

1. I am President of Barnow and Associates, P.C. (“Barnow and Associates”) and local counsel for Plaintiffs in the above-captioned action. If called and sworn as a witness, I would testify competently as to the facts in this Declaration.

2. I submit this Declaration in support of Plaintiffs’ Motion for Attorneys’ Fees, Reimbursement of Expenses, and Service Awards.

I. CLASS COUNSEL HAS EXPENDED SIGNIFICANT TIME AND RESOURCES

3. Barnow and Associates (“Local Counsel”) has diligently worked to aid Class Counsel in the advancement of this litigation and settlement since August of 2019.

4. Local Counsel worked with and supported Class Counsel in the prosecution and eventual settlement of this litigation in various ways, including assisting Class Counsel with:

- a. service of process, filing of appearances, and *pro hac vice* applications;
- b. substantively responding to Defendants’ Motion to Dismiss;
- c. the preparation of the First Amended Complaint;
- d. administrative matters or matters pertaining to local rules throughout the pendency of the litigation;
- e. the preparation of written discovery requests;
- f. preparing for mediation.

5. The settlement terms are fair and reasonable and provide immediate cash benefits to the Class while also providing significant Non-Monetary Relief.

II. PROFESSIONAL BACKGROUND

6. As Local Counsel in this matter, I worked with Class Counsel in addition to Anthony L. Parkhill and other associates from my firm.

a. Ben Barnow

7. I am nationally recognized for my experience in leading some of the nation's largest class actions. In that capacity, I have successfully led the prosecution of a number of large-scale class actions relating to consumer data security breaches, consumer protection issues, and antitrust violations. I have been appointed to and served in leadership positions in cases throughout the nation, in both state and federal courts, including MDL proceedings. My efforts have delivered resolutions in numerous significant cases, including cases against America Online, DaimlerChrysler, McDonald's, Microsoft, Nissan, Shell Oil, Sony, TJX, and Toyota.

8. I graduated from the University of Wisconsin in 1966 with a Bachelor's degree in Business Administration. I received my Juris Doctor from the University of Michigan Law School in 1969. I am licensed to practice in the State of Illinois and the State of New York. I am also admitted to practice before the Supreme Court of the United States, the United States Court of Appeals for the First, Third, Sixth, Seventh, Eighth, and Ninth Circuits, the United States District Court for the Northern District of Illinois, the Central District of Illinois, the District of Colorado, the Eastern District of Wisconsin, and the Western District of Wisconsin. I am a member of the American Bar Association, the American Association for Justice, the Illinois State Bar Association, and the Chicago Bar Association. I have also served as a member of the Panel of Arbitrators of the American Arbitration Association. I am listed in Martindale-Hubbell with an AV rating.

9. During my over fifty-year legal career, I have represented both plaintiffs and defendants in many types of litigation and have engaged in significant transactional work. I was General Counsel to one of the world's largest public relations agencies and presided as chairman of certain of its retirement trusts. I was an Associate Professor at Northern Michigan University

from 1969-1971, where I taught business law and unfair competition. I joined the law firm of Herrick, McNeill, McElroy & Peregrine in July 1971, where I became a partner in 1977.

10. As part of a series of articles by Law360 featuring notable plaintiff attorneys, I was recognized as a Titan of the Plaintiffs Bar, and Barnow and Associates, P.C. “a plaintiffs’ class action outfit known for winning big-time antitrust and data breach settlements.” Sindhu Sundar, Titan of the Plaintiffs Bar: Ben Barnow, Law360 (Oct. 8, 2014), <https://www.law360.com/articles/585655/titan-of-the-plaintiffs-bar-ben-barnow> (last visited December 15, 2021).

b. Anthony L. Parkhill

11. Anthony L. Parkhill has more than seven years of litigation experience and has spent the last five years prosecuting some of the nation’s largest complex consumer fraud, automotive defect, and privacy class action matters.

12. Mr. Parkhill graduated from DePaul University with a Bachelor’s degree in Political Science in 2010. He received his Juris Doctor from the University of Chicago Law School in 2014. He is licensed to practice in the State of Illinois. He is also admitted to practice before the United States Courts of Appeals for the Seventh Circuit, the United States District Court for the Northern District of Illinois, the United States District Court for the Central District of Illinois, and the United States District Court for the District of Colorado. He is a member of the American Bar Association, the Illinois State Bar Association, and the Chicago Bar Association.

III. CLASS COUNSEL’S TIME AND EXPENSES

13. Local Counsel has dedicated a significant amount of time and labor to this case. As a result of our firm’s experience handling other complex cases and many matters within the

Northern District of Illinois, we were able to efficiently and effectively assist Class Counsel in the litigation of this action.

14. All of the services performed by our firm were undertaken on a contingent fee basis, and we have not been compensated for any of this work to date. While our firm does not bill the Plaintiffs on an hourly basis, Barnow and Associates, P.C.'s rates are reasonable and have been approved by many courts. The hourly rates shown below are the current usual and customary rates set by my firm for each individual and used in all current litigation matters, as periodically adjusted according to market rates. *See e.g., Yamagata v. Reckitt-Benckiser, LLC*, 17-cv-03529, ECF No. 238 (N.D. Cal. Oct. 28, 2021) (awarding, \$12,500,000 of reasonable attorneys' fees, costs, and expenses on the basis of evidence submitted, including time records for Ben Barnow (\$950/hr), Erich P. Schork (\$725/hr), and Anthony L. Parkhill (\$650/hr)). *See also, Lozano v. Codemetro Inc.*, No. 37-2020-00022701-CU-MC-CTL (Superior Court of County of San Diego, California Sep. 8, 2021) (approving attorneys' fees of \$283,333, including Barnow and Associates, P.C.'s fees, which included rates of \$950/hr for Ben Barnow, \$725/hr for Erich P. Schork, and \$625/hr for Anthony L. Parkhill). The rates reflect what would be charged to a fee-paying client in the private legal marketplace for complex litigation. The rates are also in line with the rates charged by other firms that handle complex cases and class actions.

15. The work performed thus far required the efforts of various attorneys at Barnow and Associates, P.C.. As of December 15, 2021, our firm has expended over 78 hours pursuing this matter on behalf of the Settlement Class, excluding time spent in connection with the present motion.

16. Below is a table summarizing the reported time spent by attorneys at my firm related to this action.

	Hours	Rate	Lodestar
Ben Barnow (President)	7.7	950	\$7,315
Erich P. Schork (former Associate)	42.4	725	\$30,740
Anthony Parkhill (Associate)	19.7	650	\$12,805
Jeff Blake (former Associate)	9	450	\$4,050
Total	78.8		\$54,910

IV. Barnow and Associates' Costs and Expenses

17. In connection with the action, Barnow and Associates also advanced costs and expenses.

18. Because our firm handled this action on a contingent basis, we have not yet received reimbursement for any of these costs and expenses.

19. As of the date of this Declaration, Barnow and Associates has incurred \$2,015.14 in costs and expenses in connection with this action. The amount of \$1,956.91 was paid to Westlaw for legal research, and the amount of \$58.23 was paid to PACER for research in federal court filings. Westlaw is used to obtain access to legal research, factual databases, and for cite-checking of briefs. The expense amount detailed herein represents the out-of-pocket costs incurred by my firm in connection with the use of these services in connection with this litigation. My firm maintained a flat-rate contract with Westlaw for use of its services. When my firm used Westlaw services, the case name was entered for the specific case being researched. At the end of each billing period in which a service is used, my firm's costs for such services are allocated to specific cases based on the percentage of use in connection with that specific case in the billing period. As a result of the contract negotiated by my firm, the Class enjoys substantial savings in comparison with the "market-rate" for a la carte use of online legal research services.

20. Based on my experience prosecuting this action and overseeing the conduct of the litigation, all of these expenses were reasonable and necessarily incurred in connection with the action.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed on this 28th day of December 2021 in Chicago, Illinois.

A handwritten signature in black ink, appearing to read "Ben Barnow", written over a horizontal line.

Ben Barnow