

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

KBC ASSET MANAGEMENT NV, et al.,	)	No. 1:14-cv-10105-MLW
Individually and on Behalf of All Others	)	
Similarly Situated,	)	<u>CLASS ACTION</u>
	)	
Plaintiff,	)	JOINT DECLARATION OF JACK REISE
	)	AND GREGG S. LEVIN IN SUPPORT OF:
vs.	)	(A) LEAD PLAINTIFFS' MOTION FOR
	)	FINAL APPROVAL OF SETTLEMENT
AEGERION PHARMACEUTICALS, INC.,	)	AND APPROVAL OF PLAN OF
et al.,	)	ALLOCATION, AND (B) LEAD
	)	COUNSEL'S MOTION FOR ATTORNEYS'
Defendants.	)	FEEES, PAYMENT OF LITIGATION
	)	EXPENSES, AND REIMBURSEMENT OF
_____	)	LEAD PLAINTIFFS' EXPENSES

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We, Jack Reise and Gregg S. Levin, declare under penalty of perjury, pursuant to 28 U.S.C. §1746, as follows:

1. We, Jack Reise and Gregg S. Levin, are a partner of the law firm Robbins Geller Rudman & Dowd LLP (“Robbins Geller”) and a member of the law firm Motley Rice LLC (“Motley Rice”), respectively. Robbins Geller and Motley Rice serve as Lead Counsel on behalf of the Court-appointed Lead Plaintiffs, KBC Asset Management NV (“KBC”), Sheet Metal Workers’ National Pension Fund (“Sheet Metal Workers”), and Chester County Employees’ Retirement Fund (“Chester County”) (collectively, “Lead Plaintiffs”), in this securities class action (the “Litigation”). We submit this declaration in support of: (i) final approval of the Settlement<sup>1</sup> Lead Plaintiffs reached with Aegerion Pharmaceuticals, Inc. (“Aegerion” or the “Company”), Marc D. Beer (“Beer”), Craig Fraser (“Fraser”), and Mark J. Fitzpatrick (“Fitzpatrick”) (collectively, “Defendants”); (ii) approval of the proposed plan for the allocation of the Net Settlement Fund (“Plan of Allocation”); (iii) approval of Lead Counsel’s application for an award of attorneys’ fees and payment of litigation expenses (“Fee and Expense Application”); and (iv) approval of Lead Plaintiffs’ request for reimbursement of reasonable costs and expenses, pursuant to the Private Securities Litigation Reform Act of 1995 (“PSLRA”). Unless otherwise indicated, we have personal knowledge of the matters set forth herein based both on our extensive participation in the prosecution and settlement of the claims asserted in the Litigation and our supervision of those working at our direction.

2. The Settlement will resolve all claims asserted in the Litigation against all Defendants on behalf of the Class, which consists of all Persons who, between April 30, 2013 and May 11, 2016,

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<sup>1</sup> Capitalized terms not otherwise defined herein have the meanings given to them in the Stipulation of Settlement dated January 17, 2017 (“Stipulation”). *See* ECF No. 136.

inclusive (the “Class Period”), purchased or otherwise acquired Aegerion publicly traded common stock.<sup>2</sup>

3. The Court preliminarily approved the Settlement on May 19, 2017. *See* ECF No. 145 at 1 (citing ECF No. 141 at 21-22).

**I. PRELIMINARY STATEMENT: THE SIGNIFICANT RECOVERY ACHIEVED**

4. Through intensive efforts and after extensive arm’s-length settlement negotiations, Lead Counsel obtained a recovery for the Class in the amount of \$22.25 million, in cash, which has been deposited in an interest-bearing escrow account for the benefit of the Class. As set forth in the Stipulation, in exchange for this payment, the proposed Settlement resolves all claims asserted by Lead Plaintiffs and the Class in the Litigation against Defendants.

5. The proposed Settlement was negotiated at arm’s-length and reached only after mediation conducted under the auspices of the Hon. Daniel Weinstein (Ret.) (“Judge Weinstein”) and Jed D. Melnick, Esq. (“Mr. Melnick”). Judge Weinstein and Mr. Melnick are highly respected by jurists and lawyers and are recognized as premier mediators of complex, multi-party, high-stake cases.

6. Before agreeing to the Settlement, Lead Counsel conducted a thorough investigation into the events underlying the claims alleged in the Litigation. In connection with their investigation, Lead Counsel analyzed the evidence adduced from, *inter alia*: (i) review and analysis of filings Aegerion made with the U.S. Securities and Exchange Commission (“SEC”); (ii) review

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<sup>2</sup> Excluded from the Class are: Defendants, the officers and directors of Aegerion during the Class Period, members of their immediate families and their legal representatives, heirs, successors or assigns, and any entity in which Defendants have or had a controlling interest. Also excluded from the Class is any Class Member that validly and timely requests exclusion in accordance with the requirements set by the Court. Stipulation, ¶1.3.

and analysis of reports, forms, correspondence, and other documents from the SEC; (iii) review and analysis of transcripts of press conferences, analysis conference calls, and industry conferences; (iv) review and analysis of Aegerion's corporate website; (v) review and analysis of securities analyst reports concerning the Company and its operations; (vi) review and analysis of certain other documents and materials concerning the Defendants, including pleadings and orders in other actions, newspaper articles, and trade periodicals; (vii) interviews with individuals possessing information concerning the subject matter of the Litigation, including former Aegerion employees; (viii) documents received in response to a Freedom of Information Act ("FOIA") request to the Center for Drug Evaluation and Research that included a non-public close-out letter from the Office of Prescription Drug Promotion; and (ix) consultations with an expert regarding damages-related issues.

7. According to analyses prepared by Lead Plaintiffs' consulting damages expert, the maximum aggregate damages the proposed class could have obtained at trial are approximately \$844.6 million, assuming that liability and loss causation for each of the alleged corrective disclosures were proven and based on various assumptions and modeling. (As detailed more fully herein, Defendants strenuously maintained, and continue to maintain, that no liability or damages could be proven at trial.) As such, the \$22.25 million Settlement represents a gross recovery of approximately 2.63% of Lead Plaintiffs' consulting expert's maximum estimated damages. This percentage is within the range of reasonableness approved by courts. *See, e.g., In re Crocs, Inc. Sec. Litig.*, 306 F.R.D. 672, 691 n.20 (D. Colo. 2014) (approving settlement recovering "approximately 1.3% of the amount of damages that could be achieved"); *In re Cendant Corp., Derivative Action Litig.*, 232 F. Supp. 2d 327, 336 (D.N.J. 2002) (finding settlement "represent[ing] less than two percent" of "maximum possible recovery [of] \$3.2 billion" justifiable because "Settling Defendants

appear[ed] to have significant defenses that increase[d] the risks of litigation [and], as the risks of litigation increase, the range of reasonableness correspondingly decreases”).

8. The Settlement falls well above the median settlement in securities fraud cases in 2016 (\$8.6 million). *See* Laarni T. Bulan, Ellen M. Ryan & Laura E. Simmons, *Securities Class Action Settlements: 2016 Review and Analysis*, at 1 (Cornerstone Research 2017) (attached hereto as Ex. A).

9. As discussed below, Lead Plaintiffs and their counsel obtained this substantial recovery for the Class despite the significant risks they faced in prosecuting the Litigation. The settlement amount paid by Defendants, when viewed in the context of these risks and uncertainties, makes the Settlement a very favorable result for the Class.

10. The Settlement has the full support of the Lead Plaintiffs.<sup>3</sup>

## **II. BRIEF SUMMARY OF LEAD PLAINTIFFS' CLAIMS**

11. Lead Plaintiffs' claims in the Litigation are stated in the Third Amended Class Action Complaint filed on June 27, 2016 (the “Third Amended Complaint”). *See* ECF No. 123. The Third Amended Complaint alleges, among other things, that Defendants violated Section 10(b) of the Securities Exchange Act of 1934 (the “Exchange Act”), 15 U.S.C. §78j(b), and Rule 10b-5 promulgated thereunder, 17 C.F.R. §240.10b-5, by, among other things, issuing false and misleading statements and/or failing to disclose material information about JUXTAPID, Aegerion's drug approved to treat Homozygus Familial Hypercholesterolemia (“HoFH”). More specifically, the Third Amended Complaint alleges that: (i) despite representing their compliance with the rules and

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<sup>3</sup> *See* Declaration of Bart Elst, on behalf of KBC, ¶¶6, 11 (“KBC Decl.”); Declaration of Lori Wood, on behalf of Sheet Metal Workers, ¶¶6, 11 (“Sheet Metal Workers Decl.”); and Declaration of Thomas L. Whiteman and Mark Rupsis, on behalf of Chester County, ¶¶6, 12 (“Chester County Decl.”), submitted herewith.

regulations of the Food and Drug Administration (“FDA”), in order to achieve and maintain profitability, Defendants illegally marketed JUXTAPID beyond its FDA-approved label; (ii) the Company was experiencing a higher than expected drop-out rate of patients taking JUXTAPID; (iii) more patients than expected were not filling their JUXTAPID prescriptions; and (iv) issues existed relating to the performance of, or the potential market for, JUXTAPID, including, but not limited to, statements and omissions of information necessary for investors to understand that JUXTAPID was not performing and could not lawfully perform as well in the market as the Defendants’ statements and omissions led the public to believe. (Lead Plaintiffs further alleged that the drop-out rate and patient-elected non-starts were key metrics that Aegerion utilized to forecast its annual revenue guidance.) The Third Amended Complaint also alleges that Defendants Beer, Fraser, and Fitzpatrick violated Section 20(a) of the Exchange Act, 15 U.S.C. §78t(a), by virtue of their positions as controlling persons of Aegerion.

12. Lead Plaintiffs’ claims center on whether Defendants knowingly or recklessly misled investors about an illegal off-label marketing campaign concerning the Company’s JUXTAPID drug, whereby Aegerion allegedly targeted patients who fell outside of the drug’s approved label, in direct violation of various criminal and regulatory provisions.

13. More specifically, the Third Amended Complaint alleges that, following approval from the FDA in December 2012 for the use of JUXTAPID to treat patients with HoFH, Defendants took advantage of ambiguous diagnostic criteria to distinguish between HoFH and another closely related, but not nearly as severe, condition known as Heterozygous Familial Hypercholesterolemia. That complaint further alleges that Defendants targeted non-HoFH patients for whom JUXTAPID had not been approved by touting purported off-label benefits to attempt to secure as much revenue

as possible before a much more tolerable, less-expensive competitor family of drugs, known as PCSK9 inhibitors, were released in late 2015.

14. In addition, the Third Amended Complaint alleges that while Defendants were aware of the impact PCSK9 inhibitors would have on JXTAPID's sales, they repeatedly reassured investors that PCSK9 inhibitors did not pose a threat to the Company's revenue stream and Aegerion repeatedly raised its guidance throughout the Class Period.

15. The Third Amended Complaint alleges that Aegerion's illegal marketing practices ultimately led to investigations by multiple federal agencies and caused the Company to fundamentally alter its illegal marketing practices, which ultimately led to worsening financial metrics and prospects, and which resulted in a \$40 million settlement with the U.S. Department of Justice ("DOJ") and the SEC and guilty pleas to two misdemeanors.

16. The Third Amended Complaint alleges that, as a result of Defendants' misrepresentations and omissions during the Class Period, purchasers of Aegerion's publicly traded common stock paid artificially inflated prices and were damaged following the release of one or more corrective disclosures. In this regard, Lead Plaintiffs allege that Defendants' fraudulent scheme was partially revealed through seven incremental curative disclosures over a 28-month period beginning on January 9, 2014. *See* Third Amended Complaint, ¶¶357-359.

17. Defendants have denied and continue to deny that they committed any act or omission giving rise to any liability and/or violation of law. *See* Stipulation at 3. Indeed, Defendants have asserted numerous defenses to liability – vigorously disputing every element of Lead Plaintiffs' claims, including falsity and scienter.

### **III. RELEVANT PROCEDURAL HISTORY**

18. The Litigation was commenced on January 15, 2014, by the filing of an initial complaint captioned *Lawrence Bodner v. Aegerion Pharmaceuticals, Inc., et al.*, No. 1:14-cv-10105 in the United States District Court for the District of Massachusetts, against Aegerion, Beer, Fitzpatrick, Anne Marie Cook, and Mark Sumeray, M.D. (“Sumeray”), alleging violations of the federal securities laws. *See* ECF No. 1.

#### **A. Appointment of Lead Plaintiffs**

19. On March 17, 2014, KBC and Sheet Metal Workers filed a joint motion for appointment as lead plaintiff and for approval of their selection of lead counsel, providing combined calculated losses to the Court of \$2,250,557.57. *See* ECF No. 11-2. Chester County filed a motion for appointment as lead plaintiff and for approval of its selection of lead counsel, claiming losses of \$66,337.61. *See* ECF No. 18-3. David Neimeyer and Mary B. Neimeyer also filed a motion for appointment as lead plaintiff and for approval of their selection of lead counsel, claiming losses of \$64,230. *See* ECF No. 15-2.

20. On March 31, 2014, David Neimeyer and Mary B. Neimeyer withdrew their motion for appointment as lead plaintiff, acknowledging they did not have the largest financial interest in the Litigation. *See* ECF No. 22. KBC, Sheet Metal Workers, and Chester County filed a joint stipulation requesting that each of them and Motley Rice and Robbins Geller be appointed as Lead Plaintiffs and Lead Counsel, respectively. *See* ECF No. 23.

21. On March 11, 2015, pursuant to the provisions of the PSLRA, the Court appointed KBC, Sheet Metal Workers, and Chester County as Lead Plaintiffs, and appointed Motley Rice and Robbins Geller to serve as Lead Counsel. *See* ECF No. 30.

**B. Defense Counsel in the Litigation**

22. In connection with the claims asserted by Lead Plaintiffs on behalf of the Class, Aegerion retained the prominent, highly experienced, and nationally recognized law firm of Ropes & Gray LLP (“Ropes & Gray”). In addition, Beer retained Choate Hall & Stewart LLP; Fitzpatrick retained Nutter McClennen & Fish LLP; and Fraser retained Collora LLP.

**C. Lead Plaintiffs’ Investigation Regarding Aegerion’s Securities Fraud Violations**

23. In accordance with the PSLRA, formal discovery in the case was stayed until the Court ruled on Defendants’ motion to dismiss. Accordingly, prior to and following the Lead Plaintiffs’ appointment, Lead Counsel directed an extensive investigation of the alleged securities law violations. Lead Counsel’s investigation included, *inter alia*, a review of Aegerion’s public statements over a more than four-year period, analysts’ reactions to those statements, and information from a wide range of public and non-public sources, including through a FOIA request to the Center for Drug Evaluation and Research. Lead Counsel’s investigation was aided by private investigators.

**D. The Amended Complaint and Defendants’ Motion to Dismiss**

24. Based on their investigation, Lead Counsel prepared the detailed Amended Class Action Complaint (the “Amended Complaint”) on behalf of Aegerion investors. *See* ECF No. 46. The 65-page Amended Complaint was filed on June 1, 2015, and detailed alleged violations of §§10(b) and 20(a) of the Exchange Act. The Amended Complaint named Aegerion, Beer, Fraser, and Fitzpatrick as defendants and alleged that Defendants made false and/or misleading statements and/or failed to disclose material facts relating to JUXTAPID, including that: (1) the Company was experiencing a higher than expected drop-out rate (*i.e.*, patient stopping treatment); and (2) more patients than expected were not filling their prescriptions (*i.e.*, patient-elected non-starts).

25. On July 31, 2015, Defendants filed their motion to dismiss the Amended Complaint. *See* ECF Nos. 53-54. Defendants' motion to dismiss cited nearly 40 cases and raised numerous legal issues and sub-issues. In sum, Defendants argued that: (i) the Amended Complaint did not comply with the heightened pleading standards of the PSLRA or Federal Rule of Civil Procedure 9(b); (ii) Lead Plaintiffs failed to allege particularized facts demonstrating a material misstatement or omission by Defendants with respect to matters as to which they had a duty to disclose; (iii) Lead Plaintiffs failed to allege particularized facts that gave rise to a strong inference that Defendants acted with scienter; (iv) the forward-looking statements Lead Plaintiffs alleged to be materially false and misleading were not actionable; and (v) Lead Plaintiffs failed to state a control person claim under §20(a) of the Exchange Act. *See* ECF No. 54-1.

**E. The Second Amended Complaint and Defendants' Motion to Strike**

26. Following the filing of Defendants' motion to dismiss, Lead Plaintiffs filed a Second Amended Class Action Complaint (the "Second Amended Complaint") on August 21, 2015. *See* ECF No. 56. The Second Amended Complaint expanded on the first Amended Complaint and named Aegerion, Beer, Fraser, Fitzpatrick, and Sumeray as defendants. Lead Counsel undertook intense efforts in order to enhance and improve the allegations against Defendants and worked diligently to further develop and refine Lead Plaintiffs' theory of the case and draft a further amended pleading that could satisfy the heightened pleading standards required by the PSLRA, without the benefit of formal discovery.

27. The Second Amended Complaint expanded the class period from the January 10, 2014 to October 30, 2014 class period alleged in the Amended Complaint to April 30, 2013 to October 30, 2014. The Second Amended Complaint also expanded the theory of the case to include allegations that Defendants issued a series of false and misleading statements and/or failed to

disclose that despite feigning compliance with FDA rules and regulations, in order to achieve and maintain profitability, Defendants illegally marketed JUXTAPID beyond its FDA-approved label.

28. Defendants and Lead Plaintiffs disagreed about whether Lead Plaintiffs had a right to file the Second Amended Complaint as a matter of course pursuant to Federal Rule of Civil Procedure 15(a)(1), or whether they had to seek leave by motion pursuant to Federal Rule of Civil Procedure 15(a)(2). The parties also disagreed about the propriety of adding Sumeray as a defendant in the Second Amended Complaint. On August 31, 2015, the parties filed a Joint Motion to Adopt Stipulated Proposed Briefing Schedule and Defendants' Request for Leave to File a Reply. *See* ECF No. 58.

29. On September 4, 2015, Defendants filed a Motion to Strike Plaintiffs' Second Amended Complaint and supporting memorandum of law and a Supplemental Motion to Strike Plaintiffs' Second Amended Complaint as to Mark Sumeray. *See* ECF Nos. 62-64. On September 18, 2015, Lead Plaintiffs filed an Omnibus Memorandum of Law in Opposition to Defendants' Motion to Strike Second Amended Complaint and to the Supplemental Motion to Strike Second Amended Complaint Filed by Mark Sumeray. *See* ECF No. 66. Defendants and Sumeray each filed motions to file replies, as well as their proposed replies, in support of their respective motions on October 5, 2015. *See* ECF Nos. 67-68. The Court granted Defendants' requests to file the replies on January 25, 2016. *See* ECF Nos. 75-76.

30. On March 9, 2016, the Court held a hearing on Defendants' and Sumeray's motions to strike the Second Amended Complaint.

31. Following the hearing, on March 23, 2016, Lead Plaintiffs filed a Motion for Leave to File Second Amended Class Action Complaint and accompanying memorandum of law. *See* ECF

Nos. 95-96. Defendants and Sumaray filed oppositions to Lead Plaintiffs' motion on April 6, 2016. *See* ECF Nos. 100-101.

32. On April 29, 2016, the Court held another hearing, which was attended by representatives of each of the Lead Plaintiffs. Following that hearing, on May 2, 2016, the Court issued an order directing the parties to confer and report whether they had reached agreement to permit or withdraw the Second Amended Complaint. *See* ECF No. 111. The parties were unable to reach an agreement and informed the Court that Lead Plaintiffs would file an opposition to the motion to dismiss the Amended Complaint. *See* ECF No. 114.

**F. The SEC/DOJ Settlement and the Third Amended Complaint**

33. On May 12, 2016, Aegerion announced that it had entered into preliminary agreements with each of the SEC and DOJ regarding those agencies' investigations into the Company's sales activities and disclosures related to JUXTAPID. Pursuant to those agreements, Aegerion agreed to pay an aggregate fine of \$40 million and plead guilty to two misdemeanor misbranding violations of the Food, Drug and Cosmetic Act. In particular, the guilty pleas related to the Company's alleged marketing of JUXTAPID with inadequate disclosures for use and an alleged failure to comply with a requirement of the JUXTAPID Risk Evaluation and Mitigation Strategies Program.

34. On May 13, 2016, the parties filed a Joint Motion for Leave to File Third Amended Complaint, which would include allegations related to the Company's preliminary settlement agreements with the SEC and DOJ settlement. *See* ECF No. 115. The parties agreed that the Third Amended Complaint would extend the putative Class Period to encompass a period of April 30, 2013 through May 11, 2016, and would assert claims against Aegerion, Beer, Fraser, and Fitzpatrick.

35. The Court granted the Joint Motion for Leave to File Third Amended Complaint on May 16, 2016, which mooted the Court's determination of Defendants' Motions to Strike Plaintiffs' Second Amended Complaint (ECF Nos. 62-64), and Lead Plaintiffs' Motion for Leave to File Second Amended Class Action Complaint (ECF No. 95). *See* ECF No. 116.

36. On June 27, 2016, Lead Plaintiffs filed the Third Amended Complaint, which included allegations related to Aegerion's settlement with the SEC and DOJ. *See* ECF No. 123. In addition, the Third Amended Complaint expanded the Class Period from that alleged in the Second Amended Complaint, to April 30, 2013 to May 11, 2016, to include several additional stock drops that Lead Plaintiffs contend were actionable corrective disclosures. *See id.*, ¶359.

#### **IV. LEAD PLAINTIFFS' DAMAGES EXPERT**

37. As part of their comprehensive investigation of the relevant facts and legal issues, Lead Counsel also consulted with a damages expert. That expert assisted with the analysis of the losses associated with the share price declines alleged by Lead Plaintiffs.

38. The damages expert further assisted with analyzing estimated damages in connection with the settlement negotiations and in the creation of the Plan of Allocation.

#### **V. NEGOTIATION OF THE SETTLEMENT**

39. With the Third Amended Complaint pending, Lead Plaintiffs and Defendants agreed that it would serve all parties' interests to engage in a formal mediation before a highly experienced and reputable mediator possessing a solid track record of mediating complex class action litigation, and a deep understanding of the law and issues involved in actions brought under the PSLRA. The parties agreed to retain Judge Weinstein and Mr. Melnick.

40. On July 22, 2016, the parties informed the Court that they had agreed to participate in a mediation. *See* ECF No. 124.

41. Prior to the mediation there were numerous issues about which the parties disagreed, including: (i) whether the statements made or facts allegedly omitted were material, false, misleading, or actionable; (ii) whether Lead Plaintiffs had adequately alleged and could prove that Defendants acted with scienter; and (iii) whether Lead Plaintiffs had adequately alleged and could prove loss causation and damages.

42. Judge Weinstein and Mr. Melnick set November 14, 2016, as the date for the mediation and instructed the parties to submit and exchange statements prior to mediation detailing their respective positions and supporting evidence. Lead Counsel worked diligently to prepare Lead Plaintiffs' mediation statement, marshaling the facts and documentary evidence obtained through their extensive investigation, documents received in response to their FOIA request, and consultation with an expert. The parties' respective mediation statements thoroughly set forth Lead Plaintiffs' and Defendants' positions.

43. Additionally, Defendants made a presentation to the mediators and Lead Counsel prior to the mediation regarding the Company's financial position and available insurance.

44. On November 14, 2016, the parties, through their representatives, along with representatives of Defendants' insurers, participated in a lengthy arm's-length mediation session in New York, New York, facilitated by Judge Weinstein and Mr. Melnick. During the mediation session, Lead Counsel elaborated upon certain facts set forth in the Third Amended Complaint and in Lead Plaintiffs' mediation statement as to, *inter alia*, falsity, scienter, loss causation, and damages.

45. While no settlement was reached at the mediation session, substantial progress was achieved. Indeed, Lead Plaintiffs and Defendants developed a better understanding of each other's positions regarding the merits of and defenses to the claims asserted in the Litigation.

46. Between November 14 and 29, 2016, the parties continued to discuss liability and damages issues with the assistance of Judge Weinstein and Mr. Melnick.

47. On November 29, 2016, an agreement-in-principle to settle the Litigation was reached.

48. The parties thereafter memorialized the final terms of settlement in the Stipulation. On January 17, 2017, Lead Plaintiffs' Unopposed Motion for Preliminary Approval of Settlement, Certification of a Settlement Class, and Approval of Notice to the Settlement Class and supporting memorandum of law were filed, together with the Stipulation, the proposed Plan of Allocation, the Notice of Proposed Settlement of Class Action (the "Notice"), the Proof of Claim and Release (the "Proof of Claim," and, collectively with the Notice, the "Notice Package"), the Summary Notice, and a request that the Court preliminarily certify the Class. *See* ECF Nos. 134-136.

49. On May 19, 2017, the Court held a hearing and preliminarily approved the Settlement and provisionally certified the settlement class. During that hearing, the Court requested that Lead Plaintiffs amend the [Proposed] Order Preliminarily Approving Settlement and Providing for Notice, the Notice, the Proof of Claim, and the Summary Notice. Lead Plaintiffs filed amended versions of these documents on June 2 and 5, 2017. *See* ECF Nos. 143-144. The Court subsequently made additional changes to this material. *See* ECF No. 145.

## **VI. RISKS FACED BY LEAD PLAINTIFFS IN THE LITIGATION**

50. Based on publicly available information, documents obtained through Lead Counsel's extensive investigation, and discussions with their expert, Lead Plaintiffs believed that they would be able to adduce evidence to establish their securities fraud claims. Lead Plaintiffs also realized that they faced considerable risks and defenses in continuing the Litigation against Defendants.

51. As noted below, Lead Counsel faced substantial risks and uncertainties in proving that Defendants' alleged misstatements were materially false and misleading; made with adequate scienter; and caused the alleged damages experienced by the Class, as required by the federal securities laws.<sup>4</sup>

52. Indeed, Defendants raised a number of arguments and defenses in their motion to dismiss the Amended Complaint, including that: (i) Lead Plaintiffs failed to allege any actionable false or misleading statement by Defendants; and (ii) Lead Plaintiffs failed to allege a strong inference of scienter on the part of Defendants as required by Federal Rule of Civil Procedure 9(b) and the PSLRA. In addition, while not specifically addressed in Defendants' motion to dismiss the Amended Complaint, Lead Counsel fully expected Defendants to argue that Lead Plaintiffs would not be able to prove loss causation or damages in any subsequent motion to dismiss or at summary judgment or trial.

53. Lead Plaintiffs and their counsel carefully considered the foregoing risks during the months leading up to the Settlement and throughout the settlement discussions with Defendants and Judge Weinstein and Mr. Melnick.

54. But for this Settlement, there existed the distinct possibility that the Court would rule against Lead Plaintiffs on Defendants' anticipated motion to dismiss the Third Amended Complaint.

**A. Risks Concerning Falsity**

55. For Lead Plaintiffs to prevail, they first would have to establish that Defendants made an actionable false or misleading statement or material omission. Defendants have maintained that

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<sup>4</sup> While courts have always recognized that securities class actions carry significant risks, post-PSLRA rulings make it clear that the risk of no recovery (and hence no fee) has increased exponentially. *See, e.g., In re Ikon Office Solutions, Inc. Sec. Litig.*, 194 F.R.D. 166, 194 (E.D. Pa. 2000) (“[S]ecurities actions have become more difficult from a plaintiff’s perspective in the wake of the PSLRA.”).

Lead Plaintiffs cannot demonstrate that any of their statements were fraudulent, arguing that nothing they said was false, deceptive, or misleading when those statements were made.

56. Moreover, Defendants argued that many of their statements were not legally actionable because they were forward-looking with adequate cautionary language and, therefore, protected under the PSLRA's statutory safe harbor.

**B. Risks Concerning Scienter**

57. As a threshold matter, Defendants contend that the Amended Complaint did not sufficiently allege scienter, something they would almost certainly have revisited in any motion to dismiss the Third Amended Complaint.

58. While Lead Plaintiffs believe that the narrative in support of scienter in the Third Amended Complaint is both cogent and compelling, *see* ECF No. 123, ¶¶365-384, it is impossible and, indeed, imprudent to ignore the substantial risk that the Court or a jury could disagree. Even if the Court upheld the claims in the Third Amended Complaint, Lead Plaintiffs anticipate that Defendants would have argued on summary judgment and again at trial that scienter was lacking because, among other things, there was no individualized motive to support a strong inference of scienter and that Lead Plaintiffs would be unable to show that Defendants had actual knowledge their forward-looking statements regarding financial guidance were false at the time the statements were made.

59. Such questions of scienter are often reduced to the jury's evaluation of the credibility of numerous witnesses. Here, however, there is a significant risk that Lead Plaintiffs' arguments would never reach the jury. Even if they did, the risk that Defendants' arguments would resonate with the Court and a jury was very real given that Defendants would forcefully assert that a young orphan drug manufacturer's future sales of a new drug with no prior sales history and a very small,

not well-defined patient population are difficult to predict, and therefore the Company was in a constant process of understanding the interplay of a myriad of factors that affected JUXTAPID's sales and prospects.

**C. Risks Concerning Loss Causation and Damages**

60. Lead Plaintiffs also recognized the risk of adequately alleging and ultimately proving loss causation and damages. To establish loss causation, Lead Plaintiffs would have to plead and ultimately prove "a causal connection between the material misrepresentation and the loss." *Dura Pharms., Inc. v. Broudo*, 544 U.S. 336, 342 (2005). Here, while Defendants did not specifically challenge Lead Plaintiffs' loss causation averments in their Memorandum of Law in Support of Motion to Dismiss Plaintiffs' Amended Complaint (ECF No. 54-1), it is likely that Defendants would have challenged loss causation for each of the alleged corrective disclosures set forth in the Third Amended Complaint, arguing that factors other than the disclosures of the alleged fraud caused the declines in Aegerion's stock price.

61. Aside from loss causation, the issue of alleged damages would have been hotly disputed and clearly would have been the subject of expert testimony proffered by all parties. The damages assessments of experts retained by the parties would surely vary substantially and the existence and amount of damages would be uncertain. *See, e.g., City of Providence v. Aeropostale, Inc.*, No. 11 Civ. 7132(CM)(GWG), 2014 WL 1883494, at \*9 (S.D.N.Y. May 9, 2014) ("Undoubtedly, the Parties' competing expert testimony on damages would inevitably reduce the trial of these issues to a risky 'battle of the experts' and the 'jury's verdict with respect to damages would depend on its reaction to the complex testimony of experts, a reaction that is inherently uncertain and unpredictable.") (citation omitted). Indeed, when, as here, the plaintiffs' damage theories rest primarily on the testimony and reports of experts, the plaintiffs face a serious risk of

having their damage theories rejected by the court on a *Daubert* motion or by the jury when it must balance the credibility of competing experts.

**D. Risks Concerning the Expense, Delay, and Uncertainty of Further Litigation**

62. If not for this Settlement, the Litigation would have continued to be highly contested by the parties at each significant stage, if the case even proceeded from its current posture. Assuming for argument's sake that the Third Amended Complaint survived Defendants' likely motion to dismiss (a big "if"), continued litigation would be complex, costly, and lengthy. Among other things, document discovery would need to be completed; depositions would have to be taken; experts would need to be designated; and expert discovery would need to be completed. Motions for class certification and summary judgment also would likely have to be briefed and argued. A trial could take weeks to complete, even without taking into account pre- and post-trial motions. Moreover, any favorable ruling to one party would almost certainly be appealed.

63. In addition, at the time of Settlement, Aegerion simply did not (and does not) have the ability to pay an adverse judgment or even a more substantial settlement in the foreseeable future. New JUXTAPID patients have virtually disappeared, existing JUXTAPID patients continue to cease treatment, and there is no suggestion of an imminent turnaround. Aegerion's second product, MYALEPT, has yet to generate a profit and is projected to generate net losses until at least 2019. Moreover, Aegerion carries substantial debts and obligations, including \$325 million in convertible notes that come due in 2019 and \$40 million owed over the next five years as part of the government resolutions.

64. Furthermore, at the time of Settlement, Aegerion's prospects for continuing as a going concern – a prospect that was called into question by its outsider auditor, EY (formerly Ernst & Young) – was in doubt. Even after the recent transaction with QLT Inc. ("QLT"), Aegerion

remains a separate operating company and the Company's obligations and liabilities remain with Aegerion. Even if QLT were responsible for Aegerion's obligations and liabilities (and it is not), at the time of Settlement QLT did not have any revenue-generating products to cover such obligations and liabilities.

65. Finally, the insurance proceeds available to cover the claims in this Litigation are limited, further reducing the amount available to the Class. The longer the Litigation continued, the more the available insurance proceeds would have been reduced, including the possibility that all available insurance policies would have been exhausted before any verdict or later settlement.

#### **VII. LEAD PLAINTIFFS' COMPLIANCE WITH THE COURT'S PRELIMINARY APPROVAL ORDER**

66. Pursuant to the Preliminary Approval Order, the Court appointed Gilardi & Co. LLC ("Gilardi") as Claims Administrator in the Litigation and instructed Gilardi to disseminate by mail copies of the Notice Package<sup>5</sup> and to publish the Summary Notice.

67. The Notice approved by the Court provides potential Class Members with information about the essential terms of the Settlement and, among other things: (i) their right to exclude themselves from the Class; (ii) their right to object to any aspect of the Settlement, the Plan of Allocation, or the Fee and Expense Application; and (iii) the manner for submitting a Proof of Claim in order to be eligible for a payment from the net proceeds of the Settlement. Additionally, the Notice provides the deadlines for objecting to the Settlement or seeking exclusion from the Class and advises potential Class Members of the Settlement Hearing scheduled before this Court. The Notice also informs Class Members of Lead Counsel's intention to apply for an award of attorneys'

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<sup>5</sup> The Notice Package is attached as Exhibits A and B to the Declaration of Carole K. Sylvester Regarding Notice Dissemination, Publication, and Requests for Exclusion Received to Date (the "Mailing Declaration"), submitted herewith.

fees of 25% of the Settlement Amount, plus interest, and for payment of litigation costs and expenses incurred in an amount not to exceed \$250,000, plus interest, and that Lead Plaintiffs will seek reimbursement of their time and expenses in representing the Class in an amount not to exceed \$17,500 in the aggregate.

68. On July 20, 2017, Gilardi began mailing Notice Packages to potential Class Members as well as banks, brokerage firms, and other third party nominees. *See* Mailing Decl., ¶¶5-9. As of September 29, 2017, Gilardi had mailed a total of 58,465 Notice Packages to potential Class Members and nominees. *Id.*, ¶11. To disseminate the Notice, Gilardi obtained the names and addresses of potential Class Members from listings provided by Aegerion's transfer agent and from banks, brokers, and other nominees. *Id.*, ¶¶5-6.

69. On July 25, 2017, Gilardi caused the Summary Notice to be published in *The Wall Street Journal* and to be transmitted over the *Business Wire*. *Id.*, ¶14.

70. Gilardi also maintains and posts information regarding the Settlement, as well as downloadable copies of the Notice Package and the Stipulation, among other relevant documents, on a dedicated website for the Litigation, [www.AegerionSecuritiesLitigation.com](http://www.AegerionSecuritiesLitigation.com), which was established to provide Class Members with information concerning the Settlement. *Id.*, ¶13.

71. Pursuant to the terms of the Preliminary Approval Order, the deadline for Class Members to submit objections to the Settlement, the Plan of Allocation, or the Fee and Expense Application, or to request exclusion from the Class is October 31, 2017. To date, Lead Counsel have received no objections to the Settlement and only one request for exclusion from the Class.

72. Should any objections to the Settlement or additional requests for exclusion be received, Lead Plaintiffs will address them in their reply papers, which are due on November 16, 2017.

### VIII. PLAN OF ALLOCATION

73. Pursuant to the Preliminary Approval Order, and as set forth in the Notice, all Class Members who wish to participate in the distribution of the Settlement proceeds must submit a valid Proof of Claim, including all required information, postmarked (if mailed) or received (if submitted online) on or before November 17, 2017. As provided in the Notice, after deduction of Court-awarded attorneys' fees and expenses, notice and administration costs, and all applicable taxes, the balance of the Settlement Fund (the "Net Settlement Fund") will be distributed according to the Plan of Allocation. To date, no Class Member has submitted an objection to the Plan of Allocation.

74. The proposed Plan of Allocation, which was set forth and explained in full in the Notice, is designed to achieve an equitable and rational distribution of the Net Settlement Fund, but it is not a formal damages analysis that would be submitted at trial. Lead Counsel developed the Plan of Allocation in close consultation with Lead Plaintiffs' consulting damages expert and believe that the plan provides a fair and reasonable method to equitably distribute the Net Settlement Fund among Authorized Claimants.

75. The Plan of Allocation provides for distribution of the Net Settlement Fund among Authorized Claimants on a *pro rata* basis based on "Recognized Loss" formulas tied to liability and damages. These formulas are tied to the amount of alleged artificial inflation in the share prices at various times during the Class Period, as quantified by Lead Plaintiffs' consulting damages expert. Lead Plaintiffs' expert analyzed the movement of Aegerion common stock and took into account the portion of the stock drops attributable to the alleged fraud. The Plan of Allocation ensures that the Net Settlement Fund will be fairly and equitably distributed based on the amount of inflation in the price of Aegerion common stock during the Class Period that was attributable to the alleged

wrongdoing. The Plan of Allocation also incorporates the 90-day “look-back” provision contained in the PSLRA.

76. The Court-approved Claims Administrator, under Lead Counsel’s direction, will determine each Authorized Claimant’s *pro rata* share of the Net Settlement Fund based upon each Authorized Claimant’s total Recognized Loss compared to the aggregate Recognized Losses of all Authorized Claimants. Calculation of Recognized Loss will depend upon several factors, including when the claimants purchased or acquired Aegerion common stock during the Class Period, and whether the stock was sold during the Class Period, and if so, when.

77. In sum, the proposed Plan of Allocation, developed in consultation with Lead Plaintiffs’ consulting damages expert, was designed to allocate the Net Settlement Fund fairly and rationally among Authorized Claimants. Accordingly, Lead Counsel respectfully submit that the proposed Plan of Allocation is fair, reasonable, and adequate, and should be approved.

**IX. LEAD COUNSEL’S APPLICATION FOR AN AWARD OF ATTORNEYS’ FEES AND PAYMENT OF EXPENSES**

78. Lead Counsel are requesting an attorneys’ fee award of 25% of the Settlement Amount, plus interest. This request is fully supported by the Lead Plaintiffs. *See* KBC Decl., ¶7; Sheet Metal Workers Decl., ¶7; and Chester County Decl., ¶7.

79. Lead Counsel also request payment of litigation expenses incurred in connection with the prosecution of the Litigation from the Settlement Fund in the amount of \$184,526.47, plus any accrued interest. The total payment requested for Lead Counsel’s expenses is below the \$250,000 maximum expense amount that the Class was advised could be requested.

**A. Lead Plaintiffs Support the Fee and Expense Application**

80. KBC is a large institutional investment company based in Brussels, Belgium, that manages mutual funds, private funds, and institutional funds. *See* KBC Decl., ¶1.

81. As described in the KBC Declaration, KBC has evaluated and fully supports the Fee and Expense Application. *See id.*, ¶7.

82. Sheet Metal Workers is a multiemployer defined benefit pension plan, as those terms are defined in Section 3(2), (3), (35), (37)(A) of the Employee Retirement Income Security Act of 1974, *as amended* (“ERISA”), 29 U.S.C. §1002(2), (3), (35), (37)(A), based in Fairfax, Virginia. *See Sheet Metal Workers Decl.*, ¶1.

83. As described in the Sheet Metal Workers Declaration, Sheet Metal Workers has evaluated and fully supports the Fee and Expense Application. *See id.*, ¶7.

84. Chester County is a defined benefit pension fund based in West Chester, Pennsylvania. It oversees \$400 million in retirement assets on behalf of the current and former employees of Chester County, Pennsylvania. *See Chester County Decl.*, ¶1.

85. As described in the Chester County Declaration, Chester County has evaluated and fully supports the Fee and Expense Application. *See id.*, ¶7.

**B. The Risks and Unique Complexities of the Litigation**

86. This Litigation presented substantial challenges from its outset. The specific risks that were faced in proving Defendants’ liability and damages are detailed in paragraphs 50-65 above.

87. Lead Counsel respectfully submit that any assessment of the proposed fee request should appropriately account for those significant risks. In addition, the risk of non-recovery was even greater given that Defendants had previously filed a motion to dismiss raising a number of potentially viable defenses to liability that would almost certainly have been renewed in opposition to the Third Amended Complaint. Moreover, the Settlement was reached despite the significant financial obstacles facing the Company. *See supra*, ¶¶63-65. Given that an excellent result was achieved for the Class in the face of such daunting risks, Lead Counsel should be rewarded

accordingly. Indeed, without the perseverance and skill of Lead Counsel, this Settlement would not have been consummated.

88. The foregoing risks are in addition to the more typical risks accompanying securities class action litigation, including that this Litigation was undertaken on a contingent basis.

89. In that regard, Lead Counsel understood from the outset that they were embarking on a complex, expensive, and lengthy litigation with no guarantee of being compensated for the substantial investment of time and money the case would require. In undertaking that responsibility, Lead Counsel were obligated to ensure that sufficient resources were dedicated to the prosecution of the Litigation, and that funds were available to compensate staff and to cover the considerable costs that a case such as this requires. With an average lag time of several years for these cases to conclude, the financial burden on contingent-fee counsel is far greater than on a firm that is paid on an ongoing basis. Indeed, Lead Counsel have received no compensation during the course of the Litigation, but have incurred 3,904.55 hours of time, for a total lodestar of \$2,502,354.25, and have incurred \$184,526.47 in expenses in prosecuting the Litigation for the benefit of the Class. *See* Summary Lodestar and Expense Report.<sup>6</sup>

90. Lead Counsel also bore the risk that no recovery would be achieved (or that a judgment could not be collected, in whole or in part). Even with the most vigorous and competent of efforts, success in contingent-fee litigation, such as this, is never assured.

91. Lead Counsel know from experience that the commencement of a class action does not guarantee a settlement. To the contrary, it takes hard work and diligence by skilled counsel to

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<sup>6</sup> The Summary Lodestar and Expense Report, attached hereto as Exhibit B, sets forth: (i) the total amount of time spent by the attorneys and professional support staff employed by Motley Rice and Robbins Geller; (ii) the total lodestar calculations based on Lead Counsel's applicable billing rates; and (iii) the total litigation expenses reasonably and necessarily incurred by Lead Counsel in the prosecution of the Litigation.

develop the facts and theories that are needed to sustain a complaint or win at trial, or to convince sophisticated defendants to engage in serious settlement negotiations at meaningful levels.

92. Lead Counsel are aware of many hard-fought lawsuits where because of the discovery of facts unknown when the case was commenced or changes in the law during the pendency of the case, or a decision of the court or a jury verdict following a trial in the merits, excellent professional efforts of members of the plaintiff's bar produced no fee for counsel.

93. For example, since the enactment of the PSLRA, there has been a trend towards dismissal of actions with prejudice at the pleading or summary judgment stage. Indeed, approximately one-half of securities class actions are dismissed before ever reaching the merits. *See, e.g., In re Genworth Fin. Sec. Litig.*, 210 F. Supp. 3d 837, 844 (E.D. Va. 2016); *In re Hi-Crush Partners L.P. Sec. Litig.*, No. 12-Civ-8557 (CM), 2014 WL 7323417, at \*16 (S.D.N.Y. Dec. 19, 2014).

94. Federal appellate reports are filled with opinions affirming dismissals with prejudice in securities cases. The many appellate decisions affirming summary judgments and directed verdicts for defendants show that even surviving a motion to dismiss (something Lead Plaintiffs had not yet achieved here) is no guarantee of ultimate recovery. *See, e.g., In re Smith & Wesson Holding Corp. Sec. Litig.*, 669 F.3d 68 (1st Cir. 2012); *Phillips v. Scientific-Atlanta, Inc.*, 489 F. App'x 339 (11th Cir. 2012); *In re Oracle Corp. Sec. Litig.*, 627 F.3d 376 (9th Cir. 2010); *McCabe v. Ernst & Young, LLP*, 494 F.3d 418 (3d Cir. 2007); *Geffon v. Micrion Corp.*, 249 F.3d 29 (1st Cir. 2001); *Greebel v. FTP Software, Inc.*, 194 F.3d 185 (1st Cir. 1999); *Longman v. Food Lion, Inc.*, 197 F.3d 675 (4th Cir. 1999); *In re Silicon Graphics Inc. Sec. Litig.*, 183 F.3d 970 (9th Cir. 1999); *Phillips v. LCI Int'l, Inc.*, 190 F.3d 609 (4th Cir. 1999); *In re Comshare, Inc. Sec. Litig.*, 183 F.3d 542 (6th Cir.

1999); *Levitin v. PaineWebber, Inc.*, 159 F.3d 698 (2d Cir. 1998); *Silver v. H&R Block, Inc.*, 105 F.3d 394 (8th Cir. 1997).

95. Moreover, even if Lead Plaintiffs had survived the likely motion to dismiss the Third Amended Complaint and successfully opposed a motion for summary judgment, this is not a guarantee that Lead Plaintiffs would have prevailed at trial. Indeed, while only a few securities class actions have been tried before a jury, several have been lost in their entirety. *See, e.g.*, Civil Trial Mins., *In re JDS Uniphase Sec. Litig.*, No. C-02-1486 CW (EDL) (N.D. Cal. Nov. 27, 2007), ECF No. 1885. Additionally, a plaintiff who succeeds at trial still may find its verdict overturned on appeal. *See, e.g.*, *Anixter v. Home-Stake Prod. Co.*, 77 F.3d 1215, 1219 (10th Cir. 1996) (overturning plaintiffs' jury verdict obtained after two decades of litigation); *Ward v. Succession of Freeman*, 854 F.2d 780 (5th Cir. 1988) (reversing plaintiffs' jury verdict for securities fraud); *Robbins v. Koger Props., Inc.*, 116 F.3d 1441 (11th Cir. 1997) (same). And, even when a plaintiff wins a jury verdict, it still may face substantial challenges in securing a recovery. *See, e.g.*, Final Approval Order & J., *In re Apollo Grp. Inc. Sec. Litig.*, No. CV-04-2147-PHX-JAT (D. Ariz. Apr. 20, 2012), ECF No. 770 (January 2008 jury verdict for plaintiff vacated by trial court in August 2008, but then reinstated by Ninth Circuit Court of Appeals in 2010 and judgment re-entered for plaintiff in 2011).

96. Changes in the law through legislation or judicial decree, such as *Morrison v. National Australia Bank Ltd.*, 561 U.S. 247 (2010) (limiting the ability of investors on non-US stock exchanges to recover under the Exchange Act), can also be catastrophic, frequently affecting contingent counsel's entire inventory of pending cases. These are very real threats.

97. Losses such as those described above are exceedingly expensive. The fees that are awarded in successful cases are used to cover enormous overhead expenses incurred during the course of unsuccessful litigations and are taxed by federal, state, and local authorities.

98. Courts have held repeatedly that it is in the public interest to have experienced and able counsel enforce the securities laws and regulations pertaining to the duties of officers and directors of public companies. *See, e.g., Cohn v. Nelson*, 375 F. Supp. 2d 844, 865 (E.D. Mo. 2005) (“The Supreme Court has emphasized that while private actions provide ‘a most effective weapon in the enforcement’ of the securities laws and are ‘a necessary supplement to [SEC] action,’ it is imperative that the filing of contingent class action and derivative lawsuits not be chilled by the failure to award attorneys’ fees or by the imposition of fee awards that fail to adequately compensate counsel for the risks of pursuing such litigation, and the benefits that would not otherwise be achieved.” (alteration in original) (internal quotation marks omitted)). Vigorous private enforcement of the federal securities laws and state corporation laws can occur only if the private plaintiff can obtain some semblance of parity in representation with that available to large corporate interests. If this important policy is to be carried out, courts should award fees that will adequately compensate private plaintiff’s counsel, taking into account the enormous risks undertaken with a clear view of the economics of a securities class action.

99. When Lead Counsel undertook to act for the Class in this matter, they were aware that the only way they would be compensated was to achieve a successful result. The benefits conferred on the members of the Class by the Settlement are noteworthy in that a common fund worth \$22.25 million (plus interest) was obtained for the Class despite the existence of substantial risks and Defendants’ zealous and vigorous defense.

100. Here, Lead Counsel's diligent efforts in the face of substantial risks and uncertainties have resulted in a significant and immediate recovery for the benefit of the Class. In circumstances such as these, and in consideration of Lead Counsel's substantial effort and the very favorable result achieved, the requested fee of 25% of the Settlement Fund and payment of \$184,526.47 in expenses is reasonable and should be approved.

**C. A Lodestar Cross-Check Supports the Requested Award of Attorneys' Fees**

101. A lodestar cross-check supports the requested attorneys' fees. A lodestar cross-check can be performed by multiplying the number of hours expended in the litigation by the hourly rates of the attorneys. While a lodestar cross-check is often a useful tool in determining the reasonability of a fee request, whether or not to perform one is within the Court's discretion.<sup>7</sup>

102. As more fully set forth above, the Litigation settled only after Lead Counsel conducted a comprehensive investigation into the Class' claims; researched and prepared three detailed amended complaints; and engaged in an arm's-length mediation process. At all times throughout the pendency of the Litigation, Lead Counsel's efforts were driven and focused on advancing the Litigation to bring about the most successful outcome for the Class, whether through settlement or trial, by the most efficient means necessary.

103. Here, Lead Counsel have expended over 3,900 hours collectively in the prosecution and investigation of the Litigation through September 22, 2017. *See* Summary Lodestar and

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<sup>7</sup> The cut-off date for the lodestar figures addressed in this declaration is September 22, 2017. Additional work will be required of Lead Counsel on an ongoing basis, including: preparation for, and participation in, the final approval hearing; responding to any objections; supervising the claims administration process being conducted by the Claims Administrator (including responding to inquiries from Class Members); and supervising the distribution of the Net Settlement Fund to Class Members who have submitted valid Proofs of Claim. Lead Counsel will not seek payment for this work.

Expense Report. The individual lodestar reports for Motley Rice and Robbins Geller, which summarize time spent by the attorneys and other professionals employed by each firm, were compiled from contemporaneous daily time records regularly prepared and maintained by Lead Counsel.<sup>8</sup> Lead Counsel allocated work among themselves to avoid duplication of effort and to ensure efficient prosecution of the Litigation.

104. The current hourly billing rates of Lead Counsel in this Litigation range from \$685 to \$1,025 for members/partners and senior counsel and \$400 to \$560 for associate attorneys. *See id.*<sup>9</sup> It is respectfully submitted that the foregoing billing rates compare favorably to those used by Ropes & Gray, lead defense counsel in this action. According to the “Valeo 2017 Attorney Hourly Rate Report,” Ropes & Gray’s hourly billing rates for 2017 range from \$833 to \$1,089 for partners and of counsel and from \$330 to \$713 for associates. *See Ex. C.*

105. The resulting collective lodestar is \$2,502,354.25. *See Summary Lodestar and Expense Report.* Pursuant to a lodestar “cross-check,” the requested fee of 25% of the Settlement Fund (which equates to \$5.5625 million) results in a slight “multiplier” of 2.2 on the lodestar, which does not include any time that will necessarily be spent from September 23, 2017 onwards administering the Settlement. As detailed in Lead Counsel’s brief in support of the fee request, this level of multiplier is well within the range of multipliers approved in this Circuit and elsewhere.

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<sup>8</sup> *See Declaration of Jack Reise Filed on Behalf of Robbins Geller Rudman & Dowd LLP in Support of Application for Award of Attorneys’ Fees and Expenses, Ex. A (“Robbins Geller Fee Decl.”); and Declaration of Gregg S. Levin Filed on Behalf of Motley Rice LLC in Support of Lead Counsel’s Application for Award of Attorneys’ Fees and Expenses, Ex. A (“Motley Rice Fee Decl.”), submitted herewith. The foregoing declarations are collectively referred to herein as the “Fee Declarations.”*

<sup>9</sup> Particular attorney billing rates are determined by the experience level and expertise of the attorney in question.

**D. Standing and Expertise of Counsel**

106. Motley Rice's expertise and experience in securities litigation is set forth in its Shareholder and Securities Fraud Resume. *See* Motley Rice Fee Decl., Ex. F. As detailed therein, Motley Rice has been approved by courts to serve as lead counsel in numerous securities class actions throughout the United States. Moreover, the firm has served as lead counsel in several high profile matters which, during the last several years alone, have recovered hundreds of millions of dollars for investors.

107. Motley Rice's recent securities class action work includes recoveries in excess of \$50 million in the following actions: *Alaska Electrical Pension Fund v. Pharmacia Corp.*, No. 03-01519 (AET) (D.N.J.) (\$164 million recovery); *In re Barrick Gold Securities Litigation*, No. 1:13-cv-03851-RMB (S.D.N.Y.) (\$140 million recovery); *Bennett v. Sprint Nextel Corp.*, No. 2:09-cv-02122-EFM-GEB (D. Kan.) (\$131 million recovery); *Minneapolis Firefighters' Relief Ass'n v. Medtronic, Inc.*, No. 08-6324 (PAM/AJB) (D. Minn.) (\$85 million recovery); *Hill v. State Street Corp.*, No. 09-cv-12146-GAO (D. Mass.) (\$60 million recovery); *City of Sterling Heights General Employees' Retirement System v. Hospira, Inc.*, No. 1:11-cv-08332-AJS (N.D. Ill.) (\$60 million recovery); and *In re Hewlett-Packard Co. Sec. Litig.*, No. SACV 11-1404 AG (RNBx) (\$57 million recovery).

108. Robbins Geller is highly experienced in complex securities class actions and has successfully prosecuted numerous securities class action suits throughout the country. *See* Robbins Geller Fee Decl., Ex. D. As detailed therein, Robbins Geller has been approved by courts to serve as lead counsel in scores of securities class actions throughout the United States. Moreover, the firm has served as lead counsel in numerous high profile matters which, during the last several years alone, have recovered billions of dollars for investors.

109. Robbins Geller's recent securities class action work includes recoveries in excess of \$50 million in the following actions: *Jaffe v. Household Int'l Inc.*, No. 02-C-05893 (N.D. Ill.) (\$1.575 billion recovery); *Luther v. Countrywide Fin. Corp.*, No. 12-cv-05125 (C.D. Cal.) (\$500 million recovery); *In re Wachovia Preferred Sec. & Bond/Notes Litig.*, No. 09-cv-06351 (S.D.N.Y.) (\$627 million recovery); *Jones v. Pfizer Inc.*, No. 1:10-cv-03864 (S.D.N.Y.) (\$400 million recovery); *Fort Worth Emps. Ret. Fund v. J.P. Morgan Chase & Co.*, No. 1:09-cv-03701 (S.D.N.Y.) (\$388 million recovery); *NECA-IBEW Health & Welfare Fund v. Goldman Sachs & Co.*, No. 1:08-cv-10783 (S.D.N.Y.) (\$272 million recovery); *Schuh v. HCA Holdings, Inc.*, No. 3:11-cv-01033 (M.D. Tenn.) (\$215 million recovery); *Nieman v. Duke Energy Corp.*, No. 3:12-cv-00456 (W.D.N.C.) (\$146.25 million recovery); *Bennett v. Sprint Nextel Corp.*, No. 2:09-cv-02122 (D. Kan.) (\$131 million recovery); *Landmen Partners Inc. v. The Blackstone Group L.P.*, No. 08-cv-03601 (S.D.N.Y.) (\$85 million recovery); *Garden City Emps.' Ret. Sys. v. Psychiatric Sols.*, 3:09-cv-00882 (M.D. Tenn.) (\$65 million recovery); *Plumbers & Pipefitters National Pension Fund v. Burns*, 3:05-cv-07393 (N.D. Ohio) (\$64 million recovery); *City of Sterling Heights General Emps.' Ret. System v. Hospira, Inc.*, 1:11-cv-08332 (N.D. Ill.) (\$60 million recovery).

**E. Standing and Caliber of Defense Counsel**

110. Aegerion was represented throughout this action by Ropes & Gray, one of the finest law firms in the country, which possesses substantial resources and expertise in the defense of complex securities litigation. In addition, Beer was represented by Choate Hall & Stewart LLP; Fitzpatrick by Nutter McClennen & Fish LLP; and Fraser by Collora LLP. These prominent law firms and attorneys zealously provided their clients with a very vigorous and aggressive defense of this Litigation. In the face of this formidable opposition, Lead Counsel developed the case and successfully negotiated the Settlement.

**F. Request for Litigation Expenses**

111. Lead Counsel also seek payment from the Settlement Fund of \$184,526.47 in litigation expenses reasonably and necessarily incurred by them in connection with commencing and prosecuting the claims against Defendants.

112. From the beginning of the case, Lead Counsel were aware that they might not recover any of their expenses, and, at the very least, would not recover anything until the Litigation was successfully resolved. Thus, Lead Counsel were motivated to, and did, take steps to minimize expenses whenever practicable without jeopardizing the vigorous and efficient prosecution of the case.

113. Lead Counsel maintained strict control over the litigation expenses incurred in connection with the Litigation.

114. The expenses for which Lead Counsel seek payment are the types of expenses that are necessarily incurred in litigation and routinely charged to clients billed by the hour. These expenses include, among others, travel costs, computer-based research, and mediator and expert fees.

115. The Fee Declarations summarize by category expenses incurred by Lead Counsel in connection with the prosecution of this Litigation. These expenses are reflected on the books and records maintained by Lead Counsel. These books and records are prepared from expense vouchers, check records, and other source materials, and are an accurate record of the expenses incurred.

116. All of the litigation expenses incurred by Lead Counsel, which total \$184,526.47, were necessary to the successful prosecution and resolution of the claims against Defendants.

**G. The Reaction of the Class to the Fee and Expense Application**

117. Consistent with the Preliminary Approval Order, as of September 29, 2017, over 58,400 Notice Packages have been mailed to potential Class Members and nominees. *See* Mailing

Decl., ¶11. The Notice stated that Lead Counsel would seek an award of attorneys' fees equal to 25% of the Settlement Amount, plus interest, and payment of expenses in an amount not greater than \$250,000, plus interest. Additionally, the Summary Notice was published in *The Wall Street Journal* and transmitted over the *Business Wire*. *Id.*, ¶14. The Notice also has been available on the settlement website maintained by Gilardi. *Id.*, ¶13.

118. While the deadline set by the Court for Class Members to object to the requested fees and expenses has not yet passed, to date Lead Counsel have received no objections to the requested fee, no objections to the requested expenses, and no objections to the Settlement itself. Lead Counsel will respond to any objections received by the October 31, 2017 deadline in the reply papers, which are due on November 16, 2017.

**H. Lead Plaintiffs Should Be Reimbursed for Their Reasonable Lost Wages**

119. The PSLRA limits a class representative's recovery to an amount "equal, on a per share basis, to the portion of the final judgment or settlement awarded to all other members of the class," but also provides that "[n]othing in this paragraph shall be construed to limit the award of reasonable costs and expenses (including lost wages) directly relating to the representation of the class to any representative party serving on behalf of a class." 15 U.S.C. §78u-4(a)(4). Here, as explained in their respective declarations, Lead Plaintiffs are seeking the collective amount of \$16,539.43 in lost wages related to their active participation in the Litigation. *See* KBC Decl., ¶¶8-10; Sheet Metal Workers Decl., ¶¶8-10; Chester County Decl., ¶¶8-11.<sup>10</sup> This total is broken down as follows:

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<sup>10</sup> Lead Plaintiffs' actual lost wages and expenses are below the \$17,500 figure set forth in the Notice and there have been no objections to their payment.

KBC	\$6,437.50
Sheet Metal Workers	\$3,406.25
Chester County	\$6,695.68

120. Many courts have approved reasonable payments to compensate class representatives for the time and effort devoted by them on behalf of a class. For example, in *In re Marsh & McLennan Cos., Inc. Sec. Litig.*, No. 04 Civ. 8144(CM), 2009 WL 5178546 (S.D.N.Y. Dec. 23, 2009), the court awarded a total of \$214,657 to the lead plaintiffs in the action “to compensate them for their reasonable costs and expenses incurred in managing this litigation and representing the Class.” *Id.* at \*20. The court held that the lead plaintiffs’ efforts were “precisely the types of activities that support awarding reimbursement of expenses to class representatives.” *Id.* at \*21; *see also In re InfoSpace, Inc. Sec. Litig.*, 330 F. Supp. 2d 1203, 1216 (W.D. Wash. 2004) (awarding \$5,000 to one lead plaintiff and \$6,600 to another lead plaintiff).

121. As explained in one decision, courts “routinely award such costs and expenses both to reimburse the named plaintiffs for expenses incurred through their involvement with the action and lost wages, as well as to provide an incentive for such plaintiffs to remain involved in the litigation and to incur such expenses in the first place.” *Hicks v. Stanley*, No. 01 Civ. 10071(RJH), 2005 WL 2757792, at \*10 (S.D.N.Y. Oct. 24, 2005).

122. Lead Counsel respectfully submit that the amounts sought here are eminently reasonable based on the Lead Plaintiffs’ active involvement in the Litigation from inception to settlement. As such, these requests should be granted in their entirety.

## **X. CONCLUSION**

123. In view of the significant recovery to the Class and the substantial risks of this Litigation, as described above and in the accompanying memoranda of law, Lead Plaintiffs and their counsel respectfully submit that the Settlement should be approved as fair, reasonable, and adequate,

and that the proposed Plan of Allocation should likewise be approved as fair, reasonable, and adequate. In view of the significant recovery in the face of substantial risks, the quality of work performed, the contingent nature of the fee, and the standing and experience of Lead Counsel, as described above and in the accompanying memorandum of law, Lead Counsel respectfully request that the Court award attorneys' fees in the amount of 25% of the Settlement Amount, plus expenses in the amount of \$184,526.47, plus the interest earned thereon. In addition, Lead Counsel respectfully submit that Lead Plaintiffs should be awarded the sum of \$16,539.43 in lost wages related to their active participation in the Litigation.

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

Executed this 2nd day of October, 2017, at Boca Raton, Florida

  
\_\_\_\_\_  
JACK REISE

Executed this 2nd day of October, 2017, at Mount Pleasant, South Carolina.

  
\_\_\_\_\_  
GREGG S. LEVIN

**CERTIFICATE OF SERVICE**

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/s/ Gregg S. Levin  
Gregg S. Levin  
MOTLEY RICE LLC

# **EXHIBIT A**

CORNERSTONE RESEARCH

Economic and Financial Consulting and Expert Testimony

# Securities Class Action Settlements

2016 Review and Analysis

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The views expressed in this report are solely those of the authors, who are responsible for the content, and do not necessarily represent the views of Cornerstone Research.

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Analyses in this report are based on 1,621 securities class actions filed after passage of the Private Securities Litigation Reform Act of 1995 (Reform Act) and settled from 1996 through year-end 2016. See page 20 for a detailed description of the research sample. For purposes of this report and related research, a settlement refers to a negotiated agreement between the parties to the securities class action that is publicly announced to potential class members by means of a settlement notice.

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# Highlights

- The number of securities class action settlements approved in 2016 grew to 85—the highest level since 2010. [\(page 3\)](#)
- Total settlement dollars approved by courts in 2016 was nearly \$6 billion, almost double the total in 2015 and the second highest in the past 10 years. [\(page 3\)](#)
- The total value of mega settlements (settlements over \$100 million) in 2016 represented more than two times the value for these cases in 2015. [\(page 4\)](#)
- The median settlement amount in 2016 was \$8.6 million, about 40 percent higher than the 2015 median of \$6.1 million. [\(page 5\)](#)
- Compared to the prior five years (2011–2015), 2016 average “estimated damages” were 30 percent higher while median “estimated damages” were almost 15 percent lower. [\(page 6\)](#)
- Median settlements as a percentage of “estimated damages” in 2016 increased 24 percent from the 2011–2015 median and were higher than any annual percentage in the last five years. [\(page 8\)](#)
- Median Disclosure Dollar Loss (DDL) associated with 2016 settlements was 50 percent more than the prior year. [\(page 10\)](#)
- The year 2016 had the highest percentage of cases settling within two years of the filing date since 2006. [\(page 17\)](#)

**Figure 1: Settlement Statistics**

(Dollars in Millions)

	1996–2015	2015	2016
Minimum	\$0.1	\$0.4	\$0.9
Median	\$8.3	\$6.1	\$8.6
Average	\$55.5	\$38.4	\$70.5
Maximum	\$8,611.2	\$982.8	\$1,575.0
Total Amount	\$85,266.6	\$3,072.8	\$5,990.0
Number of Settlements	1,536	80	85

Note: Settlement dollars are adjusted for inflation; 2016 dollar equivalent figures are used.

# 2016 Findings and Perspectives

Continuing the growth observed in the prior year, the number of settlements approved in 2016 increased to 85—substantially higher than the levels in 2011 through 2014. This escalation can be attributed to the recent increase in case filings.

## Mega Settlements

Ten mega settlements in 2016—the highest number over the last 10 years—contributed to an almost twofold increase in the average settlement amount from 2015 to 2016. Two of the mega settlements exceeded \$1 billion. This was the first year since 2006 with multiple settlements over \$1 billion.

## “Estimated Damages”

To understand the latest settlement trends, it is helpful to consider the important determinants of settlement amounts. The most important factor in explaining settlement amounts is a proxy (“estimated damages”) for shareholder damages. For settlements approved in 2016, average “estimated damages” reached the second-highest amount over the last 10 years. Settlements as a percentage of “estimated damages” also increased over 2015, indicating that other factors likely contributed to the rise in settlement amounts as well. In particular, the percentage of settlements with public pension plans as lead plaintiffs and the number of restatement cases increased in 2016. In addition, the size of the issuer defendant (as measured by total assets) was substantially higher in 2016 as compared to 2015. All of these factors are associated with higher settlement amounts.

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*“Higher settlements in 2016 were driven not only by higher ‘estimated damages’ but also by other case factors, leading to a six-year high in settlements as a percentage of ‘estimated damages.’”*

*Dr. Laura E. Simmons  
Senior Advisor  
Cornerstone Research*

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## Developing Trends

The record number of case filings in 2016,<sup>1</sup> coupled with four consecutive year-over-year increases, may continue to fuel growth in the number of settlements into the coming years.

While the number of settlements may increase, the most recent data on case filings, however, indicate a potential decline in very large cases, as measured by market capitalization losses. This suggests that, at some point in the next few years, a drop in mega settlements may follow.

Industry trends among securities class actions have fluctuated in the last 20 years but, according to Cornerstone Research’s *Securities Class Action Filings—2016 Year in Review*, healthcare and related industry sectors, such as biotech and pharmaceuticals, may play a growing role in both the number and total dollar amounts of settlements in securities class actions.

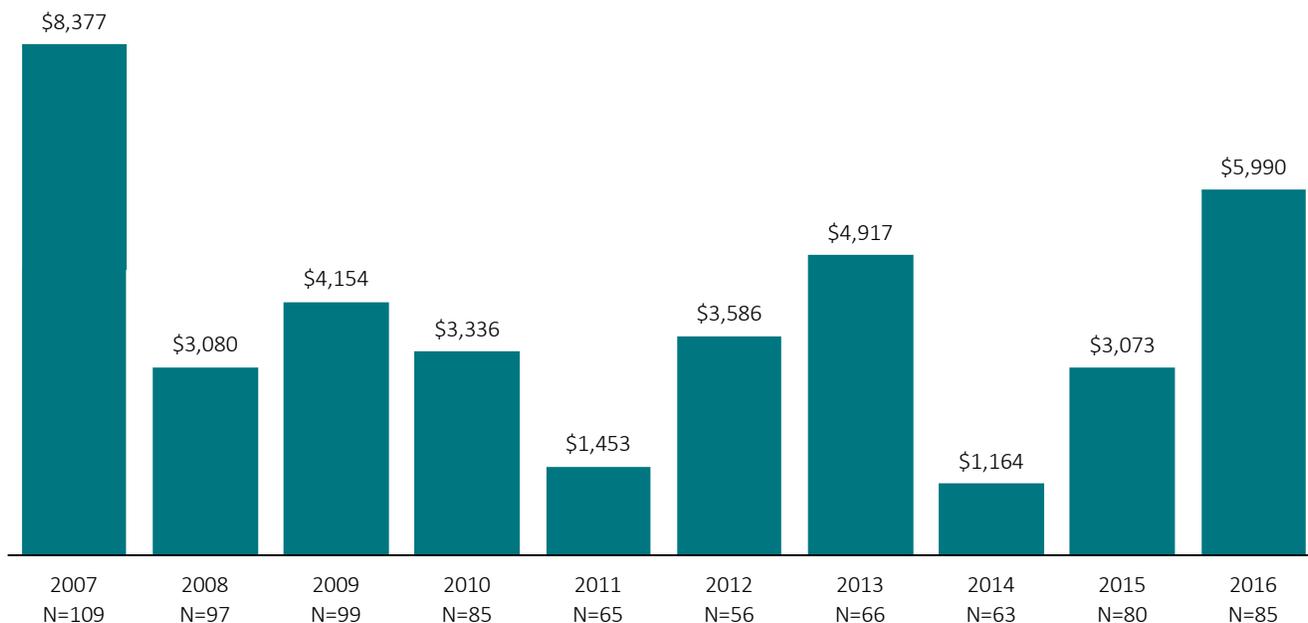
# Total Settlement Dollars

- The total value of settlements approved by courts in 2016 was more than \$5.9 billion, almost double the amount approved in 2015.
- The higher number of mega settlements in 2016 and the corresponding higher average settlement value for these cases contributed to the substantial increase in total settlement dollars.
- The number of settlements approved in 2016 increased only modestly from 2015, but grew substantially over the annual numbers from 2011 to 2014.

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*2016 total settlement dollars exceeded inflation-adjusted totals for eight of the nine prior years.*  
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Figure 2: Total Settlement Dollars  
 2007–2016

(Dollars in Millions)



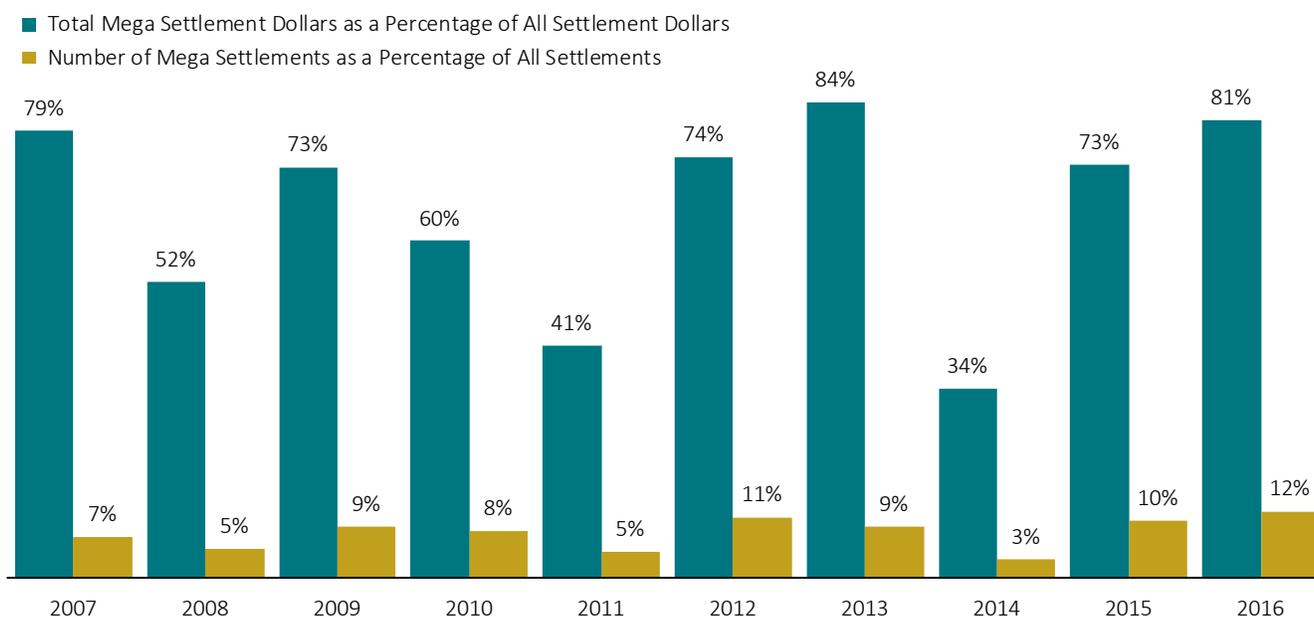
Note: Settlement dollars are adjusted for inflation; 2016 dollar equivalent figures are used.

# Mega Settlements

- Four of the 10 approved mega settlements in 2016 were between \$100 million and \$250 million; four were between \$250 million and \$500 million; and two exceeded \$1 billion. The last observed settlement over \$1 billion was in 2013.
- The median mega settlement in 2016 was \$318 million, almost twice the median in 2015.
- In 2016, \$4.8 billion of the total \$6 billion settlement value came from mega settlements.
- The number of mega settlements as a percentage of all settlements in 2016 was the highest over the last 10 years.
- Mega settlements have accounted for 72 percent of all settlement dollars on average from 2007–2016.

*The total value of mega settlements in 2016 was more than two times the prior year's value.*

Figure 3: Mega Settlements  
2007–2016



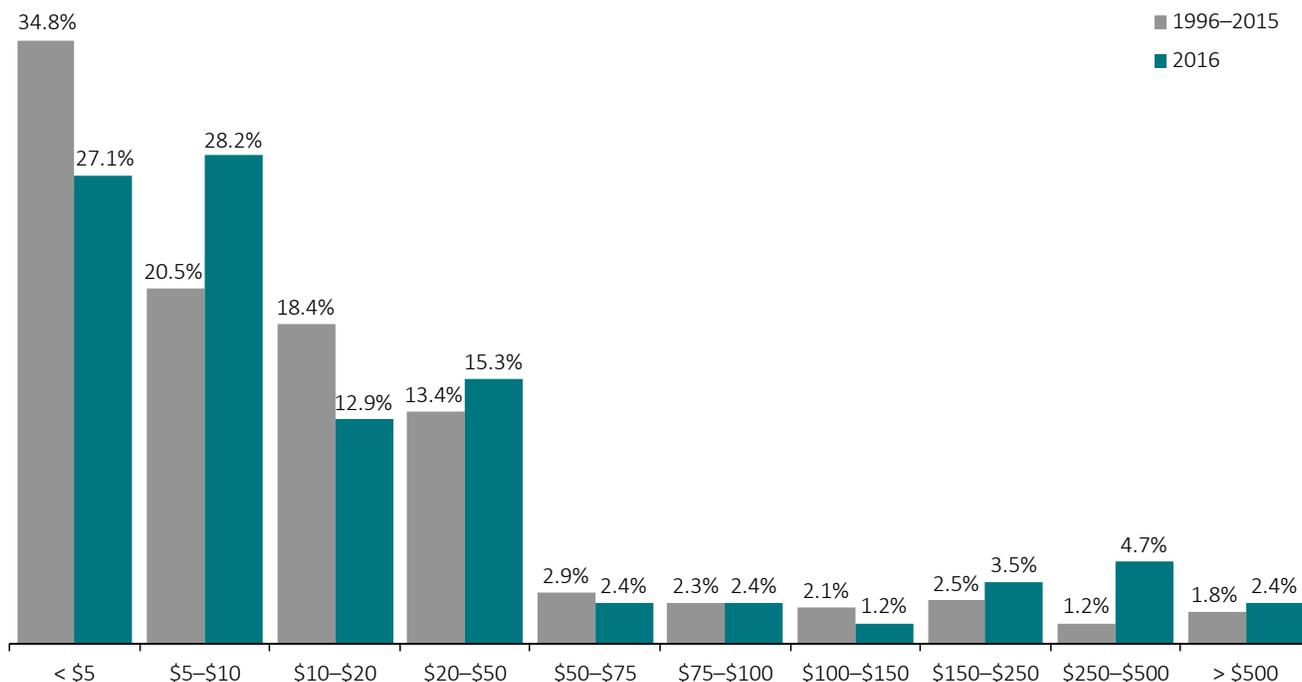
# Settlement Size

- The proportion of cases settling for \$2 million or less (often referred to as “nuisance suits”) in 2016 was 12 percent (10 cases), a drop from 25 percent (20 cases) in 2015 and a return to 2013 and 2014 proportions.
- The percentage of cases settling for less than \$5 million also decreased in 2016 compared to prior years.

*The median settlement amount increased more than 40 percent from \$6.1 million in 2015 to \$8.6 million in 2016.*

- In 2016, 56 percent of settlements fell between \$5 million and \$50 million, 18 percent higher than the rate for all prior post–Reform Act years.
- Among all post–Reform Act settlements, 79 percent have been for amounts equal to or less than \$25 million.
- The higher proportion of 2016 cases settling for \$150 million or more reflects the record number of mega settlements compared to the last 10 years.
- Median total assets for issuer defendants settling in 2016 were more than 41 percent higher than the median asset value for 2015 settlements (adjusted for inflation) and 15 percent higher than the median total assets for issuers settling in the prior 10 years.

**Figure 4: Distribution of Post–Reform Act Settlements**  
(Dollars in Millions)



Note: Settlement dollars are adjusted for inflation; 2016 dollar equivalent figures are used.

# Damages Estimates and Market Capitalization Losses

## “Estimated Damages”

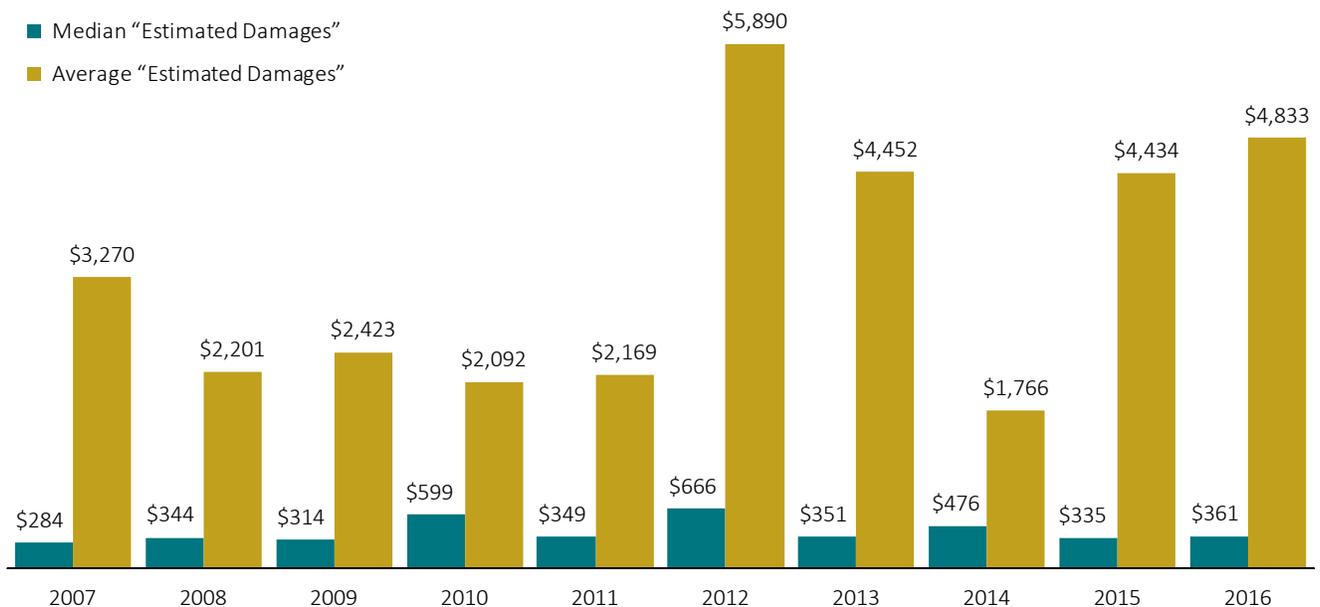
“Estimated damages” are a simplified measure of potential shareholder losses that allows for use of a consistent method in this study and therefore the identification and analysis of potential trends. While “estimated damages” are found to be the most important factor in predicting settlement amounts, they are not necessarily linked to the allegations in the associated court pleadings.<sup>2</sup> The damages estimates presented in this report are not intended to be indicative of actual economic losses borne by shareholders.

*Average “estimated damages” in 2016 were the second highest in the last 10 years.*

- Average and median “estimated damages” for 2016 increased modestly from 2015 (9 percent and 8 percent, respectively).
- Compared to the average and median values for the previous five years (2011–2015), however, 2016 average “estimated damages” were 30 percent higher while median “estimated damages” were 14 percent lower.
- Overall, higher “estimated damages” are associated with larger issuer defendants (measured by total assets of the issuer) and more mature firms (measured by the length of time publicly traded). In addition, plaintiffs are more likely to name third-party defendants in larger cases (as measured by “estimated damages”).

Figure 5: Median and Average “Estimated Damages” 2007–2016

(Dollars in Millions)



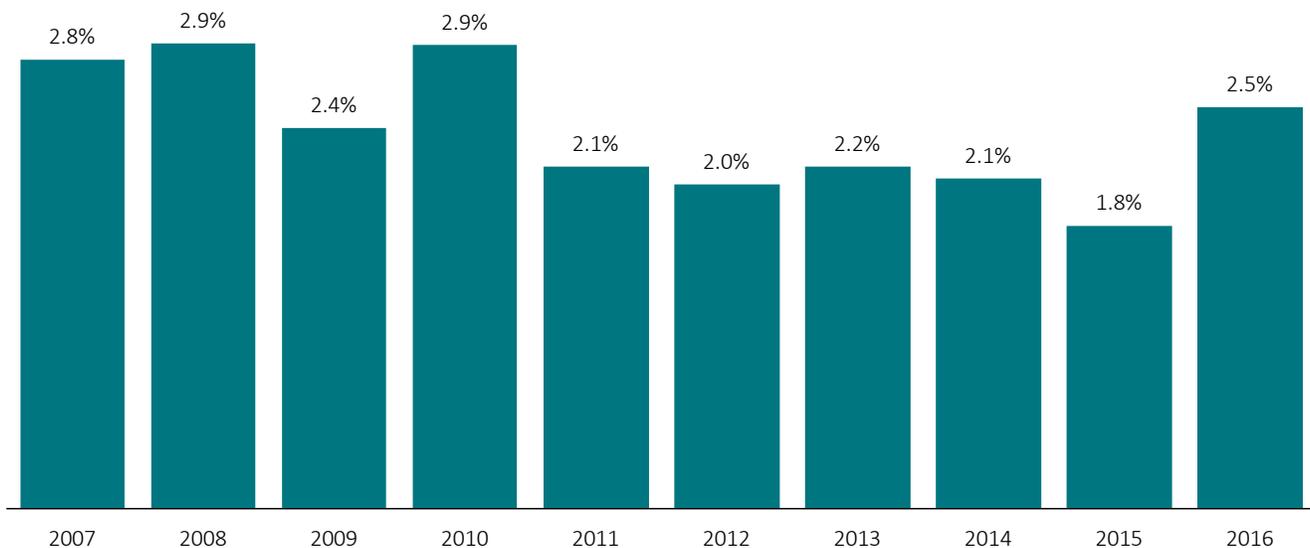
Note: “Estimated damages” are adjusted for inflation based on class period end dates.

## “Estimated Damages” continued

- In 2016, median settlements as a percentage of “estimated damages” increased 39 percent over 2015.
- While the median settlement as a percentage of “estimated damages” for mega settlements has often been lower than for non-mega settlements, in 2016 it was slightly higher (2.7 percent and 2.5 percent for mega settlements and non-mega settlements, respectively).

*In 2016, median settlements as a percentage of “estimated damages” jumped from 2015’s historic low.*

Figure 6: Median Settlements as a Percentage of “Estimated Damages” 2007–2016



## “Estimated Damages” *continued*

- Smaller cases settled for a lower percentage of “estimated damages” in 2016 relative to mid-range cases when compared to prior years.
- Median settlements as a percentage of “estimated damages” in 2016 increased 24 percent from the 2011–2015 median and were higher than any percentage in the last five years.

*The rise in the 2016 median settlement as a proportion of “estimated damages” puts it in line with the median for the prior 10 years.*

**Figure 7: Median Settlements as a Percentage of “Estimated Damages” by Damages Ranges**  
 (Dollars in Millions)



## Damages Estimation Approaches

### “Estimated Damages” vs. Tiered Damages

Tiered damages are an alternative damages measure based on the dollar value of stock price movements on dates detailed in the settlement plan of allocation. They provide an alternative measure of potential investor losses for more recent securities class action settlements.<sup>3</sup>

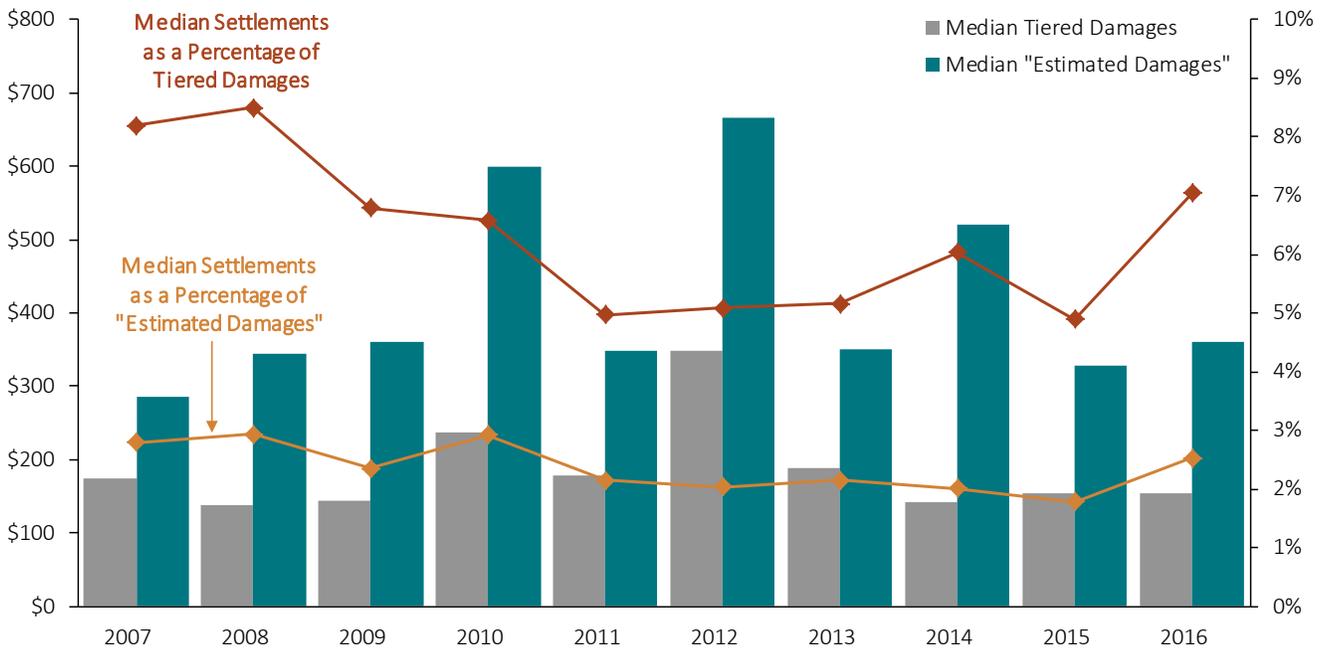
As a measure that is based on specific company stock price declines (either at the end or during the class period), rather than daily deviations from movements in an index, tiered damages are conceptually more closely aligned with the approach typically followed by plaintiffs in recent years to

estimate damages. The methodology for tiered damages also accounts for the U.S. Supreme Court’s 2005 landmark decision in *Dura* whereby damages cannot be associated with shares sold before information regarding the alleged fraud reaches the market.<sup>4</sup>

Tiered damages, like “estimated damages,” are highly correlated with settlement amounts and are an important component in ongoing analyses of settlement outcome determinants.

**Figure 8: Damages Estimation Approaches 2007–2016**

(Dollars in Millions)



Note: Damages figures are adjusted for inflation based on class period end dates.

## Disclosure Dollar Loss

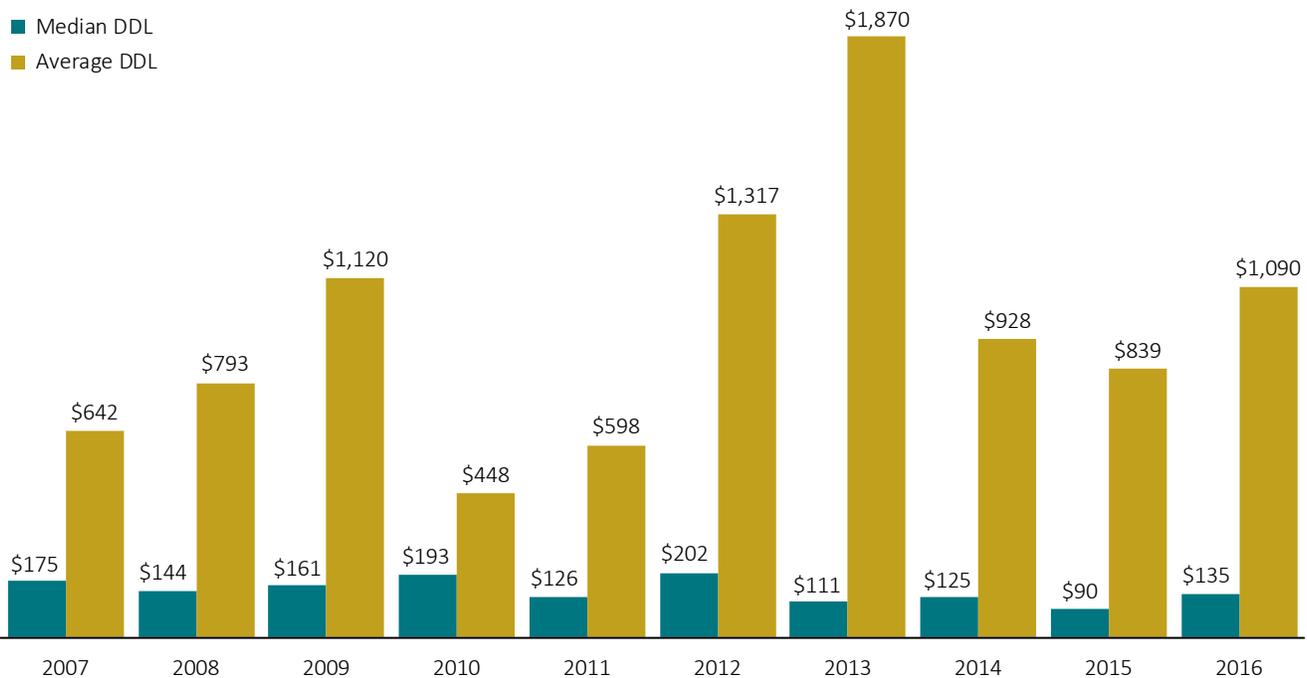
Disclosure Dollar Loss (DDL) captures the stock price reaction to the class-ending disclosure that resulted in the first filed complaint. DDL is calculated as the decline in the market capitalization of the defendant firm from the trading day immediately preceding the end of the class period to the trading day immediately following the end of the class period and, as such, does not incorporate any estimate of the number of shares traded during the class period.<sup>5</sup>

- With an increase in both the average and median DDL over 2015, the trend in DDL for cases settled in 2016 follows a pattern similar to that for “estimated damages.”
- While the aggregate trends in DDL and “estimated damages” are often similar, for individual cases, the two measures typically differ substantially.
- Total DDL associated with settlements approved in 2016 was nearly \$81 billion, 20 percent below the average from 2007 through 2015.

*Median DDL in 2016 was 50 percent more than 2015.*

Figure 9: Median and Average Disclosure Dollar Loss 2007–2016

(Dollars in Millions)



Note: DDL is adjusted for inflation based on class period end dates.

# Analysis of Settlement Characteristics

## Nature of Claims

- In 2016, there were 10 settlements involving Section 11 and/or Section 12(a)(2) claims ('33 Act claims) that did not involve Rule 10b-5 allegations, the second most active year in the last decade.<sup>6</sup>
- Cases settling in 2016 involving combined claims (Rule 10b-5 and Section 11 and/or Section 12(a)(2) claims) had, on average, twice as many federal docket entries as cases involving just Rule 10b-5 claims—indicating the more complex nature of such matters.
- As reported in Cornerstone Research's *Securities Class Action Filings—2016 Year in Review*, the frequency of filings involving Section 11 claims in California state courts has increased in recent years.<sup>7</sup>
- Four of the five state court settlements in 2016 were for California state cases with '33 Act claims only.

*Settlements as a percentage of "estimated damages" are considerably higher for cases with only Section 11 and/or Section 12(a)(2) claims because these cases typically have smaller "estimated damages" compared to other claim types.*

**Figure 10: Settlements by Nature of Claims  
1996–2016**  
(Dollars in Millions)

	Number of Settlements	Median Settlement	Median "Estimated Damages"	Median Settlement as a Percentage of "Estimated Damages"
Section 11 and/or Section 12(a)(2) Only	97	\$4.0	\$55.6	7.4%
Both Rule 10b-5 and Section 11 and/or 12(a)(2)	281	\$13.6	\$537.2	3.0%
Rule 10b-5 Only	1,220	\$8.1	\$373.4	2.5%

Note: Settlement dollars and "estimated damages" are adjusted for inflation; 2016 dollar equivalent figures are used. "Estimated damages" are adjusted for inflation based on class period end dates.

## Accounting Allegations

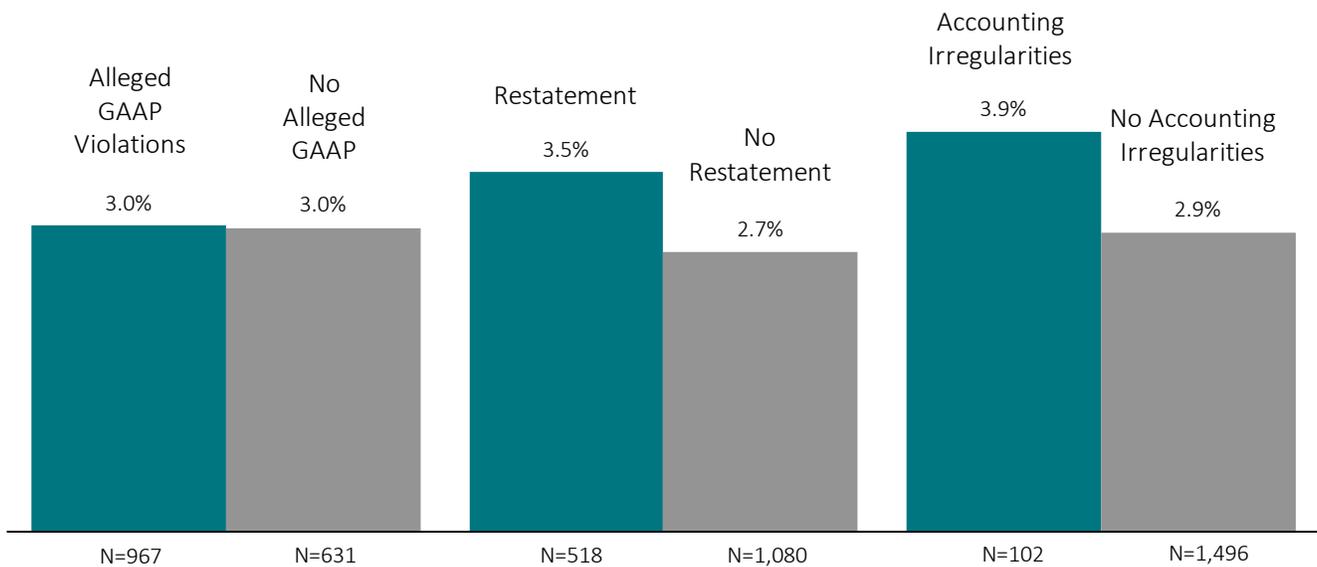
This research examines three types of accounting issues among settled cases: (1) alleged GAAP violations, (2) restatements, and (3) reported accounting irregularities.<sup>8</sup> For further details regarding settlements of accounting cases, see Cornerstone Research’s annual report on *Accounting Class Action Filings and Settlements*.

- Among all post-Reform Act settlements, alleged GAAP violations are included in approximately 60 percent of cases. In 2016, however, the frequency of GAAP violation allegations was 54 percent.
- Restatements were involved in more than 30 percent of cases settled in 2016. These cases were associated with higher settlements as a percentage of “estimated damages” compared to cases without restatements.

- In 2016, no settlements involved reported accounting irregularities, and there was only one such case among 2015 settlements. Historically, approximately 6 percent of cases involve accounting irregularities.

*The percentage of cases alleging GAAP violations declined for a second straight year in 2016.*

Figure 11: Median Settlements as a Percentage of “Estimated Damages” and Accounting Allegations 1996–2016

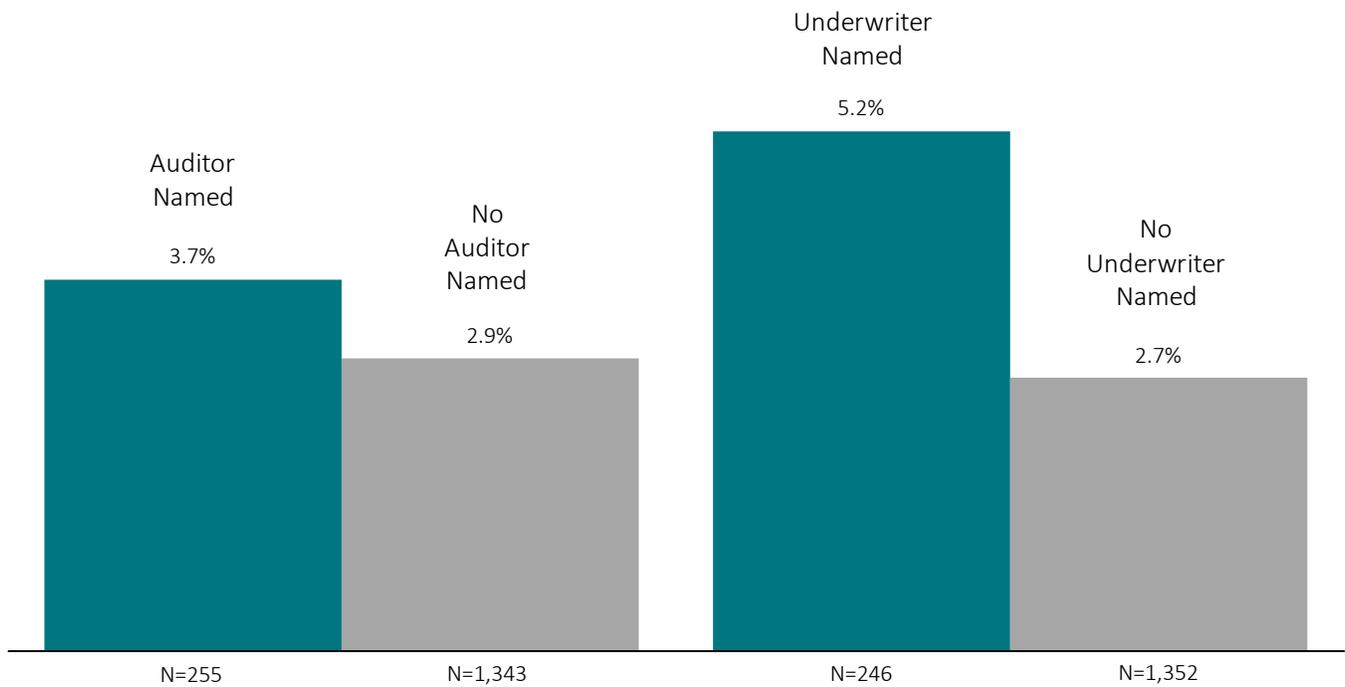


## Third-Party Codefendants

- Third parties, such as an auditor or an underwriter, are often named as codefendants in larger, more complex cases.
- In 2016, however, the median settlement for cases with a third-party named defendant was 26 percent lower than for cases without a third-party named defendant.
- Only 17 percent of accounting-related case settlements in 2016 had a named auditor defendant.
- Underwriter defendants were named in 79 percent of cases with Section 11 claims in 2016.

*On average, 27 percent of post-Reform Act settlements involved a named auditor or underwriter codefendant.*

Figure 12: Median Settlements as a Percentage of “Estimated Damages” and Third-Party Codefendants 1996–2016



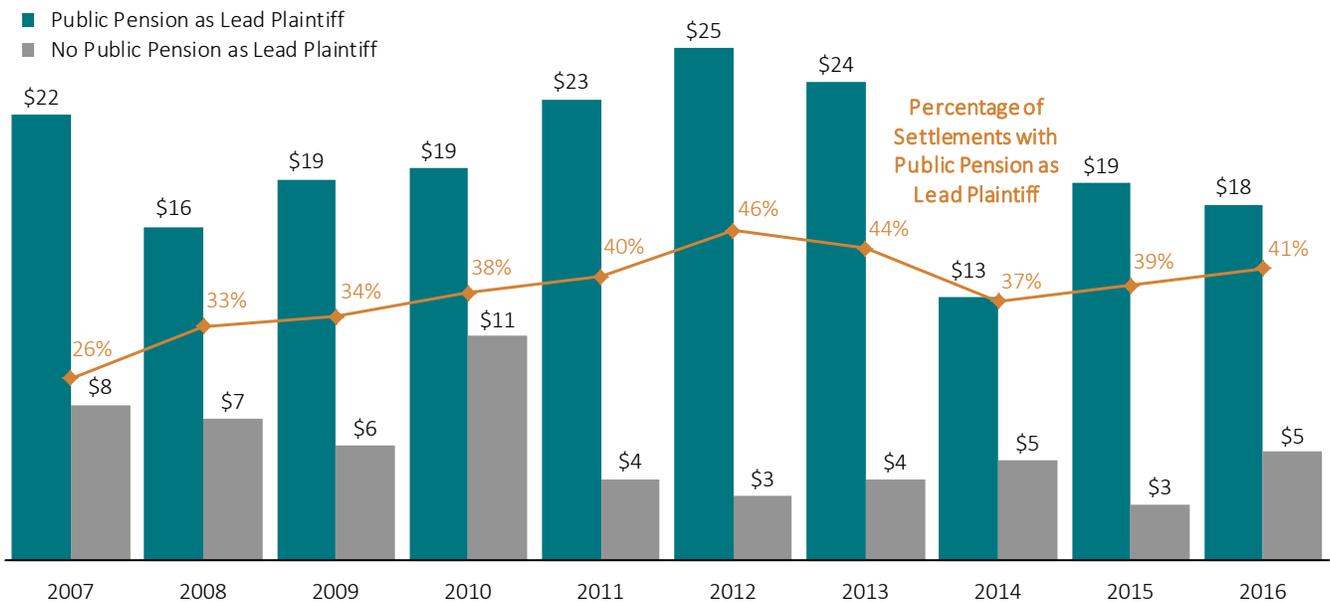
## Institutional Investors

- In 2016, the median settlement amount for cases with institutional investor lead plaintiffs was more than two-and-a-half times that of cases with no institutional investor as a lead plaintiff, but settlements as a percentage of “estimated damages” were only slightly higher.
- Institutions, including public pension plans—a subset of institutional investors—tend to be involved as plaintiffs in larger cases (i.e., cases with higher “estimated damages”).
- In 2016, 55 percent of settlements with “estimated damages” greater than \$500 million involved a public pension plan as lead plaintiff, compared to 30 percent for cases with “estimated damages” of \$500 million or less.
- Cases in which public pension plans serve as lead or co-lead plaintiff also tend to involve larger issuer defendants, longer class periods, securities in addition to common stock, accounting allegations, and other indicators of more serious cases such as criminal charges. These cases are also associated with longer periods to reach settlement.

Public pension involvement rose for the second consecutive year.

Figure 13: Median Settlement Amounts and Public Pensions 2007–2016

(Dollars in Millions)



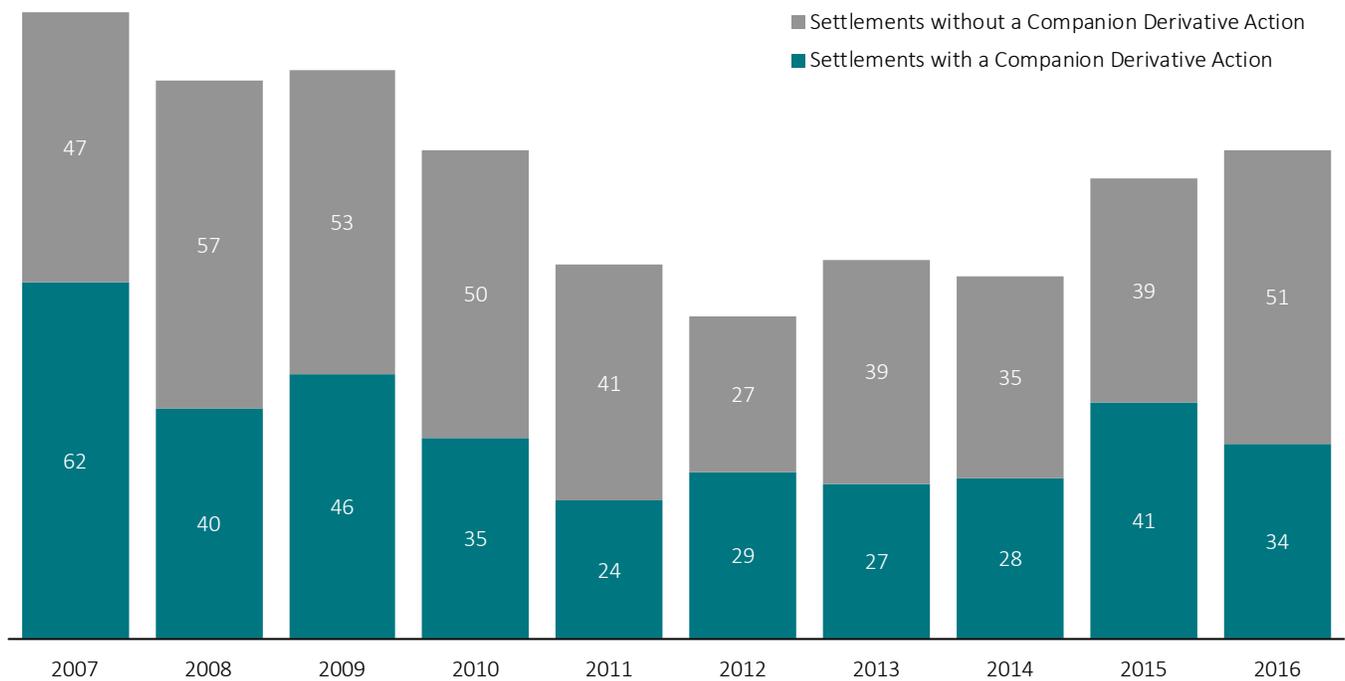
Note: Settlement dollars are adjusted for inflation; 2016 dollar equivalent figures are used.

## Derivative Actions

- In 2016, 40 percent of settled cases were accompanied by derivative actions, compared to 34 percent for all prior post-Reform Act years.
- Historically, accompanying derivative actions have been associated with relatively large securities class actions.<sup>9</sup> In 2016, however, 38 percent of cases with “estimated damages” of \$500 million or less involved a companion derivative action—just below the 42 percent of cases with “estimated damages” of more than \$500 million.
- As a percentage of all derivative actions, the prevalence of companion derivative actions filed in California has increased annually from 14 percent in 2012 to 35 percent in 2016..

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*In 2016, the median settlement for a case with a companion derivative action was \$12 million versus \$8.5 million for those without.*  
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Figure 14: Frequency of Derivative Actions  
 2007–2016



## Corresponding SEC Actions

Cases with a corresponding SEC action related to the allegations (evidenced by the filing of a litigation release or administrative proceeding prior to settlement) are typically associated with significantly higher settlement amounts and have higher settlements as a percentage of “estimated damages.”<sup>10</sup>

For related research on SEC enforcement activity, see the Securities Enforcement Empirical Database (SEED).<sup>11</sup>

- In 2016, however, the median settlement for cases with an SEC action (\$8.4 million) differed only slightly from the median settlement for cases without a corresponding SEC action (\$8.6 million).
- Across all post-Reform Act cases, for settlements of cases involving accompanying SEC actions, the issuer defendant’s assets have averaged \$65 billion, as compared to only \$18 billion for settlements without accompanying SEC actions.

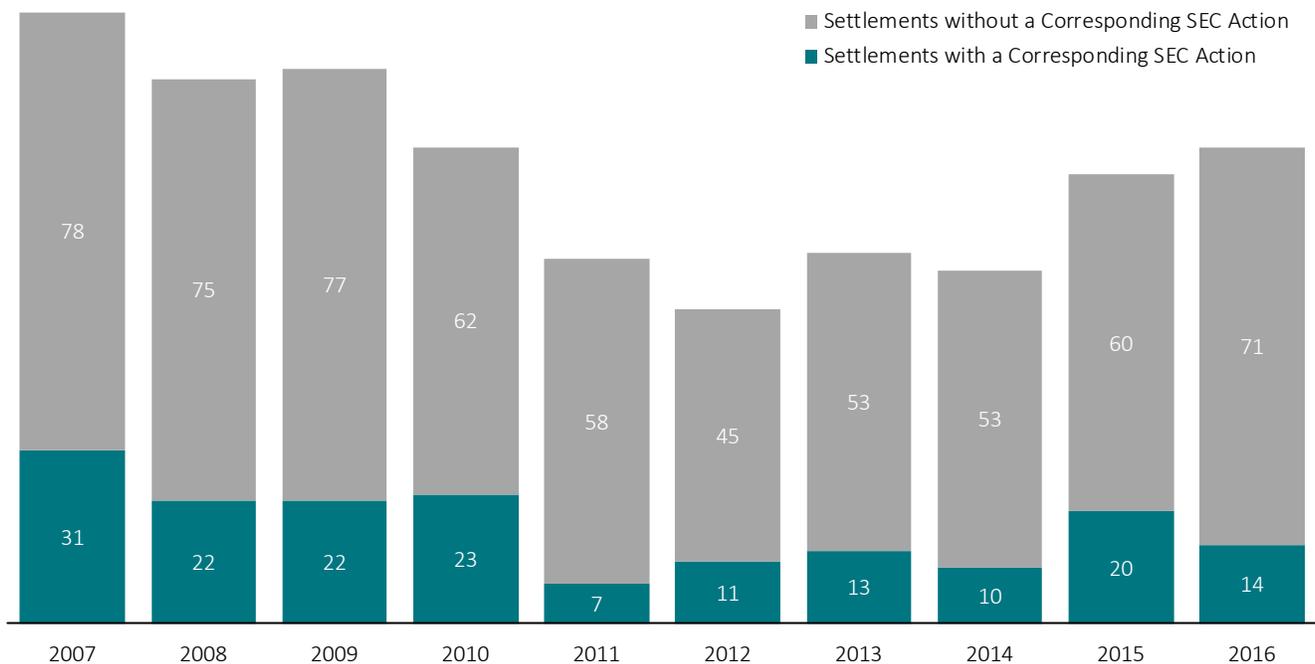
- While cases with accompanying SEC actions tend to involve larger issuer defendants, they are also more frequently associated with delisted firms. In addition, these cases often involve settlements prior to the first ruling on a motion to dismiss.

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*After doubling in 2015, the number of 2016 settlements with a corresponding SEC action returned to the lower levels observed for 2012–2014.*

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Figure 15: Frequency of SEC Actions  
 2007–2016



# Time to Settlement and Case Complexity

- The percentage of settlements in 2016 occurring within two years after the filing date was at its highest level in the last 10 years.
- The median number of docket entries for cases settling within two years in 2016 was 19 percent higher than the median for the prior 10 years, indicating a relatively high level of activity during the tenure of these cases.
- In 2016, the median settlement for cases settling within two years was 70 percent lower than for cases taking longer to settle.
- The spike in the median settlement for 2016 cases settling after five years from filing is driven, in large part, by five mega settlements out of the 14 settlements in this category.
- Overall, the time to settlement tends to be longer for larger cases (as measured by issuer defendant size and “estimated damages”), cases involving third-party defendants, and cases with distressed issuer firms.

*In 2016, the median time from filing date to settlement was less than three years.*

Figure 16: Median Settlement by Duration from Filing Date to Settlement Hearing Date

(Dollars in Millions)



Note: Settlement dollars are adjusted for inflation; 2016 dollar equivalent figures are used.

# Litigation Stages

This report studies three stages in the litigation process that may be considered an indication of the strength of the merits of a case (e.g., surviving a motion to dismiss) and/or the time and effort invested by the lead plaintiff counsel:

- Stage 1: Settlement before the first ruling on a motion to dismiss
- Stage 2: Settlement after a ruling on motion to dismiss, but before a ruling on motion for summary judgment
- Stage 3: Settlement after a ruling on motion for summary judgment

- In 2016, 25 percent of settlements occurred in Stage 1, an increase from 18 percent for cases settled in 2015.
- Among all post-Reform Act settlements, cases settling in Stage 1 have the smallest median “estimated damages” and the smallest median assets whereas Stage 3 settlements have the highest medians.

- Public pensions are involved as lead plaintiffs in 17 percent of cases that settle in Stage 1 and in 30 percent of cases that settle in Stage 3.

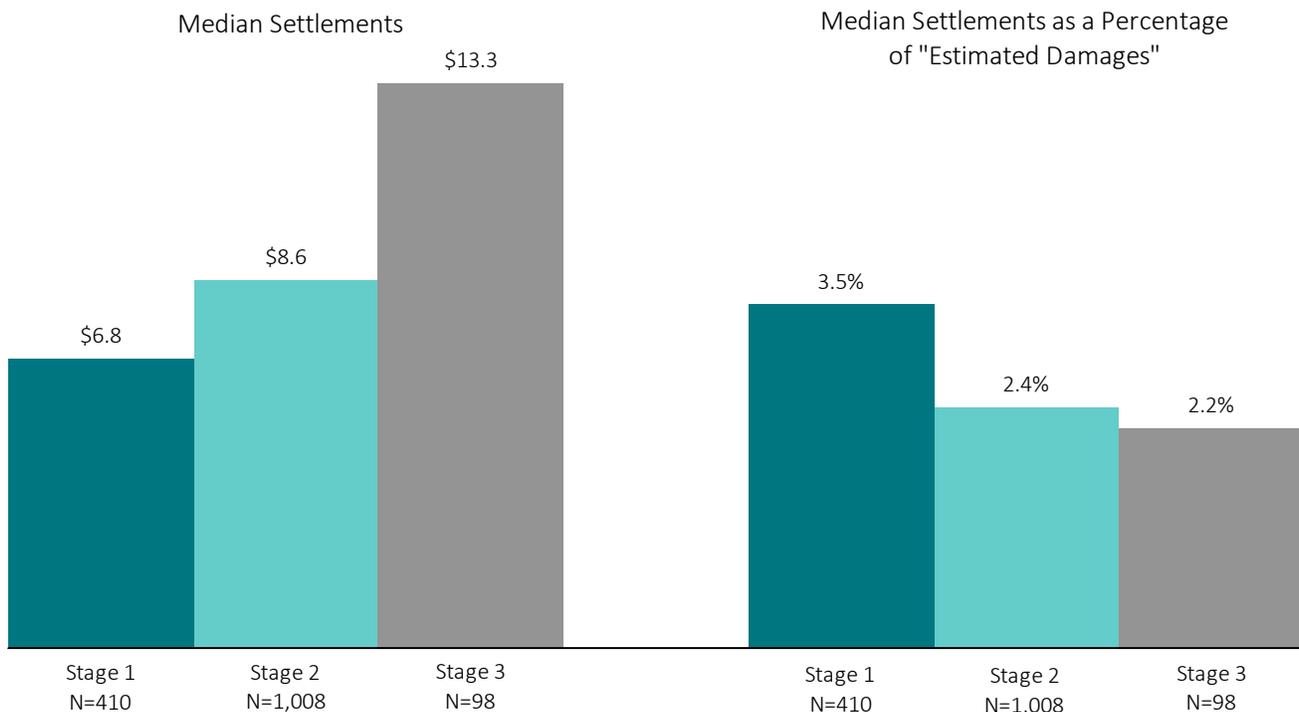
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*Higher settlement amounts but lower settlements as a percentage of “estimated damages” are associated with cases settling after a ruling on motion for summary judgment.*

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**Figure 17: Litigation Stages 2007–2016**

(Dollars in Millions)



Note: Settlement dollars are adjusted for inflation; 2016 dollar equivalent figures are used.

# Cornerstone Research's Settlement Prediction Analysis

This research applies regression analysis to examine which characteristics of securities cases were associated with settlement outcomes. The regression analysis is designed to better understand and predict the total settlement amount, given the characteristics of a particular securities case. This analysis can also be applied to estimate the probabilities associated with reaching alternative settlement levels as well as to explore hypothetical scenarios, including, but not limited to, the effects on settlement amounts given the presence or absence of particular factors found to significantly affect settlement outcomes.

- Settlements were higher when “estimated damages,” DDL, defendant asset size, or the number of docket entries were larger.
- Settlements were also higher in cases involving intentional misstatements or omissions in the issuer’s financial statements, financial restatements, a corresponding SEC action, a codefendant underwriter and/or auditor, an accompanying derivative action, a public pension involved as lead plaintiff, a noncash component to the settlement, filed criminal charges, or securities other than common stock alleged to be damaged.
- Settlements were lower if the settlement occurred in 2009 or later, if the issuer was distressed, or if the issuer traded on a non-major exchange.

## Determinants of Settlement Outcomes

Based on the research sample of post-Reform Act cases that settled through December 2016, the factors that were important determinants of settlement amounts included the following:

- “Estimated damages”
- Disclosure Dollar Loss (DDL)
- Most recently reported total assets of the defendant firm
- Number of entries on the lead case docket
- The year in which the settlement occurred
- Whether the issuer reported intentional misstatements or omissions in financial statements
- Whether a restatement of financials related to the alleged class period was announced
- Whether there was a corresponding SEC action against the issuer, other defendants, or related parties
- Whether the plaintiffs named an auditor and/or underwriter as a codefendant
- Whether the issuer defendant was distressed
- Whether a companion derivative action was filed
- Whether a public pension was a lead plaintiff
- Whether noncash components, such as common stock or warrants, made up a portion of the settlement fund
- Whether the plaintiffs alleged that securities other than common stock were damaged
- Whether criminal charges/indictments were brought with similar allegations to the underlying class action
- Whether the issuer traded on a non-major exchange

## Research Sample

- The database used in this report focuses on cases alleging fraudulent inflation in the price of a corporation's common stock (i.e., excluding cases with alleged classes of only bondholders, preferred stockholders, etc., and excluding cases alleging fraudulent depression in price and M&A cases).
- The sample is limited to cases alleging Rule 10b-5, Section 11, and/or Section 12(a)(2) claims brought by purchasers of a corporation's common stock. These criteria are imposed to ensure data availability and to provide a relatively homogeneous set of cases in terms of the nature of the allegations.
- The current sample includes 1,621 securities class actions filed after passage of the Reform Act (1995) and settled from 1996 through 2016. These settlements are identified based on a review of case activity collected by Securities Class Action Services LLC (SCAS).<sup>12</sup>
- The designated settlement year, for purposes of this report, corresponds to the year in which the hearing to approve the settlement was held.<sup>13</sup> Cases involving multiple settlements are reflected in the year of the most recent partial settlement, provided certain conditions are met.<sup>14</sup>

## Data Sources

In addition to SCAS, data sources include Dow Jones Factiva, Bloomberg, the Center for Research in Security Prices (CRSP) at University of Chicago Booth School of Business, Standard & Poor's Compustat, court filings and dockets, SEC registrant filings, SEC litigation releases and administrative proceedings, LexisNexis, and public press.

# Endnotes

- <sup>1</sup> *Securities Class Action Filings—2016 Year in Review*, Cornerstone Research, 2017.
- <sup>2</sup> The simplified “estimated damages” model is applied to common stock only. For all cases involving Rule 10b-5 claims, damages are calculated using a market-adjusted, backward-pegged value line. For cases involving only Section 11 and/or Section 12(a)(2) claims (1933 Act Claims), damages are calculated using a model that caps the purchase price at the offering price. Volume reduction assumptions are based on the exchange on which the issuer’s common stock traded. Finally, no adjustments for institutions, insiders, or short sellers are made to the underlying float.
- <sup>3</sup> The dates used to identify the applicable inflation bands may be supplemented with information from the operative complaint at the time of settlement.
- <sup>4</sup> Tiered damages are calculated for cases that settled after 2005. The calculation of tiered damages utilizes a single value line when there is one alleged corrective disclosure date (at the end of the class period) or a tiered value line when there are multiple dates identified in the settlement notice.
- <sup>5</sup> This measure does not incorporate additional stock price declines during the alleged class period that may affect certain purchasers’ potential damages claims. As this measure does not isolate movements in the defendant’s stock price that are related to case allegations, it is not intended to represent an estimate of investor losses. The DDL calculation also does not apply a model of investors’ share-trading behavior to estimate the number of shares damaged.
- <sup>6</sup> Intensified activity in the U.S. IPO market in recent years, in tandem with the increase in Section 11 filings (either alone or together with Rule 10b-5 claims), suggests that these cases are likely to be more prevalent in the near future. However, a slowdown in IPO activity reported in 2016 may eventually contribute to a reduction in ‘33 Act claim only cases.
- <sup>7</sup> See *Securities Class Action Filings—2016 Year in Review*, Cornerstone Research, 2017, page 4.
- <sup>8</sup> The three categories of accounting issues analyzed in this report are: (1) GAAP violations—cases with allegations involving Generally Accepted Accounting Principles (GAAP); (2) restatements—cases involving a restatement (or announcement of a restatement) of financial statements; and (3) accounting irregularities—cases in which the defendant has reported the occurrence of accounting irregularities (intentional misstatements or omissions) in its financial statements.
- <sup>9</sup> This is true whether or not the settlement of the derivative action coincides with the settlement of the underlying class action, or occurs at a different time.
- <sup>10</sup> It could be that the merits in such cases are stronger, or simply that the presence of an accompanying SEC action provides plaintiffs with increased leverage when negotiating a settlement.
- <sup>11</sup> The Securities Enforcement Empirical Database (SEED) tracks and records information for SEC enforcement actions filed against public companies traded on major U.S. exchanges and their subsidiaries. Created by the NYU Pollack Center for Law & Business in cooperation with Cornerstone Research, SEED facilitates the analysis and reporting of SEC enforcement actions through regular updates of new filings and settlement information for ongoing enforcement actions.
- <sup>12</sup> Available on a subscription basis.
- <sup>13</sup> Movements of partial settlements between years can cause differences in amounts reported for prior years from those presented in earlier reports.
- <sup>14</sup> This categorization is based on the timing of the settlement approval. If a new partial settlement equals or exceeds 50 percent of the then-current settlement fund amount, the entirety of the settlement amount is re-categorized to reflect the settlement hearing date of the most recent partial settlement. If a subsequent partial settlement is less than 50 percent of the then-current total, the partial settlement is added to the total settlement amount and the settlement hearing date is left unchanged.

# Appendices

## Appendix 1: Settlement Percentiles

(Dollars in Millions)

	Average	10th	25th	Median	75th	90th
2016	\$70.5	\$1.9	\$4.2	\$8.6	\$33.0	\$146.0
2015	\$38.4	\$1.3	\$2.1	\$6.1	\$15.5	\$92.1
2014	\$18.5	\$1.7	\$2.9	\$6.1	\$13.4	\$50.7
2013	\$74.5	\$2.0	\$3.1	\$6.7	\$22.8	\$85.0
2012	\$64.0	\$1.3	\$2.8	\$9.8	\$37.1	\$120.2
2011	\$22.4	\$2.0	\$2.7	\$6.1	\$19.2	\$44.6
2010	\$39.2	\$2.2	\$4.7	\$12.4	\$27.5	\$87.6
2009	\$42.0	\$2.6	\$4.3	\$9.0	\$22.4	\$74.3
2008	\$31.8	\$2.2	\$4.2	\$8.9	\$21.2	\$56.2
2007	\$76.9	\$1.7	\$3.4	\$10.4	\$20.3	\$92.4
1996–2016	\$43.7	\$1.7	\$3.5	\$8.3	\$20.9	\$74.0

Note: Settlement dollars are adjusted for inflation; 2016 dollar equivalent figures are used.

## Appendix 2: Select Industry Sectors 1996–2016

(Dollars in Millions)

Industry	Number of Settlements	Median Settlement	Median “Estimated Damages”	Median Settlement as a Percentage of “Estimated Damages”
Technology	361	\$7.8	\$324.9	2.8%
Financial	195	\$14.5	\$812.8	2.5%
Telecommunications	151	\$9.1	\$501.8	2.2%
Retail	131	\$7.1	\$246.7	3.8%
Pharmaceuticals	125	\$8.3	\$387.6	2.4%
Healthcare	64	\$8.6	\$296.1	3.3%

Note: Settlement dollars and “estimated damages” are adjusted for inflation; 2016 dollar equivalent figures are used. “Estimated damages” are adjusted for inflation based on class period end dates.

Appendix 3: Settlements by Federal Circuit Court  
2007–2016

(Dollars in Millions)

Circuit	Number of Settlements	Median Number of Docket Entries	Median Settlement	Median Settlement as a Percentage of "Estimated Damages"
First	34	143	\$7.0	2.6%
Second	204	117	\$11.9	2.1%
Third	76	113	\$9.0	2.2%
Fourth	33	137	\$8.3	1.8%
Fifth	44	104	\$6.6	2.0%
Sixth	38	140	\$19.8	3.1%
Seventh	44	146	\$10.2	2.7%
Eighth	20	195	\$10.7	3.3%
Ninth	206	164	\$7.9	2.2%
Tenth	23	153	\$8.4	1.6%
Eleventh	53	134	\$5.2	2.2%
DC	3	267	\$48.1	5.0%

Note: Settlement dollars and "estimated damages" are adjusted for inflation; 2016 dollar equivalent figures are used. "Estimated damages" are adjusted for inflation based on class period end dates.

# About the Authors

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Laarni Bulan is a principal in Cornerstone Research's Boston office, where she specializes in finance. Her work has focused on securities damages and class certification issues, insider trading, merger valuation, risk management, market manipulation and trading behavior, and real estate markets. She has consulted on cases related to financial institutions and the credit crisis, municipal bond mutual funds, asset-backed commercial paper conduits, credit default swaps, foreign exchange, and securities clearing and settlement. Dr. Bulan has published several academic articles in peer-reviewed journals. Her research covers topics in dividend policy, capital structure, executive compensation, corporate governance, and real options. Prior to joining Cornerstone Research, Dr. Bulan had a joint appointment at Brandeis University as an assistant professor of finance in its International Business School and in the economics department.

## **Ellen M. Ryan**

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Ellen Ryan is a director in Cornerstone Research's Boston office, where she works in the securities practice. Ms. Ryan has consulted on economic and financial issues in a variety of cases, including securities class actions, financial institution breach of contract matters, and antitrust litigation. She also has worked with testifying witnesses in corporate governance and breach of fiduciary duty matters. Prior to joining Cornerstone Research, Ms. Ryan worked for Salomon Brothers in New York and Tokyo. Currently she focuses on post-Reform Act settlement research as well as general practice area business and research.

## **Laura E. Simmons**

Ph.D., University of North Carolina at Chapel Hill; M.B.A., University of Houston; B.B.A., University of Texas at Austin

Laura Simmons is a senior advisor with Cornerstone Research. She is a certified public accountant (CPA) and has more than 25 years of experience in accounting practice and economic and financial consulting. Dr. Simmons has focused on damages and liability issues in litigation, as well as on accounting issues arising in a variety of complex commercial litigation matters. She has served as a testifying expert in cases involving accounting analyses, securities case damages, research on securities lawsuits, and other issues involving empirical analyses.

Dr. Simmons's research on pre- and post-Reform Act securities litigation settlements has been published in a number of reports and is frequently cited in the public press and legal journals. She has spoken at various conferences and appeared as a guest on CNBC addressing the topic of securities case settlements. She has also published in academic journals, with recent research focusing on the intersection of accounting and litigation. Dr. Simmons was previously an accounting faculty member at the Mason School of Business at the College of William & Mary. From 1986 to 1991, she was an accountant with Price Waterhouse.

The authors acknowledge the research efforts and significant contributions of their colleagues at Cornerstone Research. Please direct any questions and requests for additional information to the settlement database administrator at [settlement.database@cornerstone.com](mailto:settlement.database@cornerstone.com).

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# **EXHIBIT B**

**SUMMARY LODESTAR AND EXPENSE REPORT***KBC Asset Management NV, et al. v. Aegerion Pharmaceuticals, Inc., et al.***No. 1:14-cv-10105-MLW****Inception through September 22, 2017**

<b>FIRM</b>	<b>HOURS</b>	<b>LODESTAR</b>	<b>EXPENSES</b>
Robbins Geller Rudman & Dowd LLP	2,441.80	\$ 1,526,723.00	\$ 149,669.51
Motley Rice LLC	1,462.75	975,631.25	34,856.96
<b>TOTALS:</b>	<b>3,904.55</b>	<b>\$ 2,502,354.25</b>	<b>\$ 184,526.47</b>

# **EXHIBIT C**

## #13 Ropes & Gray LLP

FIRM	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%										
<b>Ropes &amp; Gray LLP</b>													
Senior Partner	\$856	\$919	7%	\$957	4%	\$996	4%	\$1,026	3%	\$1,047	2%	\$1,089	4%
Partner	\$725	\$766	6%	\$798	4%	\$835	5%	\$860	3%	\$877	2%	\$938	7%
Counsel	\$607	\$667	10%	\$694	4%	\$734	6%	\$756	3%	\$771	2%	\$833	8%
Senior Associate	\$494	\$570	15%	\$594	4%	\$629	6%	\$647	3%	\$660	2%	\$713	8%
8th Year Associate	\$453	\$515	14%	\$536	4%	\$581	8%	\$598	3%	\$610	2%	\$652	7%
7th Year Associate	\$434	\$474	9%	\$494	4%	\$521	5%	\$536	3%	\$547	2%	\$591	8%
6th Year Associate	\$415	\$444	7%	\$463	4%	\$488	6%	\$503	3%	\$513	2%	\$549	7%
5th Year Associate	\$377	\$404	7%	\$421	4%	\$443	5%	\$456	3%	\$465	2%	\$488	5%
4th Year Associate	\$343	\$369	8%	\$385	4%	\$405	5%	\$417	3%	\$425	2%	\$455	7%
3rd Year Associate	\$304	\$329	8%	\$342	4%	\$360	5%	\$371	3%	\$378	2%	\$409	8%
2nd Year Associate	\$277	\$300	8%	\$312	4%	\$328	5%	\$338	3%	\$344	2%	\$358	4%
1st Year Associate (E)	\$252	\$273	8%	\$284	4%	\$299	5%	\$308	3%	\$314	2%	\$330	5%
<b>Overall</b>	<b>\$461</b>	<b>\$502</b>	<b>9%</b>	<b>\$523</b>	<b>4%</b>	<b>\$551</b>	<b>5%</b>	<b>\$568</b>	<b>3%</b>	<b>\$579</b>	<b>2%</b>	<b>\$617</b>	<b>7%</b>

## PRACTICE AREAS

### Bankruptcy

Practice Area	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%										
<b>#13 Ropes &amp; Gray LLP</b>													
Senior Partner	\$914	\$961	5%	\$1,001	4%	\$1,036	3%	\$1,068	3%	\$1,089	2%	\$1,143	5%
Partner	\$853	\$898	5%	\$935	4%	\$981	5%	\$1,011	3%	\$1,031	2%	\$1,083	5%
Counsel	\$621	\$661	6%	\$689	4%	\$716	4%	\$738	3%	\$753	2%	\$806	7%
Senior Associate	\$572	\$643	12%	\$670	4%	\$697	4%	\$718	3%	\$732	2%	\$769	5%
8th Year Associate	\$479	\$557	16%	\$580	4%	\$670	16%	\$690	3%	\$704	2%	\$739	5%
7th Year Associate	\$584	\$621	6%	\$647	4%	\$681	5%	\$702	3%	\$716	2%	\$773	8%
6th Year Associate (E)	\$524	\$562	7%	\$585	4%	\$617	5%	\$636	3%	\$649	2%	\$675	4%
5th Year Associate	\$406	\$441	9%	\$459	4%	\$490	7%	\$504	3%	\$515	2%	\$556	8%
4th Year Associate	\$398	\$431	8%	\$449	4%	\$480	7%	\$495	3%	\$504	2%	\$544	8%
3rd Year Associate (E)	\$363	\$397	9%	\$413	4%	\$440	7%	\$453	3%	\$462	2%	\$494	7%
2nd Year Associate (E)	\$333	\$359	8%	\$374	4%	\$396	6%	\$408	3%	\$416	2%	\$437	5%
1st Year Associate (E)	\$303	\$327	8%	\$341	4%	\$365	7%	\$376	3%	\$383	2%	\$410	7%
<b>Overall</b>	<b>\$529</b>	<b>\$572</b>	<b>8%</b>	<b>\$595</b>	<b>4%</b>	<b>\$631</b>	<b>6%</b>	<b>\$650</b>	<b>3%</b>	<b>\$663</b>	<b>2%</b>	<b>\$702</b>	<b>6%</b>

### Finance

Practice Area	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%										
#13 Ropes & Gray LLP													
Senior Partner	\$874	\$941	8%	\$980	4%	\$1,019	4%	\$1,050	3%	\$1,071	2%	\$1,114	4%
Partner	\$823	\$864	5%	\$900	4%	\$942	5%	\$971	3%	\$990	2%	\$1,040	5%
Counsel	\$892	\$921	3%	\$959	4%	\$997	4%	\$1,027	3%	\$1,048	2%	\$1,132	8%
Senior Associate	\$423	\$443	5%	\$461	4%	\$484	5%	\$498	3%	\$508	2%	\$533	5%
8th Year Associate	\$412	\$433	5%	\$451	4%	\$471	4%	\$486	3%	\$495	2%	\$520	5%
7th Year Associate	\$405	\$437	8%	\$455	4%	\$481	6%	\$496	3%	\$506	2%	\$546	8%
6th Year Associate	\$468	\$501	7%	\$521	4%	\$550	6%	\$567	3%	\$578	2%	\$601	4%
5th Year Associate (E)	\$430	\$454	6%	\$473	4%	\$496	5%	\$510	3%	\$521	2%	\$542	4%
4th Year Associate (E)	\$395	\$410	4%	\$427	4%	\$448	5%	\$462	3%	\$471	2%	\$495	5%
3rd Year Associate (E)	\$362	\$370	2%	\$385	4%	\$409	6%	\$421	3%	\$429	2%	\$450	5%
2nd Year Associate (E)	\$330	\$340	3%	\$354	4%	\$371	5%	\$382	3%	\$389	2%	\$405	4%
1st Year Associate (E)	\$297	\$309	4%	\$322	4%	\$338	5%	\$348	3%	\$355	2%	\$373	5%
<b>Overall</b>	<b>\$509</b>	<b>\$535</b>	<b>5%</b>	<b>\$557</b>	<b>4%</b>	<b>\$584</b>	<b>5%</b>	<b>\$602</b>	<b>3%</b>	<b>\$613</b>	<b>2%</b>	<b>\$646</b>	<b>5%</b>

### Health Care

Practice Area	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%										
#13 Ropes & Gray LLP													
Senior Partner	\$769	\$801	4%	\$835	4%	\$870	4%	\$896	3%	\$914	2%	\$978	7%
Partner (E)	\$499	\$503	1%	\$524	4%	\$536	2%	\$553	3%	\$564	2%	\$587	4%
Counsel (E)	\$449	\$455	1%	\$473	4%	\$475	0%	\$489	3%	\$499	2%	\$539	8%
Senior Associate	\$401	\$406	1%	\$423	4%	\$431	2%	\$444	3%	\$453	2%	\$480	6%
8th Year Associate (E)	\$364	\$378	4%	\$394	4%	\$407	3%	\$419	3%	\$427	2%	\$461	8%
7th Year Associate	\$328	\$350	7%	\$365	4%	\$382	5%	\$394	3%	\$401	2%	\$433	8%
6th Year Associate	\$266	\$288	8%	\$300	4%	\$315	5%	\$324	3%	\$331	2%	\$354	7%
5th Year Associate (E)	\$242	\$264	9%	\$275	4%	\$284	3%	\$292	3%	\$298	2%	\$322	8%
4th Year Associate (E)	\$219	\$243	11%	\$253	4%	\$259	2%	\$266	3%	\$272	2%	\$294	8%
3rd Year Associate (E)	\$201	\$219	9%	\$228	4%	\$238	4%	\$245	3%	\$250	2%	\$270	8%
2nd Year Associate (E)	\$184	\$198	8%	\$206	4%	\$214	4%	\$221	3%	\$225	2%	\$241	7%
1st Year Associate (E)	\$170	\$179	5%	\$186	4%	\$193	4%	\$199	3%	\$203	2%	\$219	8%
<b>Overall</b>	<b>\$341</b>	<b>\$357</b>	<b>5%</b>	<b>\$372</b>	<b>4%</b>	<b>\$384</b>	<b>3%</b>	<b>\$395</b>	<b>3%</b>	<b>\$403</b>	<b>2%</b>	<b>\$431</b>	<b>7%</b>

### Investigations

Practice Area	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%										
<b>#13 Ropes &amp; Gray LLP</b>													
Senior Partner	\$812	\$846	4%	\$882	4%	\$926	5%	\$954	3%	\$973	2%	\$1,012	4%
Partner	\$737	\$768	4%	\$800	4%	\$835	4%	\$860	3%	\$877	2%	\$912	4%
Counsel	\$709	\$740	4%	\$771	4%	\$804	4%	\$828	3%	\$845	2%	\$887	5%
Senior Associate	\$763	\$768	1%	\$800	4%	\$817	2%	\$842	3%	\$859	2%	\$911	6%
8th Year Associate (E)	\$583	\$600	3%	\$625	4%	\$644	3%	\$664	3%	\$677	2%	\$704	4%
7th Year Associate	\$403	\$432	7%	\$450	4%	\$471	5%	\$485	3%	\$495	2%	\$520	5%
6th Year Associate (E)	\$367	\$389	6%	\$405	4%	\$425	5%	\$437	3%	\$446	2%	\$468	5%
5th Year Associate (E)	\$333	\$354	6%	\$369	4%	\$388	5%	\$399	3%	\$407	2%	\$435	7%
4th Year Associate (E)	\$302	\$323	7%	\$336	4%	\$353	5%	\$363	3%	\$371	2%	\$401	8%
3rd Year Associate (E)	\$272	\$296	9%	\$309	4%	\$323	5%	\$332	3%	\$339	2%	\$359	6%
2nd Year Associate (E)	\$246	\$270	10%	\$282	4%	\$296	5%	\$305	3%	\$311	2%	\$333	7%
1st Year Associate (E)	\$223	\$246	10%	\$256	4%	\$270	5%	\$278	3%	\$284	2%	\$304	7%
<b>Overall</b>	<b>\$479</b>	<b>\$503</b>	<b>5%</b>	<b>\$524</b>	<b>4%</b>	<b>\$546</b>	<b>4%</b>	<b>\$562</b>	<b>3%</b>	<b>\$574</b>	<b>2%</b>	<b>\$604</b>	<b>5%</b>

### Labor and Employment

Practice Area	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%										
<b>#13 Ropes &amp; Gray LLP</b>													
Senior Partner	\$1,002	\$1,010	1%	\$1,052	4%	\$1,096	4%	\$1,129	3%	\$1,152	2%	\$1,198	4%
Partner	\$722	\$725	0%	\$755	4%	\$785	4%	\$809	3%	\$825	2%	\$875	6%
Counsel	\$654	\$682	4%	\$711	4%	\$738	4%	\$760	3%	\$776	2%	\$807	4%
Senior Associate	\$624	\$686	10%	\$715	4%	\$736	3%	\$758	3%	\$773	2%	\$827	7%
8th Year Associate (E)	\$451	\$518	15%	\$540	4%	\$560	4%	\$577	3%	\$588	2%	\$623	6%
7th Year Associate	\$363	\$382	5%	\$398	4%	\$415	4%	\$427	3%	\$436	2%	\$453	4%
6th Year Associate	\$354	\$372	5%	\$388	4%	\$407	5%	\$419	3%	\$427	2%	\$448	5%
5th Year Associate (E)	\$325	\$343	6%	\$357	4%	\$369	3%	\$380	3%	\$388	2%	\$404	4%
4th Year Associate (E)	\$293	\$311	6%	\$324	4%	\$339	5%	\$349	3%	\$356	2%	\$381	7%
3rd Year Associate (E)	\$266	\$286	8%	\$298	4%	\$312	5%	\$321	3%	\$328	2%	\$348	6%
2nd Year Associate (E)	\$244	\$259	6%	\$269	4%	\$283	5%	\$291	3%	\$297	2%	\$315	6%
1st Year Associate (E)	\$225	\$235	4%	\$245	4%	\$259	6%	\$267	3%	\$272	2%	\$291	7%
<b>Overall</b>	<b>\$460</b>	<b>\$484</b>	<b>5%</b>	<b>\$504</b>	<b>4%</b>	<b>\$525</b>	<b>4%</b>	<b>\$541</b>	<b>3%</b>	<b>\$552</b>	<b>2%</b>	<b>\$581</b>	<b>5%</b>

### Life Sciences

Practice Area	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%	Rate	%	Rate	%	Rate	%	Rate	%	Rate	%
#13 Ropes & Gray LLP													
Senior Partner (E)	\$767	\$913	19%	\$951	4%	\$982	3%	\$1,012	3%	\$1,032	2%	\$1,094	6%
Partner	\$695	\$811	17%	\$845	4%	\$878	4%	\$904	3%	\$922	2%	\$996	8%
Counsel	\$621	\$641	3%	\$668	4%	\$696	4%	\$717	3%	\$731	2%	\$760	4%
Senior Associate	\$474	\$526	11%	\$548	4%	\$580	6%	\$598	3%	\$610	2%	\$647	6%
8th Year Associate (E)	\$462	\$514	11%	\$535	4%	\$565	6%	\$581	3%	\$593	2%	\$623	5%
7th Year Associate	\$451	\$499	11%	\$520	4%	\$549	6%	\$565	3%	\$576	2%	\$616	7%
6th Year Associate (E)	\$412	\$453	10%	\$472	4%	\$496	5%	\$511	3%	\$522	2%	\$548	5%
5th Year Associate (E)	\$376	\$415	10%	\$432	4%	\$450	4%	\$463	3%	\$473	2%	\$501	6%
4th Year Associate (E)	\$343	\$380	11%	\$396	4%	\$406	3%	\$418	3%	\$427	2%	\$457	7%
3rd Year Associate (E)	\$309	\$342	11%	\$356	4%	\$368	3%	\$379	3%	\$387	2%	\$406	5%
2nd Year Associate (E)	\$283	\$313	11%	\$326	4%	\$338	4%	\$348	3%	\$355	2%	\$383	8%
1st Year Associate (E)	\$257	\$286	11%	\$298	4%	\$309	4%	\$319	3%	\$325	2%	\$351	8%
Overall	\$454	\$508	12%	\$529	4%	\$551	4%	\$568	3%	\$579	2%	\$615	6%

### Litigation

Practice Area	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%	Rate	%								
#13 Ropes & Gray LLP													
Senior Partner	\$770	\$806	5%	\$840	4%	\$878	5%	\$905	3%	\$923	2%	\$960	4%
Partner	\$764	\$798	4%	\$831	4%	\$875	5%	\$901	3%	\$919	2%	\$974	6%
Counsel	\$538	\$634	18%	\$660	4%	\$664	1%	\$684	3%	\$698	2%	\$733	5%
Senior Associate	\$525	\$618	18%	\$644	4%	\$645	0%	\$664	3%	\$678	2%	\$732	8%
8th Year Associate	\$563	\$607	8%	\$632	4%	\$669	6%	\$689	3%	\$703	2%	\$745	6%
7th Year Associate	\$548	\$593	8%	\$618	4%	\$651	5%	\$671	3%	\$684	2%	\$725	6%
6th Year Associate (E)	\$534	\$578	8%	\$602	4%	\$636	6%	\$655	3%	\$668	2%	\$721	8%
5th Year Associate	\$523	\$562	7%	\$586	4%	\$621	6%	\$640	3%	\$653	2%	\$686	5%
4th Year Associate (E)	\$434	\$469	8%	\$489	4%	\$519	6%	\$535	3%	\$545	2%	\$578	6%
3rd Year Associate	\$345	\$376	9%	\$391	4%	\$417	7%	\$430	3%	\$438	2%	\$469	7%
2nd Year Associate (E)	\$312	\$346	11%	\$360	4%	\$381	6%	\$393	3%	\$401	2%	\$421	5%
1st Year Associate (E)	\$281	\$315	12%	\$328	4%	\$348	6%	\$359	3%	\$366	2%	\$381	4%
Overall	\$511	\$559	9%	\$582	4%	\$609	5%	\$627	3%	\$640	2%	\$677	6%

### Mergers & Acquisitions

Practice Area	2011		2012		2013		2014		2015		2016		2017e	
	Rate	Rate	%	Rate	%	Rate	%	Rate	%	Rate	%	Rate	%	
#13 Ropes & Gray LLP														
Senior Partner	\$864	\$1,032	19%	\$1,075	4%	\$1,125	5%	\$1,159	3%	\$1,182	2%	\$1,253	6%	
Partner	\$790	\$852	8%	\$887	4%	\$921	4%	\$948	3%	\$967	2%	\$1,015	5%	
Counsel	\$488	\$525	8%	\$663	26%	\$698	5%	\$719	3%	\$733	2%	\$784	7%	
Senior Associate	\$468	\$514	10%	\$643	25%	\$684	6%	\$705	3%	\$719	2%	\$748	4%	
8th Year Associate	\$429	\$499	16%	\$616	24%	\$670	9%	\$690	3%	\$704	2%	\$760	8%	
7th Year Associate	\$433	\$492	14%	\$512	4%	\$536	5%	\$552	3%	\$563	2%	\$586	4%	
6th Year Associate	\$417	\$456	9%	\$475	4%	\$506	7%	\$521	3%	\$532	2%	\$575	8%	
5th Year Associate (E)	\$408	\$444	9%	\$462	4%	\$494	7%	\$508	3%	\$519	2%	\$550	6%	
4th Year Associate	\$399	\$432	8%	\$450	4%	\$480	7%	\$494	3%	\$504	2%	\$529	5%	
3rd Year Associate	\$335	\$362	8%	\$378	4%	\$403	7%	\$415	3%	\$424	2%	\$441	4%	
2nd Year Associate (E)	\$303	\$328	8%	\$342	4%	\$367	7%	\$378	3%	\$385	2%	\$408	6%	
1st Year Associate (E)	\$273	\$300	10%	\$313	4%	\$336	7%	\$346	3%	\$353	2%	\$378	7%	
<b>Overall</b>	<b>\$467</b>	<b>\$520</b>	<b>11%</b>	<b>\$568</b>	<b>9%</b>	<b>\$602</b>	<b>6%</b>	<b>\$620</b>	<b>3%</b>	<b>\$632</b>	<b>2%</b>	<b>\$669</b>	<b>6%</b>	

### Patent

Practice Area	2011		2012		2013		2014		2015		2016		2017e	
	Rate	Rate	%											
#13 Ropes & Gray LLP														
Senior Partner	\$847	\$896	6%	\$933	4%	\$967	4%	\$996	3%	\$1,016	2%	\$1,092	7%	
Partner	\$682	\$715	5%	\$744	4%	\$773	4%	\$796	3%	\$812	2%	\$867	7%	
Counsel	\$666	\$695	4%	\$724	4%	\$752	4%	\$774	3%	\$790	2%	\$850	8%	
Senior Associate	\$398	\$405	2%	\$422	4%	\$436	3%	\$449	3%	\$458	2%	\$469	2%	
8th Year Associate (E)	\$359	\$370	3%	\$386	4%	\$394	2%	\$406	3%	\$414	2%	\$424	2%	
7th Year Associate (E)	\$329	\$334	2%	\$348	4%	\$359	3%	\$370	3%	\$378	2%	\$383	1%	
6th Year Associate (E)	\$299	\$306	2%	\$319	4%	\$328	3%	\$338	3%	\$344	2%	\$350	2%	
5th Year Associate (E)	\$270	\$277	3%	\$289	4%	\$299	3%	\$308	3%	\$314	2%	\$316	1%	
4th Year Associate (E)	\$243	\$252	4%	\$263	4%	\$273	4%	\$281	3%	\$286	2%	\$291	2%	
3rd Year Associate (E)	\$223	\$232	4%	\$242	4%	\$251	4%	\$258	3%	\$263	2%	\$267	2%	
2nd Year Associate (E)	\$205	\$213	4%	\$222	4%	\$228	3%	\$235	3%	\$240	2%	\$241	0%	
1st Year Associate (E)	\$187	\$194	4%	\$202	4%	\$210	4%	\$216	3%	\$220	2%	\$233	6%	
<b>Overall</b>	<b>\$392</b>	<b>\$407</b>	<b>4%</b>	<b>\$425</b>	<b>4%</b>	<b>\$439</b>	<b>3%</b>	<b>\$452</b>	<b>3%</b>	<b>\$461</b>	<b>2%</b>	<b>\$482</b>	<b>4%</b>	

### White Collar

Practice Area	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%	Rate	%	Rate	%	Rate	%	Rate	%	Rate	%
#13 Ropes & Gray LLP													
Senior Partner	\$942	\$984	4%	\$1,025	4%	\$1,062	4%	\$1,094	3%	\$1,116	2%	\$1,194	7%
Partner	\$681	\$728	7%	\$759	4%	\$819	8%	\$844	3%	\$861	2%	\$913	6%
Counsel	\$662	\$711	7%	\$741	4%	\$796	7%	\$819	3%	\$836	2%	\$886	6%
Senior Associate	\$647	\$691	7%	\$720	4%	\$775	8%	\$798	3%	\$814	2%	\$863	6%
8th Year Associate (E)	\$634	\$671	6%	\$699	4%	\$755	8%	\$778	3%	\$793	2%	\$849	7%
7th Year Associate (E)	\$573	\$603	5%	\$628	4%	\$680	8%	\$700	3%	\$714	2%	\$764	7%
6th Year Associate (E)	\$512	\$537	5%	\$559	4%	\$602	8%	\$620	3%	\$632	2%	\$670	6%
5th Year Associate (E)	\$456	\$486	7%	\$507	4%	\$537	6%	\$553	3%	\$564	2%	\$598	6%
4th Year Associate	\$404	\$440	9%	\$458	4%	\$488	7%	\$502	3%	\$512	2%	\$543	6%
3rd Year Associate (E)	\$363	\$405	12%	\$422	4%	\$441	5%	\$455	3%	\$464	2%	\$487	5%
2nd Year Associate (E)	\$334	\$373	12%	\$388	4%	\$403	4%	\$415	3%	\$423	2%	\$448	6%
1st Year Associate (E)	\$301	\$336	12%	\$350	4%	\$362	3%	\$373	3%	\$381	2%	\$411	8%
Overall	\$542	\$580	7%	\$605	4%	\$643	6%	\$663	3%	\$676	2%	\$719	6%

### INDUSTRIES

#### Arts/Entertainment

Industry	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%	Rate	%	Rate	%	Rate	%	Rate	%	Rate	%
#13 Ropes & Gray LLP													
Senior Partner	\$825	\$878	6%	\$915	4%	\$955	4%	\$984	3%	\$1,004	2%	\$1,074	7%
Partner	\$720	\$752	4%	\$783	4%	\$815	4%	\$840	3%	\$857	2%	\$891	4%
Counsel	\$703	\$732	4%	\$763	4%	\$793	4%	\$817	3%	\$833	2%	\$875	5%
Senior Associate	\$582	\$686	18%	\$715	4%	\$739	3%	\$761	3%	\$777	2%	\$839	8%
8th Year Associate	\$479	\$557	16%	\$580	4%	\$610	5%	\$628	3%	\$640	2%	\$678	6%
7th Year Associate	\$379	\$432	14%	\$450	4%	\$476	6%	\$490	3%	\$500	2%	\$520	4%
6th Year Associate	\$358	\$367	3%	\$383	4%	\$403	5%	\$415	3%	\$423	2%	\$448	6%
5th Year Associate	\$255	\$275	8%	\$286	4%	\$301	5%	\$310	3%	\$316	2%	\$332	5%
4th Year Associate	\$240	\$259	8%	\$270	4%	\$284	5%	\$292	3%	\$298	2%	\$319	7%
3rd Year Associate (E)	\$216	\$236	9%	\$246	4%	\$261	6%	\$269	3%	\$274	2%	\$293	7%
2nd Year Associate (E)	\$198	\$214	8%	\$223	4%	\$239	7%	\$246	3%	\$251	2%	\$271	8%
1st Year Associate (E)	\$178	\$194	9%	\$202	4%	\$215	6%	\$221	3%	\$226	2%	\$242	7%
Overall	\$428	\$465	9%	\$485	4%	\$508	5%	\$523	3%	\$533	2%	\$565	6%

### Automotive

Industry	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%										
#13 Ropes & Gray LLP													
Senior Partner	\$928	\$966	4%	\$1,006	4%	\$1,042	4%	\$1,074	3%	\$1,095	2%	\$1,183	8%
Partner	\$907	\$937	3%	\$976	4%	\$1,014	4%	\$1,045	3%	\$1,066	2%	\$1,141	7%
Counsel	\$844	\$877	4%	\$914	4%	\$951	4%	\$980	3%	\$999	2%	\$1,059	6%
Senior Associate	\$531	\$532	0%	\$554	4%	\$567	2%	\$584	3%	\$596	2%	\$632	6%
8th Year Associate	\$357	\$375	5%	\$390	4%	\$406	4%	\$418	3%	\$427	2%	\$457	7%
7th Year Associate (E)	\$328	\$344	5%	\$358	4%	\$367	3%	\$378	3%	\$386	2%	\$401	4%
6th Year Associate (E)	\$300	\$311	4%	\$323	4%	\$331	2%	\$341	3%	\$348	2%	\$362	4%
5th Year Associate (E)	\$273	\$280	3%	\$292	4%	\$299	2%	\$308	3%	\$315	2%	\$337	7%
4th Year Associate (E)	\$248	\$256	3%	\$267	4%	\$275	3%	\$283	3%	\$289	2%	\$312	8%
3rd Year Associate (E)	\$227	\$234	3%	\$244	4%	\$253	4%	\$260	3%	\$266	2%	\$287	8%
2nd Year Associate (E)	\$208	\$216	4%	\$224	4%	\$232	4%	\$239	3%	\$244	2%	\$259	6%
1st Year Associate (E)	\$189	\$197	4%	\$205	4%	\$213	4%	\$220	3%	\$224	2%	\$235	5%
<b>Overall</b>	<b>\$445</b>	<b>\$460</b>	<b>3%</b>	<b>\$479</b>	<b>4%</b>	<b>\$496</b>	<b>3%</b>	<b>\$511</b>	<b>3%</b>	<b>\$521</b>	<b>2%</b>	<b>\$555</b>	<b>7%</b>

### Bankruptcy

Industry	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%										
#13 Ropes & Gray LLP													
Senior Partner	\$905	\$938	4%	\$977	4%	\$1,013	4%	\$1,043	3%	\$1,064	2%	\$1,149	8%
Partner	\$813	\$844	4%	\$879	4%	\$917	4%	\$945	3%	\$964	2%	\$1,031	7%
Counsel	\$793	\$823	4%	\$857	4%	\$891	4%	\$918	3%	\$937	2%	\$984	5%
Senior Associate	\$589	\$598	2%	\$622	4%	\$642	3%	\$661	3%	\$674	2%	\$701	4%
8th Year Associate	\$413	\$440	7%	\$458	4%	\$481	5%	\$496	3%	\$506	2%	\$546	8%
7th Year Associate	\$405	\$427	5%	\$445	4%	\$468	5%	\$482	3%	\$491	2%	\$520	6%
6th Year Associate	\$508	\$540	6%	\$563	4%	\$596	6%	\$613	3%	\$626	2%	\$670	7%
5th Year Associate	\$255	\$272	7%	\$283	4%	\$297	5%	\$306	3%	\$312	2%	\$334	7%
4th Year Associate	\$384	\$415	8%	\$433	4%	\$457	6%	\$471	3%	\$480	2%	\$509	6%
3rd Year Associate	\$349	\$372	7%	\$387	4%	\$409	6%	\$422	3%	\$430	2%	\$464	8%
2nd Year Associate	\$339	\$373	10%	\$389	4%	\$415	7%	\$427	3%	\$436	2%	\$453	4%
1st Year Associate (E)	\$306	\$337	10%	\$351	4%	\$375	7%	\$386	3%	\$394	2%	\$418	6%
<b>Overall</b>	<b>\$505</b>	<b>\$532</b>	<b>5%</b>	<b>\$554</b>	<b>4%</b>	<b>\$580</b>	<b>5%</b>	<b>\$598</b>	<b>3%</b>	<b>\$610</b>	<b>2%</b>	<b>\$648</b>	<b>6%</b>

### Consulting

Industry	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%										
#13 Ropes & Gray LLP													
Senior Partner	\$804	\$949	18%	\$989	4%	\$1,024	4%	\$1,054	3%	\$1,075	2%	\$1,161	8%
Partner	\$846	\$849	0%	\$884	4%	\$926	5%	\$953	3%	\$972	2%	\$1,030	6%
Counsel	\$667	\$692	4%	\$721	4%	\$751	4%	\$773	3%	\$789	2%	\$828	5%
Senior Associate	\$605	\$642	6%	\$669	4%	\$684	2%	\$705	3%	\$719	2%	\$755	5%
8th Year Associate	\$475	\$543	14%	\$566	4%	\$593	5%	\$611	3%	\$623	2%	\$667	7%
7th Year Associate	\$393	\$416	6%	\$433	4%	\$458	6%	\$472	3%	\$481	2%	\$519	8%
6th Year Associate	\$379	\$403	6%	\$420	4%	\$441	5%	\$455	3%	\$464	2%	\$496	7%
5th Year Associate	\$256	\$277	8%	\$289	4%	\$306	6%	\$316	3%	\$322	2%	\$345	7%
4th Year Associate (E)	\$231	\$254	10%	\$264	4%	\$276	5%	\$285	3%	\$290	2%	\$310	7%
3rd Year Associate (E)	\$208	\$232	12%	\$241	4%	\$251	4%	\$259	3%	\$264	2%	\$280	6%
2nd Year Associate (E)	\$188	\$212	13%	\$221	4%	\$229	4%	\$236	3%	\$241	2%	\$258	7%
1st Year Associate (E)	\$170	\$192	13%	\$200	4%	\$209	5%	\$215	3%	\$219	2%	\$228	4%
<b>Overall</b>	<b>\$435</b>	<b>\$472</b>	<b>8%</b>	<b>\$491</b>	<b>4%</b>	<b>\$512</b>	<b>4%</b>	<b>\$528</b>	<b>3%</b>	<b>\$538</b>	<b>2%</b>	<b>\$573</b>	<b>6%</b>

### Energy

Industry	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%										
#13 Ropes & Gray LLP													
Senior Partner	\$1,042	\$1,085	4%	\$1,131	4%	\$1,176	4%	\$1,212	3%	\$1,236	2%	\$1,298	5%
Partner	\$800	\$839	5%	\$874	4%	\$906	4%	\$933	3%	\$952	2%	\$990	4%
Counsel	\$665	\$689	4%	\$717	4%	\$750	5%	\$772	3%	\$788	2%	\$827	5%
Senior Associate	\$715	\$725	1%	\$756	4%	\$777	3%	\$800	3%	\$816	2%	\$849	4%
8th Year Associate	\$595	\$634	7%	\$661	4%	\$695	5%	\$715	3%	\$730	2%	\$774	6%
7th Year Associate	\$582	\$619	6%	\$645	4%	\$677	5%	\$698	3%	\$711	2%	\$761	7%
6th Year Associate	\$571	\$607	6%	\$632	4%	\$662	5%	\$682	3%	\$696	2%	\$752	8%
5th Year Associate	\$450	\$476	6%	\$496	4%	\$524	6%	\$539	3%	\$550	2%	\$578	5%
4th Year Associate	\$393	\$423	8%	\$441	4%	\$471	7%	\$485	3%	\$495	2%	\$535	8%
3rd Year Associate	\$339	\$371	9%	\$386	4%	\$409	6%	\$421	3%	\$429	2%	\$463	8%
2nd Year Associate (E)	\$306	\$335	9%	\$349	4%	\$371	6%	\$382	3%	\$389	2%	\$412	6%
1st Year Associate (E)	\$280	\$301	8%	\$314	4%	\$334	6%	\$344	3%	\$351	2%	\$379	8%
<b>Overall</b>	<b>\$562</b>	<b>\$592</b>	<b>5%</b>	<b>\$617</b>	<b>4%</b>	<b>\$646</b>	<b>5%</b>	<b>\$665</b>	<b>3%</b>	<b>\$679</b>	<b>2%</b>	<b>\$718</b>	<b>6%</b>

### Financial Services

Industry	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%										
#13 Ropes & Gray LLP													
Senior Partner	\$992	\$1,039	5%	\$1,082	4%	\$1,137	5%	\$1,171	3%	\$1,194	2%	\$1,242	4%
Partner	\$799	\$836	5%	\$871	4%	\$917	5%	\$944	3%	\$963	2%	\$1,040	8%
Counsel	\$782	\$814	4%	\$848	4%	\$892	5%	\$919	3%	\$937	2%	\$974	4%
Senior Associate	\$696	\$701	1%	\$730	4%	\$754	3%	\$777	3%	\$792	2%	\$832	5%
8th Year Associate	\$591	\$629	6%	\$656	4%	\$693	6%	\$714	3%	\$728	2%	\$779	7%
7th Year Associate	\$579	\$612	6%	\$638	4%	\$674	6%	\$694	3%	\$708	2%	\$765	8%
6th Year Associate	\$536	\$572	7%	\$596	4%	\$624	5%	\$643	3%	\$656	2%	\$682	4%
5th Year Associate	\$433	\$457	6%	\$476	4%	\$500	5%	\$515	3%	\$525	2%	\$567	8%
4th Year Associate	\$424	\$448	6%	\$466	4%	\$488	5%	\$503	3%	\$513	2%	\$549	7%
3rd Year Associate	\$343	\$369	8%	\$385	4%	\$408	6%	\$421	3%	\$429	2%	\$459	7%
2nd Year Associate	\$235	\$258	10%	\$269	4%	\$286	6%	\$295	3%	\$301	2%	\$316	5%
1st Year Associate (E)	\$213	\$235	10%	\$245	4%	\$260	6%	\$268	3%	\$273	2%	\$295	8%
<b>Overall</b>	<b>\$552</b>	<b>\$581</b>	<b>5%</b>	<b>\$605</b>	<b>4%</b>	<b>\$636</b>	<b>5%</b>	<b>\$655</b>	<b>3%</b>	<b>\$668</b>	<b>2%</b>	<b>\$708</b>	<b>6%</b>

### Home Furnishings

Industry	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%										
#13 Ropes & Gray LLP													
Senior Partner	\$881	\$919	4%	\$957	4%	\$1,004	5%	\$1,034	3%	\$1,055	2%	\$1,139	8%
Partner	\$692	\$728	5%	\$758	4%	\$784	3%	\$808	3%	\$824	2%	\$890	8%
Counsel	\$668	\$693	4%	\$722	4%	\$752	4%	\$775	3%	\$790	2%	\$830	5%
Senior Associate	\$470	\$471	0%	\$491	4%	\$508	3%	\$523	3%	\$534	2%	\$571	7%
8th Year Associate (E)	\$408	\$425	4%	\$443	4%	\$458	3%	\$472	3%	\$482	2%	\$521	8%
7th Year Associate (E)	\$370	\$386	4%	\$402	4%	\$413	3%	\$426	3%	\$434	2%	\$469	8%
6th Year Associate (E)	\$337	\$351	4%	\$365	4%	\$375	3%	\$386	3%	\$394	2%	\$414	5%
5th Year Associate (E)	\$308	\$320	4%	\$334	4%	\$339	1%	\$349	3%	\$356	2%	\$384	8%
4th Year Associate (E)	\$281	\$292	4%	\$305	4%	\$309	1%	\$318	3%	\$325	2%	\$348	7%
3rd Year Associate (E)	\$253	\$263	4%	\$274	4%	\$279	2%	\$287	3%	\$293	2%	\$311	6%
2nd Year Associate (E)	\$227	\$237	4%	\$247	4%	\$253	2%	\$261	3%	\$266	2%	\$285	7%
1st Year Associate (E)	\$209	\$217	4%	\$226	4%	\$228	1%	\$235	3%	\$239	2%	\$249	4%
<b>Overall</b>	<b>\$425</b>	<b>\$442</b>	<b>4%</b>	<b>\$460</b>	<b>4%</b>	<b>\$475</b>	<b>3%</b>	<b>\$490</b>	<b>3%</b>	<b>\$499</b>	<b>2%</b>	<b>\$534</b>	<b>7%</b>

### Hotel and Casino

Industry	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%										
#13 Ropes & Gray LLP													
Senior Partner	\$767	\$800	4%	\$833	4%	\$872	5%	\$898	3%	\$916	2%	\$980	7%
Partner	\$771	\$805	4%	\$838	4%	\$868	4%	\$894	3%	\$912	2%	\$976	7%
Counsel	\$630	\$658	4%	\$686	4%	\$715	4%	\$736	3%	\$751	2%	\$789	5%
Senior Associate	\$651	\$665	2%	\$692	4%	\$711	3%	\$732	3%	\$747	2%	\$807	8%
8th Year Associate	\$441	\$466	6%	\$485	4%	\$506	4%	\$522	3%	\$532	2%	\$569	7%
7th Year Associate	\$393	\$420	7%	\$437	4%	\$462	6%	\$476	3%	\$485	2%	\$504	4%
6th Year Associate	\$354	\$382	8%	\$398	4%	\$418	5%	\$431	3%	\$439	2%	\$474	8%
5th Year Associate (E)	\$321	\$343	7%	\$358	4%	\$381	6%	\$393	3%	\$401	2%	\$433	8%
4th Year Associate (E)	\$291	\$310	7%	\$323	4%	\$344	7%	\$355	3%	\$362	2%	\$387	7%
3rd Year Associate (E)	\$262	\$283	8%	\$295	4%	\$313	6%	\$322	3%	\$329	2%	\$352	7%
2nd Year Associate (E)	\$241	\$260	8%	\$271	4%	\$282	4%	\$290	3%	\$296	2%	\$311	5%
1st Year Associate (E)	\$218	\$235	8%	\$244	4%	\$256	5%	\$264	3%	\$269	2%	\$280	4%
<b>Overall</b>	<b>\$445</b>	<b>\$469</b>	<b>5%</b>	<b>\$488</b>	<b>4%</b>	<b>\$511</b>	<b>5%</b>	<b>\$526</b>	<b>3%</b>	<b>\$537</b>	<b>2%</b>	<b>\$572</b>	<b>7%</b>

### Legal

Industry	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%										
#13 Ropes & Gray LLP													
Senior Partner	\$956	\$1,003	5%	\$1,045	4%	\$1,084	4%	\$1,117	3%	\$1,139	2%	\$1,230	8%
Partner	\$746	\$787	5%	\$820	4%	\$855	4%	\$881	3%	\$898	2%	\$970	8%
Counsel	\$656	\$688	5%	\$717	4%	\$748	4%	\$770	3%	\$786	2%	\$833	6%
Senior Associate	\$637	\$667	5%	\$695	4%	\$728	5%	\$750	3%	\$765	2%	\$811	6%
8th Year Associate	\$585	\$617	5%	\$642	4%	\$672	5%	\$692	3%	\$706	2%	\$762	8%
7th Year Associate	\$524	\$559	7%	\$582	4%	\$615	6%	\$633	3%	\$646	2%	\$691	7%
6th Year Associate	\$465	\$505	9%	\$526	4%	\$550	5%	\$567	3%	\$578	2%	\$601	4%
5th Year Associate	\$371	\$401	8%	\$418	4%	\$443	6%	\$456	3%	\$465	2%	\$502	8%
4th Year Associate	\$287	\$311	8%	\$324	4%	\$341	5%	\$351	3%	\$358	2%	\$383	7%
3rd Year Associate (E)	\$260	\$280	8%	\$291	4%	\$313	8%	\$322	3%	\$329	2%	\$352	7%
2nd Year Associate (E)	\$238	\$253	6%	\$264	4%	\$286	8%	\$294	3%	\$300	2%	\$321	7%
1st Year Associate (E)	\$214	\$229	7%	\$239	4%	\$259	8%	\$267	3%	\$272	2%	\$294	8%
<b>Overall</b>	<b>\$495</b>	<b>\$525</b>	<b>6%</b>	<b>\$547</b>	<b>4%</b>	<b>\$575</b>	<b>5%</b>	<b>\$592</b>	<b>3%</b>	<b>\$604</b>	<b>2%</b>	<b>\$646</b>	<b>7%</b>

### Pharmaceuticals

Industry	2011		2012		2013		2014		2015		2016		2017e	
	Rate	Rate	%											
#13 Ropes & Gray LLP														
Senior Partner	\$930	\$1,081	16%	\$1,126	4%	\$1,169	4%	\$1,204	3%	\$1,228	2%	\$1,289	5%	
Partner	\$758	\$789	4%	\$822	4%	\$857	4%	\$882	3%	\$900	2%	\$945	5%	
Counsel	\$703	\$705	0%	\$734	4%	\$761	4%	\$784	3%	\$800	2%	\$856	7%	
Senior Associate	\$602	\$634	5%	\$660	4%	\$682	3%	\$702	3%	\$716	2%	\$766	7%	
8th Year Associate	\$529	\$557	5%	\$580	4%	\$603	4%	\$621	3%	\$634	2%	\$685	8%	
7th Year Associate	\$454	\$472	4%	\$492	4%	\$514	4%	\$530	3%	\$540	2%	\$567	5%	
6th Year Associate	\$352	\$370	5%	\$385	4%	\$407	6%	\$420	3%	\$428	2%	\$449	5%	
5th Year Associate (E)	\$324	\$333	3%	\$347	4%	\$367	6%	\$378	3%	\$386	2%	\$417	8%	
4th Year Associate (E)	\$294	\$302	3%	\$315	4%	\$333	6%	\$343	3%	\$350	2%	\$375	7%	
3rd Year Associate (E)	\$267	\$274	3%	\$285	4%	\$305	7%	\$314	3%	\$320	2%	\$342	7%	
2nd Year Associate (E)	\$241	\$252	5%	\$262	4%	\$276	5%	\$284	3%	\$290	2%	\$302	4%	
1st Year Associate (E)	\$218	\$227	4%	\$237	4%	\$249	5%	\$257	3%	\$262	2%	\$280	7%	
<b>Overall</b>	<b>\$473</b>	<b>\$500</b>	<b>6%</b>	<b>\$520</b>	<b>4%</b>	<b>\$544</b>	<b>4%</b>	<b>\$560</b>	<b>3%</b>	<b>\$571</b>	<b>2%</b>	<b>\$606</b>	<b>6%</b>	

### Technology

Industry	2011		2012		2013		2014		2015		2016		2017e	
	Rate	Rate	%											
#13 Ropes & Gray LLP														
Senior Partner	\$884	\$922	4%	\$960	4%	\$1,002	4%	\$1,032	3%	\$1,052	2%	\$1,126	7%	
Partner	\$756	\$787	4%	\$820	4%	\$854	4%	\$880	3%	\$898	2%	\$952	6%	
Counsel	\$738	\$769	4%	\$801	4%	\$832	4%	\$857	3%	\$874	2%	\$909	4%	
Senior Associate	\$582	\$677	16%	\$705	4%	\$721	2%	\$743	3%	\$758	2%	\$819	8%	
8th Year Associate (E)	\$504	\$586	16%	\$611	4%	\$632	3%	\$651	3%	\$664	2%	\$710	7%	
7th Year Associate	\$450	\$495	10%	\$516	4%	\$542	5%	\$559	3%	\$570	2%	\$593	4%	
6th Year Associate (E)	\$414	\$455	10%	\$474	4%	\$497	5%	\$512	3%	\$522	2%	\$559	7%	
5th Year Associate (E)	\$366	\$416	14%	\$433	4%	\$450	4%	\$463	3%	\$472	2%	\$491	4%	
4th Year Associate (E)	\$341	\$375	10%	\$391	4%	\$408	4%	\$420	3%	\$428	2%	\$449	5%	
3rd Year Associate (E)	\$316	\$340	8%	\$354	4%	\$374	6%	\$385	3%	\$392	2%	\$416	6%	
2nd Year Associate (E)	\$275	\$312	14%	\$325	4%	\$344	6%	\$354	3%	\$361	2%	\$390	8%	
1st Year Associate (E)	\$249	\$286	15%	\$298	4%	\$311	4%	\$320	3%	\$327	2%	\$343	5%	
<b>Overall</b>	<b>\$490</b>	<b>\$535</b>	<b>9%</b>	<b>\$557</b>	<b>4%</b>	<b>\$581</b>	<b>4%</b>	<b>\$598</b>	<b>3%</b>	<b>\$610</b>	<b>2%</b>	<b>\$646</b>	<b>6%</b>	

**CITIES**

**Boston**

City	2011		2012		2013		2014		2015		2016		2017e	
	Rate	Rate	%	Rate	%	Rate	%	Rate	%	Rate	%	Rate	%	
#13 Ropes & Gray LLP														
Senior Partner	\$842	\$980	16%	\$1,021	4%	\$1,084	6%	\$1,117	3%	\$1,139	2%	\$1,219	7%	
Partner	\$775	\$807	4%	\$841	4%	\$886	5%	\$913	3%	\$931	2%	\$968	4%	
Counsel	\$610	\$701	15%	\$730	4%	\$748	2%	\$770	3%	\$786	2%	\$825	5%	
Senior Associate	\$651	\$685	5%	\$714	4%	\$730	2%	\$752	3%	\$767	2%	\$805	5%	
8th Year Associate	\$479	\$544	14%	\$567	4%	\$670	18%	\$690	3%	\$704	2%	\$760	8%	
7th Year Associate	\$491	\$528	8%	\$550	4%	\$652	19%	\$671	3%	\$685	2%	\$740	8%	
6th Year Associate	\$345	\$400	16%	\$495	24%	\$550	11%	\$567	3%	\$578	2%	\$618	7%	
5th Year Associate	\$336	\$391	16%	\$468	20%	\$538	15%	\$555	3%	\$566	2%	\$611	8%	
4th Year Associate	\$224	\$233	4%	\$243	4%	\$298	23%	\$307	3%	\$313	2%	\$329	5%	
3rd Year Associate	\$340	\$369	9%	\$385	4%	\$407	6%	\$419	3%	\$428	2%	\$458	7%	
2nd Year Associate	\$336	\$366	9%	\$381	4%	\$405	6%	\$417	3%	\$426	2%	\$447	5%	
1st Year Associate (E)	\$304	\$331	9%	\$345	4%	\$371	8%	\$382	3%	\$389	2%	\$408	5%	
<b>Overall</b>	<b>\$478</b>	<b>\$528</b>	<b>11%</b>	<b>\$562</b>	<b>6%</b>	<b>\$612</b>	<b>9%</b>	<b>\$630</b>	<b>3%</b>	<b>\$643</b>	<b>2%</b>	<b>\$682</b>	<b>6%</b>	

**New York**

City	2011		2012		2013		2014		2015		2016		2017e	
	Rate	Rate	%	Rate	%	Rate	%	Rate	%	Rate	%	Rate	%	
#13 Ropes & Gray LLP														
Senior Partner	\$806	\$840	4%	\$875	4%	\$910	4%	\$937	3%	\$956	2%	\$1,004	5%	
Partner	\$778	\$845	9%	\$880	4%	\$915	4%	\$943	3%	\$962	2%	\$1,000	4%	
Counsel	\$758	\$819	8%	\$854	4%	\$888	4%	\$914	3%	\$933	2%	\$970	4%	
Senior Associate	\$736	\$798	8%	\$831	4%	\$865	4%	\$891	3%	\$908	2%	\$972	7%	
8th Year Associate	\$425	\$462	9%	\$619	34%	\$680	10%	\$700	3%	\$714	2%	\$750	5%	
7th Year Associate	\$420	\$452	8%	\$583	29%	\$620	6%	\$639	3%	\$651	2%	\$690	6%	
6th Year Associate	\$378	\$440	16%	\$553	26%	\$601	9%	\$619	3%	\$632	2%	\$676	7%	
5th Year Associate	\$255	\$296	16%	\$427	44%	\$485	14%	\$500	3%	\$510	2%	\$541	6%	
4th Year Associate	\$398	\$425	7%	\$443	4%	\$469	6%	\$484	3%	\$493	2%	\$532	8%	
3rd Year Associate	\$388	\$415	7%	\$433	4%	\$459	6%	\$473	3%	\$482	2%	\$521	8%	
2nd Year Associate	\$378	\$406	7%	\$423	4%	\$446	5%	\$459	3%	\$468	2%	\$487	4%	
1st Year Associate (E)	\$318	\$340	7%	\$354	4%	\$372	5%	\$383	3%	\$391	2%	\$411	5%	
<b>Overall</b>	<b>\$503</b>	<b>\$545</b>	<b>8%</b>	<b>\$606</b>	<b>11%</b>	<b>\$643</b>	<b>6%</b>	<b>\$662</b>	<b>3%</b>	<b>\$675</b>	<b>2%</b>	<b>\$713</b>	<b>6%</b>	

### San Francisco

City	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%	Rate	%	Rate	%	Rate	%	Rate	%	Rate	%
#13 Ropes & Gray LLP													
Senior Partner (E)	\$865	\$901	4%	\$938	4%	\$981	5%	\$1,010	3%	\$1,031	2%	\$1,093	6%
Partner	\$765	\$806	5%	\$839	4%	\$875	4%	\$901	3%	\$919	2%	\$974	6%
Counsel (E)	\$631	\$753	19%	\$785	4%	\$792	1%	\$816	3%	\$832	2%	\$874	5%
Senior Associate	\$596	\$701	18%	\$730	4%	\$759	4%	\$782	3%	\$798	2%	\$854	7%
8th Year Associate	\$490	\$557	14%	\$580	4%	\$603	4%	\$621	3%	\$634	2%	\$672	6%
7th Year Associate	\$469	\$499	6%	\$520	4%	\$541	4%	\$557	3%	\$568	2%	\$591	4%
6th Year Associate (E)	\$324	\$377	16%	\$393	4%	\$408	4%	\$420	3%	\$429	2%	\$463	8%
5th Year Associate	\$343	\$369	8%	\$384	4%	\$400	4%	\$412	3%	\$420	2%	\$454	8%
4th Year Associate	\$329	\$362	10%	\$377	4%	\$392	4%	\$403	3%	\$411	2%	\$427	4%
3rd Year Associate (E)	\$312	\$354	14%	\$369	4%	\$384	4%	\$395	3%	\$403	2%	\$427	6%
2nd Year Associate (E)	\$298	\$347	16%	\$362	4%	\$376	4%	\$387	3%	\$395	2%	\$411	4%
1st Year Associate (E)	\$316	\$340	8%	\$354	4%	\$368	4%	\$379	3%	\$387	2%	\$402	4%
<b>Overall</b>	<b>\$478</b>	<b>\$531</b>	<b>11%</b>	<b>\$553</b>	<b>4%</b>	<b>\$573</b>	<b>4%</b>	<b>\$590</b>	<b>3%</b>	<b>\$602</b>	<b>2%</b>	<b>\$637</b>	<b>6%</b>

### Washington, DC

City	2011	2012	2013		2014		2015		2016		2017e		
	Rate	Rate	%										
#13 Ropes & Gray LLP													
Senior Partner	\$889	\$899	1%	\$937	4%	\$974	4%	\$1,004	3%	\$1,024	2%	\$1,075	5%
Partner	\$772	\$804	4%	\$838	4%	\$872	4%	\$898	3%	\$916	2%	\$980	7%
Counsel	\$626	\$653	4%	\$680	4%	\$707	4%	\$728	3%	\$743	2%	\$802	8%
Senior Associate	\$382	\$398	4%	\$415	4%	\$431	4%	\$444	3%	\$453	2%	\$476	5%
8th Year Associate	\$270	\$281	4%	\$293	4%	\$305	4%	\$314	3%	\$320	2%	\$336	5%
7th Year Associate (E)	\$263	\$274	4%	\$285	4%	\$297	4%	\$305	3%	\$312	2%	\$324	4%
6th Year Associate	\$255	\$266	4%	\$277	4%	\$288	4%	\$297	3%	\$302	2%	\$326	8%
5th Year Associate	\$249	\$259	4%	\$270	4%	\$280	4%	\$289	3%	\$295	2%	\$307	4%
4th Year Associate	\$243	\$253	4%	\$264	4%	\$274	4%	\$282	3%	\$288	2%	\$302	5%
3rd Year Associate (E)	\$238	\$248	4%	\$258	4%	\$268	4%	\$276	3%	\$282	2%	\$302	7%
2nd Year Associate	\$232	\$242	4%	\$252	4%	\$262	4%	\$270	3%	\$275	2%	\$297	8%
1st Year Associate (E)	\$227	\$237	4%	\$246	4%	\$256	4%	\$264	3%	\$269	2%	\$285	6%
<b>Overall</b>	<b>\$387</b>	<b>\$401</b>	<b>4%</b>	<b>\$418</b>	<b>4%</b>	<b>\$435</b>	<b>4%</b>	<b>\$448</b>	<b>3%</b>	<b>\$457</b>	<b>2%</b>	<b>\$484</b>	<b>6%</b>