

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

<p>PRECISION ASSOCIATES, INC., <i>et al.</i>,</p> <p>Plaintiffs,</p> <p>v.</p> <p>PANALPINA WORLD TRANSPORT (HOLDING) LTD., <i>et al.</i></p> <p>Defendants.</p>	<p>CASE NO. 08-CV-00042 (JG)(VVP)</p>
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**PLAINTIFFS' NOTICE OF MOTION FOR INTERIM PAYMENT OF  
ATTORNEYS' FEES AND REIMBURSEMENT OF EXPENSES**

**PLEASE TAKE NOTICE THAT** Plaintiffs will move this Court, before the Honorable John Gleeson, United States District Judge, at the United States District Courthouse, 225 Cadman Plaza East, Brooklyn, on a date and time to be determined by the Court, for an order granting the following relief.

Plaintiffs will respectfully move the Court for its Order awarding interim attorney's fees and expenses as follows: (1) awarding 33% of the Settlement Fund as interim attorneys' fees in the amount of \$32,596,320.32 from settlement proceeds (\$98,776,728.25) currently paid into the Settlement Fund; (2) awarding 33% of the Settlement Fund as interim attorneys' fees in the amount of \$4,459,980.25 to be paid fifteen business days after the Final Approval of the EGL, Schenker and United Aircargo settlements from the settlement proceeds (\$13,515,091.67) scheduled to be paid into the Settlement Fund by those Settling Defendants upon Final Approval of their respective Settlements; (3) awarding 33% of the Settlement Fund as interim attorneys' fees in the amount of \$21,480.25 to be paid from the final settlement payments to be made by United Aircargo (\$65,091.66) one year after the Fairness Hearing of the United Aircargo

settlement (or if no hearing is held, one year after Final Approval of the United Aircargo settlement); and (4) reimbursing Class Counsel for interim litigation expenses totaling \$811,095.84.

Dated: June 12, 2013

Respectfully submitted,

s/ W. Joseph Bruckner

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**[PROPOSED] ORDER GRANTING CO-LEAD  
COUNSEL'S PETITION FOR INTERIM PAYMENT OF  
ATTORNEYS' FEES AND REIMBURSEMENT OF EXPENSES**

This Court, having considered Co-Lead Counsel's Petition for Interim Payment of Attorneys' Fees and Reimbursement of Expenses (the "Motion") and memorandum in support thereof, after a duly noticed hearing, hereby finds that:

1. The Motion seeks an award of attorneys' fees of \$32,596,320.32 payable now from existing cash in the Settlement Fund. Co-Lead Counsel seek subsequent awards of attorneys' fees of \$4,459,980.25 to be paid fifteen business days after the Final Approval of the EGL, Schenker and United Aircargo settlements<sup>1</sup> and \$21,480.25 to be paid from the United Aircargo settlement one year after the Fairness Hearing of the United Aircargo settlement, or if no hearing is held, one year after Final Approval of the United Aircargo settlement. Co-Lead Counsel also seek an order awarding \$811,095.84 in expenses incurred to date during the pendency of this action.

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<sup>1</sup> Pursuant to the terms of the United Aircargo settlement, payment will be made either ten Japanese business days after the Fairness Hearing, or if no such hearing is held, ten Japanese business days after Final Approval of the settlement.

2. The amount of attorneys' fees requested is fair and reasonable under the percentage-of-the-fund method, which is confirmed by a lodestar "cross-check."

3. The attorneys' fees requested were entirely contingent upon a successful outcome for the Class. The risk undertaken by Class Counsel was significant, especially considering that Co-Lead Counsel developed the case on their own long before any government complaints, with all the risks of *Twombly*, complex foreign discovery, summary judgment, class certification, trial and collecting on judgments against foreign defendants, with complex legal theories advanced in the case, and vigorous efforts by experienced defense counsel to defeat this litigation on motions to dismiss.

4. In addition to risking time and effort, Class Counsel advanced substantial costs and expenses in connection with the prosecution of the litigation for the benefit of the Class with no guarantee of compensation.

5. An award of 33% of the cash certain Settlement Funds is reasonable and warranted for the reasons set forth in the Memorandum in Support of Co-Lead Counsel's Petition for an Interim Payment of Attorneys' Fees and Reimbursement of Expenses (the "Memorandum"), including, but not limited to, the following: the outstanding result obtained for the Class – a guaranteed fund of \$112,356,911.58 in settlements for the Class and additional future settlement payments from Settling Defendants, all obtained absent any formal discovery and in spite of vigorous defense by Defendants; the diligent investigation performed by Class Counsel in developing the case, including extensive fact interviews and document review and substantial research into the freight forwarding industry; and the risks faced throughout the litigation, which existed from the outset and continue today.

6. Therefore, upon consideration of the Motion and accompanying Memorandum, and based upon all matters of record in this action, the Court hereby finds that: (1) the requested attorneys' fees are warranted and just; and (2) the requested expenses were necessary, reasonable, and proper.

Having considered Co-Lead Counsel's Petition for an Interim Payment of Attorneys' Fees and Reimbursement of Expenses,

**IT IS HEREBY ORDERED, ADJUDGED, AND DECREED:**

1. Co-Lead Counsel are awarded attorneys' fees in the amount of \$32,596,320.32 payable now from existing cash in the Settlement Fund.

2. Co-Lead Counsel are awarded attorneys' fees in the amount of \$4,459,980.25 to be paid fifteen business days after the Final Approval of the EGL, Schenker and United Aircargo settlements.

3. Co-Lead Counsel are awarded attorneys' fees in the amount of \$21,480.25 to be paid from the United Aircargo settlement one year after the Fairness Hearing of the United Aircargo settlement, or if no hearing is held, one year after Final Approval of the United Aircargo settlement.

4. Co-Lead Counsel are awarded \$811,095.84 as remuneration for their unreimbursed costs and expenses incurred during the course of the litigation.

5. The awarded attorneys' fees and reimbursed expenses shall be paid from the Settlement Funds.

6. The awarded attorneys' fees and reimbursed expenses shall be equitably distributed among Class Counsel by Co-Lead Counsel in a good-faith manner that in Co-Lead

Counsel's judgment reflects each individual Class Counsel's contribution to the institution, prosecution, and resolution of the litigation.

7. The Court finding no just reason for delay, this Order shall be entered as of this date pursuant to Rule 54(b) of the Federal Rules of Civil Procedure.

**IT IS SO ORDERED.**

This \_\_\_\_ day of \_\_\_\_\_, 2013.

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HONORABLE JOHN GLEESON  
UNITED STATES DISTRICT JUDGE