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15 Lead Counsel for Plaintiffs

16 UNITED STATES DISTRICT COURT  
 17 NORTHERN DISTRICT OF CALIFORNIA  
 18 OAKLAND DIVISION

19 GREG FLEMING, Individually and on Behalf )  
 of All Others Similarly Situated, )  
 20 Plaintiff, )  
 21 vs. )  
 22 IMPAX LABORATORIES INC., et al., )  
 23 Defendants. )

Case No. 4:16-cv-06557-HSG  
CLASS ACTION  
 DECLARATION OF VERNON SHAFFER  
 IN SUPPORT OF LEAD PLAINTIFF'S  
 MOTION FOR FINAL APPROVAL OF  
 SETTLEMENT  
 DATE: March 31, 2022  
 TIME: 2:00 p.m.  
 CTRM: 2, 4th Floor  
 JUDGE: Honorable Haywood S. Gilliam, Jr.

1 I, VERNON SHAFFER, declare as follows:

2 1. I am the Executive Director of class representative Sheet Metal Workers' Pension  
3 Plan of Southern California, Arizona and Nevada (the "Fund"). As Executive Director, I  
4 participate in and oversee decisions regarding the administration of the Fund and have overseen  
5 the Fund's participation in this matter since February 2021, when the Fund filed a motion to  
6 intervene (ECF No. 93) in this Action<sup>1</sup> in order to protect its claims and those of the Class. I  
7 respectfully submit this declaration in support of final approval of the \$33 million settlement (the  
8 "Settlement").

9 2. The Fund is a Taft-Hartley multi-employer defined benefit plan. The Fund was  
10 established in the 1950s and over the past seven decades, the Fund has provided pension benefits  
11 to many thousands of union sheet metal workers from many sheet metal union locals.

12 3. The Fund has monitored the progress of this Action since seeking to intervene in  
13 the Ninth Circuit proceedings and again in this Court. In that regard, the Fund has held numerous  
14 meetings and calls with Lead Counsel Robbins Geller Rudman & Dowd LLP ("Robbins Geller"),  
15 been informed of procedural developments in the case, reviewed documents filed and Court  
16 opinions, and considered and approved the proposed \$33 million Settlement. The Fund believes  
17 the Settlement is an excellent result and its approval is in the best interest of the Class.

18 4. In making its determination that the \$33 million Settlement Amount represents a  
19 fair, reasonable, and adequate amount for the Class, the Fund evaluated the significant risks and  
20 uncertainties of continuing litigation, including the possibility of a nominal recovery or even no  
21 recovery, and weighed those risks against the substantial benefits of the Settlement to the Class.  
22 In light of those factors, the Fund believes the Settlement is fair and reasonable and urges the Court  
23 to approve the Settlement.

24 5. While the Fund understands that any determination of attorneys' fees is left to the  
25 Court, we support Lead Counsel's application for 30% of the Settlement Amount and expenses in

26  
27 <sup>1</sup> All capitalized terms used in this Declaration that are not otherwise defined herein have the  
28 same meaning as set forth in the Amended Stipulation of Settlement (ECF No. 118-1)(the  
"Stipulation").

1 an amount not to exceed \$250,000. The Fund believes the request is fair, reasonable, and  
2 appropriate as this Settlement would not have been possible without the diligent efforts of Lead  
3 Counsel, who vigorously litigated this case and prevailed on appeal.

4 6. In connection with its representation of the Class, the Fund incurred \$604.75 in  
5 unreimbursed expenses. In addition, I spent 5 hours of time on this case that would have otherwise  
6 been spent on my primary duties at the Fund. Based on my overall level of compensation, I believe  
7 an hourly rate of \$114.27 for this time is reasonable and appropriate.

8 7. The Fund respectfully requests that the Court approve the \$33 million Settlement  
9 as well as Lead Counsel's application for an award of attorneys' fees and expenses, and award the  
10 Fund \$1,176.10 for its time and expenses incurred in representing the Class in the litigation.

11 I declare, under penalty of perjury, that the foregoing is true and correct. Executed this  
12 10<sup>th</sup> day of January, 2022, at Manhattan Beach, California.



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VERNON SHAFFER

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