

# EXHIBIT V

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF PENNSYLVANIA**

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In re WELLBUTRIN XL  
ANTITRUST LITIGATION

THIS DOCUMENT RELATES TO:

INDIRECT PURCHASER ACTIONS

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) Civil Action No.: 2:08-cv-2433  
)  
) Honorable Mary A. McLaughlin  
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)  
)

**DECLARATION OF CHRISTOPHER M. BURKE IN SUPPORT OF PLAINTIFFS'  
APPLICATION FOR ATTORNEYS' FEES, EXPENSES, AND INCENTIVE AWARDS**

**DECLARATION OF CHRISTOPHER M. BURKE**

I, Christopher M. Burke, declare as follows:

1. I am an attorney in good standing, duly licensed and admitted to the State Bar of California, and a Partner in the law firm Scott+Scott, Attorneys at Law, LLP. 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. I make this declaration in support of my firm's request for attorneys' fees and reimbursement of litigation expenses, as set forth in Plaintiffs' Application for Attorneys' Fees, Expenses, and Incentive Awards.

2. My firm is counsel of record in this case, and represents Bricklayers and Masons' Local No. 5 Health and Welfare Fund.

3. My firm kept files contemporaneously documenting all time spent, including tasks performed, and expenses incurred, and transmitted a summary of those reports to Co-Lead Class Counsel on a regular basis. All of the time and expenses reported by my firm were incurred for the benefit of the Indirect-Purchaser Plaintiffs ("IPPs").

4. During the course of this litigation, my firm has been involved in a multitude of tasks and activities on behalf of the IPPs. These tasks and activities were performed in coordination with and/or at the direction of co-lead counsel. Such tasks included, but were not limited to: drafting a complaint, briefing regarding the motion to dismiss, document review, deposition summaries, and finally, working on the summary judgment motions. In addition, we made significant contributions to the plaintiffs' litigation fund and incurred other expenses related to the prosecution of the case.

5. My firm submitted our detailed time records to Co-Lead Class Counsel for submission to the Court *in camera*. These contemporaneous time records were regularly prepared and maintained by my firm. The hourly rates for my firm's partners, attorneys and professional support staff included in Exhibit 2 are their current rates, and are the usual and customary hourly rates charged for these professionals' services in similar complex litigation.

These time records do not include any time devoted to preparing this declaration or otherwise pertaining to the Fee Application.

6. The total number of hours reasonably expended on this litigation by my firm from inception to April 30, 2013 is 3,791.9 hours. The total lodestar for my firm at current rates is \$1,485,198.50. The lodestar calculation is based on my firm's current rates. Expense items are billed separately and are not duplicated in my firm's lodestar.

7. The expenses my firm incurred in litigating this action are reflected in the books and records of my firm. These books and records are prepared from expense vouchers, receipts, check records, and other source materials and accurately reflect the expenses incurred.

8. My firm incurred a total of \$23,898.81 in unreimbursed expenses, all of which were reasonable and necessary for the prosecution of this litigation. Of this amount, \$15,000.00 was for assessment payments to the litigation fund Co-Lead Class Counsel established for the common expenses incurred in the prosecution of this case or direct payments to experts or other vendors made at the request of Co-Lead Counsel, and an additional \$8,898.81 was for non-common expenses incurred by my firm, such as travel, meals, and lodging, copying, legal research, telephone, etc. A summary of those expenses by category is attached as Exhibit 3.

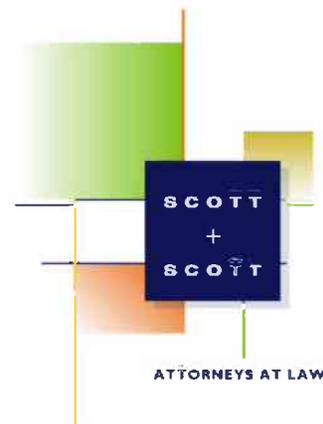
I declare under penalty of perjury under the laws of the United States and the State of California that the foregoing is true and correct. Executed this 14th day of May, 2013, in San Diego, California.



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Christopher M. Burke

# SCOTT+SCOTT, ATTORNEYS AT LAW, LLP



## MISSION STATEMENT

Scott+Scott LLP (“Scott+Scott”) is a nationally recognized law firm headquartered in Connecticut with offices in California, New York City, and Ohio. Scott+Scott represents individuals, businesses, public and private pension funds, and others who have suffered from corporate fraud and wrongdoing. Scott+Scott is directly responsible for recovering hundreds of millions of dollars and achieving substantial corporate governance reforms on behalf of its clients. Scott+Scott has significant expertise in complex securities, antitrust, consumer, ERISA, and civil rights litigation in both federal and state courts. Through its efforts, Scott+Scott promotes corporate social responsibility.

## ANTITRUST

Scott+Scott is actively involved in litigating complex antitrust cases throughout the United States. Scott+Scott represents consumers and businesses in price-fixing, bid-rigging, monopolization, and other restraints of trade cases. In such actions, Scott+Scott works to ensure that the markets remain free, open, and competitive to the benefit of both consumers and business. Scott+Scott’s class action antitrust experience includes serving as co-trial counsel in *In re Scrap Metal Antitrust Litigation*, 02-cv-0844-KMO (N.D. Ohio), where it helped obtain a \$34.5 million jury verdict, which was subsequently affirmed by the United States Court of Appeals for the Sixth Circuit. *See In re Scrap Metal Antitrust Litigation*, 527 F.3d 517, 524 (6th Cir. 2008).

Scott+Scott currently serves as lead counsel in a number of class action antitrust cases, including *Dahl v. Bain Capital Partners, LLC*, No. 1:07-cv-12388 (D. Mass.) (challenging bid rigging and market allocation in the private equity/leveraged-buyout industry), *In re WellPoint, Inc. Out-Of-Network “UCR” Rates Litigation*, No. 2:09-ml-02074 (C.D. Cal.) (challenging price-fixing in the health insurance industry), and *In re Korean Air Lines Co., LTD. Antitrust Litigation*, MDL No. 1891, No. CV 07-06542 (C.D. Cal.) (challenging price fixing/illegal surcharge). Additionally, Scott+Scott serves on leadership executive committees in various class action cases including *In re Payment Card Interchange Fee and Merchant Discount Antitrust Litigation*, No. 1:05-md-1720 (E.D.N.Y.) (one of the largest class actions ever brought), and *In re Aetna UCR Litigation*, MDL No. 2020 (D.N.J.) (price-fixing in the health insurance industry).

In addition to antitrust class actions, Scott+Scott represents clients in opt-out antitrust litigation. Past clients include publicly traded corporations, such as Parker Hannifin Corporation and PolyOne Corporation. Representative opt-out litigation prosecuted by Scott+Scott includes *In re Rubber Chemicals Antitrust Litigation*, MDL No. 1648 (N.D. Cal.); *In re Polychloroprene*

*Rubber (CR) Antitrust Litigation*, MDL No. 1642 (D. Conn.); and *In re Plastic Additives Antitrust Litigation (No. II)*, MDL No. 1684 (E.D. Pa.).

## **CONSUMER RIGHTS**

Scott+Scott regularly represents the rights of consumers throughout the United States by prosecuting class actions under federal and state laws. In *Gunther v. Capital One, N.A.*, No. 09-2966-ADS-AKT (E.D.N.Y.), Scott+Scott obtained a net settlement resulting in class members receiving 100% of their damages. Other settlements obtained by Scott+Scott include *In re Kava Kava Litigation*, Lead Case No. BC 269717 (Cal. Super. Ct., Los Angeles County); *Fischer v. MasterCard International, Inc.*, No. 600572/2003 (N.Y. Sup. Ct. and New York County); *Salkin v. MasterCard International Incorporated*, No. 002648 (Penn. Ct. Com. Pl., Philadelphia County).

Scott+Scott currently serves as lead counsel in *In re Prudential Insurance Company of America SGLI/VGLI Contract Litigation*, No. 3:11-md-02208-MAP (D. Mass.) (challenging Prudential's actions relating to the issuance of life insurance contracts to the nation's military personnel and dependents); *In re Nutella Marketing and Sales Practices Litigation*, No. 3:11-cv-01086-FLW-DEA (D.N.J.); and *Franco v. Connecticut General Life Insurance Co.*, No. 07-cv-6039-SRC-PS (D.N.J.) (challenging the reimbursement of out-of-network healthcare charges).

## **SECURITIES AND CORPORATE GOVERNANCE**

Scott+Scott represents individuals and institutional investors that have suffered from stock fraud and corporate malfeasance. Scott+Scott's philosophy is simple – directors and officers should be truthful in their dealings with the public markets and honor their duties to their shareholders. Since its inception, Scott+Scott's securities and corporate governance litigation department has developed and maintained a reputation of excellence and integrity recognized by state and federal and state courts across the country. “It is this Court's position that Scott+Scott did a superlative job in its representation, which substantially benefited Ariel . . . . For the record, it should be noted that Scott+Scott has demonstrated a remarkable grasp and handling of the extraordinarily complex matters in this case . . . . They have possessed a knowledge of the issues presented and this knowledge has always been used to the benefit of all investors.” *N.Y. Univ. v. Ariel Fund Ltd.*, No. 603803/08, slip. op. at 9-10 (N.Y. Sup. Ct. Feb. 22, 2010). “The quality of representation here is demonstrated, in part, by the result achieved for the class. Further, it has been this court's experience, throughout the ongoing litigation of this matter, that counsel have conducted themselves with the utmost professionalism and respect for the court and the judicial process.” *In re Priceline.com, Inc. Sec. Litig.*, No. 00-cv-01884, 2007 WL 2115592, at \*5 (D. Conn. July 20, 2007).

Scott+Scott has successfully prosecuted numerous class actions under the federal securities laws, resulting in the recovery of hundreds of millions of dollars for shareholders. Representative cases prosecuted by Scott+Scott under the Securities and Exchange Act of 1934 include: *In re Priceline.com, Inc. Sec. Litig.*, No. 00-cv-01884 (D. Conn. July 19, 2007) (\$80 million settlement); *Irvine v. ImClone Sys., Inc.*, No. 02-cv-00109 (S.D.N.Y. July 29, 2005) (\$75 million settlement); *Cornwell v. Credit Suisse Group*, No. 08-cv-03758 (S.D.N.Y. July 20, 2011) (\$70

million settlement); and *Schnall v. Annuity and Life Re (Holdings) Ltd.*, No. 02-cv-2133 (D. Conn. June 13, 2008) (\$26.5 million settlement). Representative cases prosecuted by Scott+Scott under the Securities Act of 1933 include: *Parker v. National City Corp.*, No. CV-08-657360 (Ohio Ct. Com. Pl., Cuyahoga County, June 23, 2010) (\$5.25 million settlement); and *Hamel v. GT Solar International, Inc.*, No. 217-2010-CV-05004 (N.H. Super. Ct., Merrimack County, May 10, 2011) (\$10.25 million settlement).

Scott+Scott currently serves as court-appointed lead counsel in various federal securities class actions, including *St. Lucie County Fire District Firefighter's Pension Trust Fund v. Oilsands Quest Inc.*, No. 11-cv-1288-JSR (S.D.N.Y. May 23, 2011); *In re Washington Mutual Mortgage Backed Securities Litigation*, No. 09-cv-0037 (W.D. Wash. Oct. 23, 2009); and *West Palm Beach Police Pension Fund v. CardioNet, Inc.*, No. 37-2010-00086836-CU-SL-CTL (Cal. Super. Ct., San Diego County, 2010) (\$7.25 million settlement pending).

In addition to prosecuting federal securities class actions, Scott+Scott has a proven track record of handling corporate governance matters through its extensive experience litigating shareholder derivative actions. Representative actions include: *In re Marvell Tech. Group Ltd. Derivative Litigation*, No. C-06-03894-RMW (RS) (N.D. Cal. Aug. 11, 2009) (\$54.9 million and corporate governance reforms); *In re Qwest Communications International, Inc.*, No. Civ. 01-RB-1451 (D. Colo. June 15, 2004) (\$25 million and corporate governance reform); *Carfagno v. Schnitzer*, No. 08-cv-912-SAS (S.D.N.Y. May 18, 2009) (modification of terms of preferred securities issued to insiders valued at \$8 million); and *Garcia v. Carrion*, No. 3:09-cv-01507 (D.P.R. Sept. 12, 2011) (settlement of derivative claims against the company and its officers and directors providing for corporate governance reforms valued between \$10.05 million and \$15.49 million).

Currently, Scott+Scott is actively prosecuting shareholder derivative actions, including *Plymouth County Contributory Retirement Fund v. Hassan*, No. 08-cv-1022 (D.N.J.); *Louisiana Municipal Police Employees Retirement System v. Ritter*, 20-CV-01588 (Ala. Cir. Ct., Jefferson County); *Estate of Jacquelin K. Stevenson v. Kavanaugh*, No. 08-CP-10-1735 (S.C. Ct. Com. Pl., Charleston County); *Currie v. Begley*, No. 2011 MR 000608 (Ill. Cir. Ct., Kane County); and *North Miami Beach General Employees Retirement Fund v. Parkinson*, No. 10C6514 (N.D. Ill.).

## **EMPLOYEE BENEFITS (ERISA)**

Scott+Scott litigates complex class actions across the United States on behalf of corporate employees alleging violations of the federal Employee Retirement Income Security Act. ERISA was enacted by Congress to prevent employers from exercising improper control over retirement plan assets and requires that pension and 401(k) plan trustees, including employer corporations, owe the highest fiduciary duties to retirement plans and their participants as to their retirement funds. Scott+Scott is committed to continuing its leadership in ERISA and related employee-retirement litigation, as well as to those employees who entrust their employers with hard-earned retirement savings. Representative recoveries by Scott+Scott include: *In re Royal Dutch/Shell Transport ERISA Litigation*, No. 2:04-cv-01398-JWB-SDW (D.N.J. Aug. 30, 2005) (\$90 million settlement); *In re General Motors ERISA Litigation*, No. 2:05-cv-71085-NGE-RSW (E.D. Mich. June 5, 2008) (\$37.5 million settlement); and *Rantala v. ConAgra Foods*, No. 8:05-cv-00349-LES-TDT (D. Neb.) (\$4 million settlement).

## CIVIL RIGHTS LITIGATION

Scott+Scott has also successfully litigated cases to enforce its clients' civil rights. In *The Vulcan Society, Inc. v. The City of New York*, No. 1:07-cv-02067-NGG-RLM (E.D.N.Y.), Scott+Scott was part of a team of lawyers representing a class of black applicants who were denied or delayed employment as New York City firefighters due to decades of racial discriminatory conduct. The district court certified the class in a post-*Walmart v. Dukes* decision, granted summary judgment against the City on both intentional discrimination and disparate impact claims, and after trial ordered broad injunctive relief, including a new examination, revision of the application procedure, and continued monitoring by a court-appointed monitor for at least 10 years. The back pay and compensatory damage award will be determined in a subsequent ruling. In *Hohider v. United Parcel Services, Inc.*, No. 2:04-cv-00363-JFC (W.D. Penn.), Scott+Scott obtained significant structural changes to UPS's Americans with Disabilities Act compliance policies and monetary awards for some individual employees in settlement of a ground-breaking case seeking nationwide class certification of UPS employees who were barred from reemployment after suffering injuries on the job.

## ATTORNEY BACKGROUND AND EXPERIENCE

**MELVIN SCOTT** is a graduate of the University of Connecticut (B.A. 1950) and the University of Kentucky (M.A. 1953; LL.B. 1957). Mr. Scott founded the firm in 1975. He formerly practiced in Kentucky and is presently admitted to practice in Connecticut and Pennsylvania. Mr. Scott was a member of the Kentucky Law Review, where he submitted several articles for publication. He has served as an Attorney Trial Referee since the inception of the program in the State of Connecticut and is a member of the Fee Dispute Committee for New London County. Mr. Scott also formerly served as a Special Public Defender in criminal cases and as a member of the New London County Grievance Committee. Mr. Scott actively represents aggrieved parties in securities, commercial and criminal litigation and served or serves as counsel in *Irvine, et al. v. ImClone Systems, Inc., et al.*; *Schnall, et al. v. Annuity and Life Re (Holdings) Ltd., et al.*; *In re 360networks Class Action Securities Litigation*; *In re General Motors ERISA Litigation*, and *Hohider v. UPS*, among others.

**DAVID R. SCOTT** is a graduate of St. Lawrence University (B.A., *cum laude*, 1986), Temple University School of Law (J.D., Moot Court Board, 1989), and New York University School of Law (LL.M. in taxation). He concentrates in commercial and class action trial work. Mr. Scott's trial work involves antitrust, intellectual property, commercial, and complex securities litigation. Mr. Scott's antitrust litigation experience includes matters dealing with illegal tying, price-fixing and monopolization actions. He has served as lead counsel in numerous antitrust and securities class action lawsuits. Notably, Mr. Scott served as co-lead counsel in *In re Priceline.com, Inc. Securities Litigation* (\$80 million settlement); *Thurber v. Mattel, Inc.* (\$122 million settlement); *In re Emulex Corp. Securities Litigation* (\$39 million settlement); *In re Sprint Securities Litigation* (\$50 million settlement); *In re Northwestern Corporation Securities Litigation* (\$61 million settlement); *Irvine, et al. v. ImClone Systems, Inc., et al.* (\$75 million settlement); *Schnall, et al. v. Annuity and Life Re (Holdings) Ltd., et al.* (\$27 million settlement); *In re Qwest Communications International, Inc.* (significant corporate governance reforms and \$25 million for the company), and *In re General Motors ERISA Litigation* (significant enhancements to retirement plan administration in addition to a \$37.5 million settlement for plan participants), among others. His securities litigation experience includes matters dealing with securities fraud class actions, derivative/corporate governance litigation, and representation of start-up technology companies in private securities litigation. Presently, Mr. Scott is serving as lead counsel in *In re General Motors ERISA Litigation*; *In re Priceline.com, Inc. Securities Litigation*; and *In re Marvell Technology Group Ltd. Derivative Litigation* (option-backdating litigation) among others. Mr. Scott is admitted to practice in Connecticut, New York, Pennsylvania, the United States Tax Court, and numerous United States District Courts.

**CHRISTOPHER M. BURKE** is a graduate of The Ohio State University (B.A. 1984), William & Mary (M.A. 1988), and the University of Wisconsin (M.A. 1989; J.D. 1993; Ph.D. 1996). Mr. Burke's principal practice is in complex antitrust, consumer, and other representative litigation and heads Scott+Scott's antitrust and consumer law practices. Prior to joining Scott+Scott, his practice centered on complex antitrust and unfair competition matters. Mr. Burke served as co-lead counsel in *In re Currency Conversion Antitrust Litigation* (\$336 million settlement); *In re Payment Card & Merchant Fee Antitrust Litigation*; *In re Digital Music Antitrust Litigation (Starr v. Sony BMG, et al.)*, and was one of the trial counsel in

*Schwartz v. Visa* (\$800 million plaintiff verdict). Currently, Mr. Burke is one of the lead counsel in *Dahl v. Bain Capital Partners*; *In re WellPoint, Inc. Out-of-Network "UCR" Litigation*; *In re Korean Airlines Co., Ltd. Antitrust Litigation*; and *In re Prudential Ins. Co. of America SGLI/VGLI Antitrust Litigation*. Further, he is class counsel in *Ross v. Bank of America N.A.*, and serves on the Executive Committee in *In re Aetna, Inc. Out of Network "UCR" Rates Litigation* and *In re Payment Card and Merchant Discount Antitrust Litigation*. Mr. Burke served as an Assistant Attorney General at the Wisconsin Department of Justice and has lectured on law-related topics, including constitutional law, law and politics and civil rights at the State University of New York at Buffalo and at the University of Wisconsin. Mr. Burke continues to lecture periodically and present CLE courses on class actions, financial services litigation, and emerging trends in antitrust and consumer law. Mr. Burke's book, *The Appearance of Equality: The Supreme Court and Racial Gerrymandering* (Greenwood, 1999), examines conflicts over voting rights and political representation within the competing rhetoric of communitarian and liberal strategies of justification. Mr. Burke is admitted to practice by the Supreme Court of the State of California, the Supreme Court of the State of Wisconsin, and numerous United States District Courts.

**WALTER NOSS** graduated *magna cum laude* from the University of Toledo with a Bachelor of Arts in Economics in 1997. He received his Juris Doctorate *with honors* from The Ohio State University College of Law in 2000. Mr. Noss is a member of the California and Ohio Bars.

Since joining the Firm in April 2004, Mr. Noss has principally practiced complex litigation, including antitrust, securities, and shareholder derivative actions. Mr. Noss currently serves as one of the primary litigation counsel in *Dahl v. Bain Capital Partners LLC*, No. 1:07-cv-12388-EFH (D. Mass.), a case challenging collusion in the private equity/LBO industry.

Mr. Noss has successfully represented corporate opt-out clients in antitrust actions, including *In re Rubber Chemicals Antitrust Litigation*, MDL No. 1648 (N.D. Cal.); *In re Polychloroprene Rubber (CR) Antitrust Litigation*, MDL No. 1642 (D. Conn.); and *In re Plastics Additives (No. II) Antitrust Litigation*, MDL No. 1684 (E.D. Pa.).

Mr. Noss has successful federal civil jury trial experience. In April 2011, Mr. Noss served as lead trial counsel in *Novak v. Gray*, No. 8:09-cv-00880-RAL-TGW (M.D. Fla.), obtaining a \$4.1 million jury verdict for breach of oral contract and fraudulent inducement. In December 2009, Mr. Noss served as plaintiffs' local counsel at trial in *Lederman v. Popovich*, No. 1:07-cv-00845-DCN (N.D. Ohio), resulting in a \$1.8 million jury verdict for plaintiffs on claims of breach of fiduciary duties, conversion, and unjust enrichment. In January and February 2006, Mr. Noss assisted the trial team for *In re Scrap Metal Antitrust Litigation*, No. 1:02-cv-0844-KMO (N.D. Ohio 2006), resulting in a \$34.5 million class action plaintiffs' verdict.

Mr. Noss serves as the Firm's managing partner for its San Diego office.

**JOSEPH P. GUGLIELMO** represents institutional and individual clients in consumer and securities litigation in state and federal courts throughout the United States and has achieved numerous successful outcomes.

Recently, Mr. Guglielmo, along with other attorneys at Scott+Scott, was recognized for his efforts representing New York University in obtaining a monumental temporary restraining order of over \$200 million from a Bernard Madoff feeder fund. Specifically, New York State Supreme Court Justice Richard B. Lowe III stated, “Scott+Scott demonstrated a remarkable grasp and handling of the extraordinarily complex matters in the case. The extremely professional and thorough means by which NYU’s counsel has litigated this matter has not been overlooked by this Court.”

Mr. Guglielmo serves in a leadership capacity in a number of complex consumer actions including: *In re WellPoint, Inc. Out-of-Network “UCR” Rates Litigation*, MDL 2074 (C.D. Cal.); *In re Aetna, Inc. Out-of-Network “UCR” Rates Litigation*, MDL 2020 (D.N.J.); and *In re Pre-Filled Propane Tank Marketing and Sales Practices Litigation*, MDL 2086 (W.D. Mo.). Mr. Guglielmo also represents lead plaintiffs in a number of securities and derivative actions including: *Louisiana Municipal Police Employees Retirement System v. Ritter (Regions Bank)*, No. 09-cv-01275 (N.D. Ala.); *Boilermakers National Annuity Trust Fund v. WaMu Mortgage Pass Through Certificates*, No. 09-cv-00037 (W.D. Wash.); and *Latham v. Signalife, Inc.*, No. 08-cv-02995 (D.S.C.).

Mr. Guglielmo has obtained numerous settlements for his clients. He was extensively involved in the litigation and settlement of *In re Managed Care Litigation*, MDL 1334 (S.D. Fla.), which included settlements with Aetna, CIGNA, Prudential, Health Net, Humana, and WellPoint providing monetary and injunctive benefits exceeding \$1 billion. Additional cases Mr. Guglielmo played a leading role and obtained substantial recoveries for his clients include: *Love v. Blue Cross and Blue Shield Ass’n*, No. 03-cv-21296 (S.D. Fla.), which resulted in settlements of approximately \$130 million and injunctive benefits valued in excess of \$2 billion; *In re Insurance Brokerage Antitrust Litigation*, MDL 1897 (D.N.J.), settlements in excess of \$180 million; and *Bassman v. Union Pacific Corp.*, No. 97-cv-02819 (N.D. Tex.), \$35.5 million securities class action settlement.

Mr. Guglielmo is an author and lecturer on a variety of litigation programs sponsored by various organizations, including The Sedona Conference®, an organization devoted to providing guidance and information concerning issues such as discovery, antitrust law, complex litigation and intellectual property. Mr. Guglielmo was recognized for his achievements in litigation by his selection to *The National Law Journal*’s Plaintiffs’ Hot List.

Mr. Guglielmo graduated from the Catholic University of America (B.A., *cum laude*, 1992; J.D., 1995) and also received a Certificate of Public Policy.

Mr. Guglielmo is admitted to practice before numerous federal and state courts, including the United States Supreme Court, the New York State Bar, the District of Columbia Bar and the Commonwealth of Massachusetts Bar. He is a member of the District of Columbia Bar, New York State Bar Association, American Bar Association, and The Sedona Conference®.

**BETH KASWAN** has represented plaintiffs in cases involving securities and consumer fraud since 1998. Prior to 1998, Ms. Kaswan served in the Giuliani administration as New York City’s Chief Procurement Officer, a Deputy Commissioner in the Department of Investigations and the

Finance Department's Chief Counsel. Ms. Kaswan, having majored in accounting in college, began her career at Peat, Marwick, Mitchell & Co. and later served as a trial attorney with the U.S. Department of Justice, Tax Division. In 1985, she joined the U.S. Attorney's Office for the Southern District of New York, and was promoted to Chief of Commercial Litigation and then Deputy Chief of the Civil Division. While employed by the government, Ms. Kaswan litigated several high-profile cases to judgment, including the landmark case of *United States v. Gleneagles Inv. Co.*, where following a multi-stage, thirteen-month trial, the fraudulent conveyance laws were first applied to set aside a leveraged buy-out. She also represented the Federal Reserve for its enforcement actions against the rogue bank, BCCI, leading to the global RICO plea agreement and forfeiture of BCCI's \$550 million of United States assets; the IRS for its \$5 billion claim against *Drexel*, the Defense Department and MARAD for *qui tam* and other false claims actions against *Goodyear Aerospace*, *Loral* and *General Dynamics* and the FDA to enjoin the manufacture of adulterated generic drugs. See, e.g., *United States v. Gleneagles Inv. Co.*, 565 F. Supp. 556 ("Gleneagles I"), 571 F. Supp. 935 ("Gleneagles II"), 584 F. Supp. 671 ("Gleneagles III") (M.D. Pa. 1981), *aff'd in part and rev'd in part sub. nom.*, *United States v. Tabor Ct. Realty Corp.*, 803 F.2d 1288 (3d Cir. 1986); *In re Smouha* ("BCCI"), 136 B.R. 921 (S.D.N.Y. 1992); *United States v. Davis*, 803 F. Supp. 830 (S.D.N.Y. 1992), *aff'd in part and rev'd in part sub. nom.*, *United States v. General Dynamics Corp.*, 19 F.3d 770 (2d Cir. 1994); *United States v. Barr Laboratories, Inc.*, 812 F. Supp. 458 (D.N.J. 1993). Ms. Kaswan received several awards from the Justice Department and the agencies she represented, including the Justice Department's John Marshall award, Special Commendation from the Attorney General, a Superior Performance award from the Executive Office of U.S. Attorneys, Tax Division Outstanding Achievement awards, and awards from the FDA Commissioner and U.S. Customs Service. She has testified before the New York legislature as a government expert on money-laundering and lectured in Justice Department training programs on evidence and other subjects.

**GEOFFREY JOHNSON** is a graduate of Grinnell College (B.A., with honors, 1996) and the University of Chicago Law School (J.D., with honors, 1999), where he served on the law review. An attorney with the firm's Ohio office, Mr. Johnson's main practice areas include securities and ERISA class action litigation, corporate governance, and other complex commercial litigation, including among others *In re Priceline.com, Inc. Securities Litigation* and *In re GM ERISA Litigation*. Prior to joining Scott+Scott, Mr. Johnson clerked for the Honorable Karen Nelson Moore, Sixth Circuit United States Court of Appeals. Mr. Johnson has been active in *pro bono* matters, handling cases for the Legal Aid Society of Cleveland. Mr. Johnson is a member of the Ohio Bar.

**JUDY SCOLNICK** is a graduate of New York University (B.A., *cum laude* 1972), Brandeis University (M.A. 1973) and Boston College Law School (J.D., *summa cum laude* 1976), where she served on the Boston College Industrial and Commercial Law Review. She began her career as a law clerk to the late Honorable Anthony Julian of the United States District Court in Massachusetts, and then served as a trial attorney in the Civil Division of the United States Department of Justice from 1977 until 1981. As a trial attorney, Ms. Scolnick was the lead counsel in several high-profile employment discrimination lawsuits against various U.S. agencies around the country. She also drafted the policy position followed by all U.S. Attorneys' offices concerning employment discrimination cases that ensured coordination between the positions of the Civil Rights Division as prosecutor of discrimination cases against private employer and the

Civil Division as the defender of employment cases against U.S. agencies. Since joining the Firm in July 2007, Ms. Scolnick has principally practiced complex litigation in the fields of shareholder derivative law, consumer rights and employment law. She has contributed substantially to recent jurisprudence expanding shareholders' rights to examine books and records of the corporations in which they hold stock. In *Cain v. Merck & Co., Inc.*, 415 N.J. Super. 319 (N.J. Super. A.D. 2010), the New Jersey Appellate Division agreed with Ms. Scolnick and held in a precedential decision that the New Jersey Business Corporation Act allows shareholders to inspect the minutes of board of directors and executive committee meetings upon a showing of a proper purpose. In *King v. VeriFone Holdings, Inc.*, 12 A.3d 1140 (Del. Supr. 2011), the Delaware Supreme Court ruled in a ground-breaking decision that Plaintiff may, in certain circumstances, inspect a corporation's books and records to bolster a shareholder derivative complaint even *after* they have filed a lawsuit. Ms. Scolnick is admitted to practice in New York, New Jersey, and Massachusetts.

**DONALD A. BROGGI** is a graduate of the University of Pittsburgh (B.A. 1990) and Duquesne University School of Law (J.D. 2000). He is engaged in the Firm's complex securities, antitrust, and consumer litigation, including *In re Priceline.com, Inc. Securities Litigation, Irvine, et al. v. Imclone Systems, Inc., et al.*; *In re Rubber Chemicals Antitrust Litigation*; *In re Plastic Additives Antitrust Litigation*, and *Hohider v. UPS*, among others. Currently, Mr. Broggi dedicates his efforts to the Firm's institutional investor department and consulting with institutional investors in the United States and Europe on issues relating to corporate fraud in the U.S. securities markets, as well as corporate governance issues. Mr. Broggi presents at investor conferences in the United States on the value of shareholder activism as a necessary component of preventing corporate fraud abuses. Mr. Broggi is admitted to practice by the States of Pennsylvania and New York.

**DEBORAH CLARK-WEINTRAUB** graduated from St. John's University, Queens, New York (B.A., *summa cum laude*, 1981; President's Award in recognition of achieving highest GPA among graduates of St. John's College of Liberal Arts and Science) and Hofstra Law School in Hempstead, New York (J.D. *with distinction*, 1986). While in law school, Ms. Weintraub was a member and research editor of the Hofstra Law Review. Following her graduation from Hofstra Law School, Ms. Weintraub served as a law clerk to the Honorable Jacob Mishler, United States District Judge for the Eastern District of New York (1986-1987).

Ms. Weintraub has extensive securities class action experience and has acted as plaintiffs' co-lead counsel in numerous cases that have obtained substantial recoveries for defrauded investors. Additionally, Ms. Weintraub was one of the lead counsel in *In re Oxford Health Plans, Inc. Securities Litigation*, MDL No. 1222 (CLB) (S.D.N.Y.), in which a cash settlement of \$300 million was obtained on the eve of trial after more than five years of litigation. At the time, the \$300 million cash recovery was one of the largest recoveries ever achieved in a securities class action. The Honorable Charles L. Brieant, Jr., who presided over this case described it as "perhaps the most heavily defended, ardently pursued defense of a similar case that I can recall." Ms. Weintraub also served plaintiffs' co-lead counsel in *In re CVS Corporation Securities Litigation*, No. 01-11464 (JLT) (D. Mass.), in which a cash settlement of \$110 million was obtained for investors. Following the settlement in March 2006, CVS disclosed that the SEC had opened an inquiry into the manner in which CVS had accounted for a barter transaction, a

subject of the class action suit, and that independent counsel to the firm's audit committee had concluded in December 2005 that various aspects of the company's accounting for the transaction were incorrect, leading to the resignations of the company's controller and treasurer.

Ms. Weintraub is the co-author of "Gender Bias and the Treatment of Women as Advocates," *Women in Law* (1998), and the "Dissenting Introduction" defending the merits of securities class action litigation contained in the 1994 monograph "Securities Class Actions: Abuses and Remedies," published by the National Legal Center for the Public Interest. She is a member of the American Bar Association, the New York State Bar Association, the Association of the Bar of the City of New York, and the American Association for Justice (formerly the Association of Trial Lawyers of America).

**WILLIAM C. FREDERICKS** holds a B.A. (with high honors) from Swarthmore College (Pa.), an M. Litt. in International Relations from Oxford University (England), and a J.D. from Columbia University Law School (N.Y.). At Columbia, Mr. Fredericks was also a three-time Harlan Fiske Stone Scholar, a Columbia University International Fellow, and the winner of the law school's Beck Prize (property law), Toppan Prize (advanced constitutional law), Greenbaum Prize (written advocacy), and Dewey Prize (oral advocacy).

After clerking for the Hon. Robert S. Gawthrop III (E.D. Pa.), Mr. Fredericks spent seven years practicing securities and complex commercial litigation at Simpson Thacher & Bartlett LLP and Willkie Farr & Gallagher LLP in New York before moving to the plaintiffs' side of the bar in 1996. Since 1996, Mr. Fredericks has represented investors as a lead or co-lead plaintiff in dozens of securities class actions, including *In re Wachovia Preferred Securities and Bond/Notes Litig.*, (S.D.N.Y.) (total settlements of \$627 million, reflecting the largest recovery ever in a pure Securities Act case not involving any parallel government fraud claims); *In re Rite Aid Securities Litig.* (E.D. Pa.) (total settlements of \$323 million, including the then-second largest securities fraud settlement ever against a Big Four accounting firm); *In re Sears Roebuck & Co. Sec. Litig.* (N.D. Ill.) (\$215 million settlement, representing the largest §10(b) class action recovery ever not involving either a financial restatement or parallel government fraud claims); *In re State Street ERISA Litig.* (S.D.N.Y.) (one of the largest ERISA class settlements to date) and *Irvine v. Imclone Systems, Inc.* (S.D.N.Y.) (\$75 million settlement). Mr. Fredericks also played a lead role on the team that obtained a rare 9-0 decision for securities fraud plaintiffs in the U.S. Supreme Court in *Merck & Co., Inc. v. Reynolds*, and has coauthored several *amicus* briefs in other Supreme Court cases involving securities issues (including the recent *Halliburton* and *Amgen* cases).

Mr. Fredericks is currently recognized in the 2012-13 edition of "America's Best Lawyers" in the field of commercial litigation, and is a frequent panelist on securities litigation programs sponsored by various organizations, including the Practising Law Institute (PLI) and the American Law Institute/American Bar Association (ALI/ABA). He is also a member of the New York City Bar Association (former chair, Committee on Military Affairs and Justice), the Federal Bar Council and the American Bar Association.

**DARYL F. SCOTT** graduated in 1981 from Vanderbilt University with a Bachelor of Arts in Economics. He received his Juris Doctorate from Creighton University School of Law in 1984,

and a Masters of Taxation from Georgetown University Law Center in 1986. Mr. Scott is involved in complex securities litigation at Scott+Scott. In addition to his work with the Firm, Mr. Scott has specialized in private foundation and ERISA law. He was formerly an executive officer of a private equity firm that held a majority interest in a number of significant corporations. Mr. Scott is admitted to the Supreme Court of Virginia and a member of the Virginia Bar Association and the Connecticut Bar Association.

**MARIA K. TOUGAS** is a graduate of Bowdoin College (B.A., *magna cum laude*, 1985) and Western New England College School of Law (J.D. 1989), where she was a member of the National Moot Court Team. Ms. Tougas' experience includes complex commercial litigation, creditor's rights, and bankruptcy. At Scott+Scott, Ms. Tougas is actively engaged in complex class action litigation, including securities, consumer, and antitrust litigation. She also focuses on bankruptcy and creditors' rights issues associated with complex class action litigation. Ms. Tougas actively practices all types of commercial litigation. She is admitted to practice in Connecticut, as well as the U.S. Court of Appeals for the Second Circuit.

**DEIRDRE DEVANEY** is a graduate of New York University (B.A., *cum laude*, 1990) and the University of Connecticut School of Law (J.D., with honors, 1998) where she was the managing editor of the Connecticut Journal of International Law. Ms. Devaney's experience includes commercial and probate litigation, as well as trusts and estates. Currently, Ms. Devaney's practice areas include commercial and securities litigation, including: *In re Priceline.com, Inc. Securities Litigation*, among others. Ms. Devaney is admitted to practice in Connecticut, New York, and the United States District Court for the District of Connecticut.

**AMANDA F. LAWRENCE** is a graduate of Dartmouth College (B.A., *cum laude*, 1998) and Yale Law School (J.D. 2002). During law school, Ms. Lawrence worked for large firms in Washington, DC, New York, and Cleveland. After graduating from Yale, she worked in-house at a tax lien securitization company and for several years at a large Hartford-based law firm. At Scott+Scott, she is actively engaged in the firm's complex securities, corporate governance, and antitrust litigation. Ms. Lawrence is also an avid cyclist, having obtained five NCAA National Champion titles, and raced throughout the United States, Europe, Bermuda, and, most recently, Pakistan. She is licensed to practice in Connecticut.

**ERIN GREEN COMITE** is a graduate of Dartmouth College (B.A., *magna cum laude*, 1994) and the University of Washington School of Law (J.D. 2002). Prior to entering law school, Ms. Comite was a legal assistant at the White House during the Clinton Administration.

Ms. Comite is experienced in all aspects of complex pretrial litigation and is particularly accomplished in achieving favorable results in discovery disputes. In *Hohider v. United Parcel Service, Inc.*, a class action brought on behalf of UPS employees who were "regarded as" disabled under the American with Disabilities Act ("ADA"), Ms. Comite spearheaded a nearly year-long investigation into every facet of UPS's preservation methods, requiring intensive, full-time efforts by a team of attorneys and paralegals well beyond that required in the normal course of pretrial litigation. Ms. Comite assisted in devising the plan of investigation in weekly conference calls with the Special Master, coordinated the review of over 30,000 documents that required meticulous examination for evidence of spoliation, and prepared dozens of briefs on

electronic discovery preservation obligations, privilege, and ramifications of spoliation allegations on the case. Ms. Comite's work was instrumental in structuring the settlement of the ADA case on behalf of UPS employees.

At Scott+Scott, Ms. Comite actively is engaged in the Firm's complex securities, corporate governance, and consumer rights class action litigation, including *Dime Bank v. Merrill Lynch* (Conn. Super.), *Grammas v. Ritter* (Ala. Super.), *In re Nutella Marketing and Sales Practices Litig.* (D.N.J.), and *In re Gerber Probiotic Sales Practices Litig.* (D.N.J.), among others. She is licensed to practice in Connecticut.

**KRISTEN M. ANDERSON**'s practice focuses on complex litigation with an emphasis on antitrust matters, including representative cases *In re Currency Conversion Fee Antitrust Litigation*, MDL 1409 (S.D.N.Y.); *In re Payment Card Interchange Fee and Merchant Discount Antitrust Litigation*, MDL 1720 (E.D.N.Y.); *Dahl v. Bain Capital Partners, LLC* (D. Mass); *Ross v. Bank of America, N.A.*, (S.D.N.Y.); *In re WellPoint UCR* (C.D. Cal.); and *In re Aetna UCR Litigation*, MDL 2020 (D.N.J.).

Ms. Anderson is an active member of the American Bar Association's Section of Antitrust Law. She served as a contributing author to the American Bar Association's *2010 Annual Review of Antitrust Law Developments* and also authored a chapter of the forthcoming publication of the *Antitrust Discovery Handbook* (2d ed.). She is also the Young Lawyer Representative to the Books and Treatises Committee. In addition, Ms. Anderson is an active member of the State Bar of California's Antitrust and Unfair Competition Law Section, serving as an editor for *Competition: Journal of the Antitrust and Unfair Competition Section of the State Bar of California*.

Ms. Anderson is active in Scott+Scott's continuing legal education programs, speaking on pleading standards after *Twombly* and *Iqbal*, e-discovery and antitrust issues, and Supreme Court case updates. Ms. Anderson is also a regular contributor and editor of Scott+Scott's monthly newsletter.

Ms. Anderson is a graduate of St. Louis University (B.A., Philosophy, 2003) and the University of California, Hastings College of the Law (J.D. 2006). During law school, Ms. Anderson served as an extern at the U.S. Department of Justice's Antitrust Division in San Francisco. Ms. Anderson also served as an extern to Justice Kathryn Mickle Werdegar of the Supreme Court of California, and was the research assistant to Professor James R. McCall in the areas of antitrust and comparative antitrust law.

Ms. Anderson is admitted to practice by the Supreme Court of the State of California and all California United States District Courts.

**DAVID H. GOLDBERGER** is a graduate of the University of Colorado (B.A. 1999) and California Western School of Law (J.D. 2002). Mr. Goldberger is actively involved in the Firm's complex securities and antitrust litigation, including: *In re Priceline.com, Inc. Securities Litigation*, *In re GM ERISA Litigation*, and *In re Plastic Additives Antitrust Litigation*, among others. He is licensed to practice in California.

**HAL CUNNINGHAM** is a graduate of Murray State University (B.S., Biological Chemistry, 1997) and the University of San Diego School of Law (J.D. 2005). In addition to his law practice, Mr. Cunningham has over eight years of research and development experience in the chemical and pharmaceutical industries. He is currently is involved in the Firm's securities and consumer litigation Mr. Cunningham is licensed to practice in California.

**THOMAS LAUGHLIN** is a graduate of Yale University (B.A., *cum laude*, History 2001) and The New York University School of Law (J.D., *cum laude*, 2005). After graduating from law school, Mr. Laughlin clerked for the Honorable Irma E. Gonzalez, United States District Court for the Southern District of California. Mr. Laughlin's practice areas include securities class action litigation, corporate governance, and other complex commercial litigation, including among others: *In re Tetra Technologies, Inc. Securities Litigation* and *Fulton County Employees' Retirement System, et al. v. MGIC Investment Corporation, et al.* Mr. Laughlin is a member of the New York bar.

**MAX SCHWARTZ** is a graduate of Columbia College (B.A., *cum laude*, 2002) and NYU School of Law (J.D. 2005). Mr. Schwartz focuses on antitrust and securities matters, and is experienced in all aspects of complex commercial disputes. He has litigated in federal and state courts, including arguing before several appellate courts, and practiced before the Federal Trade Commission and the Department of Justice. His cases have involved the healthcare, pharmaceuticals, information technology and financial industries, among others. Mr. Schwartz has represented numerous *pro bono* clients and has received an award from the Legal Aid Society for the results he helped achieve. Prior to joining Scott+Scott, Mr. Schwartz practiced at a leading international law firm. He is a member of the American Bar Association, the New York City Bar Association, and is admitted to practice in New York and the United States District Court for the Southern District of New York.

**PENELOPE D. ABDIEL** is a graduate of the University of Melbourne (BA (Honors), DipML (Indon), 2005) and the Australian National University College of Law (JD, 2008, GradDipLegPrac, 2009). As an undergraduate, Ms. Abdiel assisted in writing and editing the Oxford Companion to Australian Politics. While obtaining her law degree from the Australian National University, Ms. Abdiel was a summer clerk with the Australian Attorney-General's Department and a student editor for the University's Federal Law Review. At Scott+Scott, Ms. Abdiel's practice areas include complex antitrust, consumer, and other representative litigation. Ms. Abdiel is admitted to practice in Australia, California and New York.

**STEPHEN TETI** graduated from Fairfield University (B.A., *cum laude*, 2007) and the Quinnipiac University School of Law (J.D., *magna cum laude*, 2010). He is a member of the Connecticut Bar. During law school, Mr. Teti served as Publications Editor on the *Quinnipiac Law Review*. Further, he worked as an intern in the State of Connecticut Office of the Attorney General, a judicial extern to the Honorable Stefan R. Underhill in the United States District Court for the District of Connecticut, and a legislative extern to the Judiciary Committee of the Connecticut General Assembly. Prior to joining Scott+Scott, Mr. Teti clerked for the judges of the Connecticut Superior Court. Mr. Teti's practice areas include securities, consumer rights, and corporate governance.

**JOHN JASNOCH** graduated from Creighton University (B.A., *cum laude*, Political Science 2007) and The University of Nebraska College of Law (J.D. 2010). Mr. Jasnoch's main practice areas include securities, antitrust, shareholder derivative actions, and other complex litigation. He currently represents the certified class of plaintiffs in *In re Washington Mutual Mortgage-Backed Securities Litigation*, No. 2:09-cv-00037 (W.D. Wash). Mr. Jasnoch is a member of the California Bar, the San Diego County Bar Association, and the Consumer Attorneys of California.

**MICHAEL G. BURNETT** graduated from Creighton University (B.A. 1981) and Creighton University School of Law (J.D. 1984). Mr. Burnett practices complex securities litigation at Scott+Scott. In addition to his work with the Firm, Mr. Burnett has specialized in intellectual property and related law. Mr. Burnett is admitted to the Nebraska Supreme Court and United States District Court for the District of Nebraska. He is a member of the Nebraska Bar Association.

**RYAN WAGENLEITNER** graduated from California State University, Fresno (B.S., *magna cum laude*, 2000), California Western School of Law (J.D., *cum laude*, 2008), and New York University School of Law (LL.M. in Taxation, 2009). Following his undergraduate degree, Mr. Wagenleitner began his career at PricewaterhouseCoopers, LLP where he worked as a tax consultant. While obtaining his law degree, Mr. Wagenleitner worked as a summer extern for the Honorable Robert N. Kwan, United States Bankruptcy Court for the Central District of California in Santa Ana, California. At Scott+Scott, Mr. Wagenleitner's practice areas include securities class action litigation, shareholder derivative lawsuits, and consumer litigation. Mr. Wagenleitner is admitted to practice in California.

**JOSEPH D. COHEN** graduated from the University of Rhode Island (B.A. 1986), Case Western Reserve University School of Law (J.D. 1989), and New York University School of Law (LL.M., Corporate Law, 1990). He is a member of the California, Rhode Island, and District of Columbia Bars. Mr. Cohen represents plaintiffs in complex litigation in federal and state courts throughout the country. He has successfully prosecuted numerous securities fraud, consumer fraud and constitutional law cases. Mr. Cohen has taken a lead role in: *Jordan v. California Department of Motor Vehicles* (Sacramento, Cal.) (complex action in which the California Court of Appeals held that California's Non-Resident Vehicle \$300 Smog Impact Fee violated the Commerce Clause of the United States Constitution, paving the way for the creation of a \$665 million fund and full refunds, with interest, to 1.7 million motorists); *In re Geodyne Resources, Inc. Sec. Litig.* (Harris Cty. Tex.) (settlement of securities fraud class action, including related litigation, totaling over \$200 million); *In re Community Psychiatric Centers Sec. Litig.* (C.D. Cal.) (settlement of \$55.5 million was obtained from the company and its auditors, Ernst & Young, LLP); *In re McLeodUSA Inc., Sec. Litig.* (N.D. Iowa) (\$30 million settlement); *In re Arakis Energy Corp. Sec. Litig.* (E.D.N.Y.) (\$24 million settlement); *In re Metris Companies, Inc., Sec. Litig.* (D. Minn.) (\$7.5 million settlement); and *In re Landry's Seafood Restaurants, Inc. Sec. Litig.* (S.D. Tex.) (\$6 million settlement). Mr. Cohen has also co-authored the following articles: "Mitsubishi and Shearson: A Misplaced Trust in Arbitration," *New England Business Law Journal*, May 1990; "The Effects of Tax Reform on Golden Parachutes," *North Atlantic Regional Business Law Review*, August 1988; and "Dual Class

Common Stock and Its Effect on Shareholders and Legislators,” *American Business Law Association National Proceedings* (Refereed Proceedings), August 1988.

**ANNE L. BOX** graduated from the University of Tulsa (B.A., Economics 1985; J.D. 1988). While in law school, she was the Articles Editor for the *Energy Law Journal* and won the Scribes Award for her article *Mississippi’s Ratable-Take Rule Preempted: Transcontinental Gas Pipeline Corp. v. State Oil and Gas Bd.*, 7 Energy L.J. 361 (1986). Ms. Box is a member of the Texas and California Bars. From 1988 to 1991, she was an associate attorney in the Energy Section of Jenkins & Gilchrist, P.C. in Dallas, Texas. In 1991, she became an Assistant District Attorney in Tarrant County, Texas, where she tried over 80 felony cases to verdict and was elevated to chief prosecutor in 1998. Her practice focuses on securities fraud. Prominent cases include: Enron, Dynegy, UnitedHealth, Morgan Stanley SIV and Abercrombie. In 2008, Ms. Box was named as one of the top 75 female litigators in the State of California.

**GARY D. FOSTER** is a graduate of West Virginia Wesleyan College (B.S. *cum laude*, Biology with Honors, 1999) and of the West Virginia University College of Law (J.D. 2002), where he served as a member of the Moot Court Board and Lugar Trial Association. During law school, Mr. Foster served as a law clerk for the West Virginia Supreme Court of Appeals, after which he assumed a full-time term position as a law clerk for the Honorable Thomas C. Evans, III, of the Fifth Circuit Court of West Virginia. Mr. Foster’s main practice areas include antitrust, securities and complex litigation, including: *In re Plastic Additives Antitrust Litigation*; *In re GM ERISA*; and *Hohider, et al. v. UPS*. Mr. Foster is a member of the West Virginia State Bar.

**STEPHANIE HACKETT** is a graduate of the University of Iowa (B.S. Political Science, International Business Certificate, 2001) and the University of Iowa College of Law (J.D., with distinction, 2005), where she was a recipient of the Willard L. Boyd Public Service Distinction. Ms. Hackett primarily practices in the areas of securities, antitrust and employment law, including: *In re Plastic Additives Antitrust Litigation*; *Tucker v. Scrushy*; and *Hohider v. UPS*. As a part of her *pro bono* work, Ms. Hackett has worked with the San Diego Volunteer Legal Program, providing assistance to immigrant victims of domestic violence. She was a recipient of the Wiley W. Manuel Award for Pro Bono Legal Services in 2008.

**JOE PETTIGREW** graduated from Carleton College (B.A., *cum laude*, Art History 1998) and from the University of San Diego School of Law (J.D. 2004). Mr. Pettigrew’s practice areas include securities, antitrust, and ERISA litigation, including: *Aon Corporation Securities Litigation*; *Visa/MasterCard Interchange Antitrust Litigation*; and *GM ERISA Litigation*. Mr. Pettigrew is admitted to practice in the State of California and the United States District Court for the Southern District of California.

**TROY TERPENING** is a native San Diegan and a graduate of San Diego State University (B.A., 1998) and California Western School of Law (J.D. 2001). He is a member of California Bar. Mr. Terpening has a very broad legal background and has worked in-house for both venture capital and large financial institutions. Mr. Terpening is actively engaged in the Firm’s complex securities, corporate governance, and antitrust litigation.

**EDWARD SIGNAIGO** graduated from the University of San Diego (B.B.A., *magna cum laude*, 2006) and Santa Clara University School of Law (J.D. 2009). During law school, he was an editor for the Santa Clara University School of Law Computer & High Tech Law Journal and studied abroad at the University of Oxford and the International Crime Tribunal for the Former Yugoslavia. Mr. Signaigo is currently involved in the Firm's consumer and antitrust litigation. Mr. Signaigo is an active member of the Honorable William B. Enright American Inn of Court. He is also a member of the California Bar, the Consumer Attorneys of San Diego and the San Diego County Bar Association.

EXHIBIT 2

*Wellbutrin XL Antitrust Litigation*  
 Time and Lodestar Report  
 Scott + Scott Attorneys at Law, LLP  
 Reporting Period: Inception to April 30, 2013

Name	Total Hours	Hourly Rate	Total Lodestar
<b>Partners</b>			
David Scott	6.00	\$775.00	\$4,650.00
Christopher Burke	45.40	\$775.00	\$35,185.00
Daryl Scott	28.00	\$675.00	\$18,900.00
Walter Noss	9.30	\$675.00	\$6,277.50
<b>Total Partners</b>	<b>88.70</b>		<b>\$65,012.50</b>
<b>Associates</b>			
Kristen Anderson	43.80	\$550.00	\$24,090.00
Hal Cunningham	2.50	\$550.00	\$1,375.00
Penelope Abdiel	35.30	\$425.00	\$15,002.50
Stephanie Hackett	95.90	\$425.00	\$40,757.50
Ben Lippert	41.00	\$400.00	\$16,400.00
G. Dustin Foster	90.20	\$380.00	\$34,276.00
David Watson	3,339.00	\$380.00	\$1,268,820.00
Joseph Pettigrew	30.50	\$380.00	\$11,590.00
<b>Total Associates</b>	<b>3,678.20</b>		<b>\$1,412,311.00</b>
<b>Paralegals</b>			
Ellen Dewan	22.50	\$320.00	\$7,200.00
Barbara Collazo	2.50	\$270.00	\$675.00
<b>Total Paralegals</b>	<b>25.00</b>		<b>\$7,875.00</b>
<b>TOTALS</b>	<b>3,791.90</b>		<b>\$1,485,198.50</b>

EXHIBIT 3

*Wellbutrin XL Antitrust Litigation*

Expense Report

Scott + Scott Attorneys at Law, LLP

Reporting Period: Inception to April 30, 2012

<i><b>DISBURSEMENTS</b></i>	<i><b>TOTAL</b></i>
Courier/Postage	\$454.29
Filing, Witness & Other Fees	\$60.00
Litigation Fund Contributions	\$15,000.00
Mediation	\$0.00
On-Line Research	\$3,909.78
Photocopies	\$1,089.50
Telephone, Facsimile	\$157.07
Travel (Meals, Hotels & Transportation)	\$3,228.17
<i><b>TOTAL</b></i>	<i><b>\$23,898.81</b></i>