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12 **UNITED STATES DISTRICT COURT**
13 **NORTHERN DISTRICT OF CALIFORNIA**
14 **OAKLAND DIVISION**

15 In re DYNAMIC RANDOM ACCESS) Case No. M-02-1486-PJH
16 MEMORY (DRAM) ANTITRUST) MDL No. 1486
17 LITIGATION)
18 This Document Relates to:) **DECLARATION OF TERRY**
19 ALL INDIRECT PURCHASER ACTIONS) **GROSS IN SUPPORT OF**
20 and) **INDIRECT PURCHASER**
*State of California et al. v. Infineon) **PLAINTIFFS AND ATTORNEYS***
*Technologies AG, et al.) **GENERAL'S JOINT MOTION TO***
*State of New York v. Micron Technology Inc., et) **DISTRIBUTE SETTLEMENT***
*al.) **FUND***
21 *State of California et al. v. Samsung Electronics) Hearing Date: May 18, 2016*
Co., Ltd., et al.) Time: 9:00 a.m.
22 *State of California et al. v. Winbond Electronics) Courtoom: 3, 3rd Floor*
Co.) The Honorable Phyllis J. Hamilton
23 *Petro Computer Systems, Inc. v. Hitachi, Ltd.) Case No. C 06-4333 PJH*
24 *Petro Computer Systems, Inc. v. Mitsubishi) Case No. C 06-6436 PJH*
Electric Corporation, et. al.) Case No. C 07-1347 PJH
25 *Petro Computer Systems, Inc. v. Toshiba) Case No. C 07-2589 PJH*
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1	<i>Corporation, et. al.</i>)	Case No. C 12-5213 PJH
)	
2	<i>State of California et</i>)	Case No. C 12-5214 PJH
	<i>al., v. Toshiba Corporation et al.,</i>)	Case No. C 12-5215 PJH
3	<i>State of California et</i>)	Case No. C 12-5230 PJH
	<i>al., v. Mitsubishi Electric Corporation, et. al.</i>)	Case No. C 12-5229 PJH
4	<i>State of California et</i>)	Case No. C 12-5231 PJH
	<i>al., v. Hitachi, Ltd.</i>)	
5)	
6)	
7)	

I, TERRY GROSS, declare as follows:

1. I am a partner with the law firm of Gross Belsky Alonso LLP, and am Chair of the Indirect Purchaser Plaintiffs’ (“IPP”) Executive Committee. I submit this Declaration in support of the Indirect Purchaser Plaintiffs and Attorneys General’s Joint Motion to Distribute Settlement Fund. I have personal knowledge of the facts stated in this Declaration, and, if called as a witness, I could and would testify competently to them.

2. As Chair of the IPPs’ Executive Committee, I was primarily responsible for preparing IPP’s Joint Application for Attorneys’ Fees and IPP Application for Reimbursement of Expenses and Incentive Awards (the “Fees and Expenses Motion”) (Dkt. 2181). As such, I coordinated the original submission of the related documents and exhibits. For that Application, I requested that each IPP co-counsel firm submit a declaration under penalty of perjury, signed by a senior partner or equivalent person, attesting among other things to information about specific firm costs, such as filing fees, travel, legal research and other litigation expenses, but not to include costs spent on any aspect of the fee petition. We then prepared a table listing by individual firms the expenses paid for unreimbursed costs. (Dkt. 2182, Ex. B).

3. It has come to my attention that when we submitted the Fees and Expenses Motion in 2014, we omitted several expenses incurred by IPP Counsel, totaling \$93,275.90. In addition, IPP Counsel have incurred unreimbursed expenses to third-party

1 vendors described in Paragraph 5 below totaling \$80,985.37. All the out-of-pocket
2 expenses devoted to this case by IPP Counsel were reasonable and necessary to prosecute
3 the case, and the expenditures were made for the direct benefit of the Settlement Class.

4 Many IPP Counsel have incurred further out-of-pocket expenses since the original
5 submission which are not included in this request.

6 4. The following expenses were omitted from the Fee and Expenses Motion:

7 a. We inadvertently did not include the fee declarations for three
8 plaintiffs' firms in the compendium of exhibits submitted in support of that
9 motion. Because of this omission, the reasonable expenses incurred by those
10 three firms were not included in the chart that listed the total expenses that were
11 requested. NastLaw LLC incurred \$11,225.68 in unreimbursed expenses,
12 Schubert Jonckheer & Kolbe LLP incurred \$259.15 in unreimbursed expenses,
13 and Wilentz, Goldman & Spitzer incurred \$991.51 in unreimbursed expenses.

14 These expenses total \$12,476.34.

15 b. Due to a clerical error, the expenses of Straus & Boies, one of the
16 IPP Co-Lead Counsel, was understated by \$80,799.56 in the expense chart
17 included in the Fee and Expenses Motion. (Dkt. 2182, Ex. B). That chart stated
18 that Straus & Boies' expenses were \$495,449.56, while the Declaration submitted
19 by Straus & Boies at that time, filed as Compendium Exhibit No. 2, reflected the
20 correct expense total of \$576,249.12. (Dkt. 2183, Exhibit 2).

21 5. In addition, IPP Counsel have incurred the following expenses that were
22 not included in the original Application:

23 a. Cooper & Kirkham, P.C., Co-Lead Counsel, paid \$40,000 to the
24 firm of EKHO, Inc., a digital advertising company, for services related to class
25 notice that were not included in the original court approved notice plan. These
26 services were to increase the effectiveness of the notice by utilizing newer forms

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of social media to inform potential class members of the settlement and claims process.

b. As reflected in the Fee and Expenses Motion, IPP Counsel retained the services of an electronic document hosting and review company that worked with IPP Counsel to create a groundbreaking web-based electronic document review system. This company maintained the database of the millions of pages of documents produced in discovery in this action. The Fee and Expenses Motion identified the sum of \$406,756 that was due and owing for these services as of December 31, 2013 (Dkt. 2182 ¶ 50), and this sum was approved in the Court’s Order Awarding Fees and Costs. (Dkt. 2234). IPP Counsel have had to maintain this document repository with the hosting and review company until the final conclusion of the litigation, and therefore have incurred additional expenses to maintain this database from January 1, 2014 through July 31, 2016, in the amount of \$40,985.37.

6. Accordingly, the total amount of additional unreimbursed expenses advanced for the benefit of the Class, which are included in the proposed settlement expenses reserve fund, and would be paid from that amount, total \$174,261.27.

Executed under penalty of perjury under the laws of the United States, on May 4, 2016, in San Francisco, California.

/s/ Terry Gross
TERRY GROSS