

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

IN RE BANK OF NEW YORK MELLON CORP.
FOREX TRANSACTIONS LITIGATION

No. 12-MD-2335 (LAK) (JLC)

THIS DOCUMENT RELATES TO:

Southeastern Pennsylvania Transportation Authority v. The Bank of New York Mellon Corporation, et al.

No. 12-CV-3066 (LAK) (JLC)

International Union of Operating Engineers, Stationary Engineers Local 39 Pension Trust Fund v. The Bank of New York Mellon Corporation, et al.

No. 12-CV-3067 (LAK) (JLC)

Ohio Police & Fire Pension Fund, et al. v. The Bank of New York Mellon Corporation, et al.

No. 12-CV-3470 (LAK) (JLC)

Carver, et al. v. The Bank of New York Mellon, et al.

No. 12-CV-9248 (LAK) (JLC)

Fletcher v. The Bank of New York Mellon, et al.

No. 14-CV-5496 (LAK) (JLC)

DECLARATION OF SHARAN NIRMUL IN SUPPORT OF REQUEST FOR REIMBURSEMENT OF LITIGATION EXPENSE

I, SHARAN NIRMUL, declare as follows:

1. I am a partner in the law firm of Kessler Topaz Meltzer & Check, LLP (“Kessler Topaz”). Kessler Topaz serves as a member of the MDL Plaintiffs’ Executive Committee, interim Co-Lead Customer Class Counsel, counsel for the Southeastern Pennsylvania Transportation Authority, and pursuant to the Court’s September 24, 2015 Order and Final Judgment, one of the three law firms comprising Class Counsel for the Settlement Class in the above-captioned Litigation.¹ I submit this declaration in support of Kessler Topaz’s request for

¹ Unless otherwise defined, all capitalized terms used herein shall have the meanings set forth in the Stipulation and Agreement of Settlement dated as of March 19, 2015 (ECF No. 583-1) or in the Joint Declaration of Sharan Nirmul and Daniel P. Chiplock in Support of (1) Lead Plaintiffs’ Motion for Final
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reimbursement of an incurred Litigation Expense that was not included in Lead Settlement Counsel's original application for an award of attorneys' fees and Litigation Expenses filed with the Court on August 17, 2015 (the "August 2015 Fee and Expense Application") (ECF Nos. 618-622). I have personal knowledge of the matters set forth herein based on my involvement in the preparation of Kessler Topaz's request for attorneys' fees and expenses.

2. Subsequent to the filing of the August 2015 Fee and Expense Application and the Court's entry on September 24, 2015 of its Order awarding attorneys' fees and reimbursement of Litigation Expenses (the "Fee and Expense Order") (ECF No. 637), I discovered that certain expenses, in the amount of \$147,469.55, incurred by D4 Database Management ("D4"), which served as the document vendor and court reporter for the coordinated cases throughout the Litigation, had not been included in the total amount of expenses for which Kessler Topaz sought reimbursement for in connection with the August 2015 Fee and Expense Application.

3. If approved for reimbursement, the expenses incurred by D4 that inadvertently were not included in the August 2015 Fee and Expense Application, in addition to the \$2,901,734.10 in Litigation Expenses previously awarded by the Court (*see* ECF No. 637), would result in a total award of \$3,049,203.65, which is still substantially less than the \$5,000,000 maximum amount of Litigation Expenses that Lead Settlement Counsel indicated they would seek in the Notice disseminated to the Settlement Class (*see* Notice pp. 5, 10 (ECF No. 622-15 at pp. 14, 19)) and there were no objections submitted with respect to Lead Settlement Counsel's request for expenses or the \$5,000,000 maximum amount of expenses set forth in the Notice.

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Approval of the Settlement and the Proposed Plan of Allocation, as well as Certification of the Settlement Class and (2) Lead Settlement Counsel's Motion for Attorneys' Fees, Reimbursement of Litigation Expenses, and Service Awards dated August 17, 2015 (ECF No. 622), previously filed with the Court.

4. I respectfully request that the Court approve reimbursement of \$147,469.55 to Kessler Topaz from the Net Settlement Fund for the expenses incurred by D4 which were not included in the August 2015 Fee and Expense Application previously filed with the Court.

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

Executed this 13^h day of January, 2016 in Radnor, Pennsylvania.

/s/Sharan Nirmul
SHARAN NIRMUL