Edwin Aiwazian (SBN 232943), edwin@calljustice.com
LAWYERS for JUSTICE, PC
410 West Arden Avenue, Suite 203
Glendale, California 91203
Telephone: (818) 265-1020 / Facsimile: (818) 265-1021

Graham B. LippSmith (SBN 221984), g@lippsmith.com
MaryBeth LippSmith (SBN 223573), mb@lippsmith.com
Celene Chan Andrews (SBN 260267), cca@lippsmith.com
Jaclyn L. Anderson (SBN 258609), jla@lippsmith.com
LIPPSMITH LLP
555 S. Flower Street, Suite 3000
Los Angeles, California 90071
Tel: (213) 344-1820 / Fax: (213) 513-2495

Attorneys for Plaintiffs Alvarado, Sarwar, and Rodriguez

[*Additional Counsel Listed on Following Page*]

SUPERIOR COURT OF THE STATE OF CALIFORNIA

FOR THE COUNTY OF MERCED

JASON ADAMS, RAUL ALVARADO, EMMA SARWAR, SERGIO RODRIGUEZ, and SHENITA TATUM, as private attorneys general and as an individual and on behalf of all others similarly situated,

Plaintiffs,

vs.

SCHOLLE IPN PACKAGING, INC., a Nevada corporation; SCHOLLE PACKAGING, INC., a Nevada corporation; and DOES 1 through 50, inclusive,

Defendants.

Case No. 20CV-02350

DECLARATION OF GRAHAM B. LIPPSMITH IN SUPPORT OF PLAINTIFF'S MOTION FOR PRELIMINARY APPROVAL OF CLASS ACTION AND PAGA SETTLEMENT

Date: January 9, 2025
Time: 8:15 a.m.
Department: 8

Complaint Filed: August 17, 2020
FAC Filed: August 30, 2024

DIVERSITY LAW GROUP, P.C.
Larry W. Lee (State Bar No. 228175)
lwlee@diversitylaw.com
Simon L. Yang (State Bar No. 260286)
sly@diversitylaw.com
515 South Figueroa Street, Suite 1250
Los Angeles, California 90071
Telephone: (213) 488-6555
Facsimile: (213) 488-6554

POLARIS LAW GROUP
William L. Marder (State Bar No. 170131)
bill@polarislawgroup.com
501 San Benito Street, Suite 200
Hollister, CA 95023
Telephone: (831) 531-4214
Facsimile: (831) 634-0333

Attorneys for Plaintiffs Adams and Tatum

DECLARATION OF GRAHAM B. LIPPSMITH

I, Graham B. LippSmith, hereby declare:

1. I am a co-founder of the law firm LippSmith LLP. I am an attorney licensed to practice in the State of California and State of Hawai‘i. I am admitted to practice before this Court and in Hawai‘i. I am co-counsel of record for Plaintiffs Raul Alvarado, Emma Sarwar, and Sergio Rodriguez (“Plaintiffs”). I make this declaration in support of Plaintiffs’ Motion for Preliminary Approval of Class Action and PAGA Settlement (“Motion”). Except as expressly stated, I have personal knowledge of the facts set forth below, and, if called as a witness, I could and would testify accurately to their veracity.

2. This declaration provides LippSmith LLP’s experience and qualifications. It also provides information and details, including but not limited to, summarizing the work we have performed to date, reasons why we support the proposed Settlement, and further work we will undertake if the Court approves the Settlement.[1]

LippSmith LLP’s Experience and Qualifications for Class Counsel:

3. LippSmith LLP is a four-attorney law firm with offices in Los Angeles and Honolulu. The lawyers at LippSmith LLP have collectively recovered hundreds of millions of dollars in complex cases against the largest companies in the world.

4. I have been licensed to practice law in California since 2002 and in Hawai‘i since 2011. Before co-founding LippSmith LLP in 2020, I managed the class action practices at two separate plaintiff firms.

5. I have managed hundreds of cases in the class action, mass tort, consumer, personal injury, business, insurance, intellectual property, and entertainment practice areas. I have focused my work almost exclusively on representing plaintiffs. I have favorably settled most of my cases, and I

[1] To the extent they are not specifically defined herein, all capitalized terms have the same meaning as in the November 2024 Settlement attached as Exhibit 1 to the Declaration of Simon L. Yang.

have also tried several matters to verdicts and arbitration awards. I have achieved nine-figure, multiple eight-figure, and numerous seven-figure results in my cases. I have won appeals.

6. In 2008, the *Daily Journal* listed me in its "Top Twenty Under 40;" the *California Lawyer* magazine named me an "Attorney of the Year, Litigation;" and, in both 2007 and 2008, I was a finalist for the Consumer Attorneys of California's "Consumer Lawyer of the Year" award. In 2011, I spearheaded *Fogel v. Farmers Group, Inc.*, State of California, County of Los Angeles Superior Court Case No. BC300142, in which we achieved a half billion-dollar class action settlement for more than 12.5 million insurance consumers nationwide. In May 2012, *VerdictSearch* published its annual "California's Million-Dollar Settlements" supplement, which identified the *Fogel* settlement as the largest reported settlement in California for 2011.

7. I have published articles in trade publications. I also have made, and continue to make, presentations at prominent legal conferences devoted to class action topics.

8. LippSmith LLP's Co-Founder, MaryBeth LippSmith, has been licensed in California since 2002 and in Hawaiʻi since 2022. Prior to establishing LippSmith LLP, Ms. LippSmith ran LippSmith Law for five years, where she wrote appeals on class action, consumer litigation, mass tort, and serious personal injury matters; assisted trial lawyers with dispositive motions; and consulted private mediators on large, complex, high-profile matters in advance of mediation.

9. Before founding and running LippSmith Law, Ms. LippSmith served as a Career Law Clerk to the Honorable Dorothy W. Nelson on the U.S. Court of Appeals for the Ninth Circuit for four years. Previous to that, Ms. LippSmith worked exclusively on death penalty matters as a Capital Habeas Staff Attorney for the U.S. District Court, Central District of California for six years. Upon graduating law school, Ms. LippSmith served as an elbow Law Clerk to Judge Nelson.

10. LippSmith LLP Partner Celene Chan Andrews has been licensed in California since 2008 and in Hawaiʻi since 2013. Before becoming a Partner at LippSmith LLP in 2020, Ms. Andrews was a key contributor to the class action practices at two separate plaintiff firms. Ms. Andrews also served as a Judicial Law Clerk for the Honorable Alan S. Gold of the U.S. District Court, Southern District of Florida and a Judicial Extern for the Honorable David Alan Ezra of the U.S. District Court, District of Hawaiʻi.

11. Ms. Andrews holds leadership positions in several legal organizations, including the Southern California Chinese Lawyers Association (Past President), Legal Eagles Pro Bono Clinic (Supervisor), the National Asian Pacific American Bar Association (Co-Chair, Mass Torts & Class Actions Committee), the Women Lawyers Association of Los Angeles (Past Member, Board of Governors), and the Los Angeles County Bar Association (Complex Courts Committee). Ms. Andrews is published and has organized, made presentations at, and moderated multiple CLE conferences.

12. LippSmith LLP Partner Jaclyn L. Anderson has been licensed to practice law in California since 2008 and in Hawaiʻi since 2019. Before becoming a Partner at LippSmith LLP in 2020, Ms. Anderson worked for other top-tier plaintiff firms, where she had repeated successes litigating cases to settlements, verdicts, and through appeals. Ms. Anderson has focused her legal practice on representing plaintiffs in civil litigation for consumer class actions and serious personal injury matters.

13. Ms. Anderson has been appointed Class Counsel for a nationwide settlement class with a Fortune 500 defendant; a nationwide settlement class of consumers with defective plumbing components; a California wage-and-hour settlement class; and a nationwide data breach class for which the Eleventh Circuit Court of Appeals affirmed is appropriate for class certification. Ms. Anderson's experience includes participation as class action conference faculty, speaking to non-traditional settlement strategies.

14. LippSmith LLP's lawyers are members of several legal organizations, including Public Justice, the Los Angeles County Bar Association, Langston Bar Association (MaryBeth LippSmith and Jaclyn Anderson), and the Hawaiʻi State Bar Association.

15. LippSmith LLP team members have personally served as class counsel, putative class counsel, lead counsel, and committee counsel in more than dozens of class action and mass action lawsuits, representing tens of millions of plaintiffs and class members, collectively. The following cases offer a representative sampling of our class action and mass action successes:

- Class Counsel and Steering Committee in *In re Champlain Towers South Collapse Litigation*, Circuit Court of the 11th Judicial Circuit, Miami-Dade County, Florida, Case No. 2021-015089-CA-01. This putative class action concerned the collapse of Champlain Towers South in June 2021, killing 98 people and destroying 55 units. That matter resolved for more than $1 billion, with monetary recovery for both wrongful death victims and condominium unit owners;

- Class Counsel in *Fogel v. Farmers Group, Inc.*, Superior Court of the State of California, County of Los Angeles, Case No. BC300142. That matter resolved for more than $545 million. Among other aspects, that settlement created a fund of cash payments available to more than 12.5 million Farmers exchange insurance subscribers who claimed excessive management fee charges;
- Plaintiff's Executive Committee Member in *In Re: National Football League Players' Concussion Injury Litigation*, United States District Court, Eastern District of Pennsylvania, MDL No. 2323. That personal injury and medical monitoring case concerned thousands of retired NFL players alleging head injuries. That case ultimately settled for an uncapped amount valued at more than $1 billion that provided, and continues to provide, compensation to NFL retirees for dozens of years;
- Class Counsel in *Nishimura v. Gentry Homes, Ltd.*, State of Hawaiʻi, First Circuit Court, Case No. 11-1-1522-07 RAN. In that case, we achieved a $90,341,564.68 settlement fund that provided for, among other aspects, (1) a repair program available to owners of 2,135 Ewa by Gentry homes with Simpson hurricane straps and (2) *cy pres* distributions to be determined;
- Class Counsel in *Baker v. Castle & Cooke Homes Hawaii, Inc.*, United States District Court, District of Hawaiʻi, Case No. 1:11-cv-00616-LEK-WRP and Class Counsel in *Baker v. Castle & Cooke Homes Hawaii, Inc.*, State of Hawaiʻi, First Circuit Court, Case No. 11-1-1524-07 JPC. In those two cases, we achieved a global $40 million settlement fund that provided for, among other aspects, (1) cash payments available to owners of 2,048 Mililani Mauka class homes with yellow brass fittings in PEX plumbing systems, (2) cash payments available to owners of 2,331 Mililani Mauka class homes with certain wind design criteria, and (3) a *cy pres* award to Hawaiʻi

Community Foundation to fund a program that we anticipate will secure permanent housing for more than 100 unsheltered West O‘ahu families;

- Class Counsel in *Alvarez v. Haseko Homes, Inc.*, State of Hawai‘i, First Circuit Court, Case No. 09-1-1932-08 RAN and Class Counsel in *Kai v. Haseko Homes, Inc.*, State of Hawai‘i, First Circuit Court, Case No. 09-1-2834-12 GWBC. In those two cases, we achieved a global $35,700,000 settlement fund that provided for, among other aspects, (1) a repair program available to owners of 1,628 Ocean Pointe class homes with Simpson hurricane straps, (2) cash payments available to owners of 2,536 Ocean Pointe class homes with yellow brass fittings in PEX plumbing systems, and (3) a *cy pres* award to Hawai‘i Community Foundation to fund a program that has to date secured permanent housing for 114 previously unsheltered West O‘ahu families;
- Class Counsel in *Mitsuoka v. Haseko Homes, Inc.*, State of Hawai‘i, First Circuit Court, Case No. 12-1-3020-11 LWC. Our work on this matter resulted in a $20 million settlement for claims by owners of 621 Ocean Pointe class homes with corrosion in structural metal shot pins embedded in their foundations. The settlement is funding a comprehensive repair program to fully replace the shot pin holdown systems in all 621 class homes;
- Class Counsel in *Gonzales v. Lloyds TSB Bank, plc*, United States District Court, Central District of California, Case No. 2:06-cv-01433-VBF (JTLx). We recovered more than $17 million from an international bank, international financial institution, and Los Angeles accounting firm for aiding and abetting a Ponzi scheme that caused losses to hundreds of victims;
- Class Counsel in *Arreola v. Bank of America*, United States District Court, Central District of California, Case No. 2:11-cv-06237-FMO (PLAx). We recovered $8.25 million from Bank of America for claims stemming from a Ponzi scheme that caused losses to dozens of Southern California victims;
- Class Counsel in *NuSil Wage and Hour Cases*, Superior Court of the State of California, County of Kern, JCCP 5203. We recovered a $3.75 million settlement in a

PAGA case for thousands of employees and former employees with wage and hour claims, which the Court approved;

- Class Counsel in *Andrade v. Nature's Best*, Superior Court of the State of California, County of San Bernardino, Case No. CIVDS 1508659. We recovered a $2.5 million settlement in a combination class and PAGA settlement for employees and former employees with wage and hour claims;
- Counsel in *Mod Super Fast Pizza Wage and Hour Cases*, Superior Court of the State of California, County of San Bernardino, JCCP 5082. We recovered a $2.5 million settlement in a PAGA case for thousands of employees and former employees with wage and hour claims, which the Court approved;
- Class Counsel in *Sanchez v. Galleher LLC, et al.*, Superior Court of the State of California, County of San Francisco, Case No. CGC-19-579749. We recovered a $1,912,750.00 settlement in a combination class and PAGA settlement for hundreds of employees and former employees with wage and hour claims, for which the Court granted preliminary and final approval;
- Class Counsel in *Cruz v. Red Wing Brands of America, Inc.*, Superior Court of the State of California, County of Kern, Case No. BCV-18-101833. We negotiated a $1,750,000.00 settlement in a class settlement for hundreds of employees and former employees with wage and hour claims, for which the Court granted preliminary and final approval;
- Class Counsel in *Duarte v. Trademark Plastics, Inc.*, Superior Court of the State of California, County of Riverside, Case No. RIC1900454. We negotiated a $1,500,000.00 settlement in a combination class and PAGA settlement for hundreds of employees and former employees with wage and hour claims, for which the Court granted preliminary approval and final approval;
- Counsel in *Williams, et al. v. Voxpro Group, LLC*, Superior Court of the State of California, County of Sacramento, Case No. 34-2019-00270324-CU-OE-GDS. We recovered a $750,000.00 settlement in a PAGA settlement for hundreds of employees

and former employees with wage and hour claims; and

- Class Counsel in *Kastler, et al. v. Oh My Green, Inc.,* United States District Court, Northern District of California, Case No. 19-cv-02411-HSG. We negotiated a $500,000.00 settlement in a combination class and PAGA settlement for hundreds of employees and former employees with wage and hour claims, for which the Court granted preliminary and final approval.

16. LippSmith LLP is also serving as Class Counsel and/or in case leadership positions in numerous other matters throughout the United States in active litigation, including but not limited to the following representative matters:

- Class Counsel in *In re: Brinker Data Incident Litigation*, United States District Court, Middle District of Florida, Case No. 3:18-cv-00686-TJC-MCR. That case is on behalf of Chili's customers whose credit card information was stolen in a data breach of information held by Chili's restaurants that compromised millions of credit cards. The court granted our class certification motion, which was appealed to the Eleventh Circuit under FRCP Rule 23(f). The Eleventh Circuit upheld the vast majority of the District Court's class certification order, and Brinker petitioned the United States Supreme Court for a writ of certiorari. The Supreme Court denied the petition, and the matter is now on remand;
- Class and Subclass Counsel in *Townsend N. Takushi and Joanne E. Brykczynski Living Trust, et al. v. D.R. Horton, Inc., et al.*, State of Hawai‘i, First Circuit Court, Case No. 18-1-1748-10 GWBC. That case concerns claims by owners of thousands of homes throughout Hawai‘i built and sold with galvanized strap holdowns and sill tracks that are severely corroding;
- Class and Subclass Counsel in *Nagano v. D.R. Horton, Inc., et al.*, State of Hawai‘i, First Circuit Court, Case No. 1CCV-21-867 KTM and *Keanu v. D.R. Horton, Inc., et al.*, State of Hawai‘i, First Circuit Court, Case No. 1CCV-21-1060 KTM. That case concerns claims by owners of thousands of homes throughout Hawai‘i built and sold with galvanized metal foundation components that are corroding; and

- Class Counsel in *Zaloudek v. Haseko Homes, Inc., et al.*, State of Hawaiʻi, First Circuit Court, Case No. 1-CCV-21-0000993 JMT. That case concerns claims by owners of thousands of homes throughout Hawaiʻi built and sold with shot pins that are severely corroding.

17. LippSmith LLP is also serving as lead or committee counsel in a number of other wage and hour class cases and consumer class cases.

18. As LippSmith LLP has done on our prior cases, LippSmith LLP is committed to litigating this case to its fullest, dedicating itself to achieve the best results possible for its plaintiffs and class members.

Summary of Work Performed by LippSmith LLP Timekeepers to Date:

19. Since appearing in this case, Ms. Andrews and I have managed our day-to-day efforts on this case and personally participated in every stage of litigation, mediation, and settlement approval.

20. The LippSmith LLP team has devoted its attorney, staffing, administrative, and financial resources to achieve the best results possible for Plaintiffs individually and for the Class.

21. Ms. Andrews and I were the primary LippSmith LLP timekeepers, spending hours performing tasks, such as reviewing the records and documents produced in this matter; researching and analyzing the violations alleged in the complaint, which are at the core of Plaintiffs' claims; reviewing discovery; and working personally with Plaintiffs for investigation, discovery, and strategies.

22. LippSmith LLP timekeepers who performed services on this case also included LippSmith LLP Co-Founder, MaryBeth LippSmith, LippSmith LLP Partner, Jaclyn L. Anderson, and LippSmith LLP Paralegal, Niki B. Smith.

23. Ms. LippSmith, Ms. Andrews, and I also personally prepared for and participated in mediation efforts, both formal and informal.

24. Together with Lawyers *for* Justice, PC, LippSmith LLP's team has vigorously and tenaciously prosecuted this litigation. LippSmith LLP has worked together with its team of

experienced counsel and experts to represent Plaintiffs individually and as a putative Class Members. LippSmith LLP has worked to diligently and zealously protect the interests of Plaintiffs and of other Class Members.

25. The Parties actively pursued their claims and defenses at issue, starting with research and investigation prior to Plaintiffs filing the lawsuit on November 27, 2019. A review of Plaintiffs' employment files show that their claims are typical of the Class, which arise from Defendants' uniform policy and systematic scheme, with respect to Plaintiffs and the Class Members, of failing to provide compliant meal and rest periods and associated premium pay; failing to properly pay regular, minimum, and overtime wages; failing to pay all compensation due for all work performed; and failing to reimburse Plaintiffs and the Class Members for necessary business-related expenses, among other things.

Claim Evaluation and Settlement Negotiations:

26. Ms. Andrews and I were personally involved in negotiating and completing the Settlement entered between Plaintiffs and Defendants. The Parties also drafted and agreed to the form and content of a [Proposed] Notice ("Notice") for mailing to Class Members, in substantially the same form attached as "Exhibit 2" to the Settlement Agreement. Plaintiffs' Counsel respectfully requests that the Court approve the proposed Notice.

27. Prior to resolving this matter, Lawyers *for* Justice, PC and LippSmith LLP conducted significant investigation into the facts; engaged in formal and informal written discovery; and compiled, reviewed, and analyzed hundreds of pages of documents and data Plaintiffs and Defendants had produced. The data and documents included, but were not limited to, Plaintiffs' and other Class Members' employee records and data; a sampling of employee time and pay data; and Defendants' Employee Handbook, agreements, and forms which discussed Defendants' and policies and procedures.

28. Prior to agreeing in April 2022 to mediate, prior to mediation, during mediation, and in subsequent settlement discussions, the Parties exchanged additional information and engaged in intensive discussion on their evaluations of this matter and various aspects of this case, including risks and delays of further litigation and of proceeding with representative adjudication and class

certification; applicable law; and evidence the Parties produced and analyzed. The Parties also met and conferred with respect to data for the mediation. Class Counsel specifically used the time leading up to the mediation to investigate the veracity, strength, and scope of the claims, and to prepare the matter for class certification and trial. After engaging in informal discovery, the Parties participated in formal settlement negotiations to try to resolve this lawsuit. During all settlement discussions, the Parties conducted their negotiations at arm's length, in an adversarial position. The Parties each believed in the merits of their claims and defenses. These efforts included participating in a mediation on January 24, 2023 with Mike Young, Esq. The Parties also evaluated the procedural challenges of continued litigation and the parties' substantive claims and defenses. The parties sharply contested certain factual disputes underlying the claims, especially with respect to Defendants' operations and the protocol for employees to follow while working shifts. For months, the Parties continued to discuss the potential of resolution through the mediator, including follow-up calls and emails throughout February 2023, May 2023, June 2023, October 2023, December 2023, and culminating in a Mediator's Proposal issued on January 21, 2024 following extensive settlement discussions. Following the Mediator's Proposal, the parties continued to discuss the parameters of the proposal and potential settlement through the mediator, resulting in the parties' acceptance of the Mediator's Proposal on or about March 21, 2024 and a fully executed Memorandum of Understanding on June 12, 2024.

29. In sum, this matter has involved ongoing investigations, extensive research into legal and factual issues, significant informal discovery, and various rounds of informal and formal settlement negotiations. All Parties accepted the Mediator's Proposal with an agreement to resolve the Action for One Million, Nine Hundred Fifty-Seven Thousand, and Four Hundred Ten U.S. Dollars ($1,957,410.00).

30. Upon further consideration, consultation with Plaintiffs, and based on their experience in wage and hour litigation, Plaintiffs' Counsel concluded that the core settlement terms were fair, adequate, and reasonable. The Parties reached the Settlement based on their investigation, the facts, and evidence, which allowed them to assess the Settlement intelligently. Defendants and their counsel believed they would prevail at certification and on the merits. Plaintiffs and their

Counsel felt strongly they would obtain class certification and win at trial. After conducting investigations, propounding formal discovery, exchanging informal discovery, and participating in settlement negotiations, the Parties agreed this case is well-suited for settlement, given the claims, defenses, legal landscape, anticipated and actual costs, and risks of continued litigation. The Parties then devoted substantial time thereafter to negotiating and drafting the agreement's final written terms. The Parties also worked with the proposed Claims Administrator to ensure the proposed notice plan would be comprehensive and reasonably priced.

31. To date, Defendants have produced thousands of pages of documents and company data through formal and informal exchanges. These productions included, but were not limited to, company policies, company handbooks, employee files, payroll data for Plaintiffs, and employee information for putative class members.

32. The Parties have agreed to retain Phoenix Settlement Administrators ("Phoenix") to effectuate the Notice Plan, receive the Settlement payment, perform the Settlement's allocations analysis, and manage Settlement payments.

33. We believe that Phoenix will dutifully perform its role set forth in the Settlement and in the best interests of the Plaintiffs, the Class, and the aggrieved employees.

34. The Claims Administration Costs are currently estimated to be $10,500. Based on Phoenix's experience, Plaintiffs' Counsel believe that the total fees for Settlement Administration to be paid to Phoenix are fair, reasonable, and sufficient to achieve the objectives of the Settlement. Phoenix also has vast experience effectuating notice and settlements in the wage and hour context.

35. Plaintiffs met and worked with Plaintiffs' Counsel on this matter and fulfilled their responsibilities as representative Plaintiffs. Plaintiffs took their roles as class representative and Private Attorneys General seriously and has vigorously pursued claims on behalf of other Class Members, Aggrieved Employees, as well as themselves. Plaintiffs followed case progress and provided both documents concerning their employment with Defendants and information about non-exempt employees' duties. Plaintiffs reviewed documents and answered all our questions. Plaintiffs also helped develop strategies by pinpointing documents and information to obtain from Defendants, identifying potential witnesses, and describing Defendants' policies, practices, and procedures. We

routinely worked with Plaintiffs to make sure we had all their most current information and any additional information needed to litigate this matter.

36. Plaintiffs also followed the Settlement progress; approved the broad Settlement terms resulting from the mediation and subsequent negotiations; reviewed, approved, and/or executed the Mediator's Proposal, Memorandum of Understanding, and comprehensive Settlement; and asked and answered questions about the Settlement. To help reach the Settlement, Plaintiffs even agreed to a broader release of their individual claims than that of the Class Members.

37. Based on my experience, our substantial work performed on this case, the results we have attained, and the common practice of performing plaintiffs' contingency litigation for 33% to 40% of the total recovery, I believe awarding the Settlement's full 35% attorney fee will be fair and reasonable. Plaintiffs' Counsel have borne all the risks and costs of litigation and receive no compensation until recovery is obtained. In seeking final approval of the Settlement and an award of attorney fees, we will submit a Workflow Summary that will provide information on the total hours and lodestar our timekeepers dedicated to work in this case up to that point. That Workflow Summary will also provide a conservative estimate for the hours and lodestar we anticipate the case will require if the Court approves the Settlement. We believe our total lodestar analysis will provide a helpful crosscheck for evaluating the attorney fees for which we ultimately apply. Although the attorney fees in the Settlement generally appear fair and reasonable to me at this juncture and considering the additional work we anticipate going forward, the Court will make the ultimate determination on whether the specific attorney fee award we seek at final approval is fair and reasonable based on the information we provide in support of our motion thereon.

38. Finally, Plaintiffs' Counsel estimate they will advance up to $35,000 in total litigation costs to achieve this Settlement. During the litigation, I monitored and reviewed the costs incurred by LippSmith LLP to date for filing fees, courier and professional services for case documents, expert services for data analysis and mediation efforts, and mediation services. I also estimated the modest sums we anticipate incurring for filing preliminary and final approval documents, appearing for the preliminary and final approval hearings, and filing any other final papers with the Court. Based on my own experience, I believe these costs were reasonably necessary, if not modest, for

achieving the Settlement. Of course, in our later motion to award litigation costs, we will provide the exact litigation costs we have incurred up to the date of filing the motion for final approval and that we estimate incurring after the Final Approval Hearing.

39. If the Court approves the Settlement, LippSmith LLP and Lawyers *for* Justice, PC, will do everything it takes to continue protecting the interests of Plaintiffs individually, and of the Class and aggrieved employees.

40. Based on our efforts, experience, qualifications, knowledge, and understanding of all the issues presented over the time we have pursued this lawsuit, we believe that the Settlement is indisputably fair, reasonable, adequate, and exceeds the standards for preliminary approval.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct, and that this declaration was executed November 26, 2024, in Los Angeles, California.

GRAHAM B. LIPPSMITH