

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

JAE LEE, on behalf of himself and all others
similarly situated,

Plaintiff,

v.

TARO PHARMACEUTICALS U.S.A., INC.,

Defendant.

Case No. 7:23-cv-03834-CS

**DECLARATION OF RAINA BORRELLI IN SUPPORT OF PLAINTIFF’S MOTION
FOR AWARD OF ATTORNEYS’ FEES, REIMBURSEMENT OF EXPENSES, AND
SERVICE AWARD TO CLASS REPRESENTATIVE**

I, Raina Borrelli, being competent to testify, make the following declaration based on my personal knowledge.

1. I am an attorney duly licensed to practice law in the State of Minnesota and am a partner at Turke & Strauss LLP. I am Settlement Class Counsel in the above-captioned action (the “Action”). I submit this declaration in support of Plaintiff’s Motion for Award of Attorneys’ Fees, Reimbursement of Expenses, and Service Award to Class Representative.

The Work of Class Counsel and the Risk Incurred in this Case

2. Class Counsel has spent significant time and resources prosecuting this case, reaching the Settlement, and administering the Settlement towards final approval.

3. Class Counsel researched and drafted the class action complaint to initiate this litigation, in conjunction with facts and information provided by Plaintiffs.

4. As litigation commenced, Class Counsel drafted amended complaints (in conjunction with the named Plaintiff); exchanged pre-motion to dismiss letters regarding

Defendant's planned motion to dismiss; coordinated the litigation schedule with defense counsel; analyzed topics for discovery; conducted settlement negotiations; prepared and filed Plaintiff's Motion and Memorandum of Law in Support of Preliminary Approval of the Settlement; and worked with the Settlement Administrator and Defendant's counsel to effectuate notice and administer the Settlement.

5. The Parties engaged in extensive arm's length settlement negotiations as well as a significant exchange of information, analysis of the information exchanged, and ongoing research by Class Counsel, allowing both Parties to evaluate the strengths and weaknesses of Plaintiff's claims and Defendants' defenses. Plaintiffs' counsel insisted on receiving informal discovery to ensure they understood the landscape affecting settlement, including the data and class members it impacted. This is the same information counsel would have requested in discovery. Altogether, these efforts paid off given the settlement's results.

6. The parties did not discuss or agree upon payment of attorneys' fees, costs, and expenses or Plaintiff's service award until after they agreed on all material terms of relief to the Settlement Class.

7. Since the Settlement was granted preliminary approval, the Parties, in conjunction with the Settlement Administrator, RG2, have effectuated Class notice consistent with the Settlement and Preliminary Approval Order.

8. Over the next several weeks and continuing to today, Class Counsel have continued to work with Defendant and the Claims Administrator regarding claims administration and processing as well as answering class members questions about the settlement and the process.

9. To date, the Settlement Administrator has issued notice to the Settlement Class, established the Settlement website and toll-free help line, and assisted Class Members with questions about the Settlement and filing claims. RG2 has capped the cost of notice at \$18,500.

10. Class Counsel's work is not over and will continue throughout the claims period. Based on experience, each Class Counsel will spend substantial additional hours seeking final approval, defending the Settlement from potential objections (of which there are none to date), and supervising claims administration and the distribution of proceeds.

11. Through March 29, 2024, 527 notices were mailed, 26 claims have been filed, and no Settlement Class Member has requested exclusion and or objected to the Settlement.

12. Class Counsel knew from their initial investigations that this litigation would involve extensive research on challenging and complex legal and factual claims in this unique data security class action. Data security and data breach cases across the country are presenting novel issues to the courts for consideration. Class Counsel was also aware that pursuing this case beyond settlement would likely be lengthy and expensive, requiring discovery, briefing, argument, trial, and potential appeals.

13. This case presented substantial risk and uncertainties that could have prevented any recovery whatsoever. Despite the most vigorous and competent of efforts, success in this contingent-fee litigation was never assured.

14. Among national consumer protection class action litigation, data breach cases are some of the most complex. Data breach litigation is a relatively new area of the law and many of the legal issues encountered in such cases are novel and, as a result, data breach cases present a significant risk to plaintiffs' attorneys.

15. As a result of these efforts in the face of substantial risks, Class Counsel achieved a significant recovery for the benefit of the Settlement Class.

Background and Experience of Class Counsel

16. Class Counsel have substantial experience in both class actions generally, and complex consumer class actions involving cybersecurity incidents in particular.

17. For details about the experience and qualifications of Class Counsel, see the firm resume filed at Doc. 29-1.

Class Counsel's Work in this Case

18. This litigation required extensive time and labor by Class Counsel. In total, Class Counsel has spent 90.6 hours on the litigation totaling \$51,542.50 in lodestar. Class Counsel has calculated that their total lodestar yields a modest multiplier of 2.0 (based on attorney's fees of \$104,325.50 (\$105,000.00 less the costs identified below), which is well within the range accepted by courts in the Second Circuit. Also, the lodestar multiplier will ultimately be much lower once final approval is sought as Class Counsel expect to spend additional time working with the Settlement Administrator on notice and claims administration and seeking final approval. The breakdown of time spent by each Class Counsel Firm is laid out below.

19. A summary indicating the amount of time expended by the partners, associates, and professional support staff of Class Counsel as of April 3, 2024 is set forth below:

Turke & Strauss

Timekeeper	Rate	Hours	Amount
Samuel J. Strauss (Partner)	\$700.00	17.2	\$12,040.00
Raina C. Borrelli (Partner)	\$700.00	31.3	\$21,910.00
Raina C. Borrelli (Partner)	\$600.00	3.1	\$1,860.00
Brittany Resch (Partner)	\$475.00	0.2	\$95.00
Zog Begolli (Associate)	\$425.00	0.2	\$85.00

Carolyn Chen (Associate)	\$400.00	17.1	\$6,840.00
Andrew Gunem (Associate)	\$400.00	17.3	\$6,920.00
Michael Oellerich (Associate)	\$330.00	2.7	\$891.00
Rachel Pollack (Legal Assistant)	\$225.00	0.3	\$67.50
TOTAL		89.4	\$50,708.50

Weitz & Luxenberg

Timekeeper	Rate	Hours	Total
James Bilborrow (Partner)	\$695.00	1.2	\$834.00

20. In my opinion and experience, this time was reasonably and justifiably incurred.

21. Class Counsels' hourly rates, as set forth in the Lodestar Summary above, are reasonable, appropriate and consistent with the rates charged for legal services in similar complex class action litigation such as this one. Class Counsel has confirmed that their hourly rates as adjusted for inflation have been accepted by state and federal courts for purposes of lodestar determinations and for purposes of lodestar cross-checks in other recent class action cases.

Class Counsel's Costs

22. Additionally, Class Counsel seek reimbursement of costs and expenses totaling \$674.50, consistent with the terms of the Settlement Agreement. The actual out-of-pocket costs expended to date are summarized below:

Category	Total
Filing and Pro Hac Fees	\$602.00
Service	\$72.50
TOTAL:	\$674.50

23. Class Counsel has represented that these costs were reasonably incurred in pursuing this litigation.

The Requested Service Award is Reasonable

24. Finally, Plaintiff seeks a service award of \$2,500 in recognition of his assistance in prosecuting and settling this action. Plaintiff provided information and was available throughout the settlement process to answer questions and represent the interests of the Settlement Class. He was prepared to take on the responsibilities of a class representative, including being deposed and testifying at trial.

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

Executed this 4th day of April, 2024, at Eagan, Minnesota.

By: /s/ Raina C. Borrelli
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CERTIFICATE OF SERVICE

I, Raina C. Borrelli, hereby certify that on April 4, 2024, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which will send notification of such filing to counsel of record, below, via the ECF system.

DATED this 4th day of April, 2024.

TURKE & STRAUSS LLP

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