

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

---

IN RE JPMORGAN TREASURY FUTURES  
SPOOFING LITIGATION

---

Case No.: 1:20-cv-03515

Hon. Paul A. Engelmayer

---

THIS DOCUMENT RELATES TO:  
ALL ACTIONS

---

**DECLARATION OF KAREN M. LERNER  
ON BEHALF OF KIRBY McINERNEY LLP IN SUPPORT  
OF CLASS COUNSEL'S MOTION FOR AWARD  
OF ATTORNEYS' FEES AND PAYMENT OF EXPENSES**

I, Karen M. Lerner, pursuant to 28 U.S.C. § 1746, hereby declare as follows:

1. I am an attorney with the law firm Kirby McInerney LLP (“Kirby”). I respectfully submit this declaration in support of Class Counsel’s<sup>1</sup> Motion for an Award of Attorneys’ Fees and Payment of Expenses in connection with services rendered in the above-captioned action (“Action”).

2. The statements herein are true to the best of my personal knowledge, information, and belief based on Kirby’s books and records, and information received from its attorneys and staff.

3. Kirby and Lowey were previously appointed as Interim Co-Lead Counsel for the putative class by this Court on October 9, 2020. ECF No. 37 at 14. In that role and as Class Counsel, Kirby was charged with, among other things, promoting the efficient conduct of the litigation and avoiding unnecessary duplication and unproductive efforts by making and supervising all work assignments; preparing and filing the consolidated class action complaint on behalf of the putative class; and negotiating with defense counsel with respect to settlement and other matters.

4. In addition, Kirby is counsel of record for Plaintiffs in this Action, including Budo Trading LLC, Thomas Gramatis, Kohl Trading LLC, M & N Trading, L.L.C., Port 22, LLC, Charles Herbert Proctor, III, Robert Charles Class A, L.P., Rock Capital Markets, LLC, and Synova Asset Management, LLC.

5. I am the partner who oversaw my firm’s involvement in the Action. Kirby’s time and expense records (including, where necessary, backup documentation) have been reviewed to

---

<sup>1</sup> The Court appointed Lowey Dannenberg, P.C. (“Lowey”) and Kirby as “Class Counsel” in this Action. ECF No. 74 at ¶ 4.

confirm both the accuracy of the entries as well as the necessity for and reasonableness of the time and expenses expended in this litigation. As a result of this review, certain reductions were made to both time and expenses either in the exercise of billing judgment, to conform to the billing protocol, and/or my firm's practice. ECF No. 31-3. Accordingly, the time reflected in Kirby's lodestar calculation and the expenses for which payment is sought are reasonable in amount and were necessary to prosecute the Action and resolve the settlement before the Court. In addition, these fees and expenses are often charged by Kirby to its fee-paying clients.

6. As Kirby's firm résumé (ECF No. 69-8) demonstrates, Kirby's attorneys include experienced and skilled litigators in the commodities and antitrust litigation fields, and they have a successful track record in some of the largest class actions throughout the country, including within this Circuit.

7. Set forth below in ¶ 10 is a summary reflecting the amount of time (after any applicable reductions) Kirby attorneys and professional staff worked on the Action from the inception of the case through February 28, 2022, and the corresponding lodestar value of that work. The schedule in ¶ 9 was prepared based upon daily time records maintained by Kirby attorneys and professional support staff in the ordinary course of business, and the lodestar calculations are based on the firm's current hourly billing rates.

8. The services Kirby performed on behalf of the Class in connection with the prosecution of this Action from its inception through February 28, 2022 are set forth in the Joint Declaration of Vincent Briganti and Karen Lerner in Support of (A) Class Plaintiffs' Motion for Final Approval of Class-Action Settlement with JPMorgan Chase & Co., J.P. Morgan Clearing Corp. J.P. Morgan Securities LLC, and J.P. Morgan Futures, Inc; and (B) Class Counsel's Motion

for an Award of Attorneys' Fees and Payment of Expenses ("Joint Decl."), filed herewith. Those services include, but are not limited to, the following:

- originating the case and continuing case investigation;
- researching the market structure for U.S. Treasury Futures and Options on U.S. Treasury Futures;
- analyzing client data for exposure to and impact from alleged manipulation of U.S. Treasury Futures and Options on U.S. Treasury Futures;
- drafting the original complaint and the Consolidated Class Action Complaint;
- researching potential legal claims and issues relating to manipulation of U.S. Treasury Futures and Options on U.S. Treasury Futures;
- conferring and collaborating with Lowey regarding case strategy;
- engaging and working with experts on numerous aspects of this Action, including determining damages caused by JPMorgan's alleged manipulation;
- leading meetings of the Class Counsel and Supporting Counsel;
- appearing at all court hearings;
- engaging in multiple meet-and-confers with JPMorgan on scheduling orders, letters, and Mediation Information;
- reviewing Mediation Information;
- engaging in settlement discussions and drafting robust settlement presentation;
- negotiating and drafting settlement agreement; and
- developing the Plan of Distribution and obtaining preliminary approval of the Settlement.

9. Kirby's total fee compensable time for which it seeks an award of attorneys' fees is summarized below.

<b>Attorneys</b>	<b>Role<sup>2</sup></b>	<b>Rates</b>	<b>Hours from inception to 2/28/2022</b>	<b>Lodestar from inception to 2/28/2022</b>
David Bishop	P	\$950	13.30	\$12,635.00
Thomas Elrod	P	\$800	22.60	\$18,080.00
Daniel Hume	P	\$995	98.00	\$97,510.00
David Kovel	P	\$995	97.10	\$96,614.50
Karen Lerner	P	\$950	575.60	\$546,820.00
Christopher Studebaker	P	\$900	43.50	\$39,150.00
Anthony Maneiro	A	\$475	495.20	\$235,220.00
Anthony Maneiro	A	\$400	20.90	\$8,360.00
Belden Nago	A	\$575	186.80	\$107,410.00

<sup>2</sup> "P" refers to Partners. "A" refers to Associates. "PL" refers to Paralegals.

Belden Nago	A	\$400	58.00	\$23,200.00
Margaret Carroll	PL	\$300	16.60	\$4,980.00
Julia Clementi	PL	\$300	73.10	\$21,930.00
Michelle Lu	PL	\$275	134.90	\$37,097.50
Elizabeth Ely	PL	\$275	27.80	\$7,645.00
Isabelle Sohn	PL	\$275	208.00	\$57,200.00
<b>TOTAL</b>			<b>2,071.40</b>	<b>\$1,313,852.00</b>

10. The total time for which my firm is requesting an award of legal fees is 2,071.40 hours. The total lodestar value of these professional services is \$1,313,852.00.

11. The above hourly rates for Kirby's attorneys and professional support staff are the firm's current hourly rates, except with respect to any document review work, for which the rate was capped at \$400, and paralegal work, which was capped at \$300. The hourly rates for attorneys and professional support staff in my firm are the same as the regular rates charged for their services in contingent fee matters and non-contingent fee matters. Timekeepers with less than ten (10) hours were excluded pursuant to the Billing Protocol approved by the Court. In addition, all time related to the motion for appointment as interim co-lead counsel has been removed. The time and lodestar spent preparing the Fee and Expense Application were also excluded from the above values. For personnel no longer employed by Kirby, the lodestar calculation is based on the billing rates for such personnel in their final year of employment.

12. The firm's lodestar figures do not include charges for expense items. Expense items are billed separately, and such charges are not duplicated in the firm's current billing rates. Further, expense items do not contain any general overhead costs and do not contain a surcharge over the amount paid to the corresponding vendor(s).


13. As detailed and categorized in the below schedule, Kirby has incurred a total of \$120,469.98 in expenses from inception of this Action through February 28, 2022, for which it seeks to be reimbursed from the Settlement Fund.

<b>Expense Categories</b>	<b>Cumulative Expenses</b>
Experts/Consultants	\$104,037.95
Mediation	\$7,614.00
Computer Research	\$6,927.86
Document Production/Discovery	\$1,063.75
Filing Fees	\$481.00
Hearing Transcripts	\$345.42
<b>TOTAL</b>	<b>\$120,469.98</b>

14. The above schedule was prepared based upon expense records reflected in the books and records of Kirby. These books and records are prepared from expense vouchers, check records, receipts, and other source materials and are an accurate record of the expenses incurred. In addition, the above schedule was prepared consistent with the Billing Protocol in this Action.

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

Executed on April 1, 2022  
New York, New York

  
\_\_\_\_\_  
Karen M. Lerner