

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

STEPHEN SULLIVAN, WHITE OAK FUND LP,
CALIFORNIA STATE TEACHERS' RETIREMENT
SYSTEM, SONTERRA CAPITAL MASTER FUND,
LTD., FRONTPOINT PARTNERS TRADING
FUND, L.P., AND FRONTPOINT AUSTRALIAN
OPPORTUNITIES TRUST on behalf of themselves
and all others similarly situated,

Plaintiffs,

- against -

BARCLAYS PLC, BARCLAYS BANK PLC, BARCLAYS
CAPITAL INC., BNP PARIBAS S.A., CITIGROUP,
INC., CITIBANK, N.A., COÖPERATIEVE
CENTRALE RAIFFEISEN-BOERENLEENBANK
B.A., CRÉDIT AGRICOLE S.A., CRÉDIT AGRICOLE
CIB, DEUTSCHE BANK AG, DB GROUP SERVICES
UK LIMITED, HSBC HOLDINGS PLC, HSBC BANK
PLC, ICAP PLC, ICAP EUROPE LIMITED, J.P.
MORGAN CHASE & CO., JPMORGAN CHASE
BANK, N.A., THE ROYAL BANK OF SCOTLAND
PLC, SOCIÉTÉ GÉNÉRALE SA, UBS AG AND JOHN
DOE NOS. 1-50,

Defendants.

Docket No. 13-cv-02811 (PKC)

**DECLARATION OF JENNIFER W. SPRENGEL IN SUPPORT OF
CLASS COUNSEL'S MOTION FOR AWARD OF ATTORNEYS' FEES AND
REIMBURSEMENT OF EXPENSES**

I, Jennifer W. Sprengel, pursuant to 28 U.S.C. §1746, hereby declare as follows:

1. I am a partner with the law firm of Cafferty Clobes Meriwether & Sprengel LLP.

The statements herein are true to the best of my personal knowledge, information and belief based on the books and records of Cafferty Clobes Meriwether & Sprengel LLP and information received from its attorneys and staff.

2. Cafferty Clobes Meriwether & Sprengel LLP serves as additional Plaintiffs' counsel for the putative class in the above-captioned action.

3. I respectfully submit this declaration in support of Class Counsel's Motion for Award of Attorneys' Fees and Reimbursement of Expenses and seek attorneys' fees and reimbursement of expenses in this Action.

4. During the course of this litigation, and as detailed herein, Cafferty Clobes Meriwether & Sprengel LLP worked on assignments that it was specifically directed to perform by Class Counsel, Lowey Dannenberg, P.C. and Lovell Stewart Halebian Jacobson LLP.

5. Set forth below are Cafferty Clobes Meriwether & Sprengel LLP's legal services rendered in this litigation, the lodestar value of those services and the expenses reasonably incurred by the firm in connection with this litigation for which reimbursement is requested.

6. Among the services Cafferty Clobes Meriwether & Sprengel LLP performed on behalf of the putative class in connection with the prosecution of the litigation include, but are not limited to, research, analysis and participation as settlement allocation counsel. CCMS represented the interest of over-the-counter transactions that did not involve one of the defendants as a direct participant (OTC indirects or umbrella purchasers), in an allocation mediation process. The other constituencies were over-the counter transactions with one of the defendants (OTC directs) and those who transacted on an exchange and asserted claims on the Commodity Exchange Act (CEA claims). CCMS attorneys researched and analyzed the strengths and weaknesses of all constituencies

and participated in negotiations with counsel for the other constituencies, in ex parte telephone consultations with the mediator (Kenneth Feinberg), and in a day-long mediation with the mediator and counsel for the other constituencies. CCMS also advised and assisted large class member Atlantic Trading with settlement and claim process.

7. The schedule in ¶ 8 below is a summary reflecting the amount of time spent by the attorneys and professional support staff of Cafferty Clobes Meriwether & Sprengel LLP involved in this litigation from (1) inception to February 28, 2019, and (2) from March 1, 2018 to February 28, 2019, as well as the lodestar calculations for both periods based on the firm's current hourly billing rates. The schedule was prepared based upon daily time records maintained by attorneys and professional support staff at Cafferty Clobes Meriwether & Sprengel LLP. The schedule in ¶ 11 below reflects the expenses incurred by the firm in its representation of the putative class in this litigation from March 1, 2018 through present. The hourly billing rate for any timekeeper primarily involved in first-level document review has been capped at \$350/hour and, except for work relating to service as allocation counsel, the charges for timekeepers with less than 15 hours billed in this Action have been excluded.

8. Cafferty Clobes Meriwether & Sprengel LLP's total fee compensable time for which it seeks an award of attorneys' fees is summarized as follows.

Attorneys	Role ¹	Hourly Rate	Hours from Inception to 2/28/2019	Lodestar from Inception to 2/28/2019	Hours from 3/1/2018 to 2/28/2019	Lodestar from 3/1/2018 to 2/28/2019
Patrick E. Cafferty	P	875.00	68.0	59,500.00		
Anthony F. Fata	P	775.00	59.8	46,345.00	10.4	8,060.00
Brian O'Connell	A	525.00	20.1	10,552.50	11.7	6,142.50
John Scheflow	A	500.00	11.9	5,950.00		
TOTALS			159.8	122,347.50	22.1	14,202.50

¹ P" refers to Partners. "A" refers to Associates. "PL" refers to Paralegals.

9. Thus, the total time for which my firm is requesting an award of legal fees is 159.8 hours. The total lodestar value of these professional services is \$122,347.50.

10. The above hourly rates for Cafferty Clobes Meriwether & Sprengel LLP's attorneys and professional support staff are the firm's current hourly rates. The firm's lodestar figures do not include charges for expense items. Expense items are billed separately and such charges are not duplicated in the firm's current billing rates. Further, expense items do not contain any general overhead costs and do not contain a surcharge over the amount paid to the corresponding vendor(s).

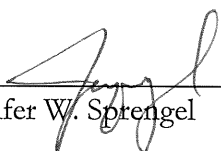
11. As detailed and categorized in the below schedule, Cafferty Clobes Meriwether & Sprengel LLP has incurred a total of \$253.51 in expenses from March 1, 2018 to present for which it is currently requesting reimbursement.

Expense Categories	Cumulative Expenses
Computer Research, Databases & Docket	211.76
In-House Copying	41.75
TOTAL	253.51

12. The above schedule was prepared based upon expense records reflected in the books and records of Cafferty Clobes Meriwether & Sprengel LLP. These books and records are prepared from expense vouchers, check records, receipts and other source materials.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on March 11, 2019



 Jennifer W. Sprengel