

EXHIBIT 35

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

Counsel for Indirect Purchaser Plaintiffs

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
OAKLAND DIVISION**

**IN RE: LITHIUM ION BATTERIES
ANTITRUST LITIGATION**

Case No. 13-MD-02420 YGR (DMR)
MDL NO. 2420

**This Document Relates to:
ALL INDIRECT PURCHASER ACTIONS**

**DECLARATION OF WILLEM F.
JONCKHEER IN SUPPORT OF
INDIRECT PURCHASER PLAINTIFFS'
MOTION FOR AN AWARD OF
ATTORNEYS' FEES AND
REIMBURSEMENT OF EXPENSES ON
BEHALF OF SCHUBERT JONCKHEER
& KOLBE LLP**

1 I, Willem F. Jonckheer, declare:

2 1. I am a partner of Schubert Jonckheer & Kolbe LLP, Counsel for Indirect Purchaser
3 Plaintiffs (“IPPs” or “Plaintiffs”) in this action. I submit this declaration in support of IPPs’
4 Motion for an Award of Attorneys’ Fees and Reimbursement of Expenses. I make this declaration
5 based on my personal knowledge and if called as a witness, I could and would competently testify
6 to the matters stated herein.

7 2. My firm has served as counsel to plaintiff Kathy Knowles and as counsel for IPPs
8 throughout the course of this litigation. The background and experience of my firm and its
9 attorneys are summarized in the curriculum vitae attached hereto as Exhibit A.

10 3. Schubert Jonckheer & Kolbe LLP has prosecuted this litigation solely on a
11 contingent-fee basis, and has been at risk that it would not receive any compensation for
12 prosecuting claims against the defendants. While my firm devoted its time and resources to this
13 matter, it has foregone other legal work for which it would have been compensated.

14 4. During the pendency of the litigation, Schubert Jonckheer & Kolbe LLP performed
15 the following work: communicating with our client Kathy Knowles; communicating with lead
16 counsel; reviewing discovery requests; drafting and reviewing discovery responses; responding to
17 inquiries regarding discovery; reviewing pleadings and court orders as necessary.

18 5. Attached hereto as Exhibit B is a billing summary of Schubert Jonckheer & Kolbe
19 LLP’s total hours and lodestar, computed at current billing rates, from June 1, 2013 to February
20 28, 2017. Counsel for Plaintiffs are not seeking attorneys’ fees for any time billed prior to the
21 appointment of lead counsel. *See* Order dated May 17, 2013 (ECF No. 194). The total number of
22 hours spent by Schubert Jonckheer & Kolbe LLP during this period of time was 20.3 hours, with a
23 corresponding lodestar based on current rates of \$14,550.00. The lodestar amount reflected in
24 Exhibit B is for work assigned by Lead Counsel, and was performed by professional staff at my
25 law firm. This summary was prepared from contemporaneous, daily time records regularly
26 prepared and maintained by my firm.

27

28

DECLARATION OF WILLEM F. JONCKHEER IN SUPPORT OF IPPS’ MOTION FOR AN
AWARD OF ATTORNEYS’ FEES AND REIMBURSEMENT OF EXPENSES ON BEHALF
OF SCHUBERT JONCKHEER & KOLBE LLP; Case No. 13-md-02420-YGR (DMR)

EXHIBIT A

EXHIBIT A

SCHUBERT JONCKHEER & KOLBE LLP

Together with its predecessor firms, Schubert Jonckheer & Kolbe LLP has been in operation for over thirty-five years. In addition to prosecuting cases in California federal and state courts, the firm has been actively involved in securities, antitrust, unfair competition, and employment class actions throughout the United States. Schubert Jonckheer & Kolbe has served as Lead Counsel or Co-Lead Counsel in class actions and shareholder derivative actions that have produced recoveries valued at over \$850 million.

- *Tucker v. Scrushy*, No. CV-02-5212 (Ala. Cir., Jefferson Cty.). Co-Lead Counsel in shareholder derivative action on behalf of HealthSouth Corporation alleging breaches of fiduciary duty and insider trading arising from a restatement of financial results. Plaintiffs won partial summary judgment against former CEO Richard Scrushy for restitution to HealthSouth of \$47.8 million. Plaintiffs also settled HealthSouth's claims against additional HealthSouth directors and officers for \$100 million and against its investment banker for an additional \$133 million. At trial against Mr. Scrushy on additional claims, Plaintiffs obtained a \$2.9 billion judgment, which was later upheld by the Alabama Supreme Court.
- *In re Google AdWords Litigation*, No. 08-CV-3369-EJD (N.D. Cal.). Lead Counsel for nationwide class of advertisers alleging Google placed their ads on low-quality parked domains and error pages in violation of California's false advertising laws. We obtained a \$22.5 million settlement on behalf of over one million class members, which is pending final approval in the Northern District of California.
- *Poertner v. The Gillette Company*, No. 12-CV-803 (M.D. Fla.). Co-Lead Counsel in nationwide consumer class action alleging false and misleading advertising of certain Duracell batteries regarding the batteries' longevity, in violation of various state laws. We obtained a settlement valued at approximately \$50 million on behalf of approximately 7.26 million class members.
- *In re Marsh & McLennan Companies, Inc. Derivative Litigation*, No. 753-VCS (Del. Ch.). As co-counsel, we helped obtain a \$205 million settlement in a shareholder derivative action brought on behalf of Marsh & McLennan Companies ("MMC"). The complaint alleged that MMC, the world's largest insurance broker, failed to adequately disclose that it was paid commissions to steer insurance business to favored companies. When the practices were revealed, MMC paid huge fines, to the detriment of its shareholders.
- *3M Transparent Tape Cases*, No. 00-2810-CW (N.D. Cal.). Co-Lead Counsel in nationwide antitrust class action on behalf of purchasers of 3M transparent tape. Plaintiffs claimed that 3M maintained an unlawful monopoly in the market for invisible and transparent tape designed to restrict the availability of lower-priced comparable products to consumers and maintain supracompetitive prices for its own retail products. We obtained a settlement valued at approximately \$42 million.

- ***Bonneville Pacific Corporation Securities Litigation***, No. 92-C-181-S (D. Utah). Co-Lead Counsel in securities class action involving fraudulent financial statements by a power cogeneration company. We obtained settlements totaling \$26 million for the class, which recovered 100% of its damages, in one of the largest securities fraud cases in Utah history. We also obtained an important decision from the Utah Supreme Court holding that plaintiffs need not plead or prove reliance under the Utah Uniform Securities Act.
- ***Qwest Communications International, Inc. Derivative Litigation***, No. 02-CV-8188 (Colo. Dist. Ct., Denver). Co-Lead Counsel in shareholder derivative action alleging breaches of fiduciary duty and insider trading arising out of the telecommunications company's earnings restatement. We obtained a \$25 million settlement on the company's behalf.
- ***Pfeiffer v. Toll***, No. 4140-VCL (Del. Ch.). Primary counsel in shareholder derivative action alleging breaches of fiduciary duty and insider trading arising out of missed earnings projections. We recovered \$16.25 million and obtained a key legal ruling rejecting the argument that Delaware's leading insider trading precedent should be overruled. *Pfeiffer v. Toll*, 989 A.2d 683 (Del. Ch. 2010).

CURRENT COURT-APPOINTED LEADERSHIP POSITIONS

- ***In re Google AdWords Litigation***, No. 08-CV-3369-EJD (N.D. Cal.). Lead Counsel for nationwide class of advertisers alleging Google placed their ads on low-quality parked domains and error pages in violation of California's false advertising laws.
- ***Fisher v. United States***, No. 13-CV-608-MMS (Fed. Cl.). Lead Counsel in shareholder derivative action on behalf of Fannie Mae alleging unconstitutional taking of private property against U.S. government based on net worth sweep of all profits.
- ***In re Zynga Shareholder Derivative Litigation***, No. CGC-12-522934 (Cal. Super. Ct.). Lead Counsel in shareholder derivative action alleging insider trading and breaches of fiduciary duty by certain officers and directors in connection with Zynga's IPO.
- ***In re Solar City Corporation Securities Litigation***, No. 16-cv-04686-LHK (N.D. Cal.). Co-Lead Counsel in securities class action alleging Solar City made false and misleading statements concerning its financial projections.
- ***In re The Home Depot, Inc. Shareholder Derivative Litigation***, No. 15-CV-2999-TWT (N.D. Ga.). Co-Lead Counsel in shareholder derivative action alleging breaches of fiduciary duty against certain officers and directors concerning Home Depot data breach.
- ***Oakland Police & Fire Ret. Sys. v. Mayer Brown***, No. 15-CV-6742 (N.D. Ill.). Co-Lead Counsel for class of participants in a \$1.5 billion secured term loan with GM alleging malpractice and negligence against Mayer Brown related to their role in the transaction.

ATTORNEYS

Robert C. Schubert received a B.S. degree from the New York State School of Industrial and Labor Relations at Cornell University in 1966, where he graduated first in his class. He received his J.D. *cum laude* from Harvard Law School in 1969, after which he taught law at Columbia University and Golden Gate University. He has actively practiced law at both the trial and appellate levels. He specializes in complex litigation, particularly securities and antitrust class actions and shareholder derivative suits. He is a member of the state and federal bars of California, Massachusetts, and New York. Since 1971, he has also arbitrated numerous disputes for the Federal Mediation and Conciliation Service. He is the author of several published articles and lectures on class actions at the University of California, Hastings.

Willem F. Jonckheer received his B.A. degree from Colgate University in 1990. He was awarded his J.D. degree in 1995 from the University of San Francisco School of Law. Mr. Jonckheer was a law intern with the Pacific Stock Exchange and the U.S. Securities & Exchange Commission. He was admitted to the State Bar of California in 1995.

Miranda P. Kolbe received her B.A. from Hamilton College. She was awarded her J.D. degree from the University of California at Berkeley, Boalt Hall, where she won the Prosser Prize in Civil Procedure and the Moot Court Advocacy Award. She served as an Instructor for Boalt's Legal Research and Writing class and interned at the Prison Law Office in San Quentin, California. She later served as a legal researcher in the Civil Division of the San Francisco Superior Court.

Dustin L. Schubert received his B.A. from the University of California at Berkeley in 2003. He was awarded his J.D. degree in 2007 from Vanderbilt University Law School. Mr. Schubert was admitted to the State Bar of California in 2007 and previously interned with the San Francisco Superior Court for the Hon. A. James Robertson II. Mr. Schubert has also interned for Bay Area Legal Aid.

Noah M. Schubert received his J.D. *cum laude* from the University of San Francisco School of Law in 2011, where he served as Editor-in-Chief of the USF Law Review. Mr. Schubert authored a comment titled *Replacement Justice on the U.S. Supreme Court: The Use of Temporary Justices to Resolve the Recusal Conundrum*, 46 U.S.F. L. Rev. 215 (2011), and was awarded Best Oral Argument in the Moot Court Program. Mr. Schubert received his B.A. from the University of California at Berkeley in 2003.

Kathryn Y. Schubert received her B.A. from Cornell University in 2006. She was awarded her J.D. degree from Harvard Law School in 2009, where she served as an executive editor of the Harvard International Law Journal. Ms. Schubert was admitted to the State Bar of California in 2009 and the State Bar of New York in 2012. She served as a judicial extern with the Santa Clara Superior Court for the Hon. J. Kleinberg. Ms. Schubert previously worked for Kirkland & Ellis LLP and Satterlee Stephens Burke & Burke LLP, where she represented public and private entities in corporate transactions.

EXHIBIT B

EXHIBIT B

**IN RE: LITHIUM ION BATTERIES INDIRECT
REPORTED HOURS AND LODESTAR AT CURRENT HOURLY RATES**

Schubert Jonckheer & Kolbe LLP

Reporting Period: June 1, 2013 through February 28, 2017

Categories:

- (1) Investigations, Factual Research
- (2) Drafting Discovery Requests
- (3) Drafting Discovery Answers/Responses
- (4) Deposition Taking
- (5) Deposition Defending
- (6) Discovery Meet & Confer
- (7) Document Review

- (8) Drafting Pleadings, Briefs & Pretrial Motions
- (9) Reading/Reviewing Pleadings, Briefs, Discovery, Transcripts, etc.
- (10) Class Certification/Experts
- (11) Litigation Strategy, Analysis & Case Management
- (12) Negotiating Settlements
- (13) Trial and Trial Preparation
- (14) Court Appearance and Prep

- (P) Partner
- (A) Associate
- (LC) Law Clerk
- (PL) Paralegal
- (L) Librarian

ATTORNEYS	1	2	3	4	5	6	7	8	9	10	11	12	13	14	TOTAL HOURS	CURRENT HOURLY RATE	TOTAL LODESTAR
Robert C. Schubert (P)									0.40		0.20				0.60	\$900.00	\$540.00
Willem F. Jonckheer (P)			1.90	2.40				2.90	4.20		3.20				14.60	\$750.00	\$10,950.00
Dustin L. Schubert (P)			0.20						0.50						0.70	\$600.00	\$420.00
*Noah M. Schubert (P)					0.30				4.10						4.40	\$600.00	\$2,640.00
SUB-TOTAL	0.00	0.00	2.10	2.40	0.30	0.00	0.00	2.90	9.20	0.00	3.40	0.00	0.00	0.00	20.30		\$14,550.00
NON-ATTORNEYS																	
SUB-TOTAL	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00		50.00
GRAND TOTAL:	0.00	0.00	2.10	2.40	0.30	0.00	0.00	2.90	9.20	0.00	3.40	0.00	0.00	0.00	20.30		\$14,550.00

EXHIBIT C

EXHIBIT D

(REDACTED)

EXHIBIT D

In re Lithium Ion Batteries Antitrust Litigation
SCHUBERT JONCKHEER & KOLBE LLP
 Reported Hours and Lodestar
 June 1, 2013 through February 28, 2017

Date	Name	Position	Task Categories	Description of Task	Rate	Billable Hours	Lodestar
06/04/13	Willem Jonckheer	P	11	Review Lithium [REDACTED]	\$700.00	0.8	\$ 560.00
06/21/13	Robert Schubert	P	11	Conference with Mr. Jonckheer regarding complaint	\$850.00	0.2	\$ 170.00
07/01/13	Noah Schubert	P	9	Review draft amended complaint	\$350.00	2.6	\$ 910.00
07/08/13	Willem Jonckheer	P	9	Review amended complaint	\$700.00	0.3	\$ 210.00
07/11/13	Willem Jonckheer	P	9	Review filed complaint (0.8); draft email to lead counsel re notice of association (0.7)	\$700.00	1.5	\$ 1,050.00
07/15/13	Willem Jonckheer	P	8	Review correspondence from liaison counsel re time keeping (0.2); draft and review notice of association (0.4)	\$700.00	0.6	\$ 420.00
07/19/13	Willem Jonckheer	P	8	Finalize notice of association (0.6); file (0.4)	\$700.00	1.0	\$ 700.00
03/21/14	Robert Schubert	P	9	Review recent class decision (0.2); conference with Mr. Jonckheer regarding same (0.2)	\$850.00	0.4	\$ 340.00
06/20/14	Noah Schubert	P	9	Review motion to dismiss by Panasonic on antitrust standing grounds	\$400.00	1.3	\$ 520.00
08/01/14	Willem Jonckheer	P	9	Review status of filings (0.1); draft email re discovery (0.1)	\$700.00	0.2	\$ 140.00
09/22/14	Willem Jonckheer	P	11	[REDACTED] (0.4); TC referring counsel J. Cowan (0.4)	\$700.00	0.8	\$ 560.00
09/30/14	Willem Jonckheer	P	11	Review plaintiff K. Knowles information (0.2); draft email (0.3)	\$700.00	0.5	\$ 350.00
10/03/14	Dustin Schubert	P	9	Review order re motion to dismiss (0.2); review press articles re same and confer w/W. Jonckheer (0.3)	\$500.00	0.5	\$ 250.00
10/22/14	Willem Jonckheer	P	9	Review amended complaint filing	\$700.00	1.2	\$ 840.00
10/24/14	Noah Schubert	P	9	Review decision on omnibus motion to dismiss	\$400.00	0.2	\$ 80.00

04/23/15	Willem Jonckheer	P	9	Review email from J. Prince attaching document requests and interrogatories served on plaintiff; coordinate conference call regarding same	\$750.00	1.0	\$ 750.00
05/08/15	Willem Jonckheer	P	3	Draft and review emails regarding extension to respond to discovery requests	\$750.00	0.2	\$ 150.00
06/08/15	Willem Jonckheer	P	3	Review emails from J. Prince, J. Cowan [REDACTED] document production	\$750.00	0.5	\$ 375.00
09/15/15	Willem Jonckheer	P	3	Review emails [REDACTED] discovery and responses	\$750.00	0.3	\$ 225.00
09/17/15	Willem Jonckheer	P	3	Review emails [REDACTED] production of information	\$750.00	0.2	\$ 150.00
11/09/15	Willem Jonckheer	P	3	Review discovery requests and proposed responses (0.4); emails from counsel on verification (0.3)	\$750.00	0.7	\$ 525.00
11/16/15	Noah Schubert	P	5	Conf. w/firm partners and associates [REDACTED] deposition and interrogatories	\$460.00	0.3	\$ 138.00
11/16/15	Dustin Schubert	P	3	Confer w/counsel [REDACTED] discovery issues	\$550.00	0.2	\$ 110.00
12/11/15	Willem Jonckheer	P	4	Telephone J. Cowan [REDACTED] deposition	\$750.00	0.2	\$ 150.00
12/16/15	Willem Jonckheer	P	4	Telephone call with plaintiffs' counsel re scheduling of [REDACTED] deposition	\$750.00	0.5	\$ 375.00
12/17/15	Willem Jonckheer	P	4	Draft emails to referring counsel and plaintiffs' counsel re depo scheduling	\$750.00	0.3	\$ 225.00
12/23/15	Willem Jonckheer	P	4	[REDACTED]	\$750.00	0.2	\$ 150.00
12/29/15	Willem Jonckheer	P	4	(0.5) research rules on written depositions (0.5)	\$750.00	1.0	\$ 750.00
12/30/15	Willem Jonckheer	P	4	Review email from plaintiffs' counsel proposing written deposition (0.1); forward same (0.1)	\$750.00	0.2	\$ 150.00
01/22/16	Willem Jonckheer	P	8	Review motion to amend complaint as it relates to [REDACTED] (0.4); draft email to J. Cowan re client issues (0.4)	\$750.00	0.8	\$ 600.00
01/25/16	Willem Jonckheer	P	8	Telephone call with Kathy Hoek [REDACTED] withdrawal (0.3); draft email to referring counsel (0.2)	\$750.00	0.5	\$ 375.00
02/10/16	Willem Jonckheer	P	11	[REDACTED]	\$750.00	0.1	\$ 75.00

03/14/16	Willem Jonckheer	P	11	Telephone call with lead counsel twice [REDACTED] discovery responses (0.2); TC J. Cowan (0.2); draft emails re same (0.3)	\$750.00	0.7	\$ 525.00
03/15/16	Willem Jonckheer	P	11	Draft email re [REDACTED]	\$750.00	0.3	\$ 225.00
TOTAL						20.3	\$ 13,123.00

Position:

- Partner (P)
- Associate (A)
- Law Clerk (LC)
- Paralegal (PL)
- Librarian (L)
- Of Counsel (OC)

Task Categories:

- (1) Investigations, Factual Research
- (2) Drafting Discovery Requests
- (3) Drafting Discovery Answers/Responses
- (4) Deposition Taking
- (5) Deposition Defending
- (6) Discovery Meet & Confer
- (7) Document Review
- (8) Drafting Pleadings, Briefs & Pretrial Motions
- (9) Reading/Reviewing Pleadings, Briefs, Discovery, Transcripts, etc.
- (10) Class Certification/Experts
- (11) Litigation Strategy, Analysis & Case Management
- (12) Negotiating Settlements
- (13) Trial and Trial Preparation
- (14) Court Appearance and Prep

EXHIBIT E

EXHIBIT E

In re Lithium Ion Batteries Antitrust Litigation
SCHUBERT JONCKHEER & KOLBE LLP
 Reported Expenses Incurred on Behalf of IPPs

EXPENSE REPORT

CATEGORY	AMOUNT INCURRED
Attorney Service	\$0.00
Litigation Assessment	\$0.00
Court Fees (Filing, etc.)	\$0.00
Document Production	\$0.00
Experts/Consultants	\$0.00
Federal Express	\$0.00
Transcripts (Hearing, Deposition, etc.)	\$0.00
Investigation	\$0.00
Lexis/Westlaw	\$267.64
Messenger/Delivery	\$0.00
Photocopies – In House (capped at \$0.20 per copy)	\$0.00
Photocopies – Outside	\$0.00
Postage	\$0.00
Service of Process	\$0.00
Supplies	\$0.00
Telephone/Telecopier	\$0.00
Travel	\$0.00
Miscellaneous	\$0.00
TOTAL:	\$267.64