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12 *Plaintiffs' Class Counsel*

13 [Additional Counsel on Signature Page]

14 UNITED STATES DISTRICT COURT
15 NORTHERN DISTRICT OF CALIFORNIA
16 OAKLAND DIVISION

17 IN RE: NATIONAL COLLEGIATE
18 ATHLETIC ASSOCIATION ATHLETIC
GRANT-IN-AID CAP ANTITRUST
19 LITIGATION

Case No. 4:14-md-02541-CW

**DECLARATION OF ELIZABETH
C. PRITZKER IN SUPPORT OF
MOTION FOR ATTORNEYS'
FEES, EXPENSES, AND SERVICE
AWARDS**

20 _____
21 This Document Relates to:

22 ALL ACTIONS EXCEPT

23 *Jenkins v. Nat'l Collegiate Athletic Ass'n*
Case No. 4:14-cv-02758-CW
24

DATE: Nov. 17, 2017
TIME: 9:00 a.m.
DEPT: Courtroom 2, 4th Floor
JUDGE: Hon. Claudia Wilken

COMPLAINT FILED: Mar. 5, 2014

1 1. I, Elizabeth C. Pritzker, submit this declaration under penalty of perjury in
2 connection with Class Counsel's Motion for Attorney's Fees, Costs and Class
3 Representative Service Awards. I make this declaration based on my personal knowledge
4 unless stated otherwise. If called as a witness, I could and would competently testify to the
5 matters stated herein.

6 2. I am a co-founding partner of the Oakland-based law firm, Pritzker Levine
7 LLP, which serves as Additional Class Counsel in this matter. The firm initially appeared
8 as counsel of record in *Kendall Gregory-McGhee et al v. National Collegiate Athletic*
9 *Association et al.*, N.D. Cal. Case No. 4:14-cv-01777, filed April 17, 2014. On January 17,
10 2015, Pritzker Levine filed the action entitled *Justine Hartman et al. v. National Collegiate*
11 *Athletic Association et al.*, N.D. Cal. Case No. 4:15-cv-00178. Shortly after each filing,
12 *Gregory-McGhee* and *Hartman* were made part of the consolidated, multi-district litigation
13 entitled *In Re National Athletic Association Athletic Grant-in-Aid Antitrust Litigation*, 4:14-
14 md-2541-CW, and the Pritzker Levine firm was designated by Class Counsel to serve as
15 Additional Class Counsel in this action.

16 3. The named plaintiffs in the *Hartman* action are Pritzker Levine clients, Justine
17 Hartman and Afure Jemerigbe. Ms. Hartman and Ms. Jemerigbe played NCAA Division I
18 Women's Basketball for the University of California at Berkeley ("Cal"). Ms. Hartman was
19 ranked the No. 7 recruit in the nation, making her the highest-ranked recruit ever secured by
20 the Cal women's basketball program at the time of her signing. Ms. Jemerigbe was ranked
21 the No. 15 recruit in the nation, and emerged as a leading scorer for the Cal Golden Bears
22 women's basketball team. During her academic and playing career, the team earned its first
23 Pac-12 conference championship as well as an historic Final Four appearance – the first in
24 Cal's history.

25 4. The Court's Amended Order Granting Plaintiff's Unopposed Motion for
26 Preliminary Approval of Class Settlement preliminarily certified three Settlement Classes:
27 a Division I FBS Football Class; a Division I Men's Basketball Class; and a Division I
28 Women's Basketball Class. (Dkt. No. 615, ¶ 3). In that Order, the Court designed Ms.

1 Jemerigbe as one of four class representatives for the Settlement Classes. (*Id.*, ¶ 7). Ms.
 2 Hartman was put forward and approved as a class representative for the certified, injunctive
 3 relief classes. (*See* Court's Dec. 4, 2015 Order Granting Motion for Rule 23(b)(2) Class
 4 Certification [Dkt. No. 305], at 27).

5 5. Throughout this case, Ms. Jemerigbe and Ms. Hartman have been diligent and
 6 articulate class representatives for the classes they represent in this multi-district litigation.
 7 The specific efforts by Ms. Jemerigbe to fulfill her Settlement Class representative role are
 8 described more fully in paragraphs 26 through 30 of this declaration.

9 **Pritzker Levine's History as Additional Class Counsel in this Litigation**

10 6. Pritzker Levine has served as counsel to Plaintiffs throughout the course of
 11 this litigation. Our firm's antitrust experience is well-recognized. Pritzker Levine has
 12 served as lead, co-lead, or participating counsel in MDL cases representing classes
 13 challenging price-fixing, unlawful trade restraints, monopolization, and other
 14 anticompetitive conduct in diverse markets. The background and extensive complex
 15 litigation experience of the firm and its attorneys are also summarized in the firm's resume,
 16 attached hereto as Exhibit 1.

17 7. I served as the partner directly working on this case for Pritzker Levine. The
 18 attached firm resume (Exhibit 1) describes my 27-plus years of practice in complex
 19 litigation. The main focus of my practice is in antitrust matters on behalf of both direct and
 20 indirect purchaser classes. Prior to serving as Additional Class Counsel in this litigation,
 21 my prior antitrust experience includes serving as court-appointed Class Counsel in *Il*
 22 *Fornaio (America) Corporation v. Lazzari Fuel Company, LLC*, N.D. Cal. Case No. 13-cv-
 23 05197-WHA, an antitrust class action alleging customer allocation and bid-rigging among
 24 the major sellers of restaurant-grade mesquite charcoal, and as court-appointed Liaison
 25 Counsel for Direct Purchaser Plaintiffs in *In re TFT-LCD (Flat Panel) Antitrust Litigation*,
 26 N.D. Cal. Case No. 07-md-01827-SI, a multi-district class action alleging price-fixing by
 27 manufacturers of LCD panels and products.

8. As reflected in Exhibit 1, I currently serve a lead role in several antitrust cases, including the following; *In re Packaged Seafood Products Antitrust Litigation*, S.D. Cal. Case No. 15-md-2670-JLS (Discovery Co-Chair/Plaintiffs' Steering Committee); *In Re: EpiPen (Epinephrine Injection, USP) Marketing, Sales Practices and Antitrust Litigation*, D. Kan. Case No. 17-md-02785-DDC-TJJ (Plaintiffs' Executive Committee); *In Re Lithium Ion Rechargeable Batteries Antitrust Litigation*, N.D. Cal. Case No. 13-md-02420-YGR (Plaintiffs' Steering Committee); *In re Domestic Drywall Antitrust Litigation*, E.D. Pa. Case No. 13-md-2437-MMB (Liability Assessment Team Leader/Plaintiffs' Steering Committee); and *In Re Transpacific Air Transportation Antitrust Litigation*, N.D. Cal. Case No. 07-cv-5634-CRB (Plaintiffs' Steering Committee).

9. My practice also includes representing plaintiffs in consumer class actions and related complex litigation matters. My law partner, Jonathan Levine, and I were appointed by this Court to serve as Class Counsel in *Berrien v. v. New Raintree Resorts, International, LLC*, N.D. Cal. Case No. 4:10-cv-03125-CW. Mr. Levine and I currently serve as Co-Lead Class Counsel in *In Re Lenovo Adware Litigation*, N.D. Cal. Case No. 4:15-md-02624-HSG, and in *Corcoran v. CVS Health Corporation*, N.D. Cal. 4:15-cv-02624-YGR – two active consumer class actions that are pending in this judicial district.

10. I have been noted for my experience, skills, and expertise in the area of complex antitrust litigation. I have been consistently honored as a *Super Lawyer* (2010-2017), and earned the distinction of being listed among the *Top 100 Lawyers* as well as the *Top 50 Women Lawyers* in Northern California. In 2015, I was selected by the American Antitrust Institute (AAI) as a finalist for its *Outstanding Antitrust Litigation Achievement in Private Law Practice Award* for my Class Counsel role in the *Il Fornaio (America) Corp. v. Lazzari Fuel Company, LLC* antitrust litigation matter.

11. My volunteer activity includes service on behalf of the bench and bar. I currently serve as a Lawyer Representative for the Northern District of California, and as an Executive Committee Member and Deputy Vice-Chair of the Antitrust, UCL and Privacy Law Section of the State Bar of California. I also sit on the Duke Law School Committee

1 on Standards and Best Practices for Increasing Diversity in Mass Tort and Class Action
2 Leadership. I am a long-time participating mentor in the area of antitrust law for the
3 American Bar Association (ABA), Antitrust Law Section and Young Lawyers Division.

4 12. Since April 2014, Pritzker Levine (and its predecessor firm, Pritzker | Law)
5 has prosecuted this litigation solely on a contingent fee basis. The firm has been at risk that
6 it would not recover any compensation for prosecuting the claims asserted against the NCAA
7 and its membership institutions in this matter.

8 13. Our firm has been involved in the prosecution of this case from its inception.
9 We assisted in the initial factual investigation as well as the drafting and filing of the
10 *Gregory-McGhee* complaint, attended to service matters, prepared administrative motions
11 to relate, and engaged in efforts with other plaintiffs' counsel to relate and consolidate the
12 proceedings informally, as well as through filings before Judicial Panel on Multi-District
13 Litigation (JPML). Once the matter was consolidated and transferred to this Court by the
14 JPML, our firm, in coordination with and at the direction of Class Counsel, generated
15 original factual and legal research for the benefit of the Classes on a wide range of issues.
16 This research involved, among other things, non-athletic financial assistance afforded to
17 student athletes; NCAA rules and policies pertaining to grant-in-aid athletic scholarships;
18 the nature and potential impact of Title IX on grant-in-aid scholarships afforded to college
19 women athletes; and NCAA member institution practices and policies related to the
20 calculation and coverage of cost-of-attendance expenses for student-athletes.

21 14. Our attorneys conducted additional, independent factual and legal research in
22 conjunction with the preparation and filing of the *Hartman* complaint. As before, once
23 *Hartman* was filed, our firm worked cooperatively and in conjunction with Class Counsel
24 to bring the *Hartman* action within governing the MDL framework, and to ensure that the
25 Consolidated Amended Class Complaint was appropriately amended to include the
26 allegations of the *Hartman* plaintiffs. Additionally, to ensure there was no interruption in
27 the case and class certification schedule, we worked with Ms. Jemerigbe and Ms. Hartman
28

1 to ensure that any outstanding written discovery requested of Plaintiffs received a prompt
2 response and production by our clients.

3 15. The Pritzker Levine firm devoted significant time and resources to the
4 prosecution of the damages claims asserted by the Settlement Classes. One core component
5 of the firm's work involved third-party discovery served to NCAA member schools for
6 athletic scholarship fund information provided to Settlement Class members, and for cost of
7 attendance data gathered by the schools over the class period. This information was a critical
8 component of the class damages analysis undertaken by Plaintiffs' expert. To aid that
9 analysis, in its role as Additional Class Counsel, Pritzker Levine was asked by Class Counsel
10 to head up third-party discovery directed to 337 NCAA Division I member schools on these
11 issues. Some of the specific tasks performed by Pritzker Levine attorneys over the course
12 of this 18-month long project include:

- 13 a. Identifying schools to subpoena, and persons authorized to accept
14 service;
- 15 b. Preparing and serving subpoenas to more than 160 member schools;
- 16 c. Creating and managing a database to track third-party subpoenas issued
17 to a total of 337 NCAA Division I member schools, including
18 information regarding dates of service, deadlines for responding,
19 timing and status of productions received, and Plaintiffs' requests for
20 missing, updated, or additional information;
- 21 d. Meeting and conferring with counsel and staff of more than 230
22 member schools regarding the information sought by the subpoenas,
23 the timing of responses, the requested format for responsive document
24 productions (electronic vs. hard copy), issues related to production
25 costs and expenses, as well as the nature, form and timing of any
26 notifications to affected students under the Family Educational Rights
27 and Privacy Act (20 U.S.C. § 1232g; 34 CFR Part 99) (FERPA), the
28 federal law governing the privacy of student education records;

- e. Personally fielding and responding to phone calls, emails and correspondence received from more than 300 current or former student-athlete families who contacted our firm with questions about the litigation, the FERPA notice they had received, or the nature of the records or information being sought by the subpoenas;
- f. Conferring with university counsel and successfully resolving a motion to quash filed by one NCAA member school;
- g. Meeting and conferring with three affected students or their counsel to resolve their objections to the subpoenas;
- h. Drafting and collecting from NCAA members schools customized business records affidavits authenticating records and data produced in response to the subpoenas; and
- i. In consultation with Plaintiffs' experts and in aid of Plaintiffs' class damages analysis, preparing, transmitting and securing responses to supplemental requests for 2016-17 data and information from NCAA member schools.

16. We worked closely with Plaintiffs' experts on other matters, as well. In particular, at the request of Class Counsel, our attorneys conducted independent research and prepared a compendium of public statements by NCAA conference officials and university staff (school presidents, deans, athletic directors, coaches, and the like) regarding the nature and timing of any plans to pay cost of attendance (COA) stipends to college athletes; the extent to which COA stipends might be required or recommended by conferences or member schools in 2015-16 or thereafter; and attitudes about COA stipends generally. We also surveyed the public record for statements by college staff regarding payment of "laundry" or similar stipends to college athletes. Additionally, Pritzker Levine collated and analyzed the data produced to Plaintiffs by NCAA member schools pursuant to the subpoena process described in paragraph 15, above. These efforts were an important component of Plaintiffs' experts' work in calculating class-wide damages. I and other

1 attorneys in the firm also consistently reviewed, analyzed, and edited Plaintiffs' draft expert
2 reports and supporting exhibits for accuracy, prior to finalization and filing.

3 17. Also at the request of Class Counsel, Pritzker Levine led a discovery effort to
4 obtain athletic scholarship and related data reported to the NCAA by member schools using
5 the NCAA's proprietary Compliance Assistant database program. We engaged in numerous
6 meet and confer discussions with NCAA's counsel and technical personnel on this issue,
7 coordinated the process by which schools may authorize the NCAA to release data collected
8 on this database to Plaintiffs, and collected, tracked and analyzed the data produced by the
9 NCAA through the Compliance Assistant program. This data similarly was used by
10 Plaintiffs' experts to calculate class wide damages in this matter.

11 18. In addition to the above tasks, Pritzker Levine contributed to the overall
12 prosecution of the litigation for the Plaintiffs. Our firm, of course, took full responsibility
13 for responding to written discovery requested of our clients, and we prepared and defended
14 our clients at their depositions. At the request of Class Counsel, Pritzker Levine compiled
15 the deposition testimony provided by the class representatives, and drafted and edited
16 pleadings, class certification briefs, sealing motions, and other case filings. Additionally, as
17 described above and reflected in the firm's contemporaneously-recorded time records,
18 Pritzker Levine attorneys researched legal and factual issues, reviewed and analyzed
19 documents produced in discovery, worked with the experts, participated in case and strategy
20 meetings, and otherwise assisted Class Counsel on the case.

21 19. Attached hereto as Exhibit 2 is a summary of my firm's total hours and
22 lodestar, from case inception through August 22, 2017. This summary was prepared from
23 contemporaneous, daily time records regularly prepared and maintained by my firm.
24 Excluded from this summary report are 42.2 hours, and a lodestar of \$28,890.50, discussed
25 in paragraph 21, below.

26 20. As noted, Pritzker Levine's clients in this matter include Afure Jemerigbe, a
27 Settlement Class representative, as well as Justine Hartman. Ms. Hartman was put forward
28 and approved as a class representative for the injunctive relief classes on December 4, 2015.

(Dkt. No. 305, at 8, 27). Ms. Hartman and Ms. Jemerigbe each played a critical class representative role in the litigation. This is the very first case against the NCAA and defendant conferences to certify damages and injunctive relief classes for athletes who play NCAA Division I women's basketball. Ms. Hartman and Ms. Jemerigbe not only provided the requisite standing necessary to certification (*see* Dkt. No. 305 at 8, 11), they bravely came forward and then worked diligently, cooperatively, and ably with Plaintiffs' counsel to represent the classes' interests at every stage of the case.

21. Notwithstanding Ms. Hartman's important class certification role, because this motion seeks attorneys' fees and expenses incurred in the prosecution of the case for the Settlement Classes, I have used my professional judgment to exclude from Exhibit 2 hours that were devoted exclusively to my firm's work on behalf of the certified injunctive relief classes. Among the excluded time, for example, are hours spent preparing Ms. Hartman for her deposition and representing her at that deposition, and work that Pritzker Levine attorneys performed at the direction of Class Counsel on Plaintiffs' motion to certify the injunctive relief class. The total time excluded from Exhibit 2 is 42.2 hours, or \$28,890.50 in lodestar.

22. Excluding the above time, the total number of hours spent by Pritzker Levine on the litigation is 1715.6 hours, with a corresponding lodestar of \$1,008,630.85. Exhibit 2 provides the names of the attorneys and professional staff who worked on the case, bar admission year for each attorney, and each timekeeper's respective hours, rates and lodestar.

23. The rates for each attorney identified in Exhibit 2 are the usual and customary hourly rates charged by Pritzker Levine. These rates are the same as, or substantially similar to, rates used by my firm in similar types of actions. Our attorneys have submitted fee petitions in other Northern District of California cases that have reported hourly rates at amounts comparable to those sought here, and courts have approved an award of attorneys' fees in such cases. Examples include: *Il Fornaio (America) Corporation v. Lazzari Fuel Company, LLC*; N.D. Cal. Case No. 13-cv-05197-WH; *In re Transpacific Air Transportation Litigation*, N.D. Cal. Case No. 07-cv-5634-CRB; *In re Volkswagen "Clean*

1 *Diesel” Marketing, Sales Practices, and Products Liability Litigation*, N.D. Cal. Case No.
 2 3:15-md-06272-CRB; *In re TFT-LCD (Flat Panel) Antitrust Litigation*, N.D. Cal. Case No.
 3 07-md-01827-SI; and *Berrien v. v. New Raintree Resorts, International, LLC*, N.D. Cal.
 4 Case No. 4:10-cv-03125-CW.

5 24. My firm has expended \$5,520.34 in unreimbursed costs and expenses in
 6 connection with the prosecution of this litigation. These costs and expenses are broken down
 7 in the chart attached hereto as Exhibit 3. They were incurred on behalf of Plaintiffs by my
 8 firm on a contingent basis, and have not been reimbursed. All of these costs and expenses
 9 are reflected in the books and records of my firm, which are prepared from expense
 10 vouchers, check records, invoices and other source materials, and represent an accurate
 11 recordation of the expenses incurred by the firm in connection with this action. Copies of
 12 these records are available at the Court’s request. Excluded from Exhibit 3 are costs or
 13 expenses incurred solely in connection with the injunctive relief part of the case.

14 25. I have reviewed the time and expenses reported by Pritzker Levine in this case
 15 that are included in this declaration and in Exhibits 2 and 3, and I affirm that they are true
 16 and accurate.

17 **Ms. Jemerigbe’s Service as a Class Representative for the Settlement Classes**

18 26. Ms. Jemerigbe, a Cal graduate and first generation American of Nigerian-born
 19 immigrants, made significant contributions to the litigation that inured to the benefit of the
 20 Settlement Classes.

21 27. In response to Defendants’ discovery requests, Ms. Jemerigbe searched
 22 through her files for contracts, forms, emails, correspondence, school brochures, financial
 23 information, scholarship information, and other records: these records spanned from her
 24 high school years, through her collegiate and professional playing career, and afterwards.
 25 She executed a FERPA waiver authorizing Defendants to obtain her admission, academic,
 26 health, and athletic records directly from the University of California. She cooperated fully
 27 with Plaintiffs’ counsel to assist them in the litigation. She acted promptly in responding to
 28

1 my requests for her time and to provide information necessary to facilitate Plaintiffs'
2 investigation and the discovery process in the case.

3 28. Ms. Jemerigbe also expended significant time and effort in preparing for and
4 attending her deposition. Her deposition entailed hours of preparation with me at my offices
5 over the course of several days, and another day away from her workplace for a seven hour-
6 long deposition in which Ms. Jemerigbe responded to detailed questioning by a senior
7 defense attorney for the NCAA.

8 29. Ms. Jemerigbe has stayed up to date on the litigation through frequent
9 telephone calls, emails, and in person meetings with me. She conferred with me concerning
10 the settlement of this matter, and has served as a point person for other Settlement Class
11 members, including former teammates and other college athletes she knows, informing them
12 of the settlement, its benefits, and the relevant deadlines.

13 30. Ms. Jemerigbe performed her class representative duties willingly and ably for
14 the benefit of class members, and she did so without any guarantee of reimbursement or
15 compensation for the work she performed on behalf of the Settlement Classes. She is
16 deserving of an incentive award of \$20,000 in recognition of the contributions she has made
17 to the litigation and the benefits ultimately obtained by the class.

18 I declare under penalty of perjury under the laws of the United States that the
19 foregoing is true and correct and that this declaration was executed this 2nd day of
20 September, 2017, at Oakland, California.

21 //s// Elizabeth C. Pritzker

22 Elizabeth C. Pritzker (SBN 146267)

23 **PRITZKER LEVINE LLP**

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Exhibit 1

PRITZKER LEVINE

LLP

ATTORNEYS AT LAW

EXHIBIT 1

In re NCAA Grant-In-Aid Cap Antitrust Litigation

Case No. 4:14-md-2541-CW

Pritzker Levine LLP is a boutique law firm focused on complex litigation nationwide. Our attorneys bring a unique blend of expertise, efficiency and sound judgment to the vigorous representation of clients in individual and class cases.

Pritzker Levine attorneys have successfully represented corporate clients, public entities, pension funds, small businesses, nonprofit groups, labor unions, whistleblowers and injured persons in cases involving antitrust violations, securities fraud and derivative claims, commercial disputes, consumer protection, financial wrongdoing, employment law, and personal injuries, resulting in recoveries in excess of \$800 million.

Founding partners, Elizabeth Pritzker and Jonathan Levine, each have more than 27 years of experience in complex, multi-party, and class litigation. The firm's highly accomplished attorneys have repeatedly been recognized as "*Super Lawyers*" or "*Rising Stars*" for their work serving their clients' interests in courtrooms, mediations and arbitrations across the country.

Pritzker Levine LLP maintains offices in California and New York, and represents clients in state and federal courts throughout the United States.

ANTITRUST

Pritzker Levine has served as a lead or co-lead counsel in antitrust litigation matters representing plaintiff classes alleging price fixing, monopolization and other anticompetitive conduct. We serve in a court-appointed leadership capacity in certain

cases, and contribute as members of a court-approved executive committee or in a supportive role for the lead law firms in other cases.

While our leadership role varies, our contributions are always valuable. Our leadership experience includes the following antitrust matters:

- ***Il Fornaio (America) Corporation et al. v. Lazzari Fuel Company, LLC et al.***, Case No. 13-cv-05197-WHA (N.D. Cal.): As court-appointed Class Counsel, Pritzker Levine represented restaurants and a certified class of direct purchasers in a class action alleging a conspiracy among three primary U.S. distributors to fix prices and allocate the market and customers for mesquite lump charcoal in the United States. The case resulted in a class settlement that was approved by Judge William H. Alsup, with settlement payments to class members representing approximately 85% of actual antitrust damages.
- ***In Re TFT-LCD (Flat Panel) Antitrust Litigation***, MDL No. 1827 (N.D. Cal.): Elizabeth Pritzker served as court-appointed Liaison Counsel, representing a certified class of direct purchaser plaintiffs in a multi-district antitrust class action alleging price-fixing by foreign and domestic manufacturers of Thin Film Transistor Liquid Crystal Display (TFT-LCD) panels and products. The direct purchaser case resulted in class settlements of \$473 million, and an \$87 million jury verdict before trebling. The *TFT-LCD* case is considered to be one of the largest antitrust MDL actions in the United States. The case was litigated and tried to verdict before Judge Susan Illston.
- ***In re National Collegiate Athletic Association Grant-In-Aid Cap Antitrust Litigation***, MDL No. 3541 (N.D. Cal.): As Additional Class Counsel, Pritzker Levine represents student-athlete plaintiffs Kendall Gregory-McGhee, Justine

Hartman, Afure Jemerigbe, and classes of current and former collegiate athletes of Division I football, men's basketball or women's basketball who received athletic grants-in-aid from colleges or universities that are members of the NCAA or one of its division conferences. This multi-district, nationwide class action alleges that the NCAA and its members illegally agreed or colluded to cap or depress the athletic grant-in-aid program, causing serious financial hardship to hundreds of collegiate athletes, in violation of federal antitrust laws. Nationwide classes seeking injunctive relief have been certified, and a \$208 million class damages settlement has received preliminary court approval. Litigation for the injunctive relief classes remains pending before Judge Claudia Wilken.

- ***In re Packaged Seafood Products Antitrust Litigation***, MDL No. 2670 (S.D. Cal.): Pritzker Levine currently serves as Discovery Co-Chair and as a member of the Indirect Purchaser Plaintiffs' Steering Committee, representing a class of consumers in multi-district antitrust class action alleging price-fixing by the major producers of canned or packaged shelf-stable tuna products. This litigation is pending before Judge Janis L. Sammartino in the U.S. District Court for the Southern District of California and is in active litigation.

- ***In Re Transpacific Passenger Air Transportation Antitrust Litigation***, Case No. 07-cv-5634-CRB (N.D. Cal.): Elizabeth Pritzker, as a member of Plaintiffs' Executive Committee, represents a class consumers and direct purchasers in a multi-district class action alleging fuel surcharge price-fixing by airlines in the transpacific passenger airline market. Plaintiffs have secured settlements with certain defendants totaling approximately \$40 million. The case against the non-settling defendants is pending before Judge Charles Breyer.

- ***In Re Lithium Ion Rechargeable Batteries Antitrust Litigation***, MDL No. 2420 (N.D. Cal.): We serve as a member of the court-appointed Plaintiffs' Steering Committee, and represent direct purchasers in a multi-district antitrust class action alleging price-fixing by the major manufacturers of lithium ion rechargeable batteries. Direct purchaser plaintiffs have secured settlements with certain defendants totaling \$68.85 million. The case is pending before Judge Yvonne Gonzalez Rogers.

- ***In Re: EpiPen (Epinephrine Injection, USP) Marketing, Sales Practices and Antitrust Litigation***, MDL No. 2785 (D. Kansas): Elizabeth Pritzker and Pritzker Levine currently serve a member of the Plaintiffs' Executive Committee, and represent proposed class of consumers in this multi-district antitrust class action alleging that Mylan engaged in anticompetitive actions and restrained competition in the pricing and sale of the EpiPen epinephrine injector. The case is pending before Judge Daniel D. Crabtree in the U.S. District Court of Kansas.

- ***In Re Domestic Drywall Antitrust Litigation***, MDL No. 2437 (E.D. Penn.): Pritzker Levine represents a number of 501(c)(3) nonprofit community development organizations and a proposed class of indirect purchasers in a nationwide class action alleging a conspiracy among gypsum board manufacturers and distributors to fix and raise the prices for gypsum board – a critical building component for residential and commercial real estate projects throughout the United States. This multi-district litigation has been consolidated before Judge Michael M. Baylson in the U.S. District Court for the Eastern District of Pennsylvania. We serve as a Liability Assessment Team Leader and on the Plaintiffs' Steering Committee.

- ***In Re Keurig Green Mountain Single-Serve Coffee Antitrust Litigation***, MDL No. 2542 (S.D.N.Y.): Pritzker Levine serves as a member of the Indirect Purchaser Plaintiff Litigation Committee and represents consumers and a proposed class of indirect purchasers in a nationwide class action against Keurig Green Mountain, Inc., Green Mountain Roasters, Inc., and Keurig, Inc. (collectively “Keurig”) for monopolizing the U.S. market for the sale of single-serve portion packages of coffee, tea, cocoa and other beverages. This multi-district litigation has been consolidated before Judge Vincent S. Broderick in U.S. District Court for the Southern District of New York, and is in active litigation.

- ***In re Disposable Contact Lens Antitrust Litigation***, MDL No. 2626 (M.D. Florida): In its role as a member of the Plaintiffs’ Steering Committee, Pritzker Levine represents plaintiffs and a proposed class of purchasers in a nationwide antitrust class action against contact lens manufacturers alleging that the manufacturers colluded to maintain the retail prices of contact lenses by imposing resale price maintenance restrictions on those products. This multi-district litigation has been consolidated before Judge Harvey E. Schlesinger in the U.S. District Court for the Middle District of Florida, and is in active litigation.

- ***In re Commodity Exchange, Inc. Gold Futures and Options Trading Litigation***, MDL No. 2548 (S.D.N.Y): Pritzker Levine represents clients and a proposed class of investors in multi-district litigation against several investment banks alleging that defendants conspired to fix or manipulate the prices of physical gold and certain financial instruments directly linked to the prices of physical gold, in violation of the Commodities Exchange Act. The case is pending before Judge Valerie E. Caproni in the U.S. District Court for the Southern District of New York.

CONSUMER PROTECTION

Pritzker Levine and its attorneys have represented consumers injured by violations of a wide variety of deceptive practices and consumer protection laws. We have brought claims on behalf of all types of consumers, including credit card holders and purchasers of prescription drugs, motor vehicles, cosmetic products, consumer electronics, and time shares interests. We also prosecute privacy class actions for consumers who have been impacted by computer malware or data breaches. Examples of some of our consumer law case include:

- ***Corcoran v. CVS Pharmacy, Inc.***, Case No. 15-cv-02624-YGR (N.D. Cal): Pritzker Levine serves as Co-Lead Interim Class Counsel in a multi-state class action alleging a common fraudulent and deceptive pricing scheme by CVS to overcharge customers with third-party health care plans for generic prescription drugs purchased at CVS pharmacies. This case is pending before Judge Yvonne Gonzalez Rogers and is in active litigation.
- ***In re Lenovo Adware Litigation***, MDL No. 2624 (N.D. Cal): Pritzker Levine serves as Interim Co-lead Class Counsel in multi-district class action litigation against the Chinese computer manufacturer, Lenovo, and software provider, Superfish, for damages arising from the surreptitious installation of a Superfish spyware program by Lenovo on certain notebook computer models sold in the United States. The Superfish program allowed Superfish to monitor and alter computer users' internet search results, while at the same time making those computers vulnerable to security breaches and data theft. This case is pending before Judge Haywood Gilliam and is in active litigation.

- ***In re Volkswagen “Clean Diesel” Marketing, Sales Practices, and Products Liability Litigation***, MDL No. 2672 (N.D. Cal): As cooperating plaintiffs’ counsel, Pritzker Levine represented class representatives in multi-district litigation stemming from Volkswagen’s admission to federal regulators in September 2015 that the company used illegal software to cheat emissions tests on certain of its four-cylinder diesel cars, including the popular TDI models of the VW Jetta, Passat, Golf and Beetle, and the Audi A3 TDI diesel sedan. A set of class settlements for monetary compensation and auto repairs totaling more than \$10.3 billion has received final court approval.
- ***In re Adobe Systems, Inc. Privacy Litigation***, 13–CV–05226–LHK (N.D. Cal.): Pritzker Levine, as a member of the Plaintiffs’ Executive Committee, represented plaintiffs and a proposed class of software purchasers and users in litigation against Adobe Systems, Inc., in an action arising from the 2013 security breach of Adobe’s servers in California. The breach resulted in the theft of Adobe source code for some of its most popular products and 40 GB of consumers’ personally identifiable information (“PII”), such as names, addresses, financial information, passwords and password hints. Judge Lucy Koh approved a class settlement of the litigation in September 2015.
- ***In Re GIB LLC Cases***, J.C.C.P. 4657 (Cal. Sup. Ct., County of Los Angeles): As Co-lead Class Counsel in this California State Court Judicial Council Coordinated Proceeding, Elizabeth Pritzker represented certified classes of salon owners, hair stylists and consumers who were exposed to off-gassing formaldehyde and other harsh chemicals from the Brazilian Blowout line of hair smoothing products and hair treatments that were deceptively advertised as “formaldehyde free” and as not containing harmful chemicals. In January 2014, the Los Angeles Superior Court

granted final approval to a class settlement that provided substantial monetary benefits distributed to stylists and consumers, together with business practice changes with respect to the marketing, sale, handling, use, and disposition of Brazilian Blowout products.

- ***Benedict v. Diamond Resorts Corp., et al.***, Case No. 1:2012cv00183 (D. Hawaii): Pritzker Levine partners Elizabeth Pritzker and Jonathan Levine represented, as Co-Lead Counsel, a class of timeshare owners challenging the imposition of an unauthorized Special Assessment fee for the repair of one of the timeshare resorts in Hawaii. Judge David A. Ezra granted final approval to a class action settlement of the matter in June 2013.

- ***Berrien v. New Raintree Resorts, International, LLC, et al.***, Case No. 4:10-cv-03125-CW (N.D. Cal): Pritzker Levine partners Jonathan Levine and Elizabeth Pritzker, as Class Counsel, represented timeshare vacation program members of Raintree Vacation Club and Club Regina who were charged a Special Assessment Fee. Following favorable decisions on defendants' motions to dismiss and plaintiffs' motion for class certification, the case resulted in a court-approved class settlement in March 2012.

- ***Wixon v. Wyndham Resort Development Corp., et al.***, Case No. C 07-2361- JSW (BZ) (N.D. Cal.): Pritzker Levine partners Jonathan Levine and Elizabeth Pritzker, as Lead Class and Derivative Counsel, represented time-share owners in a nationwide class action challenging pricing of WorldMark resorts and in derivative litigation against the WorldMark Board of Directors challenging corporate governance matters. After more than four years of litigation in federal and state court, the case was settled on favorable terms. Judge Jeffrey S. White finally approved the class settlement in August 2011.

- ***Gathron v. Chrysler Group, LLC***, 4:13-cv-05922-WHO (N.D. Cal.): As Co-Lead Counsel, Pritzker Levine partner Elizabeth Pritzker and special counsel Bethany Caracuzzo represented a proposed class of owners and lessees of 2011-2012 Dodge Chargers alleging that factory-installed headlight harnesses in these model year vehicles were defective and posed a serious safety hazard. The case was filed in the U.S. District Court for the Northern District of California, before Judge William H. Orrick. As a result of plaintiffs' efforts, Chrysler instituted a recall and repair program that included reimbursement benefits to vehicle lessees and owners.
- ***In re Providian Credit Card Cases***, J.C.C.P. No. 4085 (Cal. Sup. Ct., County of San Francisco): Pritzker Levine partner Jonathan Levine represented as Co-Lead Counsel a nationwide class of Providian credit card holders in this California State Court Judicial Council Consolidated Proceeding. The lawsuit alleged that Providian engaged in unlawful, unfair, and fraudulent business practices by charging its customers unauthorized fees and charges. The case resulted in a \$105 million settlement, plus injunctive relief – one of the largest class action recoveries arising out of consumer credit card litigation.
- ***In re GM Cases***, J.C.C.P. No. 4396 (Cal. Sup. Ct., County of Los Angeles): Pritzker Levine partner Elizabeth Pritzker, as Class Counsel, represented a certified class of owners and lessees of Chevrolet Silverado trucks whose vehicle engines had abnormal “knock, ping or slap” noise. Plaintiffs alleged that GM maintained an Engine Knock Noise Adjustment Program that gave owners and lessees who complained of the noise free extended warranties and other benefits, but that GM failed to notify all affected owners and lessees of the Adjustment Program and its benefits, in violation of California’s Secret Warranty Law. This hotly-contested

litigation included two unsuccessful appeals by General Motors. The Los Angeles Superior Court finally approved a class settlement in 2009, which was ratified by the Bankruptcy Court for the Southern District of New York in 2011 after GM filed for bankruptcy.

- ***In re SONY-BMG CD Technologies Litigation***, Case No. 1:05-cv-09575-NRB (S.D.N.Y): Pritzker Levine partner Elizabeth Pritzker, as Co-Lead Class Counsel, represented a nationwide class of consumers alleging deceptive conduct in design, manufacture and sale of music CDs containing digital rights management (DRM) software containing security flaws and limiting use of the CDs. The case resulted in a settlement that provided for a nationwide recall of certain CDs, the dissemination of software utilities to remove the offending DRM software, cash and other compensation for consumers, and injunctive relief governing SONY BMG's use of DRM software in its products.

- ***In re iPod Cases***, J.C.C.P. No. 4355 (Cal. Sup. Ct., County of San Mateo): Pritzker Levine partner Elizabeth Pritzker, as Co-Lead Class Counsel, represented consumers in a nationwide class action lawsuit alleging that Apple's advertising about the battery life of its First and Second Generation iPods was false and misleading. This Judicial Council Coordinated Proceeding, which was filed in California State Court before the Honorable Beth Labson Freeman, resulted in a settlement conservatively valued at approximately \$15 million, which provided warranty extensions, battery replacements, cash payments, and store credits for those class members who experienced a battery failure.

SHAREHOLDER AND SECURITIES FRAUD LITIGATION

Pritzker Levine's attorneys are leading advocates for individual and institutional investors, and have a deserved reputation for success in representing shareholder interests in derivative or shareholder litigation. Our experience in matters involving shareholder disputes or securities fraud includes the following matters.

- ***Young v. Henderson***, Case No. RG-15-778891 (Cal. Sup. Ct., County of Alameda): We represent a majority shareholder in direct and derivative litigation filed in California State Court, alleging individual and derivative claims on behalf of six California limited liability companies, and asserting claims for breaches of fiduciary duty, conversion, breaches of contract, and related claims arising out of defendants' alleged misuse and misappropriation of foreign investment funds provided under the federal Immigration Investment (EB-5) Program. Pritzker Levine successfully moved for appointment of a receiver, and facilitated the sale of commercial real estate (including the landmark Oakland Tribune Tower), recouping \$30 million for investors. The litigation is pending in the California State Court, and has spawned a parallel action by the Securities and Exchange Commission (SEC). The SEC action is pending in the federal District Court in San Francisco, California.
- ***Securities and Exchange Commission v. Bivona, et al.***, Case No. 3:16-cv-01386-EMC (N.D. Cal.): Pritzker Levine currently represents a majority investor group, comprising approximately seventy percent of the membership interests in certain investment funds at issue, in a federal enforcement action by the SEC against a prior fund manager. The investors seek to assume management responsibilities of the funds, which are now the subject of a federal receivership, in order to protect their investments and further the investment purposes of the funds. This matter is pending before Judge Edward Chen, and is in active litigation.

- ***In re Lehman Brothers Debt/Equity Securities Litigation***, Case No. 1:08-cv-05523-LAK:GWC (S.D.N.Y.): Pritzker Levine partner Jonathan Levine represented as Class Counsel a certified class of retail investors in Lehman-issued structured products sold by UBS Financial Services, Inc. The plaintiffs alleged that UBS violated federal securities laws by selling the structured products that misrepresented Lehman's financial condition and failed to disclose that the "principal protection" feature of many of the notes depended upon Lehman's solvency. The case resulted in a \$120 million settlement to resolve the claims.
- ***In re SLM Corporation Securities Litigation***, Case No. 08 Civ. 1029 (WHP) (S.D.N.Y.): Pritzker Levine partner Jonathan Levine, as Lead Counsel, represented a certified nationwide class of investors of SLM Corporation ("Sallie Mae") in litigation alleging that Sallie Mae, the leading provider of student loans in the U.S., misled the public about its financial performance in order to inflate the company's stock price. The case resulted in a settlement that established a \$35 million fund to resolve investors' claims.
- ***In re Winstar Communications Securities Litigation***, Case No. 01 Civ. 3014 (GBD) (S.D.N.Y.): Pritzker Levine partner Jonathan Levine represented Allianz of America, Inc., Fireman's Fund and other large private institutional investors in federal securities litigation against senior executives of Winstar Communications Inc., Lucent Technologies Inc. and Grant Thornton LLP, arising out of plaintiffs' investments in Winstar Communications, Inc. The case was resolved through several confidential settlements, the last one achieved on the eve of trial.
- ***In re American Express Financial Advisors Securities Litigation***, Case No. 04 Civ. 1773 (DAB) (S.D.N.Y.): Pritzker Levine partner Jonathan Levine represented

as Co-lead Counsel a nationwide class of individuals who bought financial plans and invested in mutual funds from American Express Financial Advisors. The case alleged that American Express steered its clients into underperforming “shelf space funds” to reap kickbacks and other financial benefits. The case resulted in a cash settlement of \$100 million.

- ***Rosen v. Macromedia, Inc.***, Case No. 988526 (Cal. Sup. Ct., County of San Francisco): Pritzker Levine partner Jonathan Levine, as Co-Lead Counsel, represented a certified nationwide class of investors of Macromedia in litigation alleging that the company and certain of its executives misled the public about its financial performance and products in order to inflate its stock price. The case resulted in a settlement that established a \$48 million fund to resolve investors’ claims.

- ***In re Gupta Corporation Securities Litigation***, Case No. C 94-1517 FMS (N.D.Cal.): Pritzker Levine partner Jonathan Levine represented as Co-lead Counsel a certified nationwide class of investors of Gupta Corporation in litigation alleging that Gupta and its senior-most executives misled the public about the company’s financial performance in order to inflate the company’s stock price. The case resulted in a \$15 million settlement fund to resolve investors’ claims.

- ***Provenz v. Miller***, Case No. CV-92-20159-RMW (N.D.Cal): Pritzker Levine partner Jonathan Levine represented as Co-lead Counsel a certified nationwide class of investors of MIPS Technologies, Inc. in litigation alleging that MIPS and certain of its executives misled the public about its financial performance and products in order to inflate the company’s stock price. The case resulted in a settlement that established a \$15 million fund to resolve investors’ claims.

ATTORNEY PROFILES

Elizabeth C. Pritzker

Elizabeth Pritzker is a co-founding partner of Pritzker Levine LLP. She has 27 years of litigation experience representing clients in antitrust matters, consumer cases, business and employment disputes, and in First Amendment-related litigation.

Ms. Pritzker practices exclusively in the areas of litigation, trial and client counseling. She has successfully represented corporate clients, small businesses, public entities, nonprofit groups, labor unions, employees and injured persons in individual and class cases, and has counseled or successfully litigated on behalf of journalists and media clients.

Ms. Pritzker has served in a leadership capacity in numerous matters, including in several cases brought under federal and state antitrust and consumer protection statutes prosecuted in the federal district court in the Northern District of California and in the California state courts.

In the antitrust arena, Ms. Pritzker served as court-appointed Class Counsel in *Il Fornaio (America) Corporation v. Lazzari Fuel Company, LLC*, N.D. Cal. Case No. 13-cv-05197-WHA, an antitrust class action alleging customer allocation and bid-rigging among the major sellers of restaurant-grade mesquite charcoal. She also was appointed to serve as Liaison Counsel for Direct Purchaser Plaintiffs in *In re TFT-LCD (Flat Panel) Antitrust Litigation*, N.D. Cal. Case No. 07-md-01827-SI, a multi-district class action alleging price-fixing by manufacturers of LCD panels. She now serves as Additional Class Counsel in *In re National Collegiate Athletic Association Grant-In-Aid Cap Antitrust Litigation*, N.D. Cal. Case No. 14-md-02541-CW, where she represents current and former college athletes in multi-district litigation alleging that the NCAA and its members illegally agreed or colluded to cap or depress the athletic grant-in-aid program in violation of federal antitrust laws.

Ms. Pritzker currently serves on the Plaintiffs' Steering Committee in two Northern District of California antitrust class actions: *In re Lithium Ion Rechargeable Batteries Antitrust Litigation*, N.D. Cal. Case No. 13-md-02420-YGR, a multi-district class action alleging price fixing by foreign and domestic battery manufacturers; and *In re Transpacific Air Transportation Antitrust Litigation*, N.D. Cal. Case No. 07-cv-5634-CRB, a multi-district class action alleging price-fixing of airfares and surcharges by airlines in the transpacific airline market. Outside of the district, Ms. Pritzker currently has leadership positions in several antitrust matters, including: *In re Packaged Seafood Products Antitrust Litigation*, MDL No. 2670 (S.D. Cal.) (Discovery Chair/End-User Plaintiffs' Steering Committee); *In Re: EpiPen (Epinephrine Injection, USP) Marketing, Sales Practices and Antitrust Litigation*, MDL No. 2785 (D. Kansas) (Plaintiffs' Executive Committee); *In Re Domestic Drywall Antitrust Litigation*, MDL No. 2437 (E.D. Penn.) (Liability Assessment Team Leader/Plaintiffs' Steering Committee); and *In re Disposable Contact Lens Antitrust Litigation*, MDL No. 2626 (M.D. Florida) (Plaintiffs' Steering Committee).

In the consumer protection field, Ms. Pritzker and the firm currently serve as Co-Lead Class Counsel in *Corcoran v. CVS Pharmacy, Inc.*, Case No. 15-cv-02624-YGR (N.D. Cal), representing consumers in litigation against CVS for unfair and deceptive practices in the pricing and sale of generic drugs to insured customers, and in *In re Lenovo Adware Litigation*, MDL No. 2624 (N.D. Cal), representing consumers harmed by malicious software installed on certain Lenovo notebook computers. Previously, Ms. Pritzker served as Co-Lead Class Counsel in *In Re GIB LLC Cases*, JCCP No. 4657, where she represented a certified class of salon owners, hair stylists and consumers exposed to off-gassing formaldehyde and other harsh chemicals from the Brazilian Blowout line of hair smoothing products that were falsely advertised as "formaldehyde free" and as not containing harmful chemicals. She also served on the Plaintiffs' Executive Committee in *In Re Adobe Systems, Inc. Privacy Litigation*, N.D. Cal. Case No. 5:13-cv-05226-LHK, a class action brought on behalf of users of Adobe software products whose personal private

information or property were compromised as a result of alleged substandard security practices at Adobe that lead to a massive data and security breach in September 2013. Both matters resulted in court-approved settlements.

Ms. Pritzker has been consistently honored as a Northern California “*Super Lawyer*” (2010-2017), and has earned the distinction of being included among the “*Top 100 Super Lawyers*” as well as the “*Top 50 Women Super Lawyers*” in Northern California. In 2015, the American Antitrust Institute (AAI) selected Ms. Pritzker as a finalist for its annual “*Outstanding Antitrust Litigation Achievement in Private Law Practice*” Award.

Ms. Pritzker’s volunteer service includes work on behalf of the bench, bar, and media. She sits on the Duke Law *Committee on Standards and Best Practices for Increasing Diversity in Mass Tort and Class Action Leadership*, and serves as a Lawyer Representative to the District Court for Northern District of California. She also sits on the Executive Committee of the Antitrust, Unfair Competition and Privacy Law Section of the State Bar of California, where she currently serves as Deputy Vice-Chair, *E-Briefs*. She has been honored by the Society of Professional Journalists–Northern California Chapter with the prestigious “*James Madison Freedom of Information Award*” for her legal work on behalf of San Francisco Bay Area journalists and media.

Before founding Pritzker Levine, Ms. Pritzker was a partner for eight years at Girard Gibbs LLP in San Francisco, California. She was a principal attorney for three years at Cotchett, Pitre & McCarthy LLP in Burlingame, California. She co-founded The First Amendment Project, a nonprofit public interest law firm representing journalists, media, and others in First Amendment-related litigation, and served as its Chief Staff Attorney for eight years. She began her legal career as an associate trial attorney at Steel, Clarence & Buckley LLP, in San Francisco, California, where she practiced First Amendment law and tried personal injury and criminal cases.

Education

Ms. Pritzker received her Bachelor of Arts degree in Economics from McGill University in Montreal, Quebec, Canada. She obtained her Juris Doctor from the University of San Francisco.

Bar Membership

Ms. Pritzker is admitted to practice in the State of California. She also is admitted to the United States Supreme Court; the Ninth Circuit Court of Appeals; the United States District Courts for the Northern, Central, Southern, and Eastern Districts of California; and the United States District Court for the District of Colorado.

Publications/Speaking Engagements

As part of the Executive Committee of the Antitrust, Unfair Competition and Privacy Law Section of the State Bar of California, Ms. Pritzker has authored several articles about recent developments in the antitrust, privacy, and consumer law fields for the Section's monthly *E-Briefs*. She is a frequent commentator and lecturer on various topics, including antitrust law, class action procedure and practice, electronic discovery, use and enforcement of the Freedom of Information Act and individual state right-to-know laws, and civil litigation and trial practice.

Ms. Pritzker has served as a presenter on these and other issues on behalf of the American Bar Association (ABA), the American Association for Justice (AAJ), the San Francisco Trial Lawyers Association (SFTLA), the State Bar of California, the California First Amendment Coalition (CFAC), and Consumer Attorneys of California (CAOC), among others. Ms. Pritzker's publications and speaking engagements include:

- Author, "*Making the Intangible Concrete: Litigating Intangible Harms in a Post-Spokeo World*," Competition: the Journal Antitrust, Unfair Competition and Privacy Law Section of the State Bar of California, Vol. 26, No. 1, Spring 2017.

- Speaker, “*Antitrust 101*,” Annual Convention of Sections of the State Bar of California, August 2017.
- Speaker, “*Antitrust 101*,” Annual Convention of the State Bar of California, September 2016.
- Webinar Speaker, “*Multistate Indirect Purchaser Class Actions: Using Consumer Protection Statutes to Hurdle the Illinois Brick Wall*,” American Bar Association, December 2015.
- Webinar Moderator, “*Emerging Standards Under the FTAIA*,” Antitrust, Unfair Competition and Privacy Law Section of the State Bar of California, February 2015.
- Speaker, “*The Lightbulb Conspiracy: Environmental Impacts of Planned Obsolescence*,” Environmental Youth Forum 2015, February 2015.
- Lecturer, “*Post-Brinker Employment Class Action Seminar*,” 46th Annual Consumer Attorneys of California Convention. November 2012.
- Presenter, “*Class Actions under Dukes*,” Cambridge International Forums: Plaintiffs Class Action Forum, April 2012.
- Lecturer, *Summary Judgment Seminar*, San Francisco Trial Lawyers Association, February 2012.
- Moderator, *Judicial Perspectives on Class Actions*, Consumer Attorneys of California, March 2012.

Community/Pro Bono

Ms. Pritzker is passionate about environmentally-sensitive architecture and design. Her concern for the environment and her participation in legal efforts to address the impact of consumer electronic waste on the health of the planet is featured in the documentary film, *The LightBulb Conspiracy: The Untold Story of Planned Obsolescence*, by Cosima Dannoritzer.

Ms. Pritzker is a long-time participating mentor in antitrust law for the American Bar Association (ABA) Antitrust Law Section and Young Lawyers Division, and a former board member of the Legal Aid Society of San Mateo County

Ms. Pritzker is a former board member of Bay Area Lawyers for Individual Freedom (BALIF). During her board term, she served as member of the Executive Committee and as Co-Chair of BALIF's Judiciary Committee.

Jonathan K. Levine

Jonathan Levine is a co-founding partner of Pritzker Levine LLP. Mr. Levine has more than 28 years of experience prosecuting complex securities fraud, business, antitrust and consumer class action litigation in state and federal courts. He has successfully represented high net worth investors, state public pension funds, multi-national corporations, small businesses, whistleblowers and consumers in individual, derivative and class action litigation.

Mr. Levine has served in a leadership role in numerous cases brought under federal and state securities, antitrust, and consumer statutes. He also has represented whistleblowers before the U.S. Securities and Exchange Commission, the U.S. Commodity Futures Trading Commission and the U.S. Department of Justice. He served recently as Lead or Co-lead Counsel in *In re SLM Corp. Securities Litigation* (\$35 million settlement), *In re American Express Financial Advisors Securities Litigation* (\$100 million settlement) and *In re Winstar Communications Securities Litigation* (confidential settlement on behalf of Allianz of America, Inc., Fireman's Fund and other large private institutional investors).

In the consumer protection field, Mr. Levine currently serves as Co-Lead Counsel in *In re Lenovo Adware Litigation*, MDL 2624 (N.D. Cal.), where he represents more than 800,000 consumers in a nationwide multidistrict class action against Lenovo and Superfish for damages arising from the surreptitious installation of a Superfish spyware program by

Lenovo on certain notebook computer models sold in the United States. He served as Co-Lead Counsel in *In re Providian Credit Card Cases*, J.C.C.P. No. 4085 (Cal. Sup. Ct., County of San Francisco), which resulted in a \$105 million settlement, plus injunctive relief, one of the largest class action recoveries in the United States arising out of consumer credit card litigation. He also served as Lead or Co-lead Counsel in three class action cases challenging actions taken by timeshare developers to the detriment of the timeshare owners: *Wixon v. Wyndham Resort Development Corporation*, Case No. C 07-2361- JSW (BZ) (N.D. Cal.); *Berrien v. New Raintree Resorts*, Case No. 4:10-cv-03125-CW (N.D. Cal); and *Benedict v. Diamond Resorts Corporation*, Case No. 1:2012cv00183 (D. Hawaii).

Before collaborating with Elizabeth Pritzker to create Pritzker Levine LLP, Mr. Levine was a partner for more than a decade at Girard Gibbs LLP in San Francisco. He was a partner for nine years at Kaplan Fox & Kilsheimer LLP, a New York law firm.

Mr. Levine has been repeatedly recognized by his peers as a Northern California “*Super Lawyer*.” He has served as an appointed member of the Committee on Federal Courts of the State Bar of California and as the past chair of the American Bar Association Litigation Section Subcommittee on Officers and Directors Liability. He currently serves as Chairman of the Executive Committee of the Business Section of the Alameda County Bar Association and as a member of Privacy Law Subcommittee of the State Bar of California Antitrust, Unfair Competition and Privacy Law Section.

Education

Mr. Levine graduated from Columbia University with a Bachelor of Arts degree in English. He obtained his Juris Doctor degree from Fordham University School of Law.

Bar Membership

Mr. Levine is admitted to practice in the States of California, New York and Connecticut. He is also admitted to practice before the U.S. Supreme Court; the U.S. Courts of Appeals for the Second, Fourth, Ninth and Eleventh Circuits; and the U.S.

District Courts for the Southern and Eastern Districts of New York, the Northern, Central, Southern and Eastern Districts of California, the Northern District of Texas, and the District of Colorado.

Publications/Speaking Engagements

Mr. Levine frequently writes and speaks on a host of legal issues. He served as a member of the National Association of Public Pension Attorneys' *Morrison* Working Group and was one of the drafters of *Living in a Post-Morrison World: How to Protect Your Assets Against Securities Fraud*, NAPPA (2012). He is the author of "E-Mail and Voice Mail Discovery Issues," Glasser LegalWorks (1998), and "Discovery Techniques in Commercial Litigation and Recent Developments In the Rules of Discovery," American Trial Lawyers Association (1991), and the co-author of "California Online Privacy Laws: The Battle for Personal Data," Competition: The Journal of the Antitrust, UCL and Privacy Section of the State Bar of California (Fall 2016), as well as "The Business Judgment Rule and Derivative Actions," Practising Law Institute (1989).

Mr. Levine has lectured on securities litigation under the Private Securities Litigation Reform Act of 1995, consumer fraud and predatory lending litigation, and computer discovery and electronic data retention risk control. He was the featured speaker addressing *Successful Direct Examination of Expert Witnesses* at the Bridgeport 2011 Conference on Working With and Deposing Experts (March 2011), and *Evaluating the Impact of the LIBOR Scandal* at the West LegalEdCenter (August 2012).

Community/Pro Bono

Mr. Levine is a member of the Piedmont Civil Service Commission and the Piedmont Parks Commission. He also serves as a member of Piedmont Planning Commission and on its Environmental Task Force.

Bethany L. Caracuzzo

Bethany Caracuzzo serves as Special Counsel with Pritzker Levine LLP, where she focuses on litigation involving antitrust violations, defective products and services, employment law disputes and personal injury law. She has been repeatedly recognized by her peers as a Northern California “*Super Lawyer*,” an honor accorded to less than 5 percent of all licensed attorneys in California.

Ms. Caracuzzo is active in the firm’s prosecution of several antitrust class actions, including *In re Packaged Seafood Products Antitrust Litigation*, MDL No. 2670 (S.D. Cal.) (representing consumers in a multi-district class action alleging price-fixing by major U.S. producers of canned and packaged tuna), *In Re Transpacific Air Transportation Antitrust Litigation*, N.D. Cal. Case No. 07-cv-5634-CRB (representing consumers in a multi-district class action alleging price-fixing by airlines in the transpacific passenger airline market), and *In re Domestic Drywall Antitrust Litigation*, E.D. Pa. Case No. 13-md-2437-MMB (representing nonprofit housing development entities and indirect purchasers in a multi-district class action alleging price fixing by U.S. drywall manufacturers). She was a key contributor to the firm’s settlement of consumer class action litigation involving the Brazilian Blowout line of hair smoothing products.

Prior to joining Pritzker Levine, Ms. Caracuzzo spent twelve years representing injured victims at two well-known San Francisco Bay Area law firms. She has litigated and obtained favorable settlements in personal injury cases involving medical malpractice, dangerous drugs, defective products, dangerous property conditions, motor vehicle accidents and professional malpractice. She has served as a member of several trial teams in litigating cases to verdict, including cases involving wrongful death, traumatic birth injuries, and injuries from defective products.

Ms. Caracuzzo has represented plaintiffs in cutting edge medical malpractice matters involving In Vitro Fertilization (“IVF”) procedures. She also represented plaintiffs in cases addressing issues of clergy and teacher sexual abuse, and in civil rights cases.

In the employment arena, Ms. Caracuzzo has successfully represented individual victims of harassment and discrimination based upon their race, gender, national origin, disability and religious beliefs, as well as victims of sexual harassment and abuse. She also has worked to obtain a favorable results on behalf of dozens of victims who, as result of illegal Ponzi schemes, were defrauded of their life savings.

Ms. Caracuzzo began her legal career in the Office of the District Attorney for San Diego County, where she focused on child support enforcement, paternity disputes and custodial/family law matters. She later worked as a Research Attorney for the Superior Court of Alameda County.

Education

Ms. Caracuzzo graduated *cum laude* from Boston College, earning a Bachelor of Arts degree in International Relations with a focus on conflict resolution. She obtained her Juris Doctor degree in just two years from California Western School of Law in San Diego, California. While at California Western, she received the Wiley W. Manual Award for Pro Bono Excellence for her work with the San Diego AIDS Foundation Project.

Bar Memberships

Ms. Caracuzzo is admitted to practice in the State of California, and before the U.S. Court of Appeals for the Ninth Circuit and the U.S. District Courts for the Northern, Central, Southern, and Eastern Districts of California.

Speaking Engagements

Ms. Caracuzzo currently serves as the Secretary to the Women’s Caucus of Consumer Attorneys of California (CAOC), a group dedicated to the advancement of women lawyers as well as committed to supporting and furthering legislation that impacts the lives of Californians. She is an active member of several professional associations,

including San Francisco Trial Lawyers Association (SFTLA), California Employment Lawyers Association (CELA), the American Association for Justice (AAJ), the Alameda County Bar Association (ACBA), and the Bar Association of San Francisco (BASF).

In February 2013, Ms. Caracuzzo was a featured SFTLA lecturer in a continuing legal education seminar entitled “*Opposing Motions for Summary Judgment.*”

John A. Kehoe

John Kehoe is of counsel to Pritzker Levine LLP. Mr. Kehoe is based in the firm’s New York office, where he works with clients to elicit changes to enhance corporate governance, promote management responsibility, protect stockholder rights, and recover financial losses as a result of wrongful misconduct. He currently assists the firm in the prosecution of complex litigation matters, including *In re Lenovo Adware Litigation*, MDL 2624 (N.D. Cal.) (representing consumers in a multi-district class action Lenovo and Superfish for damages arising from the surreptitious installation of a Superfish spyware program by Lenovo on certain notebook computers), and *In re Disposable Contact Lens Antitrust Litigation*, MDL 2626 (M.D. Fla.) (representing plaintiffs in a nationwide class action against contact lens manufacturers alleging that the manufacturers colluded to maintain the retail prices of contact lenses).

During more than 20 years in practice, Mr. Kehoe prosecuted precedent-setting securities and financial fraud cases in federal and state courts on behalf of institutional and individual clients, including serving as lead counsel in *In re Bank of America Corporation Securities Litigation* (\$2.4 billion settlement); *In re Wachovia Preferred Securities and Bond/Notes Litigation* (\$627 million settlement); *In re Initial Public Offering Securities Litigation* (\$586 million settlement resolving 309 consolidated actions); *In re Lehman Brothers Securities and ERISA Litigation* (\$516 million settlement); and *In re Marvell Technology Group Ltd. Securities Litigation* (\$72 million settlement). Mr. Kehoe has

represented clients before the Second and Eleventh Circuit Courts of Appeals, and is active in merger and acquisition litigation before the Delaware Court of Chancery, including serving on the Executive Committee in *In re Safeway Stockholders Litigation*, where value of the transaction to stockholders was increased by more than \$80 million.

Mr. Kehoe is the founding partner of The Kehoe Law Firm, was formerly a partner with Kessler Topaz Meltzer & Check, LLP for six years, a partner with Girard Gibbs LLP for two years, and was previously associated with Clifford Chance LLP, a London-based global law firm, where he defended Fortune 500 companies in complex securities and antitrust civil litigation and against enforcement actions brought by the Department of Justice, the Securities and Exchange Commission, and the Federal Trade Commission.

Mr. Kehoe is a program faculty member with the National Institute of Trial Advocacy, and was previously an adjunct faculty member with the Trial Advocacy Training Program at the Louisiana State University School of Law. Prior to attending law school, Mr. Kehoe served as a law enforcement officer in the State of Vermont for eight years, where he was a member of the tactical Special Reaction Team and member of the Major Accident Investigation Team.

Education

Mr. Kehoe received his Juris Doctorate, *magna cum laude*, from Syracuse University College of Law, where he was associate editor of the Syracuse Law Review, associate member of the Syracuse Moot Court Board and an alternate member on the National Appellate Team. He also received a Masters of Public Administration from the University of Vermont, and Bachelor of Arts from DePaul University.

Bar Memberships

Mr. Kehoe is a member of the New York City and New York State Bar Associations, is admitted to practice in New York and Pennsylvania, and is a member in good standing with the U.S. District Court for the Southern District of New York and the U.S. Court of Appeals for the Second Circuit.

Speaking Engagements

Mr. Kehoe is a frequent speaker at conferences focused on shareholder rights and corporate governance issues, including the 2013 National Conference on Public Employee Retirement Systems (Rancho Mirage, CA); 2013 Investment Education Symposium (New Orleans, LA); 2013 Public Funds East Conference (Newport, RI); 2012 Rights and Responsibilities for Institutional Investors (Amsterdam, Netherlands); 2011 European Investment Roundtable (Stockholm, Sweden); 2011 Public Funds Symposium (Washington, D.C.); 2011 National Conference on Public Employee Retirement Systems (Miami Beach, FL); 2010 ESG, USA Global Trends and U.S. Sustainable Investing (NY, NY); 2010 ICGN Annual Conference: “*The Changing Global Balances*” (Toronto, Canada); 2010 Public Funds West Summit (Scottsdale, AZ); 2009 ICGN Annual Conference: “*The Route Map to Reform and Recovery*” (Sydney, Australia); and the 2007 European Pensions Symposium (Marbella, Spain).

Heather P. Haggarty

Heather P. Haggarty is an associate attorney with Pritzker Levine LLP. Her practice focuses on complex commercial litigation. She currently is assisting in the firm’s prosecution of several antitrust matters, including *In re National Collegiate Athletic Association Grant-In-Aid Cap Antitrust Litigation*, N.D. Cal. Case No. 14-md-02541-CW (representing college athletes in multi-district litigation alleging that the NCAA and its members combined or agreed to cap or depress the athletic grant-in-aid program in violation of federal antitrust laws), and *In Re Lithium Ion Rechargeable Batteries Antitrust Litigation*, N.D. Cal. Case No. 13-md-02420-YGR (representing consumers and direct purchasers in a multi-district class action alleging price fixing by lithium ion battery manufacturers).

Over her legal career, Ms. Haggarty has litigated a wide range of commercial cases involving securities fraud, trademark, copyright and patent infringement, and white collar criminal defense. She also has extensive experience in internal corporate investigations. Before joining Pritzker Levine, Ms. Haggarty worked for several years as a litigation associate at Bullivant Houser Bailey PC in San Francisco. Prior to that, she worked for three years as a litigation associate in the trial department at Dorsey & Whitney, LLP in New York.

Education

Ms. Haggarty graduated from Scripps College, earning a Bachelor of Arts degree in Political Psychology. She obtained her Juris Doctor degree from Fordham University School of Law.

Bar Memberships

Ms. Haggarty is admitted to practice in the States of California and New York. She is also admitted to practice before the United States District Court for the Southern District of New York.

Publications/Speaking Engagements

Ms. Haggarty is the author or co-author of several articles, including: “*California Online Privacy Laws: The Battle for Personal Data*,” published in Competition: The Journal of the Antitrust, UCL and Privacy Section of the State Bar of California (Fall 2016); “*Rule 23(b)(3)(F): Closing the Doors of the Courthouse*,” published in the Common Good, Fordham Law School (1999); “*Court Permits Differential Treatment Based on Native American Sovereignty*,” published in the New York Law Journal (1998); “*Defamation, Internet Providers, and Publisher Liability: A Square Peg in a Round Hole?*,” published in the NY State Bar Association Entertainment, Arts & Sports Law Journal (1998); and “*The Media and the Attorneys’ Absolute Privilege to Defame: Undermining or Preserving the Integrity of the Judicial Process?*,” published in the NY State Bar Association Entertainment, Arts & Sports Law Journal (1997).

Community/Pro Bono

Ms. Haggarty has served as a volunteer attorney with the Lawyers Committee for Civil Rights Under Law and with Public Justice in Oakland, California. She has also done volunteer work for Public Advocates in San Francisco.

Anne Maness Whitney

Anne Maness Whitney is an associate attorney with Pritzker Levine LLP. Ms. Whitney assists the firm in the prosecution of multi-district class actions involving antitrust violations and privacy law. She is currently assisting with the firm's prosecution of *In re: National Collegiate Athletic Association Athletic Grant-in-Aid Cap Antitrust Litigation*, MDL No. 2541 (N.D.Cal.) (representing current and former student-athletes in a class action alleging artificial caps on Grant-in-Aid scholarships); *In re: Lenovo Adware Litigation*, MDL No. (N.D. Cal.) (representing consumers in a class action alleging secret installation of spyware); and *In re Disposable Contact Lens Antitrust Litigation*, MDL No. 2626 (M.D. Florida) (representing consumers in a nationwide antitrust class action against contact lens manufacturers alleging that the manufacturers colluded to maintain the retail prices of contact lenses).

Ms. Whitney holds a certification from the International Association of Privacy Professionals in the area of U.S. private sector (C.I.P.P./US). Before moving to California, she worked as a staff attorney at Legal Aid of North Carolina, focusing on foreclosure defense and landlord/tenant law.

Education

Ms. Whitney graduated from Duke University, earning a Bachelor of Arts degree in history with a political science minor. She obtained her law degree from George Mason University School of Law.

Bar Memberships

Ms. Whitney is admitted to practice in the states of California and North Carolina. She is also admitted to practice before the United States District Court for the Northern District of California.

Community/Pro Bono

Ms. Whitney has served as a volunteer attorney with Legal Aid of North Carolina in Raleigh, North Carolina and continues to do so through advice-only telephone referrals.

Exhibit 2

EXHIBIT 2***In re NCAA Grant-In-Aid Cap Antitrust Litigation***
Case No. 4:14-md-2541-CW**Pritzker Levine, LLP**
Time Summary**Inception through August 22, 2017**

Attorney Name	Title	Bar Admission/ Years of Experience	Hours	Rate/Hour	Lodestar
Elizabeth C. Pritzker	Partner	1990 / 27	599.2	\$695.00	\$416,444.00
Jonathan K. Levine	Partner	1988 / 29 ¹	100.0	\$695.00	\$69,500.50
Bethany Caracuzzo	Of Counsel	1997 / 20	21.1	\$625.00	\$13,187.50
Heather Haggarty	Associate	1999 / 18 ²	160.1	\$600.00	\$96,060.50
Shiho Yamamoto	Associate	2009 / 8	50.6	\$495.00	\$25,047.00
Anne C. Maness Whitney	Associate	2012 / 5 ³	784.6	\$495.00	\$388,391.85
Total Attorney Time			1715.6		\$1,008,630.85

¹ Admitted to Connecticut State Bar, 1988; Admitted to New York State Bar, 1989; Admitted to California State Bar, 2002.

² Admitted to New York State Bar, 1999; Admitted to California State Bar, 2006.

³ Admitted to North Carolina State Bar, 2012; Admitted to California State Bar, 2015.

Exhibit 3

EXHIBIT 3***In re NCAA Grant-In-Aid Cap Antitrust Litigation***
Case No. 4:14-md-2541-CW**Pritzker Levine, LLP**
Expense Summary**October 1, 2014 through August 22, 2017**

Disbursements	Total
Copying / Reproduction	\$2,823.99
Courier / Postage	\$292.58
Court Costs / Filing Fees	\$705.00
Online Research (Westlaw, Lexis, Pacer)	\$403.27
ShareFile / EDiscovery Hosting	\$285.00
Travel – Food / Meals	\$124.80
TOTAL	4,634.64

Pritzker | Law
Expense Summary**Inception through September 30, 2014**

Disbursements	Total
Copying / Reproduction	\$27.80
Courier / Postage	\$13.63
Court Costs / Filing Fees	\$400.00
Online Research (Westlaw, Lexis, Pacer, Trade Publication)	\$150.26
Travel – Parking / Taxis (MDL hearing)	\$41.52
Travel – Hotel (MDL hearing)	\$115.82
Travel – Airfare (MDL hearing)	\$178.19
TOTAL	\$885.70

TOTAL ALL EXPENSES: \$5,520.34