr. Schwartz as Plaintiffs' Co-Lead Counsel in this multi district litigation alleging claims for economic losses, medical monitoring and personal injury in connection with Philips' recall of millions

of CPAPs, BiPAPs and ventilators that contained polyester-based polyurethane foam that degrades into particles and emits volatile toxic compounds. The Court approved proposed class settlements of class members' economic loss and medical monitoring claims, and the parties reached a private settlement of personal injury claims that, collectively, will require the Philips defendants to pay approximately \$1.7 billion to settle the Litigation.

*Melchior, et al. v. Vagnozzi, et al.*, No. 20-cv-05562 (E.D. Pa) - Mr. Schwartz served as Co-Lead Class Counsel in this legal malpractice action against the law firm Eckert Seamans Cherin & Mellot, LLC and one of its former partner, John Pauciulo, in connection with their work with respect to the creation of various investment funds formed for the express purpose of investing in the Complete Business Solutions Group Inc. d/b/a Par Funding, which was a notorious Ponzi scheme backed by organized crime figures. Working hand-in-hand with the Receiver appointed by the Securities and Exchange Commission, Mr. Schwartz and his team successfully negotiated a \$38 million settlement from the law firm, which represented the full balance of its applicable insurance policies.

*Edward Asner v. SAG-AFTRA Health Fund*, No. 20-10914 (C.D. Cal.). Mr. Schwartz serves as Co-Lead Class Counsel in this ERISA case, which challenges the SAG-AFTRA Health Plan Trustees' decision to merge the SAG and AFTRA health plans, their related failures to implement the merger and properly manage the Plan's deteriorating financial condition, their imprudent negotiation of the 2019 and 2020 Commercials, Netflix and TV/Theatrical contracts, and the subsequent decision to eliminate health benefits for senior actors. The parties reached a proposed settlement for \$20.6 million along with substantial non-monetary benefits. See <https://youtu.be/4LgRxJnxI8o> featuring prominent actors supporting the lawsuit.

*In re Macbook Keyboard Litigation*, No. 5:18-cv-02813 -EJD (N. D. Cal.). Schwartz served as Co-Lead Class Counsel in this case alleging that the ultra-thin "butterfly keyboard in Apple MacBooks were defective. Shortly before trial, the case settled for \$50 million. The settlement was recognized as the Number 1 Consumer Fraud Settlement in California for 2022 by TopVerdict.com.

*Snitzer v. Board of Trustees of the American Federation of Musicians Pension Plan*, No. 1:17-cv-5361 (S.D.N.Y.). Mr. Schwartz served as Plaintiffs' Lead Counsel in this case which alleged that the Trustees of the AFM Pension Plan made a series of imprudent, overly-aggressive bets by investing an excessive percentage of plan assets in risky asset classes such as emerging markets equities and private equity far beyond the percentage of such investment by other Taft-Hartley pension plans. The cases settled shortly before trial for \$26.85 million plus substantial governance reforms including appointment of a Neutral Independent Fiduciary. The Trustee independent neutral trustee. The \$26.85 million cash recovery represented the vast majority of provable damages that likely could have been won at trial and between about 65% to 75% of the Trustees' available insurance policy limits to pay any final judgment achieved through continued litigation.

*In re Cigna-American Specialty Health Administrative Fee Litigation*, No. 2:16-cv-03967-NIQA (E. D. Pa.). Mr. Schwartz served as co-lead counsel in this national class action alleging that defendant Cigna and its subcontractor, ASH, violated the written terms of ERISA medical benefit by treating ASH's administrative fees as medical expenses to artificially inflate the amount of "benefits" owed by plans and the cost-sharing obligations of plan participants and beneficiaries. The Court approved the \$8.25 million settlement in which class members were automatically mailed checks representing a full or near-full recovery of the actual amount they paid for the administrative fees. ECF 101 at 4, 23-24.

*Rodman v. Safeway Inc.*, No. 11-3003-JST (N.D. Cal.). Mr. Schwartz served as Plaintiffs' Lead Trial Counsel and presented all of the district court and appellate arguments in this national class action regarding grocery delivery

overcharges. He was successful in obtaining a national class certification and a series of summary judgment decisions as to liability and damages resulting in a \$42 million judgment, which represents a full recovery of class members' damages plus interest. The \$42 million judgment was entered shortly after a scheduled trial was postponed due to Safeway's discovery misconduct, which resulted in the district court imposing a \$688,000 sanction against Safeway. The Ninth Circuit affirmed the \$42 million judgment. 2017 U.S. App. LEXIS 14397 (9th Aug. 4, 2017).

*In re Apple iPhone/iPod Warranty Litig.*, 3:10-1610-RS (N.D. Cal.). Mr. Schwartz served as co-lead counsel in this national class action in which Apple agreed to a \$53 million non-reversionary, cash settlement to resolve claims that it had improperly denied warranty coverage for malfunctioning iPhones due to alleged liquid damage. Class members were automatically mailed settlement checks for more than 117% of the average replacement costs of their iPhones, net of attorneys' fees, which represented an average payment of about \$241.

*In re Sears, Roebuck & Co. Front-Loading Washer Prods. Liab. Litig.*, No. 06 C 7023, (N.D. Ill.) & Case 1:09-wp-65003-CAB (N. D. Ohio) (MDL No. 2001). Schwartz served as co-lead class counsel in this case which related to defective central control units ("CCUs") in front load washers manufactured by Whirlpool and sold by Sears. After extensive litigation, including two trips to the Seventh Circuit and a trip to the United States Supreme Court challenging the certification of the plaintiff class, he negotiated a settlement shortly before trial that the district court held, after a contested proceeding approval proceeding, provided a "full-value, dollar-for-dollar recovery" that was "as good, if not a better, [a] recovery for Class Members than could have been achieved at trial." 2016 U.S. Dist. LEXIS 25290 at \*35 (N.D. Ill. Feb. 29, 2016).

*Chambers v. Whirlpool Corp., et al.*, Case No.11-1773 FMO (C.D. Cal.). Mr. Schwartz served as co-lead counsel in this national class action involving alleged defects resulting in fires in Whirlpool, Kenmore, and KitchenAid dishwashers. The district court approved a settlement which he negotiated that provides wide-ranging relief to owners of approximately 24 million implicated dishwashers, including a full recovery of out-of-pocket damages for costs to repair or replace dishwashers that suffered Overheating Events. In approving the settlement, Judge Olguin of the Central District of California described Mr. Schwartz as "among the most capable and experienced lawyers in the country in [consumer class actions]." 214 F. Supp. 3d 877, 902 (C.D. Cal. 2016).

*Wong v. T-Mobile*, No. 05-cv-73922-NGE-VMM (E.D. Mich.). In this billing overcharge case, Mr. Schwartz served as co-lead class counsel and negotiated a settlement where T-Mobile automatically mailed class members checks representing a 100% net recovery of the overcharges and with all counsel fees paid by T-Mobile in addition to the class members' 100% recovery.

*In re Certainteed Corp. Roofing Shingle Products Liability Litig.*, No, 07-md-1817-LP (E.D. Pa.). In this MDL case related to defective roof shingles, Mr. Schwartz served as Chair of Plaintiffs' Discovery Committee and worked under the leadership of co-lead class counsel. The parties reached a settlement that provided class members with a substantial recovery of their out-of-pocket damages and that the district court valued at between \$687 to \$815 million.

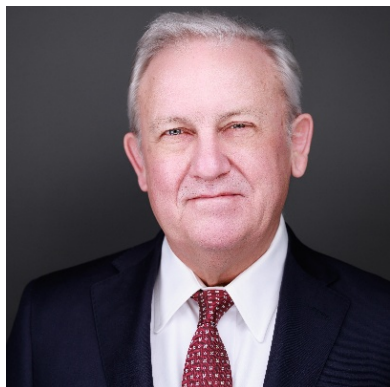
*Shared Medical Systems 1998 Incentive Compensation Plan Litig.*, Term 2003, No. 0885 (Phila. C.C.P.). In this case on behalf of Siemens employees, after securing national class certification and summary judgment as to liability, on the eve of trial, Mr. Schwartz negotiated a net recovery for class members of the full amount of the incentive compensation sought (over \$10 million) plus counsel fees and expenses. At the final settlement approval hearing, Judge Bernstein remarked that the settlement "should restore anyone's faith in class action[s]. . . ." Mr. Schwartz served as co-lead counsel in this case and handled all of the arguments and court hearings.

*In re Pennsylvania Baycol: Third-Party Payor Litig.*, Sept. Term 2001, No. 001874 (Phila. C.C.P.) (“Baycol”). Mr. Schwartz served as co-lead class counsel in this case brought by health and welfare funds and insurers to recover damages caused by Bayer’s withdrawal of the cholesterol drug Baycol. After extensive litigation, the court certified a nationwide class and granted plaintiffs’ motion for summary judgment as to liability, and on the eve of trial, he negotiated a settlement providing class members with a net recovery that approximated the maximum damages (including pre-judgment interest) that class members suffered. That settlement represented three times the net recovery of Bayer’s voluntary claims process (which AETNA and CIGNA had negotiated and was accepted by many large insurers who opted out of the class early in the litigation).

*Wolens v. American Airlines, Inc.* Mr. Schwartz served as plaintiffs’ co-lead counsel in this case involving American Airlines’ retroactive increase in the number of frequent flyer miles needed to claim travel awards. In a landmark decision, the United States Supreme Court held that plaintiffs’ claims were not preempted by the Federal Aviation Act. 513 U.S. 219 (1995). After eleven years of litigation, American Airlines agreed to provide class members with mileage certificates that approximated the full extent of their alleged damages, which the Court, with the assistance of a court-appointed expert and after a contested proceeding, valued at between \$95.6 million and \$141.6 million.

*In Re ML Coin Fund Litigation* (Superior Court of the State of California for the County of Los Angeles). Mr. Schwartz served as plaintiffs’ co-lead counsel and successfully obtained a settlement from defendant Merrill Lynch in excess of \$35 million on behalf of limited partners, which represented a 100% net recovery of their initial investments (at the time of the settlement the partnership assets were virtually worthless due to fraud committed by Merrill’s co-general partner Bruce McNall, who was convicted of bank fraud).

*Nelson v. Nationwide*, July Term 1997, No. 00453 (Phila. C.C.P.). Mr. Schwartz served as lead counsel on behalf of a certified class. After securing judgment as to liability in the trial court (34 Pa. D. & C. 4<sup>th</sup> 1 (1998)), and defeating Nationwide’s Appeal before the Pennsylvania Superior Court, 924 PHL 1998 (Dec. 2, 1998), he negotiated a settlement whereby Nationwide agreed to pay class members approximately 130% of their bills.



## ROBERT J. KRINER, JR.

Robert Kriner is a partner in the Firm’s Wilmington office. He has prosecuted actions, including class and derivative actions, on behalf of stockholders, limited partners and other investors with claims relating to mergers and acquisitions, the enforcement of fiduciary duties, the election of directors, and the enforcement of statutory rights of investors such as the right to inspect books and records. Mr. Kriner has also successfully prosecuted claims on behalf of participants in pension and welfare plans under the Employee Retirement Income Security Act of 1974 (“ERISA”), asserting breaches of fiduciary duty by the plan trustees that injured the plans and participants.

### **Practice Areas:**

- Corporate Mismanagement & Shareholder Derivative Action
- Mergers & Acquisitions
- Other Complex Litigation
- Securities Fraud

### **Education:**

- Delaware Law School of Widener University, J.D., 1988
- University of Delaware, B.S. Chemistry, 1983

### **Admissions:**

- Supreme Court of Delaware
- District of Delaware

### **Memberships & Associations:**

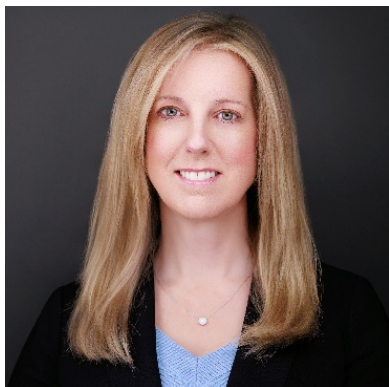
- Delaware State Bar Association

### **Representative Cases:**

Mr. Kriner has prosecuted actions, including class and derivative actions, on behalf of stockholders, limited partners and other investors with claims relating to mergers and acquisitions, the enforcement of fiduciary duties, the election of directors, and the enforcement of statutory rights of investors such as the right to inspect books and records. *See Sample v. Morgan*, C.A. No. 1214-VCS (obtaining full recovery for shareholders diluted by an issuance of stock to management); *In re Genentech, Inc. Shareholders Litigation, Consolidated* C.A. No. 3911-VCS (leading to a nearly \$4 billion increase in the price paid to the Genentech stockholders); *In re Kinder Morgan, Inc. Shareholders Litigation, Consolidated Case* No. 06-C-801 (action challenging the management led buyout of Kinder Morgan, settled for \$200 million); *In re Bank of America Corporation Stockholder Derivative Litigation*, C.A. No. 4307-CS. (derivative action relating to BOA’s acquisition of Merrill Lynch & Co. resulting in a settlement which included a \$62.5 million payment to Bank of America); *In re Madison Square Garden Entertainment Corp. Stockholders Litigation, Consol.* C.A. No. 2021-0468-LWW (action challenging the acquisition of Dolan family-controlled MSG Networks Inc. by Dolan family-controlled Madison Square Garden Entertainment Corp., resulting in a \$48.5 million cash settlement for the MSGN stockholder class); *In re FAST Acquisition Corp. S’holders Litig.*, C.A. No. 2022-0702-PAF (Del. Ch.) (action challenging the winding down of

FAST (action involving a special purpose acquisition company) and management's decision to retain for itself a termination fee received from a previously terminated business combination, which settled for \$12.5 million in cash); *Fannin v. UMTI Land Development L.P., C.A. No. 12541-PAF* (derivative and direct claims for breaches of fiduciary duty, breaches of contract and unjust enrichment relating to self-dealing and misrepresentations by controllers of a limited partnership, resulting in settlement of \$7 million monetary relief and substantial governance reforms).

Mr. Kriner is currently prosecuting a derivative action in the Delaware Court of Chancery against senior officers and directors of Blue Bell Creameries USA Inc., seeking to recover massive economic damages sustained by the company and its stockholders as a result of the company-wide Listeria contamination of the company's production facilities in 2015. Mr. Kriner successfully obtained a full reversal of the Chancery Court's dismissal of the claims by the Delaware Supreme Court in a landmark ruling on *Caremark* fiduciary oversight claims under Delaware law. *Marchand v. Barnhill*, 212 A.3d 805 (Del. 2019). Following the reversal, a Special Litigation Committee of the Blue Bell Board took control of the claims, determined the claims should proceed and returned control of the case to the stockholder plaintiff. The trial is currently scheduled for November 2025 and will be the first trial of *Caremark* claims in the Delaware Chancery Court. *Marchand v. Barnhill*. C.A. No. 0586-NAC. Mr. Kriner also is currently prosecuting a class action on behalf of limited partners of CDK Fund I, LP in the Delaware Court of Chancery, asserting that a purported hedge fund formed by Defendant Cody Kerns solicited limited partner investments and operated the fund based on false representations and secret self-dealing, resulting in massive losses to the limited partners and unjust personal gains to Cody Kerns and his co-conspirators. *Piteira et al. v. Cody Kerns, et al.* C.A. No. 0390-MTZ.



## KIMBERLY DONALDSON-SMITH

Kimberly Donaldson Smith is a partner in the Firm's Haverford office. She has been counseling clients and prosecuting cases on complex issues involving securities, business transactions and other class actions for over two decades.

She concentrates her practice in sophisticated consumer and securities class action litigation in federal courts throughout the country, and in shareholder derivative and direct actions brought under state fiduciary and corporate laws litigated in federal and state courts nationwide.

Notably, Kimberly was an integral member of the trial team that successfully litigated *the In re Real Estate Associates Limited Partnership Litigation*, No. CV 98-7035 DDP (CD. Cal.) through a six-week jury trial that resulted in a landmark \$184 million plaintiffs' verdict, which is one of the largest jury verdicts since the passage of the Private Securities Litigation Reform Act of 1995. The Real Estate Associates judgment was settled for \$83 million, which represented full recovery for the Class (and an amount in excess of the damages calculated by Plaintiffs' expert).

Kimberly is a Board Member (as of June 2024) of Pennsylvanians for Modern Courts (PMC). PMC, a nonpartisan nonprofit, works to educate all Pennsylvanians about our courts and how to navigate them with confidence, provide resources to make that possible for all residents of the Commonwealth, and advocate for judicial reforms that promote inclusion and access to justice. Currently a Keystone Member, for many years Kimberly served as an active member and Board member of The Saturday Club, a non-profit women's volunteer and philanthropic organization established in 1886, supporting and executing on the Club's mission of improving the lives of women, children and families in the greater Philadelphia region.

Since 2006, Kimberly has been recognized by Law & Politics and the publishers of Philadelphia Magazine as a Pennsylvania Super Lawyer or Rising Star, as listed in the Super Lawyers' publications.

### **Practice Areas:**

- Corporate Mismanagement & Shareholder Derivative Action
- Securities Fraud
- Non-Listed REITs
- Mergers & Acquisitions

### **Education:**

- Villanova University School of Law, J.D., 1999 – *cum laude*
- Boston University, B.A., Political Science, 1996

### **Admissions:**

- Pennsylvania Supreme Court
- New Jersey Supreme Court
- Third Circuit Court of Appeals
- District of New Jersey
- Eastern District of Pennsylvania

### **Memberships & Associations:**

Pennsylvania Bar Association  
Vilanova Law School Alumni Association

**Honors:**

Pennsylvania Super Lawyers: 2013 – Present  
Pennsylvania Rising Star, Super Lawyers: 2006 – 2012  
Sutton Who's Who in America

**Representative Cases:**

*Oral Tirzepatide Fraud Cases* (Representing consumers asserting claims under the **Racketeer Influenced and Corrupt Organizations (RICO) Act and various consumer protection statutes, against companies that are seeking to capitalize on the billion dollar GLP-1 weight loss drug boom** by marketing (via extensive online and social media advertising), selling, and distributing nationwide “Oral Tirzepatide” that, as alleged, is pharmacologically incapable of delivering weight loss results. *Day v. OpenLoop Health Inc., et. al*, 25-cv-01418 (D. Del); *Freeland v. Foothills Professional Pharm., et al*, 26-CV-263 (M.D. PA).)

*Artistic Industries, LLC et al., v. Walmart, Inc., et. al., Case No. 1:24-cv-01044* (D. Del.) (On behalf of Amazon merchants, asserted claims against Walmart and certain third-party sellers on the Walmart platform, for listing and operating alleged fraudulent, deceptive and anticompetitive postings and offers to sell Amazon merchants’ products, despite having no authorization or inventory to do so, and who fulfilled orders by deceptively causing the Amazon merchants to fulfill the orders and then receive a fraudulent non-delivery claim, resulting in the Amazon Merchant having to effectuate a refund.)

*Walmart Variable Weighted Goods Litigation and Settlement, Case No. 8:22-cv-02402-VMC* (M.D. Fla.) (Served as Lead Counsel achieving a \$45 million settlement of a consumer class action alleging systemic overcharging of Walmart customers due to point of sale system issues on purchases of certain variable weight products.)

*Hughes, et al. v. UGI Storage Company, No. 0714-CV-2014* (Tioga Co., Pa.)(Representing individual and a proposed class of property owners who allege that their subterranean oil and gas rights were subject to an unlawful taking by UGI, which operates several underground gas storage facilities in Tioga County, PA).

*In re HomeAdvisor, Inc. Litigation, Case No: 1:16-cv-01849-PAB-KLM* (D. Colo.)(Representing home service professionals who allege unfair and fraudulent business practices by Defendants in violation of the Lanham Act and various states’ consumer protection and unfair competition laws).

*Orrstown Financial Services, Inc., et al., Securities Litig., No. 12-cv-00793* (M.D. Pa.)((\$15 million settlement secured on behalf of Orrstown investors, which included a monetary contribution from the defendant bank’s former outside auditor and represented a significant percentage of the shareholders recoverable damages. The case is also noteworthy for spawning a landmark Third Circuit decision that upheld the district judge’s granting a motion to amend the complaint to rejoin the outside auditor and other defendants years after their initial dismissal, one of several reasons the district court’s settlement approval order commended CSKD for its “relentless” efforts in the more than decade-old case.)

*Ferrer et al v. CareFirst, Inc., et al, Case No. 16-cv-02162* (D. D.C.) (Landmark action and settlement securing monetary recovery and reimbursements for lactation support and counseling services, an ACA-mandated preventive benefit).

*Westmoreland County v. Inventure Foods*, No. CV2016-002718 (Super Ct. Ariz.) (Settlement achieved that recovered over 35% of investors' damages).

*Milliken v. American Realty Capital Hospitality Advisors, LLC et al.*, Case No. 18-cv-1757 (U.S. District Court, S.D.N.Y) (Derivative settlement of over \$15 million).

*Gamburg, et al., v. Hines Real Estate Investment Trust, Inc., et al.*, Case No. 24C16004496 (Cir. Ct. Baltimore City) (Derivative and class settlement securing a cash payment representing recovery of over 20% of contested fees paid to affiliates).

*Trumbo et al. v. The Inland Group, et al.* (Circuit Court of Cook County, IL Case No. 13-CH-07790) (Derivative settlement of \$11.1 million).

*Roth v. The Phoenix Companies, Inc. and U.S. Bank National Association, in its capacity as Indenture Trustee, Index No. 650634/2016 (N.Y. Sup. Ct.)* (Secured settlement on behalf of bondholders in connection with a 2015 going-private merger. Within seven days of the Firm filing a complaint seeking injunctive relief, the Firm secured material benefits for Bondholders, including, most significantly, ongoing access to material financial and corporate information which increased the value of the Bonds by \$17.5 million and secured ongoing liquidity for the Bonds. In approving the settlement, the Court stated that "I think the plaintiffs were successful in getting everything they could have gotten .... I think it's a great settlement.")

*W2007 Grace Acquisition I, Inc., Preferred Stockholder Litigation*, Civ. No. 2:13-cv-2777 (W.D. Tenn.) (Settled state law securities and common law claims against the company failing to provide preferred stockholders with critical financial information and liquidity after the company went private. After ten months of hard fought-litigation, the Firm secured a settlement, which was approved on December 4, 2015, that secured \$76 million in cash consideration and liquidity for the preferred stockholders.)

*In re Empire State Realty Trust, Inc. Investor Litigation*, Case 650607/2012, NY Supreme Court (Secured a \$55,000,000 cash settlement fund and \$100 million tax savings for the Empire investors).

*CNL Hotels & Resorts Inc. Federal Securities Litigation*, Case No. 04-cv-1231 (M.D. Fla.) (Secured a \$35,000,000 cash settlement fund and a \$225 million savings for the CNL shareholders).

*Inland Western Retail Real Estate Trust, Inc., et al. Litigation*, Case 07 C 6174 (U.S.D.C. N.D. Ill) (Secured a \$90 million savings for the Inland shareholders subjected to a self-dealing transaction).

*Wells REIT Securities Litigation*, Case 1:07-cv-00862/1:07-cv-02660 (U.S.D.C. N.D. GA) (Secured a \$7 million cash settlement fund for the Wells REIT investors).

*In re DVI, Inc. Sec. Litig.*, 2:03-CV-05336-LDD (USDC E.D. Pa.) (Secured a \$23 million recovery from multiple defendants during the 10-year, hard-fought litigation).

*Shelter Properties II Limited Partnership, National Property Investors III, US Realty Partners Limited Partnership, Shelter Properties IV Limited Partnership, Fox Strategic Housing Income Partners Investor Litigation*, Case Number: 2011CV5225 (Dist. Ct. CO) (Settlement of breach of fiduciary duty claims that substantially increased – on average, across the five partnerships, an increase in excess of 100% of – the Merger Consideration paid to the investors.)





## TIMOTHY N. MATHEWS

Timothy Mathews is a partner in the Firm's Haverford office. He has been described as "among the most capable and experienced lawyers in the country" in consumer class action litigation. *Chambers v. Whirlpool*, 214 F. Supp 3d 877 (C.D. Cal. 2016). He is also an experienced appellate attorney in the United States Courts of Appeals for the Third, Fourth, Ninth, and Eleventh Circuits, as well as the Supreme Court of California.

### **Practice Areas:**

- Antitrust
- Corporate Mismanagement
- Consumer Fraud & Deceptive Products
- Securities Fraud

### **Education:**

- Rutgers School of Law-Camden, J.D., 2003 - *with High Honors*
- Rutgers University-Camden, B.A., 2000 - *with Highest Honors*

### **Admissions:**

- Supreme Court of Pennsylvania
- New Jersey Supreme Court
- Eastern District of Pennsylvania
- District of New Jersey
- First Circuit Court of Appeals
- Third Circuit Court of Appeals
- Fourth Circuit Court of Appeals
- Ninth Circuit Court of Appeals
- Eleventh Circuit Court of Appeals

### **Memberships & Associations:**

- National Association of Shareholder and Consumer Attorneys (NASCAT) Amicus Committee Member
- Rutgers Journal of Law & Religion – Lead Marketing Editor (2002-2003)

### **Honors:**

- Lawdragon 500 Leading Plaintiff Lawyer, 2019-2021
- Super Lawyers, 2019-2023
- Pennsylvania Super Lawyers Rising Star 2008, 2010, 2013-2014
- Rutgers Law Legal Writing Award 2003

### **Representative Cases:**

*SEPTA v. Orrstown Financial Services, Inc., et al.* (M.D. Pa) – \$15 million settlement in a securities fraud action after successfully briefing and arguing a landmark appeal in the United States Court of Appeals for the Third Circuit (*SEPTA v. Orrstown Fin. Servs.*, 12 F.4th 337, 342 (3d Cir. 2021)).

*Suarez v. Nissan North America* (M.D. Tenn.) – over \$50 million settlement providing reimbursements, free repairs, and extended warranty for Nissan Altima headlamps.

*Rodman v. Safeway, Inc.* (N.D. Cal.) – \$42 million judgment against Safeway, Inc., representing 100% of damages plus interest for grocery delivery overcharges.

*Ardon v. City of Los Angeles* (Superior Court, County of Los Angeles) – \$92.5 million tax refund settlement with the City of Los Angeles after winning landmark decision in the Supreme Court of California securing the rights of taxpayers to file class-wide tax refund claims under the CA Government Code.

*McWilliams v. City of Long Beach* (Superior Court, County of Los Angeles) – \$16.6 million telephone tax refund settlement.

*Granados v. County of Los Angeles* – \$16.9 million telephone tax refund settlement.

*In re 24 Hour Fitness Prepaid Memberships Litig.* (N.D. Cal.) – Full-relief settlement providing over \$8 million in refunds and an estimated minimum of \$16 million in future rate reductions, for class of consumers who purchased prepaid gym memberships.

*Chambers v. Whirlpool Corp.* (C.D. Cal.) – Settlement providing 100% of repair costs and other benefits for up to 24 million dishwashers that have an alleged propensity to catch fire due to a control board defect.

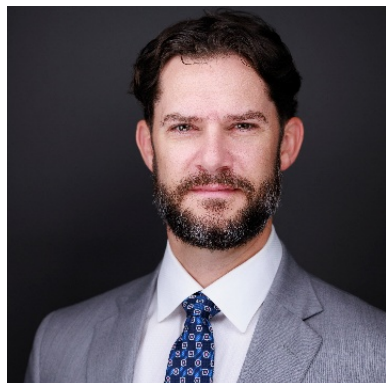
*Livingston v. Trane U.S. Inc.* (D.N.J.) – multimillion-dollar settlement providing repair reimbursements, extended warranty coverage, and free service for owners of defective air conditioners.

*In re Apple iPhone Warranty Litig.* (N.D. Cal.) – \$53 million settlement in case alleging improper iPhone warranty denials; class members received on average 118% of their damages.

*In re Colonial Bancgroup, Inc.* – Settlements totaling \$18.4 million for shareholders in securities lawsuit involving one of the largest U.S. bank failures of all time.

*International Fibercom* (D. Ariz.) – Represented plaintiff in insurance coverage actions against D&O carriers arising out of securities fraud claims; achieved a near-full recovery for the plaintiff.

*In re Mutual Funds Investment Litigation*, MDL 1586 (D. Md.) – Lead Fund Derivative Counsel in the multidistrict litigation arising out of the market timing and late trading scandal of 2003, which involved seventeen mutual fund families and hundreds of parties, and resulted in over \$250 million in settlements.



## SCOTT M. TUCKER

Scott Tucker is a partner in the Firm's Wilmington office. Mr. Tucker is a member of the Firm's Mergers & Acquisitions and Corporate Mismanagement and Shareholder Derivative Action practice areas. Since joining the Firm, Mr. Tucker has participated in the prosecution of many successful actions led by the Firm.

Mr. Tucker is a Member of the Richard S. Rodney Inn of Court. While attending law school, Mr. Tucker was a member of the Securities Arbitration Clinic and received a Corporate Counsel Certificate from the Center for Law and Business Enterprise.

### **Practice Areas:**

Corporate Mismanagement & Shareholder Derivative Action  
Mergers & Acquisitions

### **Education:**

SUNY Cortland, B.S., 2002, *cum laude*  
Syracuse University College of Law, 2006, J.D., *cum laude*  
Whitman School of Management at Syracuse University, 2006, M.B.A

### **Admissions:**

Supreme Court of Delaware  
Supreme Court of Connecticut  
District of Colorado  
District of Delaware  
Third Circuit Court of Appeals

### **Honors:**

Named a 2016, 2017, 2018, and 2019 Delaware "Rising Star"  
Hubbell-Distinguished rated  
Secretary of the Board of Bar Examiners of the Supreme Court of the State of Delaware, 2015–2017  
Asst. Secretary of the Board of Bar Examiners of the Supreme Court of the State of Delaware, 2013-2015  
Associate Member of the Board of Bar Examiners of the Supreme Court of the State of Delaware, 2010-2013  
Member, Richard S. Rodney Inn of Court

### **Representative Cases:**

*Marchand v. Barnhill* C.A. No. 0586-NAC, a derivative action in the Delaware Court of Chancery against senior officers and directors of Blue Bell Creameries USA Inc., seeking to recover the significant economic damages sustained by the Company and its stockholders resulting from the Listeria contamination of the Company's production facilities in 2015.

*Melchior, et al. v. Vagnozzi, et al.*, No. 20-cv-05562 (E.D. Pa). Mr. Tucker served as Co-Lead Class Counsel in this legal malpractice action against the law firm Eckert Seamans Cherin & Mellott, LLC and one of its former partners, John Pauciulo, in connection their work with respect to the creation of various investment funds formed for the express purpose of investing in Complete Business Solutions Group Inc. d/b/a Par Funding, which was a notorious Ponzi scheme backed by organized crime figures. Working hand-in-hand with the Receiver appointed by the Securities and Exchange Commission, Mr. Tucker and his team successfully negotiated a \$38 million settlement from the law firm, which represented the full balance of its applicable insurance policies.

*Piteira et al. v. Cody Kerns, et al.* C.A. No. 0390-MTZ. Class action brought on behalf of limited partners of CDK Fund I, LP in the Delaware Court of Chancery, asserting that a purported hedge fund formed by Defendant Cody Kerns solicited limited partner investments and operated the fund based on false representations and secret self-dealing, resulting in massive losses to the limited partners and unjust personal gains to Cody Kerns and his co-conspirators.

*Maggi v. International Travel Network, LLC*, C.A. No. 1:24-cv-00009-CFC. Class action brought in the United States District Court for the District of Delaware asserting claims on behalf of purchasers of trip protection coverage from the International Travel Network dba ASAP Tickets who purchased trip coverage and were refused reimbursement for a covered cancellation.

*Dettmering et al v. VBit Technologies Corp. et al*, C.A. No.1:22-cv-01482. Class action lawsuit filed in the United States District Court for the District of Delaware on behalf of investors who were misled into investing in a Bitcoin mining operation that turned out to be a Ponzi scheme.

*Onusz v. West Realm Shires Inc., et al.*, No. 22-50513-JTD (Bankr. D. Del.). This FTX Adversary Class Action was brought on behalf of all FTX Customers that have been unable to withdraw, access or use their funds and digital assets held at FTX. The case stems from the actions (or inactions) of a closely-knit group of young executives who ran FTX, once the second largest “cryptocurrency” exchange in the world, and who failed to implement the necessary safeguards to protect customer assets.

*In re HomeAdvisor, Inc. Litigation*, Case No: 1:16-cv-01849-PAB-KLM (D. Colo.). Representing home service professionals who allege unfair and fraudulent business practices by Defendants in violation of common law and various states’ consumer protection and unfair competition laws.

*In re FAST Acquisition Corp. S’holders Litig.*, C.A. No. 2022-0702-PAF (Del. Ch.). Action challenging the winding down of FAST (a special purpose acquisition company (“SPAC”)) and managements’ decision to retain for itself a termination fee received from a previously terminated business combination. The action settled for \$12.5 million in cash.

*In re Madison Square Garden Entertainment Corp. Stockholders Litigation*, Consol. C.A. No. 2021-0468-LWW (Del. Ch.). Action challenging a related party transaction between MSG Networks Inc. and Madison Square Garden Entertainment Corp., which settled for \$48.5 million in cash.

*In re Sanchez Derivative Litigation*, C.A. No. 9132-VCG (Del. Ch.). Action challenging a related party transaction between Sanchez Energy Inc. and Sanchez Resources, LLC a privately held company, which settled for roughly \$30 million in cash and assets.

*City of Roseville Employees’ Retirement System, et al. v. Ellison, et al.*, C.A. No. 6900-VCP (Del. Ch.) (action challenging the acquisition by Oracle Corporation of Pillar Data Systems, Inc., a company majority-owned and controlled by Larry Ellison, the Chief Executive Officer and controlling shareholder of Oracle, which led to a

settlement valued at \$440 million, one of the larger derivative settlements in the history of the Court of Chancery.

*In re Genentech, Inc. Shareholder Litigation*, C.A. No. 3911-VCS (Del. Ch.). Action challenging the attempt by Genentech's controlling stockholder to take Genentech private which resulted in a \$4 billion increase in the offer.

*In re J.Crew Group, Inc., Shareholders Litigation* C.A. No. 6043-CS (Del. Ch.). Action that challenged the fairness of a going private acquisition of J.Crew by TPG and members of J.Crew's management which resulted in a settlement fund of \$16 million and structural changes to the go-shop process, including an extension of the go-shop process, elimination of the buyer's informational and matching rights and requirement that the transaction be approved by a majority of the unaffiliated shareholders.

*In re Kinder Morgan, Inc. Shareholders Litigation*, Consol. C.A. No. 06-C-801 (Kan.). Action challenging the management led buyout of Kinder Morgan Inc., which settled for \$200 million.



## BEENA M. MCDONALD

Beena Mallya McDonald is Partner in the Firm's Haverford office. She brings more than 25 years of litigation experience as a federal and state trial attorney, having first-chaired numerous civil and criminal jury trials, hundreds of bench trials, and innumerable arbitrations, motions, and depositions. She has also successfully argued before the Judicial Panel on Multidistrict Litigation for centralization of large-scale nationwide class actions.

Ms. McDonald focuses her practice on a complex litigation including consumer protection, data privacy and security, ERISA, and securities fraud cases. She manages cases that demand significant motion practice, massive eDiscovery, and numerous depositions of Fortune 500 corporate 30(b)(6) witnesses and fiduciaries, product design and development engineers, marketing heads, investment company executives, and liability and damages experts. She also serves as part of the firm's Client Business Development group, responsible for overseeing client portfolio monitoring, evaluation, and litigation, and maintaining client relationships.

Ms. McDonald is an accomplished trial attorney with a career rooted in high-stakes litigation and public service. She joined the Chimicles Firm following her tenure as a Special Assistant U.S. Attorney in the Southern District of California prosecuting federal corruption and drug cases. She built her litigation foundation at the Defender Association of Philadelphia and as in-house counsel for Allstate Insurance Company where, for almost a decade, she regularly tried civil and criminal jury trials, bench trials and arbitrations. For multiple years, she also sat as an arbitrator in the Court of Common Pleas of Philadelphia County's compulsory arbitration program. Her extensive trial experience is also bolstered by her business management experience working for a Fortune 200 company, allowing her to bring this business acumen to her current practice representing defrauded consumers and investors.

A leader within the American Bar Association ("ABA") Litigation Section, Ms. McDonald was recently selected to serve on its governing Council, as a Co-Chair for the 2026 Annual Conference, on the Host Committee for the Women in Litigation Conference, and was a Diverse Leaders' Academy Appointee ('22-'24). She speaks frequently on panels and is often called upon and known for her trial skills and mentorship in trial academy programs. Specifically, as Co-Chair of the ABA's Diverse Trial Lawyer Academy she co-created and co-led a 3-day trial program in Philadelphia, PA, in conjunction with Temple University Beasley School of Law, and also serves as faculty for the Philadelphia Bar Association's Young Trial Lawyers' Academy. She also serves in leadership roles in the Sedona Conference and the Philadelphia Chapter of the South Asian Bar Association. Ms. McDonald especially strives to mentor attorneys new to the practice of law to ensure they are guided and supported through the large, complex litigations that are part of her practice.

As the daughter of Indian parents who immigrated to this country 60 years ago, Ms. McDonald is the first born in her family in the United States and the first attorney in her family. She is a proud, single Mom to twin teenage boys, and while not working, is often seen on the sidelines as a soccer, lacrosse and basketball Mom.

### **Practice Areas:**

Consumer Protection and Defective Products

Data Breach and Data Privacy  
ERISA  
Corporate Mismanagement and Shareholder Derivative Action  
Other Complex Litigation

**Education:**

Widener University Delaware Law School, J.D., 1998  
Pennsylvania State University, B.A., English, 1995

**Admissions:**

California  
Pennsylvania  
District of Columbia  
Third Circuit Court of Appeals  
Northern District of California  
Southern District of California  
Eastern District of Pennsylvania  
Western District of Pennsylvania  
Middle District of Pennsylvania  
Eastern District of Michigan  
Northern District of Illinois

**Memberships & Associations:**

The Sedona Conference, Working Group 1  
    Drafting Committee on *Commentary on Enhancing the Effectiveness of Rule 26(f)*  
    *Conferences*  
    Drafting Committee on Discovery in Multidistrict Litigation  
American Bar Association  
    Co-Chair, 2026 Section Annual Conference  
    Co-Host, 2026 Women in Litigation Conference  
    Co-Chair, Diverse Trial Lawyers Academy  
    Co-Chair, Virtual Programming Board  
    Diverse Leaders Academy 2022-2024  
    Class and Derivative Suits Committee  
American Association of Justice  
Philadelphia Bar Association, Federal Courts Committee  
South Asian Bar Association

**Speaking Engagements:**

2026 ABA Women in Litigation Conference, *Head of the Class: Women as lead Counsel*  
2025 Philadelphia Bar Association, Federal Courts Committee, *The ABCs of MDLs*  
2025 ABA Litigation Section Annual, *The Big Ask*  
2025 Rabiej Litigation Law Center, Discovery Mass Tort-MDL Summit, *Privilege Logs*  
2023 ABA Litigation Section Annual, *The Great Tuna Debate*  
2023 CLEF Annual, *What's New in Defendants' Playbook*  
2022 The Sedona Conference WG1, *Unique eDiscovery Challenges in Multidistrict Litigation*

**Representative Cases:**

*In re Phillips Recalled CPAP, Bi-Level PAP, and Mechanical Ventilator Products Liability Litigation* (MDL No. 3014) (W.D. Pa.). From the inception of this MDL, Ms. McDonald was an integral member of the prosecution team in which the Chimicles Firm is Co-Lead Counsel. She successfully argued before the Judicial Panel on Multidistrict Litigation for the centralization of more than 100 class action and personal injury cases to the Western District of Pennsylvania. She played a key role in: overseeing the entire offensive discovery document review program from its inception of the negotiation of over 70 custodians and search terms, to directing and managing a 65-person team to review over 3.5 million pages of discovery from 5 defendants and a multitude of third-party laboratories, suppliers, and former employees, and then funneling their work product to the Co-Leads and science/expert and law/briefing teams; preparing for and then assisting in more than 20 depositions of key defense witnesses and first chairing the trial deposition one of those defense witnesses; and managing the review and production of defensive discovery for 58 proposed medical monitoring class representative plaintiffs in a compressed time period including the coordination of their depositions. She also oversaw the Leadership Development Committee, specially created by the Hon. Joy Flowers Conti in this MDL, to promote and support “the education, experience and mentorship” of junior attorneys to lead future MDLs. These efforts were vital to the outstanding \$1.6 billion settlement achieved in less than three years after Judge Conti appointed Co-Lead counsel, making the *Philips MDL* one of the most successful and efficiently-run MDLs.

*Woodall v. Octapharma Plasma, Inc.*, No. 3:24-cv-424 (W.D.N.C.). Ms. McDonald is appointed to the Executive Committee in this data breach action alleging claims based on a targeted cyberattack and data breach that occurred on April 17, 2024, affecting defendant’s inadequately protected computer systems and network, resulting in the unauthorized access of plaintiffs’ personally identifiable information and personal health information. A \$2.55 million non-reversionary settlement was finally approval by the court.

*C.K. v. Ann & Robert H. Lurie Children’s Hospital of Chicago*, No. 3:24-cv-424 (N.D. Ill.) Ms. McDonald is appointed to the Executive Committee in this data breach litigation alleging the theft and sale by a cybercrime group of highly confidential children’s hospital records including, among other things, medical condition, diagnosis and treatment records, belonging to approximately 800,000 victims.

*In re: MacBook Keyboard Litig.*, No. 5:18-cv-02813-EJD (N.D. Cal.). Ms. McDonald played a significant role in prosecuting this consumer class action lawsuit in which the Chimicles firm was appointed Co-Lead Counsel. Ms. McDonald was an integral member of the team that defeated two motions to dismiss and won class certification. See 2021 U.S. Dist. LEXIS 65812. Ms. McDonald’s work on the case included taking and defending numerous fact and expert depositions, working closely with merits and damages experts, and supervising a team that has reviewed more than one million pages of documents in discovery, all of which was key in Apple agreeing to a \$50 million non-reversionary cash settlement.

*In re Chevy Bolt EV Battery Litigation*, No. 2:21-cv-13256-TGB-CI (E.D. Mich.). Ms. McDonald argued before the Judicial Panel on Multidistrict Litigation, that was ultimately centralized in the Eastern District of Michigan. As part of the Executive Committee team, Ms. McDonald substantially assisted in prosecuting this class action against GM and various LG entities alleging that the Chevy Bolt EV is defective, causing its electric battery to overheat, resulting in an unreasonable safety risk including fires. Ms. McDonald argued before the JPML for centralization and was a key member of the motion to dismiss briefing team and in identifying and working with plaintiffs’ experts all of which was vital to the ground-breaking \$150 million settlement.

*In re Nexus 6P Prods. Liab. Litig.*, No. 5:17-cv-02185-BLF (N.D. Cal.). Ms. McDonald was a key member of plaintiffs’ Co-Lead Counsel team in this class action against Google and Huawei related to allegations that the battery in the Nexus 6P smartphone was subject to sudden battery drain. Her efforts helped the plaintiffs’ team

overcome a motion to dismiss and ultimately achieve a \$9.75 million non-reversionary cash settlement that the Honorable Beth Labson Freeman described as “*substantial*” and an “*excellent resolution of the case.*”

*Weeks v. Google LLC*, No. 5:18-cv-00801-NC (N.D. Cal.). Ms. McDonald was an integral part of the plaintiffs’ Co-Lead Counsel team in this class action that alleged a defect in certain Pixel smartphones sold by Google. Ultimately, the consumers represented by Ms. McDonald and her colleagues largely defeated a motion to dismiss and achieved a \$7.25 million non-reversionary cash settlement, which the Honorable Nathanael M. Cousins described as being an “*excellent resolution of the case*”.

*Gordon v. Chipotle Mexican Grill, Inc.*, No. 1:17-cv-01415- CMA (D. Colo.). Ms. McDonald was key to plaintiffs’ Co-Lead team in this class action relating to a data breach suffered by Chipotle that allegedly exposed consumers’ payment card data to hackers, in which a \$1.6 million settlement was reached.

*Christofferson v. Creation Entertainment, Inc.*, No. 19STCV11000 (Sup. Ct. CA). In a consumer data breach class action where the Chimicles Firm was appointed as Co-Lead class counsel, Ms. McDonald represented the firm at a mediation before the Honorable Peter D. Lichtman (Ret.) of JAMS, and later presented plaintiffs’ motion for preliminary approval of a settlement which created a \$950,000 non-reversionary cash fund.

*Turner v. Sony Interactive Entertainment LLC*, No. 4:21-cv-02454-DMR (N.D. Cal.). Ms. McDonald was part of the Co-Lead team in this class action lawsuit alleging that Sony’s PlayStation 5 DualSense Controller suffers from a “drift defect” that results in character or gameplay moving on the screen without user command or manual operation of the controller thereby compromising its core functionality).

*Cunningham v. USI Ins. Services LLC*, No. 7:21-cv-01819-NSR (S.D.N.Y.). Ms. McDonald is a member of the Co-Lead team in this ERISA class action lawsuit alleging breach of fiduciary duties in managing the USI 401(k) Plan – a \$848 million plan with over 9,800 participants – by paying unreasonable and excessive retirement plan services fees.

*Davis v. Washington University*, No. 4:17-cv-01641-RLW (E.D. Missouri). Ms. McDonald was an integral member of the Co-Lead team in this ERISA class action lawsuit alleging breach of fiduciary duties in managing the Washington University in St. Louis Retirement Plan – one of the largest university retirement plans in the country with \$5.8 billion in assets and more than 27,000 participants – causing it to incur unreasonable and excessive recordkeeping fees. The case settled in 2022 for \$7.5 million and significant prospective relief.

*Mator v. Wesco Distribution, Inc.*, No. 2:21-cv-00403-MJH (W.D. Pa.). Ms. McDonald was a member of the Co-Lead team in this ERISA class action lawsuit alleging breach of fiduciary duties by imprudently allowing the Wesco Distribution, Inc. Retirement Savings Plan to pay unreasonable recordkeeping and administrative expenses and retain higher-cost share classes of funds when lower-cost funds were available. The case settled in 2025 for \$2.25 million and significant prospective relief.

*Spitzley v. Mercedes-Benz U.S. Int’l, Inc.*, 7:21-cv-00074-RDP (N.D. Ala.). Ms. McDonald was a member of the Co-Lead team in this ERISA class action lawsuit alleging breach of fiduciary duties in managing the Mercedes-Benz International Retirement and Savings Plan – a \$934 million plan with more than 4,400 participants – causing it to incur unreasonable and excessive fees for retirement plan services.

*Hummel v. East Penn Mfg. Co., Inc.*, No. 5:21-cv-01652 (E.D. Pa.). Ms. McDonald was a member of the Co-Lead team in this ERISA class action lawsuit alleging breach of fiduciary duties in managing the East Penn Manufacturing Co., Inc. Profit Sharing & 401(k) Savings Plan – with \$279 million in assets and over 10,000

participants – by imprudently failing to monitor recordkeeping fees and determine the reasonableness of those fees.



## ZACHARY P. BEATTY

Zachary Beatty is a partner in the Firm’s Haverford office. He focuses his practice on complex litigation including securities fraud, shareholder derivative suits, and consumer protection class actions.

Mr. Beatty received his law degree from Michigan State University College of Law in 2017. While in law school, he served as a managing editor for the Michigan State Law Review. His law school career was marked by several academic honors including earning Jurisprudence Awards for receiving the highest grades in his Corporate Finance, Business Enterprises, Constitutional Law II, and Advocacy classes.

Mr. Beatty clerked for a small central Pennsylvania law firm and clerked for the Honorable Carol K. McGinley in the Lehigh County Court of Common Pleas. He also clerked for the Firm’s Haverford office. He graduated from York College of Pennsylvania where he majored in history.

### **Practice Areas:**

- Defective Products and Consumer Protection
- Corporate Mismanagement & Shareholder Derivative Action
- Other Complex Litigation
- Securities Fraud

### **Education:**

- Michigan State University College of Law, J.D., 2017 summa cum laude
- Michigan State Law Review – managing editor (2016-2017), staff editor (2015-2016)
- York College of Pennsylvania, B.A. *magna cum laude*, 2013

### **Admissions:**

- Supreme Court of Pennsylvania
- Eastern District of Pennsylvania
- United States Court of Appeals for the Ninth Circuit

### **Honors:**

- 2019-2024 Rising Star, Pennsylvania Super Lawyers

### **Representative Cases:**

*Oddo v. Arcoaire Air Conditioning & Heating*, No. 8:15-cv-01985-CAS-E (C.D. Cal.). Consumer class action against Carrier Corporation arising out of the sale of air conditioners that contained an unapproved rust inhibitor in the compressor, which causes widespread failures of thermostatic expansion valves. The plaintiffs allege that the unapproved rust inhibitor was present in virtually all Carrier-manufactured air conditioners from December 2013 through August 2014.

*Livingston v. Trane U.S. Inc.*, No. 2:17-cv-06480-ES-MAH (D.N.J.). Consumer class action against Trane U.S. Inc. arising out of the sale of air conditioners that contained an unapproved rust inhibitor in the compressor, which causes widespread failures of thermostatic expansion valves).

*In re MyFord Touch Consumer Litig.*, No. C-13-3072 EMC (N.D. Cal.). Consumer class action against Ford alleging flaws, bugs, and failures in certain Ford automobile infotainment systems. CSK&DS is co-lead counsel in this certified class action.

*Weeks v. Google LLC*, No. 5:18-cv-00801-NC (N.D. Cal.). Consumer class action against Google relating to Pixel smartphones alleging that Google sold these phones with a known defect.

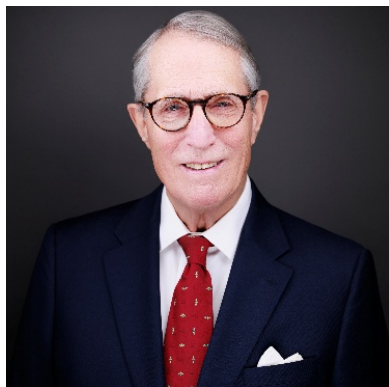
*In re Nexus 6P Prods. Liab. Litig.*, No. 5:17-cv-02185-BLF (N.D. Cal.). Class action lawsuit alleging that smartphones manufactured by Google and Huawei contain defects that cause the phones to “bootloop” and experience sudden battery drain; CSK&DS has been appointed interim co-lead class counsel.

*Gordon v. Chipotle Mexican Grill, Inc.*, No. 1:17-cv-01415- CMA (D. Colo.). Class action relating to a data breach suffered by Chipotle that allegedly exposed consumers’ payment card data to hackers, in which case CSK&DS has been appointed interim co-lead counsel.

*Chambers v. Whirlpool Corp.*, No. 11-1773-0FMO (C.D. Cal.). A national class action involving alleged defects resulting in fires in Whirlpool, Kenmore, and KitchenAid dishwashers. The district court approved a settlement which he negotiated that provides wide-ranging relief to owners of approximately 24 million implicated dishwashers, including a full recovery of out-of-pocket damages for costs to repair or replace dishwashers that suffered Overheating Events.

## Our Attorneys – Of Counsel

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### ANTHONY ALLEN GEYELIN

Anthony Geyelin is Of Counsel in the Firm’s Haverford office where, since 2001, he has used his extensive private and public sector corporate and regulatory experience to assist the firm in the effective representation of its many clients. Tony has previously worked as an associate in the business department of a major Philadelphia law firm; served as Chief Counsel and then Acting Insurance Commissioner with the Pennsylvania Insurance Department in Harrisburg; and represented publicly traded insurance companies based in Pennsylvania and Georgia as their senior vice president, general counsel and corporate secretary.

Tony has represented the firm’s clients in multiple significant litigations, including the DynCorp False Claim Act, Home Advisor, Orrstown, Anadarko (Chesapeake Energy), Ford Sync, Whirlpool Fire, Clear Channel, Carrier Air Conditioner, Cipro Antitrust, Phoenix Leasing and Reliance Insurance Company Insolvency Matters.

Outside of the office Tony’s pro bono, professional and charitable activities have included volunteering as a Federal Public Defender; serving as a member and officer of White-Williams Scholars, the Schuylkill Canal Association, and the First Monday Business Club of Philadelphia organizations; and as a member of the National Association of Insurance Commissioners and the Radnor Township (PA) Planning Commission.

***Practice Areas:***

- Antitrust
- Automotive Defects and False Advertising
- Consumer Fraud and Defective Products
- Other Complex Litigation

***Education:***

- Villanova University School of Law, J.D. - *cum laude*
- Villanova Law Review*, Associate Editor
- Villanova Moot Court Board*
- Obert Corporation Law Prize
- University of Virginia, B.A., English literature

***Admissions:***

- Supreme Court of Pennsylvania
- Eastern District of Pennsylvania
- Federal Circuit



## ALISON GABE GUSHUE

Alison Gushue is Of-Counsel in the Firm's Haverford Office. Her practice is devoted to litigation, with an emphasis on consumer fraud, securities, and derivative cases. Ms. Gushue also provides assistance to the Firm's Institutional Client Services Group.

Prior to joining the firm, Ms. Gushue was counsel to the Pennsylvania Securities Commission in the Division of Corporation Finance. In this capacity, she was responsible for reviewing securities registration filings for compliance with state securities laws and for working with issuers and issuers' counsel to bring noncompliant filings into compliance.

Ms. Gushue has also provided pro bono legal services to nonprofit organizations in Philadelphia such as the Philadelphia Bankruptcy Assistance Project, the Public Interest Law Center of Philadelphia, and the Community Legal Services of Philadelphia.

### ***Practice Areas:***

- Automotive Defects and False Advertising
- Consumer Fraud and Defective Products
- Other Complex Litigation
- Securities Fraud

### ***Education:***

- Villanova University School of Law, J.D., 2006
  - Villanova Environmental Law Journal – managing editor of student works (2006), staff writer (2005)
- University of California, Los Angeles, B.A., 2003 – *cum laude*

### ***Admissions:***

- Supreme Court of Pennsylvania
- New Jersey Supreme Court
- Eastern District of Pennsylvania
- District of New Jersey
- District of Colorado

### ***Memberships & Associations:***

- Philadelphia Bar Association

### ***Honors:***

- Pennsylvania Super Lawyers 2019-present
- Pennsylvania Super Lawyers Rising Star 2013-2016



## GARRETT W. WOTKYNs

Garrett Wotkyns is Of-Counsel at the Firm's Scottsdale, AZ office. He has litigated complex class actions, opt-out cases for corporate plaintiffs and commercial arbitrations across a variety of contexts.

### **Practice Areas:**

ERISA  
Consumer Fraud and Defective Products  
Other Complex Litigation

### **Education:**

University of Chicago Law School, Chicago, IL; J.D., June 1999  
Staff member, University of Chicago Law Review; "Streetlaw" volunteer teacher  
Rice University, Houston TX, B.A., *magna cum laude*, in History and English, May 1996  
President's Honor Roll; Phi Beta Kappa

### **Admissions:**

Supreme Court of Arizona  
Supreme Court of Texas

### **Speaking Engagements:**

Cambridge Institute, 10th Annual Antitrust Litigation Forum, 2019  
American Conference Institute, 16th National Forum on ERISA Litigation, 2018  
American Conference Institute, 15th National Forum on ERISA Litigation, 2017  
Cambridge Institute, 8th Annual Antitrust Litigation Forum, 2017  
Bridgeport CLE, Consumer Class Action Litigation Conference, 2017  
State Bar of Arizona, Annual Convention, 2017  
Bridgeport CLE, Consumer Class Action Litigation Conference, 2016  
Practicing Law Institute, 17th Annual Consumer Financial Services Institute, 2012  
Practicing Law Institute, 16th Annual Consumer Financial Services Institute, 2011

### **Publications:**

"Bank Lawsuits Against Securities Broker-Dealers and the 'Sophisticated Investor' Defense," *The Arizona Banker*, 2011  
"Silvas and Subprime Class Actions: Another Brick in the Federal Preemption Wall," *ABA Class Action and Derivative Suit News- letter*, 2008

## **Our Attorneys – Associates**

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### **ALEX M. KASHURBA**

Alex Kashurba is an associate in the Firm’s Haverford office. He focuses his practice on complex litigation including securities, consumer protection, and data privacy class actions.

Mr. Kashurba received his law degree from the University of Michigan Law School. While in law school, he interned for the United States Attorney’s Office for the Eastern District of Pennsylvania as well as the Office of General Counsel for the United States House of Representatives.

Prior to joining the Firm, Mr. Kashurba served as a law clerk in the United States District Court for the Western District of Pennsylvania, including for the Honorable Kim R. Gibson and the Honorable Nora Barry Fischer. Mr. Kashurba graduated from The College of William & Mary where he majored in Government.

#### ***Practice Areas:***

- Consumer Protection and Defective Products
- Data Breach and Data Privacy
- Securities Fraud
- Other Complex Litigation

#### ***Education:***

- University of Michigan Law School, J.D. cum laude, 2014
- The College of William & Mary, B.A. cum laude, 2011

#### ***Admissions:***

- Supreme Court of Pennsylvania
- New Jersey Supreme Court
- Western District of Pennsylvania
- Eastern District of Pennsylvania
- Middle District of Pennsylvania
- District of New Jersey
- Central District of Illinois
- Eastern District of Michigan
- District of Colorado

#### ***Memberships & Associations:***

- Rising Star, Pennsylvania Super Lawyers, 2021 - 2022



## JULIANA DEL PESCO

Juliana Del Pesco is an associate in the Firm's Delaware office. She focuses her practice on corporate and fiduciary duty litigation.

Ms. Del Pesco received her LL.M. degree from the University of Pennsylvania Carey Law School in 2018. While in law school, she served as an interpreter at the Transnational Legal Clinic. Ms. Del Pesco also has a JD equivalent from the Universidade Presbiteriana Mackenzie, Brazil, in 2009.

Prior to joining the firm she worked at one of Brazil's most prestigious firms, where she represented clients in complex litigation cases and cases involving contract disputes, class action lawsuits, consumer law, product liability, and environmental law. She also provided legal opinions addressing the applicability of Brazilian law to foreign clients.

### ***Practice Areas:***

- Corporate Mismanagement & Shareholder Derivative Action
- Mergers & Acquisitions
- Securities Fraud
- Other Complex Litigation

### ***Education:***

- University of Pennsylvania Carey Law School, LL.M., 2018
- Pontificia Universidade Catolica, Sao Paulo, Brazil, Specialization in Contract Law, 2011
- Universidade Presbiteriana Mackenzie, Brazil, JD equivalent, 2009

### ***Admissions:***

- Supreme Court of Pennsylvania
- Brazil, Sao Paolo



## MARISSA N. PEMBROKE

Marissa Pembroke is an associate in the Firm's Haverford Office. She focuses her practice on representing consumers in class actions for claims involving false advertising, consumer fraud, and defective products.

Ms. Pembroke received her law degree from Rutgers University School of Law – Camden. During law school, she was a mediator and helped settle disputes between landlords and tenants in Camden County. Ms. Pembroke was also an advocate for domestic abuse victims and helped victims obtain restraining orders.

She clerked for a small law firm in South Jersey where she advised municipalities on various zoning and employment matters. Ms. Pembroke also clerked for a boutique firm in Philadelphia that specializes in business litigation.

During her last year at law school, Ms. Pembroke was an editor for the Journal of Law and Religion. Her article was selected for publication in 2021. She received her undergraduate degree from Jefferson University in 2016.

As a Philadelphia native, Marissa enjoys exploring the Philadelphia area's food scene and attending sporting events. She also spends her spare time exercising and traveling..

### ***Practice Areas:***

- Consumer Protection and Consumer Fraud
- Data Breach and Data Privacy
- Other Complex Litigation

### ***Education:***

- Rutgers Law School, J.D., 2021
- Thomas Jefferson University, 2016

### ***Admissions:***

- Supreme Court of Pennsylvania
- Eastern District of Pennsylvania
- Middle District of Pennsylvania

### ***Honors:***

- 2025 Rising Star, Pennsylvania Super Lawyers



## HOLLY E. JONES

Holly E. Jones is an associate attorney in the Firm's Haverford Office. She focuses her practice on consumer class actions.

Holly received her law degree from the University of Pennsylvania Carey Law School. During law school, she served as a Senior Editor on the Penn Law Review and represented clients facing discrimination through the Advocacy for Racial and Civil Justice Clinic.

She also worked as a Research Assistant to Professor Jasmine E. Harris and completed internships at the U.S. Equal Employment Opportunity Commission, the Pennsylvania Human Relations Commission, Episcopal Legal Aid, and Community Legal Services. Holly earned her undergraduate degree from Syracuse University.

Prior to joining the Firm, Holly completed a one-year Litigation Fellowship at the AARP Foundation, where she litigated consumer protection, employment discrimination, and disability discrimination class actions on behalf of older adults.

***Practice Areas:***

- Consumer Fraud & Defective Products
- Data Breach
- Other Complex Litigation

***Education:***

- University of Pennsylvania Carey Law School, J.D. cum laude, 2024
- Syracuse University, B.S. summa cum laude, 2020

***Admissions:***

- Supreme Court of Pennsylvania
- District of Columbia



## DYLAN ALTLAND

Dylan is an associate attorney in the firm’s Haverford Office. His practice focuses on representing consumers and small businesses in class actions involving consumer fraud, antitrust, and emerging issues at the forefront of modern marketplace and technology-driven misconduct.

Dylan received his law degree from Rutgers Law School–Camden, graduating *cum laude*. He was awarded the M. Donald Kepner Award, presented to the graduating student who excels in the study of federal jurisdiction.

During law school, Dylan competed in the Hunter Moot Court Appellate Advocacy program and later served as a teaching assistant on the Hunter Moot Court Board. He also served as a judicial extern for the Honorable Cynthia M. Rufe of the U.S. District Court for the Eastern District of Pennsylvania. In addition, he was a research assistant to Distinguished Professor Allan R. Stein, where he assisted in updating the Wright & Miller *Federal Practice and Procedure* treatise, one of the leading and most frequently cited authorities in federal practice.

Dylan earned his undergraduate degree from Rutgers University–New Brunswick, where he majored in Supply Chain Management and Business Analytics & Information Technology at the Rutgers Business School. While at Rutgers, he was a member of the Division I Varsity Track & Field team, competing as a decathlete during the university’s inaugural years in the Big Ten Conference.

Originally from South Jersey, Dylan enjoys rock climbing and attending Philadelphia sporting events.

### **Practice Areas:**

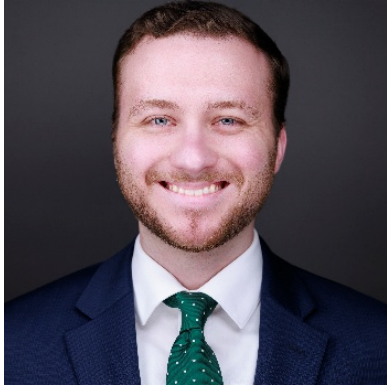
- Consumer Fraud & Defective Products
- Other Complex Litigation

### **Education:**

- Rutgers Law School–Camden, J.D., cum laude, 2025
  - M. Donald Kepner Award (2025)
  - Hunter Moot Court (2024)
- Rutgers University–New Brunswick, B.S., 2019
  - Division I Varsity Track & Field (Decathlon) (2014-2018)
  - The National Society of Collegiate Scholars (2016)

### **Admissions:**

- Supreme Court of Pennsylvania



## CONNOR J. FOLEY

Connor J. Foley is an associate attorney in the Firm's Delaware office. He focuses his practice on corporate and fiduciary duty litigation.

Connor received his law degree from Widener University Delaware Law School. While in law school, Connor served as an articles editor for the Delaware Journal of Corporate Law. During law school, he interned for the Honorable Sean P. Lugg and the Honorable Vivian L. Medinilla on the Delaware Superior Court. Connor graduated from the University of Pittsburgh, where he majored in Finance.

***Practice Areas:***

- Corporate Mismanagement
- Shareholder Derivative Actions
- Mergers & Acquisitions

***Education:***

- Widener University Delaware Law School, J.D. cum laude, 2025
- University of Pittsburgh, B.A. cum laude, 2021

***Admissions:***

- Supreme Court of Delaware

# Exhibit B

# Firm Resume 2026



**MILLERSHAH**  
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CALIFORNIA • CONNECTICUT • FLORIDA • NEW JERSEY • NEW YORK • PENNSYLVANIA • MILAN, ITALY

TEL: (866) 540-5505 | FAX: (866) 300-7367 | WWW.MILLERSHAH.COM

# Business Overview

## Serving Clients Worldwide

Miller Shah LLP ("Miller Shah" or the "Firm") is a results driven law firm that is focused on delivering the highest level of service possible to our clients throughout the globe. Miller Shah believes that approaching the representation of our clients with considered judgment and candor, as well as the highest degree of courtesy, professionalism and zeal possible, provides the best opportunity for our clients to achieve and exceed their goals in any given matter.

Miller Shah is a full-service firm that is able to meet its clients' needs in virtually any matter. The firm maintains a number of offices in the United States that are strategically located to serve our clients. In addition, through a highly respected, global network of independent law, fiduciary trust and accounting firms, as well as affiliate offices, Miller Shah is able to effectively meet the needs of its clients throughout the world. Miller Shah retains the culture of a boutique law firm with attorneys and staff working in an interdisciplinary, team-based manner across and between different offices.



## Focused on Results

As part of its mission, the Firm ensures that every client receives the best judgment and a clear recommendation in every matter. While the array of alternatives available to clients is always discussed and fully described, the Firm recognizes the importance of advocates being plain spoken, willing to challenge convention, and strategic in their thinking. For this reason, Miller Shah provides specific recommendations to each client in clear and straightforward terms, without mincing words, regarding the Firm's judgment as to the best way to achieve the goal at hand.

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# Our People & Culture

## Motivated by Challenging Issues

The attorneys, other professionals, and staff of Miller Shah are a diverse and accomplished group of individuals who value the professional rewards and benefits of working in a collegial, team-oriented environment. Attorneys and other professionals at Miller Shah have earned degrees from a wide range of highly respected colleges and law schools, including the University of California at Berkeley, Claremont McKenna College, University of Chicago, Columbia University, Cornell University, Duke University, Emory University, Fordham University, George Washington University, Harvard University, Hastings College of Law, the University of Maryland, New York University, the University of Oregon, University of Oxford, University of Pennsylvania, Pennsylvania State University, Temple University, Trinity College, University of Pittsburgh, University of Rochester, Villanova University, and Yale University.

Many graduated with distinction and served as members and editors of their respective schools' law reviews, moot courts, or honor fraternities. A significant number have completed federal or state judicial clerkships, and others hold graduate degrees in law, tax, or related disciplines.

The professional staff is also highly experienced and accomplished. Miller Shah emphasizes that the competence and commitment of non-attorney staff are critical to achieving the excellent client service the Firm consistently delivers. The workplace is intentionally collegial, avoiding unnecessary hierarchy in favor of a collaborative environment that fosters creativity and a shared commitment to excellence.

Composed almost entirely of alumni from large firms, Miller Shah team members bring a keen understanding of the advantages of a boutique practice where the contributions of all attorneys and staff are considered and valued. Clients frequently recognize these benefits and regularly comment on the Firm's responsiveness and efficiency, noting the unselfish dedication of attorneys and staff to achieving excellent results. This collaborative spirit not only enhances outcomes for clients but also creates a workplace where the potential of every team member is maximized.

Miller Shah approaches every case, transaction, trial, or client challenge by first obtaining a thorough understanding of the issues and then applying strategic thinking and diligent effort to meet and exceed clients' established goals. Attorneys and staff are motivated by the opportunity to confront challenging matters and consider it a privilege to work cooperatively with clients to achieve their objectives and navigate the complex disputes and transactions they face.

## Socially Committed and Responsible

Although superior client service is the Firm's overriding aim, Miller Shah is also committed to practicing in a socially responsible manner, while making meaningful contributions to support communities, the social justice system and the world at large. The attorneys of Miller Shah have recovered over \$2 billion for clients in litigation and similar matters, and have been responsible for charitable donations of more than \$100 million in the form of *cy pres* and other donations and gifts to assist those in need, as well as supporting the arts, education and other philanthropic causes.

The Firm and its attorneys are also actively involved in *pro bono* cases, having successfully assisted clients in a variety of diverse matters, including civil matters for indigent clients, death penalty appeals, immigration asylum matters and court-appointed prisoner rights cases. In addition, Miller Shah regularly provides *pro bono* services in its local communities focused on access to justice – meaning representing individuals, non-profits and businesses that otherwise would not have the means or ability to enforce or defend their legal rights in a country that, unfortunately but regularly, ranks at the bottom of existing countries in terms of access to civil justice. The Firm believes that as a matter of professional responsibility all of its attorneys should regularly be taking on *pro bono* matters in light of this reality.

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# Areas of Expertise

Miller Shah provides comprehensive legal services across a broad range of practice areas. By combining deep subject matter knowledge with an interdisciplinary approach, the Firm ensures that the best attorneys are assigned to meet each client's needs. Core areas of expertise include:

## 1. Labor, Employment and Benefits

Representation in matters involving discrimination, harassment, worker misclassification, wrongful termination, and wage and hour violations, as well as employee benefits and ERISA litigation, including retirement plan, health, and disability insurance disputes.

## 2. Whistleblower and False Claims Representation

Advocacy for whistleblowers under the False Claims Act, SEC, CFTC, IRS, and other programs. Experience pursuing fraud cases across industries, including healthcare, defense, education, environment, finance, procurement, and international claims.

## 3. Litigation and Dispute Resolution

Skilled representation in arbitration, mediation, and complex litigation. Practice areas include antitrust and trade regulation, class and collective actions, commercial disputes, intellectual property, insurance recovery, and consumer protection.

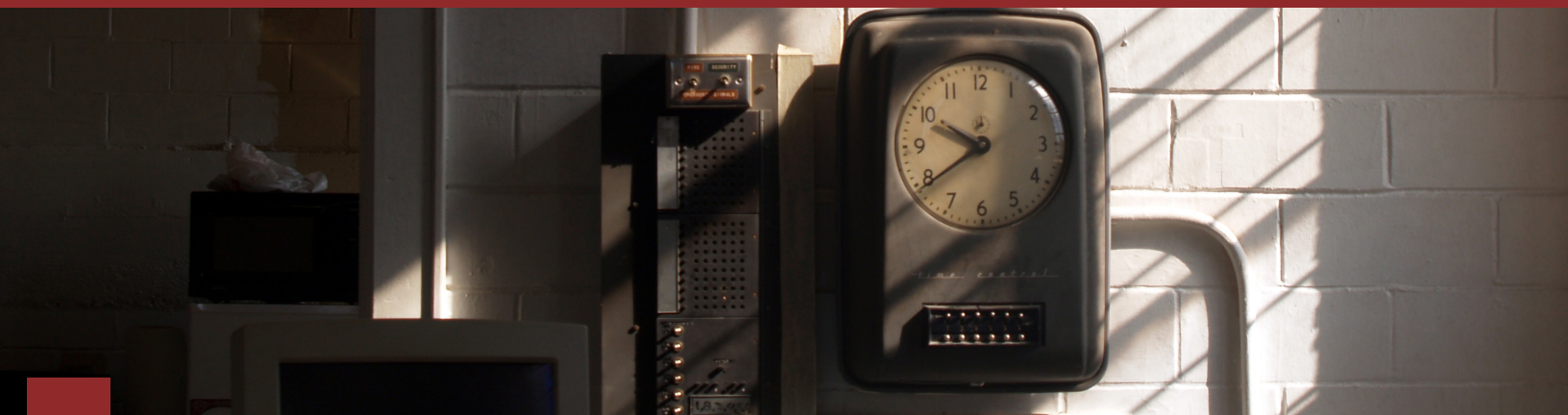
## 4. Corporate and Business Services

Legal counsel for businesses of all sizes on matters such as formation, mergers and acquisitions, private equity and venture capital transactions, international business, and private client and wealth services.

## 5. Investor Protection and Securities Litigation

Guidance for institutional investors in corporate governance and portfolio monitoring, with extensive experience in securities litigation, FINRA arbitration, shareholder derivative actions, investment disputes, and opt-out litigation.

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# 1 Labor and Employment

Miller Shah has a significant and eclectic practice in the field of labor and employment matters. The Firm has represented individuals, companies, governmental entities and other employers, as well as labor organizations, in a wide range of employment and labor litigation, as well as other matters. Miller Shah attorneys have extensive experience counseling and representing their clients in litigation, as well as other disputes and challenges, regarding ERISA and employment benefits, federal and state wage and hour laws, questions regarding H1N1 (swine) flu workforce resources, immigration, international employment, labor-management relations, noncompetition agreements and trade secrets, occupational safety and health, equal employment and affirmative action matters, workplace safety, changes, reductions-in-force and training.

The Firm's attorneys have negotiated collective bargaining agreements, appeared before the National Labor Relations Board, the Equal Employment Opportunity Commission and other fair employment practice agencies, as well as before various mediation and arbitration panels that specialize in employment and labor issues. Miller Shah has vast experience working on a diverse array of employment and labor cases, including cases involving age, defamation, gender, gender dysphoria, race and sexual orientation discrimination, ERISA and benefits matters, breach of contract claims, and wage/hour claims.

Miller Shah and its attorneys also have served as lead counsel in a number of wage and hour class actions, as well as discrimination and other employment class actions. In those cases in which the Firm has represented plaintiffs, it has recovered millions of dollars for its clients. Finally, the Firm serves as national labor counsel for several select employers and also is pleased to count a number of local and international labor organizations among its clients.

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# Employment Law

Miller Shah represents employees and workers in a wide range of employment law matters. Our attorneys are committed to protecting the rights of individuals who have been subjected to discrimination, harassment, wage and hour violations, or wrongful termination. We provide experienced counsel in both individual claims and class actions, helping workers hold employers accountable for unlawful practices.

## Discrimination

Employees are protected by law from discrimination in hiring, pay, promotion, and termination. Miller Shah handles claims involving age, disability, gender, sexual orientation, breastfeeding, and other protected categories.

### Age Discrimination

Older workers often face unfair treatment in promotions, layoffs, and terminations. We represent employees over 40 whose rights under the Age Discrimination in Employment Act (ADEA) have been violated.

### Breastfeeding Discrimination

Employees are entitled to accommodations for breastfeeding or expressing milk under federal law. Our attorneys represent workers denied proper breaks, facilities, or who face retaliation for exercising these rights.

### Disability Discrimination

Employers must provide reasonable accommodations under the Americans with Disabilities Act (ADA). Miller Shah advocates for employees denied accommodations or treated unfairly because of a disability.

### Gender Discrimination

We represent employees subjected to bias based on gender, including unequal pay, promotion barriers, pregnancy discrimination, and gender dysphoria claims.

### Sexual Orientation Discrimination

Federal and state laws protect employees from discrimination based on sexual orientation. Miller Shah stands with LGBTQ+ workers facing harassment, retaliation, or termination.

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## Worker Misclassification

Worker misclassification occurs when employees are improperly labeled as independent contractors or improperly classified as "exempt" employees. This practice allows employers to avoid paying overtime, benefits, payroll taxes, and other legal obligations, while stripping workers of important protections such as unemployment insurance, workers' compensation, and anti-discrimination safeguards.

Miller Shah represents workers who have been misclassified, from gig-economy and service employees to professionals in healthcare and telehealth. Our attorneys carefully assess the nature of the employment relationship and pursue claims to recover unpaid wages, benefits, penalties, and in some cases reclassification as employees.

Because misclassification is often widespread, these cases are frequently brought as collective or class actions. Miller Shah has extensive experience in this area, achieving meaningful recoveries for groups of workers while holding employers accountable for systemic wage violations.

## Workplace Harassment

Harassment creates a hostile work environment that violates employee rights. Our attorneys pursue claims against employers that fail to prevent or address workplace harassment.

## Wage and Hour Violations

Miller Shah represents workers denied proper pay under the Fair Labor Standards Act (FLSA) and state wage laws. This includes claims for unpaid wages, improper deductions, and denial of overtime.

**Meal Break Violations**  
**Overtime Pay Violations**

**Illegal Deductions**  
**Tip Violations**  
**Rest Break Violations**

**Minimum Wage Violations**  
**Unpaid Wage Violations**

## Wrongful Termination

Employees cannot be fired for unlawful reasons such as discrimination or retaliation. Our attorneys pursue claims to recover lost wages and secure justice for wrongfully terminated workers.

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## Employee Benefits and Fiduciary Compliance

Miller Shah handles a broad range of employee benefits and fiduciary breach litigation, most often under the Internal Revenue Code and the Employee Retirement Income Security Act of 1974 (ERISA). The firm has represented plan fiduciaries, trustees, and independent fiduciaries in disputes involving compliance, delinquent contributions to Taft-Hartley funds, and other complex benefits matters. Attorneys at Miller Shah have litigated groundbreaking ERISA cases involving revenue-sharing practices, retirement plan investments and structures, stock declines, and options in qualified retirement plans such as 401(k), 403(b), 457, and defined benefit plans. These cases are frequently litigated in federal district courts, often in coordination with the U.S. Department of Labor and Department of Justice, and have also extended to bankruptcy court and related proceedings.

### ERISA (Employee Retirement Income Security Act) Litigation

The Employee Retirement Income Security Act (ERISA) governs most workplace benefit plans and provides protections for employees and retirees. Miller Shah represents clients in ERISA litigation involving breaches of fiduciary duty, denial of benefits, excessive fees, and mismanagement of plan assets.

#### Workplace Retirement Plan Litigation

Representation includes disputes involving 401(k), 403(b), pension, and other retirement plans. Common issues include excessive fees, imprudent investment options, and fiduciary mismanagement that can put retirement savings at risk.

#### Health Insurance

Disputes over group health insurance frequently arise when benefits are wrongfully denied, coverage is rescinded, or plan administrators violate ERISA and Affordable Care Act protections.

#### Disability Discrimination

Short- and long-term disability claims are often wrongfully denied by insurers. Miller Shah litigates these disputes to secure the disability benefits guaranteed under ERISA and private insurance policies.

#### Life Insurance

Beneficiaries may face delayed or denied life insurance payouts, as well as disputes over coverage under employer-provided and individual policies. The firm provides representation to ensure families receive the benefits owed.

#### Taft-Hartley Plans

Multiemployer benefit plans, including pension and health and welfare funds, present unique legal challenges. Miller Shah assists participants, fiduciaries, and labor organizations in disputes involving compliance and fiduciary responsibilities.

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# 2 Whistleblower and False Claims Act

Miller Shah is one of the leading firms in the United States in handling whistleblower litigation. Representatives of the federal and state government, as well as other private counsel representing whistleblowers and defense counsel, regularly and increasingly recognize the Firm as “go to” law firm for the successful prosecution of such matters. Miller Shah attorneys have broad experience in handling legal issues related to false claims, whistleblower and *qui tam* cases under the federal False Claims Act and similar state laws, as well as assisting clients in internal investigations. The federal False Claims Act has proven to be an effective, powerful and, sometimes, frightening tool in fighting Medicare and Medicaid fraud, defense contractor fraud and other types of fraud perpetrated against federal and state governments.

The *qui tam* provisions, which allow whistleblowers to file False Claims Act lawsuits against companies and individuals that allegedly defraud the government with the opportunity to obtain a “bounty,” have been a key ingredient in the False Claims Act’s success, as the federal government has recovered more than \$15 billion as a result of *qui tam* lawsuits since 1986, with whistleblowers’ rewards totaling more than \$2.5 billion.

Miller Shah attorneys have represented clients in a number of the most significant cases under the False Claims Act and acted as lead counsel in those cases. In addition, the Firm has significant experience representing clients in *qui tam* cases brought under similar state laws against companies and individuals accused of defrauding state and local government agencies. The Firm is presently representing clients in a number of *qui tam* actions under the False Claims Act and state law, many of which, including several large prosecutions, are ‘under seal’ and, therefore, cannot be publicly disclosed.

Miller Shah similarly has significant experience handling *qui tam*, false claims and whistleblower cases under the Dodd-Frank Act for alleged securities fraud and related misconduct, as well as the Foreign Corrupt Practices Act, related to alleged bribery of foreign officials and others to secure business preferences overseas.

Finally, the Firm’s attorneys have represented clients performing internal investigations arising from whistleblower complaints and has developed effective, methodological tools to address such matters.

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## False Claims Act (*Qui Tam*)

Miller Shah maintains a robust national practice representing whistleblowers under the federal False Claims Act (FCA), one of the government's most effective tools for combating fraud against public funds. The FCA empowers private individuals, known as relators, to bring lawsuits on behalf of the United States against individuals and companies that submit false claims for payment. Successful actions may result in treble damages and civil penalties, as well as financial awards and legal protections for whistleblowers.

The firm has served as lead and co-counsel in numerous FCA cases, representing whistleblowers in matters involving healthcare fraud, pharmaceutical and medical device kickbacks, defense contracting overbilling, financial services misconduct, false certifications in higher education, and procurement fraud. These cases have uncovered schemes designed to divert taxpayer resources and have led to substantial recoveries for the federal government and significant awards for relators.

Miller Shah attorneys are well-versed in the unique procedures governing FCA litigation. The firm regularly guides clients through the confidential filing process, works with the Department of Justice during investigations, and litigates both intervened and non-intervened cases in federal courts across the country. In addition to pursuing recoveries, Miller Shah provides strategic advice to whistleblowers on issues such as retaliation protections, potential risks, and long-term considerations involved in filing a *qui tam* action.

Through its work under the False Claims Act, Miller Shah has built a reputation for advancing accountability and protecting taxpayer funds while achieving meaningful results for whistleblowers. The firm's experience in this area reflects both a deep understanding of complex fraud schemes and a strong commitment to supporting individuals who step forward to expose misconduct.

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# Whistleblower Programs

## SEC Whistleblower Program

The SEC program rewards individuals who report securities law violations, including insider trading and accounting fraud. Miller Shah guides whistleblowers through investigations and award claims.

## CFTC Whistleblower Program

The CFTC program incentivizes reporting of commodities and derivatives fraud. Miller Shah assists whistleblowers in submitting claims and seeking financial awards.

## IRS Tax Whistleblower Program

The IRS program allows reporting of significant tax underpayments and fraud. Miller Shah represents individuals in preparing claims and pursuing rewards for exposing tax violations.

## FIRREA Whistleblower Program

FIRREA enables whistleblowers to report fraud affecting federally insured financial institutions. Miller Shah handles claims involving mortgage fraud, lending misconduct, and bank-related violations.

## AML & FCPA Whistleblower Programs

Whistleblowers may receive rewards for exposing money laundering or corruption under AML and FCPA laws. Miller Shah advocates for individuals reporting bribery and international financial crimes.

## International Whistleblower Claims

Cross-border fraud often impacts U.S. markets. Miller Shah represents international whistleblowers in bringing claims under U.S. whistleblower programs.

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# 3 Litigation + Dispute Resolution

Miller Shah integrates arbitration, mediation, and other alternative dispute resolution (“ADR”) methods into its practice to achieve efficient, cost-effective outcomes for clients. Attorneys have experience with domestic and international arbitration, mediation, and customized ADR across industries such as antitrust, commercial transactions, construction, employment, intellectual property, and securities. In addition to representing clients, Miller Shah lawyers frequently serve as arbitrators, mediators, and settlement counsel before leading ADR bodies, including the AAA, FINRA, ICC, JAMS, and the London Court of International Arbitration.

## Dispute Resolution Methods

Because no two disputes are alike, Miller Shah attorneys evaluate the full spectrum of dispute resolution options—ranging from courtroom litigation to more collaborative alternatives—to identify the approach best suited to each client’s goals.

### Arbitration and Litigation

Direct negotiation allows parties to attempt resolution without third-party intervention. This approach can minimize costs, preserve relationships, and lead to swift settlements. Our attorneys regularly use negotiation to achieve favorable outcomes before a matter escalates further.

### Direct Negotiation

Direct negotiation allows parties to attempt resolution without third-party intervention. This approach can minimize costs, preserve relationships, and lead to swift settlements. Our attorneys regularly use negotiation to achieve favorable outcomes before a matter escalates further.

### Mediation

Direct negotiation allows parties to attempt resolution without third-party intervention. This approach can minimize costs, preserve relationships, and lead to swift settlements. Our attorneys regularly use negotiation to achieve favorable outcomes before a matter escalates further.

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# Antitrust and Trade Regulation

## Antitrust Litigation

Miller Shah attorneys have extensive experience addressing the complex legal and economic issues presented by antitrust and competition disputes. The Firm has successfully represented plaintiffs and defendants in major civil antitrust matters throughout the United States, as well as in related criminal, administrative, and regulatory proceedings. The team regularly works with the Department of Justice, the Federal Trade Commission, State Attorneys General, and, when appropriate, international regulatory bodies such as the European Union.

Miller Shah attorneys have prosecuted and defended cases involving vertical and horizontal price agreements, market allocations, refusals to deal, monopolization, covenants not to compete, price-fixing, tying arrangements, and price discrimination under the Robinson-Patman Act. Miller Shah has been appointed lead counsel in more than 75 antitrust, competition, and trade regulation cases nationwide, reflecting both the Firm's broad experience and the results achieved for clients.

## Reverse Payments

The Firm also has been actively involved in litigation concerning antitrust and unfair competition issues involving reverse payments. These matters frequently raise questions of market allocations, price agreements and other anticompetitive practices. With extensive experience in antitrust law and economics, as well as knowledge of market realities, Miller Shah attorneys have represented businesses and individual consumers in these complex cases in both state and federal courts.

## Trade Regulation

Miller Shah also has worked with and represented governmental entities, including the State of Connecticut, in unfair trade practice and related matters. The Firm has represented a number of clients, both businesses and consumers, in unfair trade practice and consumer protection cases throughout the United States in a wide variety of jurisdictions, including in scores of individual and Multi-District Litigation proceedings, in cases arising under the Consumer Legal Remedies Act, the Lanham Act, the Magnuson-Moss Warranty Act, the Racketeer Influenced and Corrupt Organizations Act and the Unfair Competition Law, as well as similar statutes and state laws in over 35 states and the District of Columbia.

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## Class Actions and Collective Actions

Miller Shah has a broad range of experience in representing clients in class action and other representative/collective litigation. The attorneys at Miller Shah have been appointed lead counsel in scores of class action and similar cases, and the courts that have appointed Miller Shah in such litigation have consistently recognized the excellent representation provided by Miller Shah in such engagements. Miller Shah attorneys have extensive experience representing the interests of their clients in antitrust, consumer protection, employment discrimination/civil rights, employee benefits, ERISA, fiduciary compliance, housing practices, insurance coverage/practices, securities fraud/breach of fiduciary duty, and wage and hour class action litigation.

Miller Shah attorneys have represented a variety of private and public plaintiffs, including institutional and other significant investors, private companies, officers and directors, other fiduciaries and labor organizations. Miller Shah has been successful in recovering hundreds of millions of dollars for our clients and, in addition, has procured tens of millions of dollars in charitable *cy pres* donations to worthy organizations as a result of the outcomes that we have achieved. Unlike certain lawyers who exclusively handle class action litigation, we know how to prosecute cases to trial and have extensive experience trying cases. In federal and state courts, as well as arbitral forums, Miller Shah attorneys have tried such cases for both plaintiffs and defendants to successful jury verdict, judgment and award.

### Automotive Defects

The Firm has represented consumers in cases involving defective vehicles and automotive components, including safety, performance, and emissions issues. These actions often involve multi-district litigation and require coordination with regulators and experts.

### Consumer Product Defects

Miller Shah attorneys have pursued claims involving defective consumer products, holding manufacturers and distributors accountable for injuries, safety hazards, and false representations in the marketplace.

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## Collective Actions

Miller Shah attorneys regularly represent employees in collective actions under the Fair Labor Standards Act (FLSA) and other statutes, challenging unlawful pay practices and securing remedies for large groups of workers.

## Data Breach

Miller Shah has litigated data breach and privacy cases arising from unauthorized access to consumer or employee information. These cases often involve statutory claims under federal and state privacy laws, as well as negligence and consumer protection theories.

## Group Litigation

The Firm represents groups of plaintiffs in coordinated litigation involving shared claims against common defendants, leveraging efficiencies in discovery, trial preparation, and settlement negotiations.

## Securities Fraud

Miller Shah has substantial experience in securities fraud litigation, representing investors in cases involving misrepresentations, omissions, market manipulation, and other violations of federal and state securities laws.

## TCPA

Miller Shah attorneys litigate Telephone Consumer Protection Act (TCPA) claims on behalf of individuals and groups subjected to unlawful telemarketing, robocalls, and text messaging campaigns, securing statutory damages and injunctive relief.

## Workplace Benefit Plan Litigation

The Firm has significant experience litigating disputes involving employee benefit plans, including claims under the Employee Retirement Income Security Act (ERISA). Miller Shah attorneys have represented plan participants, beneficiaries, and fiduciaries in a wide range of benefits and fiduciary duty matters.

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## Commercial Litigation

Miller Shah attorneys have extensive experience handling a broad range of commercial litigation matters for businesses, organizations, and individuals. The Firm represents clients in disputes involving contracts, business torts, unfair competition, intellectual property, and complex multi-party litigation. Miller Shah attorneys have appeared in federal and state courts across the country, as well as arbitration forums, and have secured significant recoveries and favorable resolutions on behalf of clients. With a practical understanding of business operations and strategy, the Firm is focused on protecting client interests while delivering efficient and effective solutions to high-stakes disputes.

### Breach of Contract

Miller Shah attorneys represent businesses and individuals in breach of contract disputes involving commercial agreements, service contracts, joint ventures, and other business arrangements. The Firm litigates these matters in federal and state courts and in arbitration.

### Commercial Disparagement

The Firm has prosecuted and defended claims of commercial disparagement and business defamation, protecting clients against false or misleading statements that harm reputation, goodwill, or competitive standing.

### Copyright / Trademark

Miller Shah attorneys handle disputes involving copyrights, trademarks, and related unfair competition claims. The Firm's work includes representing clients in cases of copyright and trademark infringement, licensing disagreements, and matters under the Lanham Act and state unfair competition laws.

Miller Shah has represented clients in industries such as publishing, media, consumer products, and technology, addressing issues like ownership, registration, use of protected works, and false designation of origin. The Firm focuses on protecting intellectual property rights while navigating the practical business considerations that often shape these disputes.

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## **False Advertising**

The Firm litigates false advertising claims under federal and state law, including matters brought under the Lanham Act and unfair competition statutes. Miller Shah has represented both plaintiffs and defendants in industries ranging from consumer products to financial services.

## **Franchisor / Franchisee**

The Firm has experience representing both franchisors and franchisees in disputes involving contractual obligations, disclosure requirements, territorial restrictions, and allegations of unfair or deceptive practices.

## **Insurance Coverage and Recovery**

Miller Shah attorneys assist policyholders in disputes with insurers involving coverage denials, bad faith claims, and recovery under a wide variety of insurance policies, including commercial general liability, directors and officers, and professional liability policies.

## **Intellectual Property**

In addition to copyright and trademark disputes, Miller Shah handles broader intellectual property litigation, including trade secret misappropriation, licensing disputes, and claims involving proprietary business information.

## **Partnership Disputes**

The Firm represents partners, shareholders, and members in disputes involving fiduciary duties, ownership rights, dissolution, valuation, and other conflicts that arise in closely held businesses and joint ventures.

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# 4 Business Counseling and Corporate Transactions

Miller Shah's Corporate & Business Services practice offers comprehensive strategic legal counsel to small and medium-sized businesses at every stage of growth, from inception to exit. The Firm represents start-ups, family-owned businesses, multinational corporations, and private equity and venture capital funds across key industries, including construction, technology, food and beverage, agribusiness, entertainment, and cannabis.

The team recognizes that legal strategy must align with financial reality—how companies are valued, how returns are generated, and how each transaction fits into broader investment and growth goals of both founders and investors. Miller Shah attorneys have extensive experience with complex corporate transactions, including domestic and cross-border mergers and acquisitions, venture capital fundraising, leveraged buyouts, and private credit transactions in the private equity space. Clients rely on the Firm not only for high-stakes transactions but also for day-to-day advisory assistance. Many businesses select Miller Shah as outside general counsel, benefiting from responsive, business-focused legal services that emphasize efficiency, risk management, compliance, and long-term success.

Successful transactions require counsel to act as strategic advisors—anticipating commercial challenges, managing founder and stakeholder dynamics, and helping clients close transformative deals with confidence and clarity. With a team that includes corporate, litigation, and employment lawyers, Miller Shah delivers the insight and judgment businesses need to navigate both complex transactions and daily legal needs.

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## Mergers & Acquisitions

Assisting buyers, sellers, and investors with structuring, negotiating, and closing M&A deals. From multimillion-dollar strategic purchases to founder exits and carve-outs, we handle:

**Deal Structuring and Planning**

**Comprehensive Legal Due Diligence**

**Executive Compensation, Short Term and Long Term Incentive Plans**

**Antitrust and Regulatory Approvals**

**Post-Closing Integration and Corporate Governance**

Our team has the expertise, acumen, and focus needed to navigate complex regulatory landscapes to get deals done as efficiently as possible.

## Private Equity

Full-cycle legal support to private equity funds, family offices, and portfolio companies, including:

**Fund Formation and Investor Documentation**

**Growth Equity Investments** *(Leverage Buyouts, Private Debt, Mezzanine, and Distressed Debt)*

**Management Agreements and Operating Covenants**

**Exit Strategy Planning** *(Strategic Sales, IPOs, Recapitalizations)*

Our team works with clients in competitive and regulated industries to structure transactions that reduce tax burdens and maximize post-close value.

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## Venture Capital

Representing early-stage companies and investors across the venture ecosystem—seed rounds, Series A through D, and exit. The Firm's services include:

**SAFE, Pre-Seed, and Seed Round Structuring**

**Series A to C and Convertible Debt Structuring**

**Cap Table Analysis and Founder Equity Planning**

**Corporate Governance, Minority Protections, and Voting Rights**

**Exit Planning** (*Strategic, Secondary Sales, IPO*)

With changing investor expectations and more complex term sheets, startups and investors alike need legal counsel that balances growth with protection. Miller Shah attorneys help founders avoid pitfalls while aligning with investors' long-term interests.

## Other Business Services

### Business Formation & Strategy

Advising on entity selection (LLC, corporation, etc.), shareholder and operating agreements, governance frameworks, and early-stage growth planning.

### International Business

Supporting foreign companies with U.S. market entry, regulatory compliance, joint ventures, and cross-border corporate structuring.

### Private Client & Business Succession Services

Estate and tax planning, succession strategies, buy-sell agreements, and intergenerational transfers for business owners and high-net-worth individuals. These services help clients stay legally compliant while building toward long-term operational and financial goals.

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# 5 Investor Protection and Securities Litigation

Miller Shah provides a variety of compliance, litigation, monitoring, regulatory and transactional services to institutional investors, including educational and endowment based funds, hedge funds, public and private pension funds and private equity firms. Among the other services that it provides to institutional clients, the Firm performs corporate governance and securities investment monitoring for virtually all of its institutional clients pursuant to which it advises clients when they should consider legal action to protect their rights as shareholders in a corporation.

In connection with its Miller Shah Tracker<sup>SM</sup> service, Miller Shah offers the following portfolio services to institutional investor clients: (a) the development of guidelines and policy statements regarding securities and other shareholder litigation, as well as other corporate governance initiatives, to meet fiduciary obligations; (b) the monitoring of securities and related litigation that affects the client's investments; (c) the investigation and evaluation of potential and pending litigation to evaluate the appropriate role, if any, for the client; (d) the preparation of presentations for institutional clients regarding the status of potential and pending litigation and other corporate governance initiatives; (e) provision of updates regarding the settlement or other resolution of litigation, disputes and other initiatives; (f) assistance to clients in completing appropriate claim forms and other documentation to maximize recoveries; and (g) coordination of the holding of certain securities in custodial accounts with a financial institution pursuant to a specialized agreement that Miller Shah was instrumental in crafting to protect client interests in appropriate circumstances.

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## Securities Litigation and Investment Disputes

Miller Shah has significant experience in securities regulation and corporate governance. The Firm has represented private and public entities, including institutional and other investors, investment managers, hedge funds, pension funds, private companies, officers and directors, and labor organizations. Miller Shah attorneys have litigated complex securities and directors' and officers' liability cases in federal and state courts across the country.

### FINRA Arbitration

The Firm has experience representing clients in arbitration proceedings before the Financial Industry Regulatory Authority (FINRA). These matters often involve disputes between investors and brokers, as well as claims concerning securities fraud, suitability, and breach of fiduciary duty.

### Securities Fraud

Miller Shah attorneys have prosecuted and defended claims involving securities fraud, including shareholder class actions and related regulatory enforcement matters. We have represented clients in cases involving misrepresentations, omissions, and other alleged violations of federal and state securities laws.

### Shareholder Derivative Actions

The Firm has represented shareholders in derivative litigation involving directors and officers, corporate governance disputes, and allegations of breach of fiduciary duty. These cases often address issues of corporate control, oversight, and accountability.

### Investment Disputes

Miller Shah attorneys regularly represent investors in disputes concerning investment losses, broker misconduct, and other claims arising out of investment relationships. These cases may proceed through litigation, arbitration, or regulatory forums.

### Opt-Out Litigation

The Firm has experience handling significant shareholder opt-out cases, where institutional and other large investors pursue individual claims separate from securities class actions. These matters often involve complex damages analysis and negotiation with defendants.

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# Representative Clients

At Miller Shah, we place clients' interests first. We strive to provide clients with thoughtful, comprehensive and high quality legal services at all times.

The Firm's diverse client base includes:

- **Start-up and other smaller companies**
- **Multi-national corporations**
- **Biotechnology and life science concerns**
- **Construction companies**
- **Educational institutions**
- **Healthcare and manufacturing concerns**
- **Hospitality and leisure businesses**
- **Individuals, including significant shareholders, highly compensated employees, consumers, small business owners and professionals**
- **Labor organizations, including local and international labor unions**
- **Private pension funds**
- **Public pension funds**
- **Multi-employer and Taft-Hartley pension funds**
- **Large and mid-size financial institutions**
- **Hedge funds and money managers**
- **International and other significant investors**
- **State and local governmental entities**
- **Technology companies and entrepreneurs**

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# *Pro Bono*, Community Service and Charitable Work



Miller Shah believes that its attorneys should provide *pro bono* and public interest legal services, as a matter of professional responsibility and in recognition of both the overwhelming need for, and positive outcomes arising from, the provision of such services. Miller Shah attorneys regularly accept unpopular and challenging cases, participating in *pro bono* activities that range from political asylum and death penalty litigation to civil rights, housing, constitutional and mortgage foreclosure class actions to individual civil and criminal matters for low-income, disabled, and other people who are disadvantaged and in need. Miller Shah also has represented certain non-profit organizations in *pro bono* assignments.

Miller Shah attorneys have contributed thousands of hours of professional time to *pro bono* matters. The Firm believes that this work benefits the clients served, the public at large, and the Firm's attorneys, who develop additional skills and enjoy the professional fulfillment derived from performing such public service. The Firm actively encourages partners and associates to accept *pro bono* legal assignments and to treat such assignments as matters of the highest priority. In addition to a commitment to *pro bono* work, Miller Shah attorneys and staff are highly committed to community service. Firm representatives regularly work on behalf of a number of community organizations, including the Special Olympics, and serve on boards and commissions, including in elected roles, to support the communities in which they work and live. Miller Shah is also committed to charitable work and regularly provides financial support to a number of community and charitable organizations, including YMCA camps and organizations supporting the underprivileged, arts, education, and culture. In addition, the Firm is actively engaged in promoting the donation of *cy pres* funds from representative proceedings and other litigation. As a direct result of the efforts of Miller Shah attorneys in such matters, more than \$100 million has been donated to charities, public schools, colleges and other educational institutions, and non-profit institutions promoting the social justice system and other good works.

The Firm also actively supports the credit internship program of the Cornell University School of Industrial and Labor Relations. At any given time, Miller Shah typically employs one or more full-time interns from the Cornell ILR School to provide these students with practical experience in the workplace related to their chosen field of study. Finally, the Firm actively encourages its attorneys to contribute to the profession through professional writings, service on American Bar Association and state bar committees, and support for the bar organizations that assist indigent and other clients in obtaining access to the justice system.

If you have a question about the Firm's *pro bono*, community service, or charitable work or would like the Firm to consider a specific *pro bono* assignment or a community service/charitable work or donation request, please send an email or other correspondence to [probono@millershah.com](mailto:probono@millershah.com).

To make arrangements for a *cy pres* donation with the assistance of Miller Shah or to be considered for a *cy pres* award, please send an email or other correspondence to [cypres@millershah.com](mailto:cypres@millershah.com).

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# Members of Our Firm

On the pages that follow, we have provided individual biographical pages for the members of the Miller Shah team that we anticipate being most significantly devoted to this engagement. If you have any questions or require additional information, please contact us at [info@millershah.com](mailto:info@millershah.com).

Attorneys Admitted to Practice Law Before the State and Federal Appellate and Trial Courts of:

- **Arizona**
- **California**
- **Connecticut**
- **District of Columbia**
- **Florida**
- **Illinois**
- **New Jersey**
- **New York**
- **Oregon**
- **Pennsylvania**
- **Wisconsin**
- **the Federal Circuit Court of Appeals**
- **and the United States Supreme Court**

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# James E. Miller

Managing Partner *Chester, CT Office*

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James E. Miller formed Miller Shah in 2021. Prior to starting Miller Shah, Jim had worked at Shepherd, Finkelman, Miller & Shah, LLP since 2002. Jim is admitted to practice law in the States of California, Connecticut, and New Jersey, as well as the Commonwealth of Pennsylvania and numerous federal courts, including the United States District Courts for the Southern District of California, District of Connecticut, Eastern District of Pennsylvania, District of New Jersey, Eastern District of Wisconsin, the United States Court of Appeals for the Third Circuit and Ninth Circuit, and the United States Supreme Court. In addition to these courts and jurisdictions, Jim has worked on cases with local and co-counsel nationwide and internationally.

Jim concentrates his practice on whistleblower and securities and corporate governance litigation, as well as significant employment, ERISA, employment benefits, defamation, and wage/hour cases. He also has significant experience representing clients in a wide variety of consumer and antitrust class actions and other complex commercial litigation, as well as unsuitable trading, churning, and trade disputes in FINRA arbitrations/mediations and before international tribunals. Finally, having begun his career working for the labor movement after majoring in Industrial and Labor Relations at Cornell, Jim serves as labor counsel for certain select clients of the Firm.

Jim earned his undergraduate degree from Cornell University (B.S. 1988) and his law degree from the University of Pennsylvania School of Law (J.D. 1991). While at Penn Law School, he was awarded the Edwin R. Keedy Cup and was Editor of the Comparative Labor Law Journal. Following graduation, he served as Law Clerk to the Honorable Daniel H. Huyett, 3rd, United States District Judge for the Eastern District of Pennsylvania.

Jim began his law practice in 1992 in Philadelphia, Pennsylvania, where his practice concentrated on labor and employment litigation, as well as other complex commercial litigation. In 2000, he relocated with his family to Connecticut where he served in a lead role in several consumer and securities class actions, while also representing both institutional and individual investors in major unsuitable trading and churning cases. In 2002, Jim joined the Firm to open its office in Connecticut.

Jim is a member of the National Association of Securities and Consumer Attorneys, National Employment Lawyers Association, the American Bar Association, the Connecticut Bar Association, the New Jersey Bar Association, and the Pennsylvania Bar Association. He resides with his family in Chester, Connecticut, where he holds elected office and is active in community, political, and charitable activities.

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# James C. Shah

Partner *Beverly Hills, CA Office*

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James C. Shah formed Miller Shah in 2021. Prior to forming Miller Shah, Jim had worked at Shepherd, Finkelman, Miller & Shah, LLP since 2000.

Jim is admitted to practice law in the states of California, New Jersey, New York, and Wisconsin, as well as the Commonwealth of Pennsylvania and numerous federal courts, including the United States District Courts for the Southern District of California, Eastern District of Pennsylvania, District of New Jersey, and Eastern District of Wisconsin, as well as the United States Court of Appeals for the Ninth Circuit. In addition to these courts and jurisdictions, Jim has worked on cases with local and co-counsel nationwide and internationally.

Jim concentrates his practice on antitrust, consumer, and insurance litigation, as well as complex commercial and employment matters. He also has significant experience representing clients in a wide variety of corporate governance, securities, construction defect, employment, and wage/hour cases. Additionally, Jim has represented clients in numerous FINRA arbitrations and other proceedings, as well as in various U.S. and international arbitration and alternative dispute resolution forums.

Jim earned his undergraduate degree in Political Science from the University of Oregon and his law degree from Temple University School of Law. While at Temple, he was a member of the school's nationally acclaimed Trial Team and also participated on Moot Court.

Before joining the firm, Jim practiced as a litigator in Philadelphia with Pelino & Lentz, P.C., where he focused on employment and labor law, securities disputes, and general commercial litigation. In 2000, Jim joined forces with Scott Shepherd, at which time the firm was created. Since then, Jim has been involved in all aspects of the firm's practice.

Jim is a member of the New Jersey and Pennsylvania Bar Associations, as well as the American Association for Justice and the National Association of Securities and Consumer Attorneys. He resides with his family in Collingswood, New Jersey, and is active in community, political, and charitable activities.

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# Natalie Finkelman Bennett

Partner *Philadelphia, PA Office*

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Natalie Finkelman Bennett joined Miller Shah in 2021. Prior to joining Miller Shah, Natalie had worked at Shepherd, Finkelman, Miller & Shah, LLP since 2000. She is admitted to practice law in the State of New Jersey, as well as the Commonwealth of Pennsylvania and numerous federal courts, including the United States District Courts for the District of New Jersey and Eastern District of Pennsylvania, and the United States Courts of Appeal for the Third and Ninth Circuits. In addition to these courts and jurisdictions, Natalie has worked on cases with local and co-counsel across the country and worldwide.

Natalie concentrates her practice on antitrust, consumer, and insurance litigation, as well as complex commercial matters. She also has significant experience representing clients in a wide variety of corporate governance, securities, employment benefit, wage/hour, and unfair trade practices cases. In addition, she represents clients in whistleblower cases brought under the United States False Claims Act. Natalie also has extensive experience representing physicians and physician groups in a broad range of matters.

She earned her undergraduate degree \*magna cum laude\* from the Pennsylvania State University in 1986 and was elected a member of the Phi Beta Kappa

Honor Society. Natalie earned her law degree \*magna cum laude\* from Temple University School of Law in 1989, where she served as the Managing Editor of the \*Temple Law Review\*. After clerking for former Chief Judge Farnan of the United States District Court for the District of Delaware, Natalie began her private practice career at Schnader Harrison Segal & Lewis in 1990. At Schnader, she practiced in many areas of complex commercial litigation, including product liability, insurance coverage and defense, antitrust, contract, and commercial lease matters.

In 1996, Natalie became an associate at Mager Liebenberg & White, a well-known firm that specialized in class actions, where her practice was concentrated in antitrust and consumer protection class action litigation. In 1998, she became a Partner in the law firm of Liebenberg & White.

Natalie is a member of the American Bar Association, Pennsylvania Bar Association, Philadelphia Bar Association, and the National Association of Consumer Advocates. She is also a former member of the Pennsylvania Bar Association Commission on Women in the Profession and the Temple American Inn of Court. She resides in Wallingford, Pennsylvania with her family and is active in community affairs and charitable activities.

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# Nathan C. Zipperian

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Nathan C. Zipperian joined Miller Shah in 2021. Prior to joining Miller Shah, Nathan worked at Shepherd, Finkelman, Miller & Shah, LLP since 2005. He is admitted to practice law in the States of Arizona, Florida, New Jersey, and Oregon, as well as in the Commonwealth of Pennsylvania and numerous federal courts, including the United States District Courts for the Southern and Middle Districts of Florida, the District of Arizona, and the United States Court of Appeals for the Second Circuit. In addition to these courts and jurisdictions, Nathan has worked on cases with local and co-counsel throughout the country and worldwide.

Nathan concentrates his practice on antitrust, consumer, and insurance litigation, as well as complex commercial and employment matters. He also has significant experience representing clients in a wide variety of corporate governance, securities, construction defect, employment, and wage/hour cases. Additionally, Nathan has represented clients in various personal injury and medical malpractice litigation.

Nathan earned his undergraduate degree in Political Science from the University of Oregon and his law degree from the Temple University School of Law. While at Temple, he was an Editor of the "Environmental Law and Technology Journal". Before joining Shepherd, Finkelman, Miller & Shah, LLP, Nathan was a litigator in Oregon at Bailey Pinney and Associates, where his practice focused on employee rights, and in Arizona with Martin Hart & Fullerton, where he litigated a wide variety of cases including personal injury, medical malpractice, and product liability matters.

Nathan is a member of the American Bar Association, Oregon Bar Association, and Arizona Bar Association. He resides with his family in Weston, Florida, and is active in the South Florida community.

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# Laurie Rubinow

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Laurie Rubinow joined Miller Shah in 2021. Prior to joining Miller Shah, Laurie worked at Shepherd, Finkelman, Miller & Shah, LLP since 2005. She is admitted to practice law in the State of Connecticut, as well as the Commonwealth of Pennsylvania and numerous federal courts, including the United States District Court for the District of Connecticut and the United States Court of Appeals for the First Circuit. In addition to these courts and jurisdictions, Laurie has worked on cases with local and co-counsel nationwide and internationally.

Laurie focuses her practice on representing the Firm's clients in whistleblower cases, as well as antitrust, consumer, complex commercial, and insurance litigation. Laurie also has significant experience handling employment, intellectual property, and real estate matters. Finally, Laurie is active in the Firm's *pro bono* work and has represented a number of *pro bono* clients in federal and state matters.

Laurie earned her undergraduate degree from the University of California at Berkeley, where she was Phi Beta Kappa and graduated summa cum laude. She earned her law degree from Temple University School of Law. She also completed part of her undergraduate studies at McGill University and, while at Temple Law School, served as a legal intern with the United States Attorney's Office, the Public Defender's Office, the Pennsylvania Attorney General's Office, and for

United States Magistrate Judge Powers. In addition, Laurie has received a Certificate in Negotiation, Mediation, and Conflict Resolution from the Seton Hall University School of Law.

Laurie has a diverse legal background, having worked in private practice as an associate at a law firm and as a solo practitioner for approximately five years before beginning a career as an in-house attorney at a nationally recognized insurance company, where she worked for approximately eleven years, rising to the position of National Manager. In that role, she was responsible for the management of five regional field offices handling complex insurance-related litigation, including toxic tort and environmental actions. She also served as an adjunct professor in the Department of Sociology at Central Connecticut State University.

Laurie joined the Firm's Connecticut office in 2005, where she represents clients in a variety of antitrust, consumer, securities, and insurance litigation. She was also actively involved in the Firm's representation of the State of Connecticut in complex litigation against six different pharmaceutical manufacturers.

Laurie is a member of the Chester Bar Association and the Connecticut Bar Association. She resides in Chester, Connecticut with her family and is active in community affairs. Laurie also holds an elected office as a member of the local school board.

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# Bruce D. Parke

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Bruce D. Parke joined Miller Shah in 2021. Prior to joining Miller Shah, Bruce worked at Shepherd, Finkelman, Miller & Shah, LLP since 2008. He is admitted to practice law in the Commonwealth of Pennsylvania, as well as in the United States District Court for the Eastern District of Pennsylvania.

Bruce represents clients in complex commercial litigation, including securities, antitrust, and consumer protection matters. He also has experience representing clients in employment and ERISA cases. Bruce has participated in several historic class action recoveries, including In re AOL Time Warner, Inc. Securities Litigation (\$2.65 billion), In re McKesson Securities Litigation (\$1.04 billion), In re Broadcom Corpo-

ration Securities Litigation (\$150 million), In re Motorola Securities Litigation (\$190 million), In re Raytheon Securities Litigation (\$460 million), and In re Automotive Refinishing Paint Antitrust Litigation (\$105 million).

Bruce earned his undergraduate degree in Administration of Justice from the Pennsylvania State University and his law degree from the Dickinson School of Law of the Pennsylvania State University (J.D. 2002). Prior to joining the firm, he was an associate at the law firms of Mager White & Goldstein LLP and Mager & Goldstein LLP, where he practiced securities, antitrust, and consumer protection litigation.

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# Jayne A. Goldstein

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Jayne joined Miller Shah in 2021. She is admitted to practice law in the State of Florida, the Commonwealth of Pennsylvania, the State of Illinois, the United States District Court for the Southern District of Florida, the United States District Court for the Northern District of Florida, the United States District Court for the Middle District of Florida, the United States District Court for the Eastern District of Pennsylvania, the United States District Court for the Northern District of Illinois, the United States Courts of Appeal for the First Circuit, the United States Courts of Appeal for the Second Circuit, the United States Courts of Appeal for the Third Circuit, the United States Courts of Appeal for the Seventh Circuit, the United States Courts of Appeal for the Eleventh Circuit, and the United States Supreme Court.

Jayne, a registered nurse, received her law degree from Temple University School of Law in 1986 and her Bachelor of Science (highest honors) from Philadelphia College of Textiles and Science. Jayne began her legal career in 1986 with a wide-ranging general practice firm in Philadelphia. In 2000, she was a founding shareholder of Mager & White, P.C. and opened its Florida office, where she concentrated her practice on securities, consumer and antitrust litigation. In 2002, the firm became Mager White & Goldstein, LLP. In 2005, Jayne was a founding partner of Mager & Goldstein LLP. Most recently, she was a partner at Pomerantz LLP and Shepherd Finkelman Miller & Shah, LLP.

Since 2010, Jayne has served as co-chair of P.L.I.'s Class Action Litigation Strategies Annual Conference held in New York. In January 2017, Jayne chaired P.L.I.'s new program "Women Lawyers in Leadership," a program she developed. This program is now a yearly event which she chairs. Jayne spoke on March 22, 2019 in Montreal, Canada in a National Class Action Seminar: Recent Developments in Quebec, in Canada, in the United States. Jayne has also been a frequent speaker at Public Pension Fund Conferences having recently appeared on Panels at the Florida Public Pension Trustees' Association and Illinois Public Pension Fund Association.

Jayne is a contributor to a book published by the American Bar Association, *The Road to Independence: 101 Women's Journeys to Starting Their Own Law Firms*. She resides in Delray Beach, Florida with her family. She is active in community affairs and charitable work in Florida, Illinois, and Pennsylvania.

Jayne brings extensive experience to the firm in representing individuals, businesses, institutional investors and labor organizations in a variety of complex commercial litigation, including violations of federal and state antitrust and securities laws and unfair and deceptive trade practices.

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# Kolin C. Tang

Partner *San Diego, CA Office*

✉ [kctang@millershah.com](mailto:kctang@millershah.com)



Kolin C. Tang joined Miller Shah in 2021. Prior to joining Miller Shah, Kolin worked at Shepherd, Finkelman, Miller & Shah, LLP since 2009. He is admitted to practice law in the State of California.

At Miller Shah, Kolin concentrates his work on securities and commercial litigation throughout the United States. He plays a key role on the Miller Shah Tracker<sup>SM</sup> team, a group within the Firm dedicated to working with attorneys, computer programmers, investment analysts, and other staff members to ensure that clients' investment portfolios are appropriately monitored to identify losses arising from corporate fraud and other misconduct. The team also recommends the appropriate level of participation and helps recover funds on clients' behalf through legal action.

In addition to his work in securities and commercial litigation, Kolin also performs significant work in the Firm's growing whistleblower practice, handling cases both in the United States and internationally.

Kolin received his undergraduate degree in Economics and History with honors from the University of California at Berkeley and earned his law degree from The George Washington University Law School in 2011, where he was a member of "The George Washington International Law Review". As a summer associate with Shepherd, Finkelman, Miller & Shah in 2009 and 2010, Kolin worked on antitrust, consumer fraud, and securities cases. He also served as a legal intern at the Federal Trade Commission, where he worked on antitrust and consumer protection issues.

Currently, Kolin's practice is focused on representing clients in securities, complex litigation, and whistleblower matters. He is a member of the American Bar Association and resides in Santa Ana, California.

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Alec joined Miller Shah in 2021. Prior to joining Miller Shah, Alec worked at Shepherd, Finkelman, Miller & Shah, LLP as a project analyst and then as an attorney for the firm in August 2019. Alec is admitted to practice law in the Commonwealth of Pennsylvania.

Alec earned his Bachelor of Science from Cornell University and graduated with honors from the George Washington University Law School, where he served as an Articles Editor of the "George Washington International Law Review" and Research Associate with the Center for Law, Economics & Finance. While at GW Law, Alec was named a Paul A. Volcker Scholar, an award for excellence in the study of financial regulatory law and commitment to public service.

Additionally, Alec interned in the Enforcement Division of the U.S. Securities and Exchange Commission.

Alec has played a central role in the firm's practice in securities litigation, ERISA matters, federal False Claims Act cases, and other areas of complex and commercial litigation. He has served as counsel at trial in a complex federal case and has recently argued before multiple U.S. Courts of Appeals.

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Alfonso joined Miller Shah in 2025. Alfonso is an international business lawyer with experience in corporate law, mergers and acquisitions, and private equity. He is admitted to practice law in the State of New York, the District of Columbia, and Uruguay.

Alfonso has advised a wide-range of public and private companies, both in the United States and abroad. His experience includes representing companies in strategic sell-side mergers and acquisitions, as well as private equity funds in their leveraged buyout acquisitions of portfolio companies, and senior and mezzanine debt transactions in a variety of different industries.

Private equity clients appreciate Alfonso's strong knowledge of financial modeling and unique strength in financial statement reviewing, which allows him to understand deals from a business and financial perspective and to facilitate coordination and synergies with the legal review.

Prior to joining the firm, Alfonso worked as an attorney for the Inter-American Development Bank, the largest development bank for Latin America and the Caribbean, and Posadas, Posadas & Vecino, one of the largest law firms in Uruguay.

Alfonso earned a Doctor of Law and a Masters in Contractual Law from the Catholic University of Uruguay, as well as a Master of Laws in International Business and Economic Law, with Honors, from Georgetown University. He also received a Private Equity Certificate from the Wharton School.

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Ronald S. Kravitz joined Miller Shah in 2021. Prior to joining Miller Shah, Ron worked at Shepherd, Finkelman, Miller & Shah, LLP since 2014. He is admitted to practice law in the States of California and Texas, the Commonwealth of Pennsylvania, and numerous federal courts, including the United States District Courts for all Districts of California, the Middle District of Florida, the Northern District of Illinois, the Eastern District of Michigan, the Northern District of Ohio, the Eastern District of Pennsylvania, and the Northern and Southern Districts of Texas. He is also admitted to the United States Courts of Appeals for the Fourth, Fifth, Ninth, and Eleventh Circuits, as well as the United States Supreme Court. In addition to these courts and jurisdictions, Ron has worked on cases with local and co-counsel nationwide and internationally. He began his legal career as an Attorney Advisor for the U.S. Department of Justice.

With more than 25 years of experience as legal counsel in complex business litigation matters, Ron's practice has been focused primarily on ERISA, employment, intellectual property, and securities-related matters since 1992. He has represented numerous fiduciaries, third-party plan administrators, broker-dealers, and registered representatives in connection with plan administration and investment matters. Ron has served as lead or co-lead class counsel in numerous ERISA class actions throughout the country.

Ron is a past Chairman of the International Advisory Group (IAG), current co-chair of IAG's Litigation Specialist Group, a regional board member of the Anti-Defamation League, and the co-chair of the ABA Employee Benefits Committee Fiduciary Sub-Committee. In addition, Ron is a Lifetime Fellow of the American Bar Foundation and is active in the University of San Francisco Inn of Court.

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Eric received his B.A. in Political Science in 1992 from the University of Pittsburgh, and his J.D. in 1999 from the Widener University School of Law which he attended as an Evening Division Student while continuing to work full-time. While at Widener, Eric distinguished himself as a Member of the Moot Court Honor Society and winner of the Delaware Moot Court Competition. He is admitted to practice law in the Commonwealth of Pennsylvania, the United States District Court for the Eastern District of Pennsylvania, the United States District Court for the Middle District of Pennsylvania, the United States District Court for the Western District of Pennsylvania, the United States Court of Appeals for the Third Circuit, and the United States Supreme Court.

Eric is a seasoned trial lawyer with a track record of success in whistleblower litigation and class actions. In addition to helping secure the first-ever mandatory tax fraud whistleblower reward (22% of the IRS' total amount recovered), Mr. Young has represented whistleblowers in several of the nation's largest *qui tam* recoveries under federal and state false claims acts.

Prior to entering private practice, Mr. Young honed his legal skills as General Counsel for the United Food and Commercial Workers, Local 1776, one of the largest and most accomplished local unions in the nation. During his tenure as General Counsel

for the UFCW, Mr. Young successfully executed a wide array of legal and political actions affecting the 24,000 member organization, including guiding the union's executive leadership on complex contract negotiations and spearheading labor arbitrations arising out of the organization's 90 different collective bargaining agreements.

Mr. Young began his litigation career at one of Philadelphia's premier commercial litigation firms and established an outstanding track record in healthcare fraud litigation, corporate investigations, and securities fraud litigation.

Eric has been instrumental in the Firm's successful prosecution of securities fraud litigation on behalf of Taft-Hartley pension funds, *qui tam* litigation, tax fraud whistleblower cases, and complex employment law class actions. As a result of Eric's efforts, the firm has been retained by numerous different multi-employer pension funds — with combined assets of over \$4 billion — to monitor and protect their assets against securities fraud and abuse. Eric is also nationally recognized in complex wage/hour class action litigation on behalf of employees.

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Heidi is admitted to practice law in the State of New York, the United States District Court for the Southern District of New York, the United States District Court for the Eastern District of New York, the United States Court of Appeals for the Second Circuit, and the United States Court of Appeals for the Third Circuit.

Heidi received her law degree from Columbia Law School, where she was a senior editor of the Columbia Law Review. She received a B.A. from Swarthmore College, Phi Beta Kappa. She clerked for the Honorable Milton Pollack, United States District Court for the Southern District of New York.

Heidi is a skilled litigator with over 25 years of experience who specializes in complex litigation, particularly in representing whistleblowers in cases exposing fraud against the government. Her experience includes serving as Chief of Civil Frauds in the United States Attorney's Office in the Southern District of New York, Deputy Attorney General and Director of the Medicaid Fraud Control Unit in New York, and Partner at Jones Day in the New York office defending fraud cases.

While at the United States Attorney's Office, she had primary responsibility for major cases, which she personally investigated and litigated, in both the healthcare and financial fraud areas. Among cases she investigated and intervened in on behalf of the government was a suit against Novartis Pharmaceuticals alleging that the company conducted a massive fraud in its promotional speaker programs related to cardiovascular drugs. While Heidi was Chief, the Civil Frauds Unit achieved record recoveries, as well as bringing numerous cases based on cutting-edge legal theories.

Prior to service as Chief of Frauds at the United States Attorney's Office, Heidi was director of the Medicaid Fraud Control Unit and Deputy Attorney General at the New York Attorney General's Office, supervising a staff of 340, including attorneys, auditors, and investigators, in seven regional offices around the state, overseeing a docket of hundreds of civil and criminal cases. In this position, she led the bureau to achieve record civil recoveries and criminal convictions. Under Heidi's leadership, the unit was selected as the nation's best, for the first time in its thirty-year history, by the Inspector General of the U.S. Department of Health and Human Services, based on the size of its recoveries.

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Isack joined Miller Shah in 2024. He is admitted to practice in the State of California.

A founding partner of Fadlon & Rozio that was established in 1995, Isack has three decades of experience, focusing on business litigation and business transactions. These areas include real estate, franchising, business torts, and insurance bad faith.

Isack continues to stay involved in the community, serving on the boards of various organizations, including the Melrose Business Improvement District, the Beverly Hills Education Foundation, The Sephardic Educational Foundation, J LA, and was elected and served two terms on the Mid City West Neighborhood Council. He received his undergraduate degree from the University of California, Los Angeles, and earned his law degree from the University of California Hastings College of Law and a Masters of Science in Journalism from Northwestern University.

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Zacky joined Miller Shah in 2024. Zacky is an accomplished attorney with three decades of experience, licensed to practice before both state and federal courts in California. Since 1993, he has been a dedicated member of the bar, offering invaluable legal counsel to his clients.

Zacky's legal career has evolved over the years. While he initially delved into criminal law, his practice has since shifted towards a focus on business transactions and business litigation. His extensive expertise spans various areas, including franchising, real estate, lending and banking, corporate formation and control, as well as business torts.

Zacky is a founding partner of the law firm, Fadlon & Rozio, established in 1995. The firm has earned a stellar reputation for its exceptional legal services in California and beyond.

Zacky believes in the importance of proactive legal measures. He recognizes that our legal system can be complex and costly. To mitigate such expenses, he advocates for clients to organize and conduct their affairs with precision. According to Zacky, the legal cost of fixing a problem is exponentially higher than the cost of doing things right the first time.

He received his undergraduate degree from Wesleyan University and earned his law degree from Loyola University.

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Deborah is an experienced litigator with over 30 years practicing employment law in San Francisco. She is admitted to practice law in the State of California, the United States Court of Appeals for the Ninth Circuit, and the United States District Court for the Northern District of California. Her practice has emphasized discrimination, harassment, retaliation, privacy violations, denial of family and medical leave, and other civil rights violations. She also frequently represents employees in whistle-blowing, wrongful termination in violation of public policy, breach of contract, unpaid bonuses and commissions, and wage and hour actions.

Deborah received her undergraduate degree from the University of Washington and earned her law degree from Seattle University.

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Robert joined Miller Shah in 2021. Prior to joining Miller Shah, Robert worked at Shepherd, Finkelman, Miller & Shah, LLP since 2020. He is admitted to practice law in the Commonwealth of Pennsylvania, as well as in the United States District Court for the Eastern District of Pennsylvania.

Bob received his law degree from the Dickinson School of Law of the Pennsylvania State University in 2002, where he served as Comments Editor for the Dickinson Journal of Environmental Law and Policy. Before joining the firm, Bob was an associate for the law firms of Kessler Topaz Meltzer & Check LLP and Mager

White & Goldstein LLP, where he practiced securities, employment, whistleblower and consumer protection litigation.

Bob concentrates his practice primarily on complex commercial litigation including antitrust, securities, and employment law. He has also represented clients in whistleblower and consumer protection cases.

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Tina Moukoulis joined Miller Shah in 2021. Prior to joining Miller Shah, Tina worked at Shepherd, Finkelman, Miller & Shah, LLP since 2019. She concentrates her practice on complex commercial litigation, including antitrust, securities, and consumer protection class actions. Tina is admitted to practice law in the Commonwealth of Pennsylvania, the State of New Jersey, the United States District Court for the Eastern District of Pennsylvania, the District of New Jersey, and the United States Court of Appeals for the Third Circuit.

Prior to joining Miller Shah, Tina was an attorney with Law Offices Bernard M. Gross, PC, where she participated in a wide array of class actions that resulted in favorable outcomes on behalf of plaintiffs.

Tina earned her undergraduate degree from Ursinus College and her law degree from the Dickinson School of Law of the Pennsylvania State University. During law school, she was a member of the "Dickinson Law Review" and served as a student attorney for the Dickinson Family Law Clinic, which provided legal services to indigent clients.

Tina is a member of the Pennsylvania Bar Association. She also serves as President of her condominium association and is a local Volunteer Advocate for a national non-profit organization that promotes medical research, education, and awareness of hereditary breast cancer. As a first-generation American, Tina strives to maintain the traditions of her Hellenic heritage and is an active steward of her Greek Orthodox church.

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Anna K. D'Agostino joined Miller Shah in 2021. She is admitted to practice law in the State of New York, the United States District Court for the Eastern District of New York, the United States District Court for the Southern District of New York, the United States Court of Appeals for the Second Circuit, and the United States Court of Appeals for the Third Circuit. Prior to joining Miller Shah, Anna worked at Shepherd, Finkelman, Miller & Shah, LLP as a project analyst.

Anna graduated from New York University School of Law, where she was Editor in Chief of the \*New York University Journal of International Law & Politics\*.

She earned her Bachelor of Arts degree from Fordham University, where she majored in International Political Economy and Spanish Language & Literature.

At Miller Shah, Anna concentrates her practice on complex litigation matters, with a particular focus on ERISA, securities, and international litigation.

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Sydney joined Miller Shah in 2021. She is admitted to practice law in the State of California.

Sydney received her law degree from University of Washington School of Law. During law school she was a Summer Clerk with the Washington State Office of the Attorney General, Civil Rights Division. After graduation, she clerked for the Snohomish County Superior Court. She actively volunteers as a Case Manager for the Immigrant Family Advocacy Project and previously volunteered as a Court Appointed Special Advocate in the King County Family Law Court.

Sydney is fluent in Spanish. She concentrates her practice on complex litigation matters, with a particular focus on employment and whistleblower litigation.

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Madison joined Miller Shah in 2023. She is admitted to practice law in Commonwealth of Pennsylvania, as well as in the United States District Court for the Eastern District of Pennsylvania.

Madi received her J.D. from the University of Chicago in 2023, where she was Vice President of the Law Students Association. She also worked with the Exoneration Project Clinic and assisted with Actual Innocence petitions in Illinois. Prior to law school, she received her Bachelor of Science from Cornell University in Industrial and Labor Relations as well as Minors in Psychology, Classical Civilizations, and Law & Society.

At Cornell, she was a Writing Tutor with the Knight Institute and a Lewis J. Perl Fellow and Groos Family Fellow with The Cornell Tradition.

Madi previously worked for the Firm as an ILR Credit Intern and a Law Clerk. She concentrates her practice on complex litigation matters, with a particular focus on whistleblower litigation.

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Christopher joined Miller Shah in 2023. He is admitted to practice law in Commonwealth of Pennsylvania, as well as in the United States District Court for the Eastern District of Pennsylvania.

Christopher received his law degree from the University of Michigan Law School, where he was an articles editor of the Michigan Journal of International Law and student attorney in the Veterans Legal Clinic. During law school, Christopher completed internships with a tax and immigration law firm in Lisbon, Portugal and a boutique commercial and class action litigation firm in Kansas City, Missouri.

Prior to law school, Christopher worked as an English instructor and debate coach at a large university in Ho Chi Minh City, Vietnam.

Christopher earned his Bachelor of Science from Cornell University, where he was an ILR Global Scholar and minored in Italian. As an undergraduate, Christopher worked for the Los Angeles Mayor's Office, the House of Commons of the United Kingdom, and a law firm in Parma, Italy. He also attended the London School of Economics and Political Science in the spring of 2018 as a Visiting Hansard Scholar.

Christopher is fluent in Italian. He concentrates his practice on whistleblower, ERISA, and securities litigation.

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Rita received her law degree from the Maurice A. Deane School of Law at Hofstra University, where she was a fellow with the Monroe H. Freedman Institute for the Study of Legal Ethics and a student attorney with the Law Reform Advocacy Clinic. During law school, Rita completed an internship with the National Labor Relations Board, Regional Office 29 in Brooklyn, New York.

Rita graduated with a Bachelor of Science from Cornell University's School of Industrial and Labor Relations. As an undergraduate, Rita was a member of the Cornell Speech and Debate Society.

Rita is a fluent Albanian speaker and is proficient in Spanish. She concentrates her practice on complex litigation matters, with a particular focus on whistleblower and ERISA litigation.

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Matthew joined Miller Shah in 2025. Matt received his law degree from the University of Maryland Francis King Carey School of Law, where he was an associate editor of the Journal of Health Care Law & Policy. During his final semester of law school, Matt interned at the Legal Resources Centre in Cape Town, South Africa. There, he worked on several projects involving water rights, land reform, and food justice. Matt also received grants to conduct plastics litigation research in Malawi and Costa Rica while in his second year.

Prior to law school, Matt worked at New York-Presbyterian Hospital in research and fundraising capacities. Matt also spent a year in Baltimore working with unhoused persons through the Jesuit Volunteer Corps.

Matt earned his Bachelor of Arts in Philosophy from Boston College. As an undergraduate, he also attended Copenhagen University studying legal philosophy.

Matt concentrates his practice on complex litigation matters, including whistleblower and ERISA cases.

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Mark joined Miller Shah in 2021. He is admitted to practice law in the State of New York, as well as the United States District Court for the Eastern District of New York and the United States District Court for the Southern District of New York. Mark graduated from the University of Washington School of Law, where he was Executive Comments Editor on the Washington International Law Journal and Research Associate of the Technology Law and Public Policy Clinic. While at UW Law, Mark also clerked for two Administrative Law Judges at the Social Security Administration and interned for a private investment management company. Prior to law school, he earned his Bachelor of Arts degree in Psychology from University of Texas at Austin, with a minor in Business.

Mark is fluent in Mandarin and Cantonese. He concentrates his practice at the firm on complex litigation, including employment, consumer, and whistleblower cases, as well as corporate work for both U.S. and international corporations. Mark is serving as Outside Counsel to Leapwork LLC, a software company providing automation support and tools for major companies across the globe.

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Jonathan joined Miller Shah in 2021. Prior to joining Miller Shah, Jonathan worked at Shepherd, Finkelman, Miller & Shah, LLP as a Project Analyst and Director of Quantitative Research since 2015.

Jonathan earned his Bachelor of Arts in Political Science from Boston College and his Masters in Business Administration from New York University.

He oversees and coordinates the firm's extensive research efforts, document review, and damage analysis in ERISA fiduciary matters, *qui tam* and SEC whistleblower submissions. Jonathan also coordinates many aspects of the Firm's securities and antitrust litigation. He manages the Firm's day-to-day operations, with an emphasis on improving efficiency, client outcomes, and financial performance. Jonathan is responsible for the administration of the Firm's retirement program to ensure alignment with fiduciary best practices and participant outcomes.

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Tara joined Miller Shah in her current role in 2025. Tara first joined Miller Shah as an ILR Credit Intern before graduating from Cornell University in 2023 with a degree in Industrial and Labor Relations. Currently, Tara oversees all aspects of the employee experience, with a focus on maintaining an inclusive, equitable, and professional workplace. Prior to rejoining Miller Shah,

Tara worked in Employment Branding at Procter & Gamble. During her time at Cornell, she volunteered with the Cornell Prison Education Program and served as a research assistant for the ILR Labor Action Tracker. These experiences strengthened her commitment to advancing fairness and expanding opportunities for others. Tara graduated with a Bachelor of Science from Cornell University's School of Industrial and Labor Relations, with a minor in Law & Society and Inequality Studies.

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Tracy joined Miller Shah in 2025. Overseeing the firm's marketing, SEO, and digital strategy, she leads efforts to grow the firm's online presence, optimize content for search and AI, and ensure that Miller Shah's legal work reaches the clients, partners, and communities it's meant to serve. A lifelong web builder and designer, Tracy began coding websites at 13 and has spent her career at the intersection of design, content, and technology. Her experience spans creative leadership roles in Philadelphia's music industry and more than a decade in legal marketing and SEO. Tracy earned a Bachelor of Arts from the University of Rochester, receiving the Elizabeth M. Anderson Prize.



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Jillian joined Miller Shah in 2021. Prior to joining Miller Shah, Jonathan worked at Shepherd, Finkelman, Miller & Shah, LLP since 2012. Jill has nearly a decade of assisting attorneys in high-profile litigation, including False Claims Act, ERISA, and FLSA matters. She plays a key role in all aspects of the firm's federal and state litigation practice from client intakes through trial. Jill is also responsible for coordinating and overseeing the firm's financial and human resources functions. In recognition of her outstanding contributions to the firm, Jill was named Controller in 2019. She manages the firm's principal administrative office in Chester, Connecticut and resides in Guilford, Connecticut. Jill brings a wide breadth of experience to the Firm. She has been an integral part of three successful trial teams and regularly shares her perspective and expertise with the firm's attorneys in connection with critical court hearings and depositions. Jillian has been a key team member in some of the largest resolutions under the False Claims Act cases in U.S. history.

**MILLERSHAH**  
ATTORNEYS AT LAW



# Leanne M. Alvarado

Project Analyst *New York, NY Office*

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Leanne joined Miller Shah in 2025. Leanne received a Bachelor of Arts in Neuroscience and Global Health and Health Policy from Harvard College. She has conducted research with the El Paso Department of Public Health on health inequities, completed pro-bono work with Lawyers for Good Government during the Texas migrant border crisis to connect asylum seekers with legal resources, and earned a Licensed Practical Nursing degree from El Paso Community College. Leanne's work supports a wide range of aspects at Miller Shah and she ultimately plans to attend law school. Leanne is also a native Spanish speaker. Leanne received a Bachelor of Arts in Neuroscience and Global Health and Health Policy from Harvard College. focuses primarily on employment matters, as well as whistleblower litigation and the provision of corporate and business services



# Ana Barba

Project Analyst *New York, NY Office*

✉ [abarba@millershah.com](mailto:abarba@millershah.com)

Ana joined Miller Shah in 2025. Ana graduated from Harvard College with a Bachelor of Arts in Sociology and a minor in Ethnicity, Migration and Rights. In college, Ana was very involved with RAZA, a student organization for Mexican and Mexican American students, serving as President and member of the board for two years. She also worked for the Harvard Foundation for Race and Intercultural Relations as an intern, and at the college's Admission's and Financial Aid Office as a student coordinator. Ana focuses primarily on employment matters, as well as whistleblower litigation and the provision of corporate and business services.



# Quintin C. Cerione

Project Analyst *Philadelphia, PA Office*

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Quintin joined Miller Shah in 2025. Quintin earned his Bachelor of Arts in Government from Cornell University in 2025. During his senior year, he conducted an honors thesis on the offensive dimension of Russia's nuclear weapons policy. While at Cornell, he co-founded the Undergraduate International Law Review, where he held the role of Vice President, served as a writer and editor for the Cornell Diplomat, and was an undergraduate scholar at the Institute of Politics and Global Affairs. Quintin also spent a semester studying at King's College London and interned for the Foreign Commercial Service at the United States Embassy in London. He concentrates on complex litigation, with a focus on whistleblower, ERISA, and employment matters.

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# Gina S. Demetriades

Assistant Controller *Chester, CT Office*

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Gina S. Demetriades is the Assistant Controller at Miller Shah LLP in the Chester office.

Gina joined Miller Shah LLP in 2021 and works with Jillian M. Lussier to oversee the Firm's finances and operations. She resides in Branford, Connecticut with her family.



# Elena M. DiBattista

Legal Assistant *Ft. Lauderdale, FL Office*

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Elena joined Miller Shah in 2021. Prior to joining Miller Shah, Elena worked at Shepherd, Finkelman, Miller & Shah, LLP since 2002. Elena has worked as a legal assistant for nearly 40 years, following her graduation from Modern Secretarial School as a Legal Secretary. Elena concentrates her work on coordinating database management for all clients and managing the Florida office. Elena also plays a key role working with the Firm's Securities Fraud Monitoring Service Tracker team in monitoring and analyzing securities losses suffered by institutional and other significant clients.



# Katie M. Edwards

Paralegal *Philadelphia, PA Office*

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Katie joined Miller Shah in 2024. Prior to joining the Firm, Katie worked as an Insurance Defense Paralegal, where she managed personal injury and insurance coverage cases. She also took due diligence research and a managerial role for private equity groups and management consulting firms. Katie earned a Bachelor of Arts in Psychology from Connecticut College and a Paralegal Certificate from Villanova University.

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# Betsy A. Ferling-Hitriz

Legal Assistant *Chester, CT Office*

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Betsy joined Miller Shah in 2021. Prior to joining Miller Shah, Betsy worked at Shepherd, Finkelman, Miller & Shah, LLP since 2006. Betsy is a graduate of Bacon Academy and has studied in the fields of general business and business law at Middlesex Community College. She has a diverse employment background, having worked as a copy editor and editorial assistant at a weekly newspaper, as well as having worked as an executive assistant and clerk in the public sector, before beginning her legal career approximately 29 years ago. She is active in community affairs and regularly supports the Town of East Haddam's Food, Fuel, and Clothing banks, as well as CT Special Olympics.

Betsy concentrates her work on assisting institutional investors and other clients in staying abreast of legal developments and ensuring that their legal rights are protected and enforced. Betsy also plays a critical role in implementing and improving the Firm's systems of quality and internal controls.



# Henry A. Fina

Project Analyst *Philadelphia, PA Office*

✉ [hafina@millershah.com](mailto:hafina@millershah.com)

Henry joined Miller Shah in 2025. Henry graduated from Claremont McKenna College with a B.A. in Philosophy, Politics & Economics. While in college, Henry served as editor of The Forum, the college's student newspaper, and conducted research on Supreme Court legitimacy as a Harrison Fellow. Additionally, he assisted members of the CMC faculty as a student research assistant at the Salvatori Center for the Study of Individual Freedom. Henry was also a member of the men's lacrosse team and later served as an assistant coach. He concentrates on complex litigation, with a focus on whistleblower, ERISA, and employment matters.



# Kyla N. Golding

Project Analyst *Philadelphia, PA Office*

✉ [kngolding@millershah.com](mailto:kngolding@millershah.com)

Kyla joined Miller Shah in 2024. Kyla graduated from Harvard University with a degree in the History of Science and Studies of Women, Gender, and Sexuality. While in college, Kyla was actively involved in the Harvard Foundation for Intercultural and Race Relations and, as Flagship Program Director, produced and directed Cultural Rhythms, Harvard's largest multicultural flagship showcase, three years in a row. She was also an Editorial Editor and Diversity Consultant for the Harvard Crimson. Kyla is fluent in Spanish. Her work supports all aspects of Miller Shah's practice, including complex *qui tam* and employment matters.

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# Jasmine M. Griswold

Administrative Legal Assistant *Chester, CT Office* ✉ [jmgriswold@millershah.com](mailto:jmgriswold@millershah.com)

Jasmine joined Miller Shah in 2025. She graduated from Southern Connecticut State University with a Bachelor of Arts in Interdisciplinary Studies, concentrating in business and English. Her academic focus centered on the intersection of global economic perspectives and traditional English studies. Jasmine is currently pursuing a Paralegal Certificate to further expand her knowledge and skills in litigation and legal practices.



# Nicole C. Jefferson

Project Analyst *Philadelphia, PA Office* ✉ [ncjefferson@millershah.com](mailto:ncjefferson@millershah.com)

Nicole joined Miller Shah in 2024. Nicole completed a Master's degree in Equality Studies at University College Dublin in their School of Social Policy, Social Work, and Social Justice. She received her Bachelor of Arts in Political Science and African American Studies from Yale University. She previously worked at New Haven-based education non-profit Leadership, Education, and Athletics in Partnership (LEAP) as a communications coordinator. At Yale, she was the Voter Engagement Coordinator with the Yale College Democrats coordinating non-partisan university-wide civic engagement and voter registration efforts and served as a Peer Liaison with the Afro-American Cultural Center, mentoring first-year students. She also interned for Rep. Adam Schiff (D-CA) in his district office in Burbank, CA and with the labor rights organizing group, Los Angeles Alliance for a New Economy (LAANE). Nicole works on complex litigation matters, including whistleblower, ERISA, and employment matters.



# Anika S. Keuning

Project Analyst *New York, NY Office* ✉ [askeuning@millershah.com](mailto:askeuning@millershah.com)

Anika joined Miller Shah in 2021. Anika graduated from Cornell University with a major in Industrial and Labor Relations. While in college, Anika supported the "Big Red" through her continued work at the Cornell Annual Fund, as well as through her involvement as a Tradition Fellow, where she volunteered both in Ithaca and her hometown. Anika previously worked for the Firm as an ILR Credit Intern. True to her ILR major, Anika focuses primarily on employment matters, as well as whistleblower litigation and the provision of corporate and business services.

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# Sue Moss

Senior Paralegal *Philadelphia, PA Office*

✉ [smoss@millershah.com](mailto:smoss@millershah.com)

Sue joined Miller Shah in 2021. Prior to joining Miller Shah, Sue worked at Shepherd, Finkelman, Miller & Shah, LLP since 2003. Sue is integral to the Firm's day-to-day operations. She directly assists and supports the attorneys throughout the investigation and litigation stages of the case, including preparation for trial, and helps provide information to class members. Sue has over thirty years of experience as a legal assistant having worked for Miller Shah for 23 years and, before that, worked for 12 years at an insurance defense firm in Philadelphia, where her responsibilities included assisting attorneys with workers' compensation, personal injury, and professional liability defense.



# Marialisa Samo

Paralegal *San Diego, CA Office*

✉ [msamo@millershah.com](mailto:msamo@millershah.com)

Marialisa joined Miller Shah in 2021. Prior to joining Miller Shah, Marialisa worked at Shepherd, Finkelman, Miller & Shah, LLP since 2019.

Marialisa has over 20 years of experience as a paralegal specializing in all aspects of civil litigation. At the Firm, Marialisa supports attorneys in nearly all phases of litigation from initial filings through trial. Marialisa graduated with academic distinction from San Diego State University and holds a bachelor's degree in Criminal Justice Administration. Additionally, Marialisa earned a paralegal certificate from the University of San Diego's ABA-approved Paralegal Program.

Marialisa has assisted attorneys in different areas of the law ranging from real estate matters, residential evictions, unlawful detainer lawsuits, judgment enforcement, and domestic and foreign business formation. Marialisa also has assisted in the preparation, filing and management of litigation documents in state, federal, and appellate courts. She also assists in managing the Firm's San Diego office.



# Caroline D. Soper

Project Analyst *New York, NY Office*

✉ [cgsoper@millershah.com](mailto:cdsoper@millershah.com)

Caroline joined Miller Shah in 2023. Caroline graduated from Columbia University with her Bachelor of Arts in Ecology and Evolutionary Biology in 2021 and received her Master of Public Health from Columbia's Mailman School of Public Health in 2023. Caroline concentrates on complex litigation, with a focus on whistleblower, ERISA, and employment matters.

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**UNITED STATES DISTRICT COURT  
CENTRAL DISTRICT OF CALIFORNIA**

MOSS KRIVIN, et al., individually and  
on behalf of all others similarly situated,

Plaintiffs,

v.

PENSKE MEDIA CORPORATION,

Defendant.

Case No. 2:25-cv-05803-AB (PVCx)

**DECLARATION OF DAVID  
ROBERSON RE:  
IMPLEMENTATION OF NOTICE  
PLAN**

Hon. André Birotte, Jr.

1 I, David Roberson, declare as follows:

2 1. I am Senior Vice President, Subscriptions, at Penske Media Corporation. I  
3 am over 21 years of age. I am fully familiar with the facts contained herein based upon my  
4 personal knowledge, as well as information provided to me by my colleagues.

5 2. PMC, with the assistance of CDS Global, was appointed by this Court to serve  
6 as the Settlement Administrator to administer the notice plan as well as the processing of  
7 claims pursuant to the Order Granting Joint Motion for Preliminary Approval of Class  
8 Action Settlement.

9 3. The purpose of this declaration is to provide the Court with a summary of the  
10 work performed by PMC, assisted by CDS Global, to effectuate the notice plan and to  
11 administer the Settlement in accordance with the Class Action Settlement Agreement.

12 **NOTICE PURSUANT TO THE CLASS ACTION FAIRNESS ACT 28 U.S. § 1715**

13 4. On March 3, 2026, pursuant to 28 U.S.C. § 1715, PMC caused notice  
14 regarding the Settlement to be sent to the Attorney General of the United States and the  
15 Attorneys General of each state in which a known Settlement Class Member resides.

16 **SETTLEMENT WEBSITE**

17 5. On May 4, 2026, PMC established the dedicated case-specific website,  
18 <https://subscribe.rollingstone.com/rs-settlement> (the Settlement Website”). The Settlement  
19 Website was designed to be user-friendly for Settlement Class Members to find general  
20 information about the Settlement, including important dates and deadlines pertinent to the  
21 Settlement, view or download Court documents, including the Settlement Agreement and  
22 Long Form Notice, and find answer to frequently asked questions. Settlement Class  
23 Members are also able to submit a Claim Form through the Settlement Website.

24 **DIRECT NOTICE**

25 6. Of the approximately 15,450 Settlement Class Members, PMC and CDS  
26 Global determined there were 11,708 valid email addresses and 15,698 valid mailing  
27 addresses. As a matter of course, updates that are submitted through the United States  
28

1 Postal Service's National Change of Address database are automatically applied to PMC's  
2 subscriber files, so the Settlement Class Members' mailing addresses in PMC's files were  
3 up to date based on the NCOA system.

4 7. **Mailed Notice.** On May 27, 2026, PMC mailed 15,698 short-form notice  
5 postcards (4¼ × 6 inches) to Settlement Class Members with valid mailing addresses. Of  
6 these, 14,718 postcards were sent using Short Form Notice Version Exhibit 1 (for Class  
7 Members not currently receiving print editions), and 980 postcards were sent using Short  
8 Form Notice Version Exhibit 2 (for Class Members currently receiving print editions).

9 8. **Emailed Notice.** On May 27, 2026, PMC emailed 11,708 short-form notices  
10 to Settlement Class Members with valid email addresses. Of these, 10,917 were sent using  
11 Short Form Notice Version Exhibit 1 (for Class Members not currently receiving print  
12 editions), and 791 were sent using Short Form Notice Version Exhibit 2 (for Class Members  
13 currently receiving print editions).

#### 14 TOLL-FREE HOTLINE

15 9. On May 4, 2026, PMC activated the following toll-free number dedicated to  
16 this Settlement: 1-800-552-3632. Consumers can dial this number to speak to an agent if  
17 they have a question regarding the settlement. If there is a question that cannot be answered  
18 for whatever reason, consumers are encouraged to submit their question to  
19 settlement@rollingstone.com.

#### 20 CLAIM FORMS

21 10. Settlement Class Members have the ability to opt in to the relief available  
22 under the Settlement in any one of three ways: (1) sending an email to  
23 settlement@rollingstone.com; (2) calling 800-552-3632; or (3) submitting a claim through  
24 the Settlement Website or responding via an online portal at [www.Krivin-rs.com](http://www.Krivin-rs.com).

25 11. There is no deadline for Settlement Class Members to submit a claim form.  
26 As of June 8, 2026, PMC has received 575 total communications, including calls, emails,  
27 and claim form submissions.

1 **EXCLUSIONS AND OBJECTIONS**

2 12. The deadline for Settlement Class Members to request exclusion from the  
3 Settlement is June 26, 2026. As of the date of this declaration, PMC has not received any  
4 requests for exclusion.

5 13. The deadline for Settlement Class Members to submit an objection to the  
6 Settlement is July 11, 2026. As of the date of this declaration, PMC has not received any  
7 objections.

8 **CONCLUSION**

9 14. The Notice Plan implemented in this Settlement included direct notice via  
10 email and mail and the implementation of a dedicated Settlement Website and toll-free  
11 telephone support to further inform Settlement Class Members of their rights and options  
12 in the Settlement. To date, PMC has complied with the implementation of the notice plan  
13 and all deadlines set forth in the Settlement and the Preliminary Approval Order.

14 I declare under penalty of perjury under the laws of the United States of America  
15 that the foregoing is true and correct. Executed on this 8th day of June, 2026.

16  
17 *David M Roberson*

18 \_\_\_\_\_  
19 David Roberson  
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




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| File name               | 260608_Roberson_Declaration.pdf          |
| Document ID             | 5750b75579b045091d1373d29d3d2c7a612fe94a |
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| Status                  | ● Signed                                 |

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## Document History

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| <br>SENT        | <b>06 / 08 / 2026</b><br>17:27:45 UTC | Sent for signature to David Roberson (droberson@pmc.com)<br>from eesquivel@dtolaw.com<br>IP: 142.105.104.226 |
| <br>VIEWED      | <b>06 / 08 / 2026</b><br>17:54:46 UTC | Viewed by David Roberson (droberson@pmc.com)<br>IP: 38.32.25.122   |
| <br>SIGNED    | <b>06 / 08 / 2026</b><br>17:55:08 UTC | Signed by David Roberson (droberson@pmc.com)<br>IP: 38.32.25.122   |
| <br>COMPLETED | <b>06 / 08 / 2026</b><br>17:55:08 UTC | The document has been completed.   |

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8 Attorneys for Defendant  
9 PENSKE MEDIA CORPORATION

10 UNITED STATES DISTRICT COURT  
11 CENTRAL DISTRICT OF CALIFORNIA

12 MOSS KRIVIN, KIM GALLAGHER,  
13 ERIC HUEG, and BEVERLY  
14 PENNINGER, individually and on  
15 behalf of all others similarly situated,

16 Plaintiffs,

17 v.

18 PENSKE MEDIA CORPORATION,  
19

20 Defendant.  
21

Case No. 2:25-cv-05803-AB (PVCx)  
Hon. André Birotte, Jr.

**DECLARATION OF WILLIAM A.  
DELGADO**

**DECLARATION OF WILLIAM A. DELGADO**

I, William A. Delgado, hereby declare and state as follows:

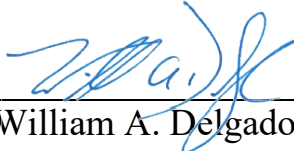
1. I am an attorney duly licensed to practice before this Court. I am a partner with the law firm of DTO Law, counsel of record for Defendant Penske Media Corporation. Based on my personal knowledge, I assert the facts set forth herein and, if called upon as a witness, I could and would competently testify thereto.

2. I make this declaration in support of the Motion for Final Approval of Class Action Settlement.

3. The deadline for Settlement Class Members to request exclusion from the Settlement is June 26, 2026. As of the date of this declaration, DTO has not received any requests for exclusion.

4. The deadline for Settlement Class Members to submit an objection to the Settlement is July 11, 2026. As of the date of this declaration, DTO has not received any objections.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on this 8th day of June, 2026, at Los Angeles, California.

  
\_\_\_\_\_  
William A. Delgado

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8 **UNITED STATES DISTRICT COURT**  
9 **CENTRAL DISTRICT OF CALIFORNIA**

10 MOSS KRIVIN, et al., individually and  
11 on behalf of all others similarly situated,

12 Plaintiffs,

13  
14 v.

15 PENSKE MEDIA CORPORATION,

16 Defendant.  
17  
18  
19

Case No. 2:25-cv-05803-AB (PVCx)

**[PROPOSED] FINAL APPROVAL  
ORDER AND JUDGMENT**

Motion Hearing: August 7, 2026  
10:00 a.m.

Hon. André Birotte, Jr.

20  
21 WHEREAS, this Court, having carefully reviewed and considered all the filed  
22 submissions relating to the proposed Class Action Settlement Agreement (“Agreement” or  
23 “Settlement,” ECF No. 31-3), including the Joint Motion for Final Approval, Plaintiffs’  
24 Motion for Award of Attorneys’ Fees and Reimbursement of Litigation Costs and Expenses  
25 and For Service Awards (hereinafter, the “Motions”), Plaintiffs’ briefs and reply briefs in  
26 support of the Motions, all declarations and exhibits submitted in support of the foregoing,  
27 and all other submissions and filings in this Action;  
28

1 WHEREAS, this Court, having issued its Order Granting Preliminary Approval of  
2 Class Action Settlement (ECF No. 36) (“Preliminary Approval Order”), which granted  
3 preliminary approval of the Settlement, provisionally certified, for settlement purposes only,  
4 the proposed Settlement Class pursuant to Rules 23(a) and 23(b)(3) of the Federal Rules of  
5 Civil Procedure; preliminarily appointed the Class Representatives, Class Counsel, and the  
6 Settlement Administrator; approved the form and content of the various forms of notice;  
7 approved the Parties’ notice plan set forth in the Settlement as the best notice practicable  
8 under the circumstances and comporting in all respects with Rule 23(e) and due process;  
9 and directed the dissemination of the various forms of notice pursuant to the notice plan;

10 WHEREAS, the approved notice plan has been effectuated in a timely and proper  
11 manner; and

12 WHEREAS, this Court having held a Final Fairness Hearing on August 7, 2026, and  
13 having carefully considered all the submissions, arguments, and applicable law and with  
14 due deliberation thereon.

15 **NOW, this Court hereby GRANTS the Motions, and finds, orders, and adjudges**  
16 **as follows:**

17 1. This Order incorporates by reference the definitions in the Agreement, and all  
18 terms used in this Order shall have the same meanings as set forth in the Agreement.

19 2. The Court has jurisdiction over this Action, Plaintiffs, all Settlement Class  
20 Members, Defendant, and any party to any agreement that is part of or related to the  
21 Settlement.

22 3. The Court hereby grants approval of the Settlement and all the terms and  
23 provisions of the Agreement. The Court finds that the Settlement is fair, reasonable, and  
24 adequate, and in all respects satisfies the requirement of Rule 23 of the Federal Rules of  
25 Civil Procedure and the applicable law.

26 4. Pursuant to Rule 23 of the Federal Rules of Civil Procedure, the Court certifies,  
27 for settlement purposes only, the following Settlement Class: All subscribers to *Rolling*  
28 *Stone* magazine living in the United States who purchased a so-called “lifetime”

1 subscription. Excluded from the Class are: PMC and its current officers, directors,  
2 employees, subsidiaries, and affiliates; all judges assigned to this case and any members of  
3 their immediate families; and the Parties' counsel in this litigation.

4 5. The Court finds, solely for purposes of the Settlement, that the criteria under  
5 Rules 23(a) and 23(b)(3) for certification of the Settlement Class are satisfied in that: (a)  
6 the Settlement Class is so numerous that joinder of all Settlement Class Members in the  
7 Action is impracticable; (b) there are questions of law and fact common to the Settlement  
8 Class that predominate over individual questions; (c) the claims of the Settlement Class  
9 representatives are typical of the claims of the Settlement Class; (d) the Settlement Class  
10 representatives and Class Counsel have and will continue to fairly and adequately represent  
11 and protect the interests of the Settlement Class; and (e) a class action is superior to all other  
12 available methods for the fair and efficient adjudication of the controversy. And Rule  
13 23(b)(3) is satisfied because the Class is sufficiently numerous and shares common,  
14 predominating questions of fact and law and a class action is superior to other methods of  
15 adjudication of the controversy.

16 6. The Court further finds that the Settlement was entered into as a result of  
17 adversarial arm's-length negotiations of disputed claims among experienced class action  
18 counsel on both sides. The Settlement is not the product of collusion. *See In re Bluetooth*  
19 *Headset Prods. Liab. Litig.*, 654 F.3d 935, 947 (9th Cir. 2011). Further, the Settlement was  
20 entered into with a sufficient understanding by counsel of the strengths and weaknesses of  
21 their respective claims and defenses, and of the potential risks versus benefits of continued  
22 litigation, including but not limited to the ability to establish liability, alleged damages, class  
23 certification, and maintenance of class certification through trial and appeal. In addition, the  
24 Court finds that the amounts of Class Representative Service Awards and Class Counsel's  
25 reasonable attorneys' fees and litigation costs and expenses were not negotiated by the  
26 Parties, let alone agreed to, until after agreement had already been reached on the material  
27 terms of the Settlement, notice, and claims process, and were, likewise, negotiated at arm's  
28 length and without any collusion.

1           7.     The Court finds that the Settlement is fair, reasonable, and adequate, and in all  
2 respects satisfies Rule 23. In reaching this finding, the Court has specifically considered the  
3 factors relevant to class settlement approval as required by Rule 23(e)(2) and *Churchill Vill.*,  
4 *L.L.C. v. GE*, 361 F.3d 566, 575 (9th Cir. 2004), including, *inter alia*, whether the Class  
5 Representatives and Class Counsel have adequately represented the Settlement Class,  
6 whether the Settlement was negotiated at arm’s length, the relief provided to the Settlement  
7 Class, taking into account the costs, risks and delay of trial and appeal, the effectiveness of  
8 distributing payments to Settlement Class Members; the terms of the proposed attorneys’  
9 fees, including timing of payment, and any agreements required to be identified under Fed.  
10 R. Civ. P. 23(e)(3) (of which there are none); and whether the proposal treats class members  
11 equitably relative to one another. Further, the Settlement provides substantial benefits to,  
12 and is in the best interests of, the Settlement Class, and is particularly fair, reasonable, and  
13 adequate when considering the issues of this case, including but not limited to, the disputed  
14 nature of the claims, the potential defenses thereto, the risks of non-recovery or reduced  
15 recovery to the Settlement Class, the risks of inability to certify a class and/or to maintain  
16 any class certification through trial and potential appeal if this action is litigated rather than  
17 settled, the substantial burdens, time and expense of further litigation, and the delays of any  
18 potential recovery associated with the continued litigation of the action.

19           8.     The Court finds that the dissemination of notice to the Settlement Class: (a)  
20 was implemented in a timely and proper fashion in accordance with the Parties’ approved  
21 notice plan as set forth in the Agreement and Preliminary Approval Order; (b) constituted  
22 the best notice practicable under the circumstances; and (c) in all respects satisfied the  
23 requirements of Rule 23(e), the Constitution of the United States (including the Due Process  
24 Clause), and all other applicable laws and rules.

25           9.     The Court finds that in accordance with the Class Action Fairness Act of 2005,  
26 28 U.S.C. § 1715 (“CAFA”), the Settlement Administrator properly and timely caused to be  
27 mailed a copy of the proposed Settlement and all other documents required by law to the  
28 Attorney General of the United States and the Attorneys General of each State where

1 Settlement Class Members reside. No Attorney General has filed any objection to, or voiced  
2 any concern over, the Settlement or any of its terms and provisions. Further, more than  
3 ninety days have elapsed since notice was provided pursuant to CAFA and the Final  
4 Approval Hearing.

5 10. Pursuant to Rule 23(a)(4) of the Federal Rules of Civil Procedure, the Court  
6 hereby grants final approval and appointment of Plaintiffs as Class Representatives. The  
7 Court finds that the Class Representatives have fairly and adequately represented, and will  
8 continue to fairly and adequately represent, the interests of the Settlement Class.

9 11. Pursuant to Rule 23(g) of the Federal Rules of Civil Procedure the Court  
10 hereby grants final approval and appointment of Timothy N. Mathews and Zachary P. Beatty  
11 of Chimicles Schwartz Kriner & Donaldson-Smith LLP and James C. Shah and Kolin C.  
12 Tang of Miller Shah LLP as Class Counsel. The Court finds that said counsel have fairly  
13 and adequately represented, and will continue to fairly and adequately represent, the interest  
14 of the Settlement Class.

15 12. Upon consideration of Class Counsel's Motion for an Award of Attorneys' Fees  
16 and Reimbursement of Litigation Costs and Expenses and for Service Awards to Class  
17 Representatives, and all papers submitted in support thereof, the Court hereby finds the  
18 amounts reasonable and grants the Motion. Class Counsels' time expended in prosecution  
19 of this action is reasonable, and their hourly rates are reasonable and commensurate with  
20 rates charged by attorneys for comparable complex work. The resulting lodestar multiplier  
21 is within the range routinely approved by courts in the Ninth Circuit. *See, e.g., Gutierrez v.*  
22 *Amplify Energy Corp.*, 2023 U.S. Dist. LEXIS 72861, at \*30 (C.D. Cal. Apr. 24, 2023). A  
23 percentage of the fund crosscheck confirms that the fee award is reasonable. *See, e.g., In*  
24 *re Bluetooth Headset Prods. Liab. Litig.*, 654 F.3d 935, 942 (9th Cir. 2011). Class Counsel  
25 are hereby awarded attorneys' fees and reimbursement of litigation costs and expenses in  
26 the amount of \$525,000. The Court further finds the requested Service Awards reasonable,  
27 and awards each of the Class Representatives: (i) printed back issues of the Rolling Stone  
28 magazine (only for any edition they did not already receive in printed form due to the

1 matters raised in the Action), and (ii) a one-time monetary payment of \$2,500.

2 13. Pursuant to Rule 23(c), the Court further grants final approval and appointment  
3 of PMC as the Settlement Administrator to effectuate its duties and responsibilities, with  
4 respect to that role, as set forth in the Settlement.

5 14. Settlement Class Members were duly afforded a reasonable and ample  
6 opportunity to object to or request exclusion from the Settlement and were duly advised of  
7 the deadlines and procedures for doing so. The Court finds that the lack of objections and  
8 the very small number of requests for exclusion, if any, demonstrate overwhelmingly that  
9 the Settlement Class favors the Settlement, and further support that the Settlement is fair,  
10 reasonable, and adequate, and warranting final approval by this Court.

11 15. A list of Settlement Class Members, if any, who timely requested exclusion is  
12 attached hereto as Exhibit A [Class Counsel will file Exhibit A, if necessary, with their reply  
13 papers, which are due to be filed after the exclusion deadline]. The Settlement Class  
14 Members listed in Exhibit A are excluded from the Settlement and Release.

15 16. Any and all objections to the Settlement, if any, having been duly considered,  
16 are overruled.

17 17. The Parties are directed to perform all obligations under the Settlement in  
18 accordance with its terms and provisions.

19 18. The Parties and all Settlement Class Members are hereby bound in all respects  
20 by the terms and conditions of the Settlement, including but not limited to the Releases  
21 against the Released Parties contained therein, and the Plaintiffs and each and every  
22 Settlement Class Member shall be deemed to have, and by operation of this Final Approval  
23 Order and Judgment shall have, fully, completely and forever released, acquitted, and  
24 discharged Released Parties from all Releases as set forth in the Agreement, incorporated  
25 herein by reference, except for the persons identified in Exhibit A who have timely and  
26 properly excluded themselves from the Settlement Class.

27 19. The Action is hereby dismissed with prejudice and without costs except as  
28 otherwise stated herein.

1           20. Neither this Settlement, the Agreement, its negotiations, any agreements,  
2 documents, motions, submissions, and/or Orders relating thereto, nor this Final Approval  
3 Order and Judgment, shall, in any way, constitute, be deemed to constitute, be construed as,  
4 or be admissible in any action or proceeding (judicial or otherwise) as: (i) any admission by  
5 any Released Party as to the merits of any allegation, claim, or defense that was or could  
6 have been asserted in this Action; (ii) any evidence, or finding of either fact or law, as to  
7 any allegation, claim, or defense that was or could have been asserted in the action; (iii) any  
8 admission or evidence of any liability, fault, wrongdoing, or responsibility on the part of the  
9 Releasing Parties; and/or (iv) shall not be offered or be admissible against any Released  
10 Party or the Plaintiffs in any action or proceeding (judicial or otherwise), except as may be  
11 necessary to enforce the terms of the Settlement and/or this Final Approval Order and  
12 Judgment.

13           21. Without further order of this Court, the Parties may agree to reasonably  
14 necessary extensions of time to carry out any of the provisions of the Settlement and this  
15 Order and any obligations thereunder.

16           22. Plaintiffs and each and every Settlement Class Member, and any person or  
17 entity acting or purporting to act on behalf of any said Settlement Class Member, is/are  
18 hereby permanently barred and enjoined from commencing, instituting, pursuing,  
19 maintaining, prosecuting, or continuing to pursue, maintain or prosecute, any Releases  
20 against Released Parties (including, without limitation, in any individual, class/putative  
21 class, representative or other action or proceeding, directly or indirectly, in any judicial,  
22 administrative, arbitral, or other forum). This permanent bar and injunction is necessary to  
23 protect and effectuate the Settlement, this Final Approval Order and Judgment, and this  
24 Court's authority to enforce and effectuate the Settlement, and is ordered in aid of this  
25 Court's jurisdiction and to protect its judgments. However, this provision will not bar any  
26 communications with, or compliance with requests or inquiries from, any governmental  
27 authorities.

28           23. Without affecting the finality of this Final Approval Order and Judgment, this

1 Court hereby retains exclusive jurisdiction, and all Settlement Class Members are hereby  
2 deemed to have submitted to the exclusive jurisdiction of this Court of, over, and with  
3 respect to, the consummation, implementation, and enforcement of this Settlement and its  
4 terms, including the release of claims therein, and any suit, action, proceeding (judicial or  
5 otherwise) or dispute arising out of or relating to this Final Approval Order and Judgment,  
6 the Settlement and its terms, or the applicability of the Settlement. This exclusive  
7 jurisdiction includes, without limitation, the Court’s power pursuant to the All Writs Act, 28  
8 U.S.C. § 1651, or any other applicable law, to enforce the above-described bar and  
9 injunction against the pursuit, commencement, maintenance, prosecution, and/or  
10 continuation of any Releases against any Released Party.

11 **IT IS SO ORDERED AND ADJUDGED.**

12  
13 Dated: \_\_\_\_\_

14 By: \_\_\_\_\_  
15 The Hon. André Birotte, Jr.  
16 United States District Judge  
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