

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

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

IN RE HP SECURITIES LITIGATION,

This Document Relates To: All Actions

MASTER FILE NO. 3:12-cv-05980-CRB

**CLASS ACTION**

[PROPOSED] ORDER AWARDING  
ATTORNEYS' FEES AND LITIGATION  
EXPENSES

1 This matter came for hearing on November 13, 2015 (the “Settlement Hearing”), on Lead  
2 Counsel’s Motion for an Award of Attorneys’ Fees and Reimbursement of Litigation Expenses  
3 (“Fee and Expense Application”). The Court having considered Lead Counsel’s Fee and Expense  
4 Application and all matters submitted to it at the Settlement Hearing and otherwise; and it appearing  
5 that due and adequate notice of the Settlement, the Settlement Hearing and related matters,  
6 including Lead Counsel’s motion for an award of attorneys’ fees and Litigation Expenses, was  
7 given to the Settlement Class as required by the Court’s July 17, 2015 Order (the “Preliminary  
8 Approval Order”).

9 **NOW, THEREFORE, IT IS HEREBY ORDERED:**

10 1. This Order hereby incorporates by reference the definitions in the Stipulation of  
11 Settlement and Release dated as of June 8, 2015 (the “Stipulation”), and all capitalized terms used  
12 herein shall have the same meanings as set forth in the Stipulation.

13 2. This Court has jurisdiction to enter this Order. This Court has jurisdiction over the  
14 subject matter of the Action and over all parties to the Action, including all Settlement Class  
15 Members.

16 3. Notice of Lead Counsel’s Fee and Expense Application was given to all Settlement  
17 Class Members who could be identified with reasonable effort. The form and method of notifying  
18 the Settlement Class of Lead Counsel’s Fee and Expense Application met the requirements of due  
19 process, Rule 23 of the Federal Rules of Civil Procedure, and Section 21D(a)(7) of the Securities  
20 Exchange Act of 1934, 15 U.S.C. § 78u-4(a)(7), as amended by the Private Securities Litigation  
21 Reform Act of 1995, the Constitution of the United States, and any other applicable law, and  
22 constituted the best notice practicable under the circumstances, and constituted due and sufficient  
23 notice to all persons entitled thereto.

24 4. Settlement Class Members have been given the opportunity to object to Lead  
25 Counsel’s Fee and Expense Application in compliance with Rule 23(h)(2) of the Federal Rules of  
26 Civil Procedure.

1           5.     Lead Counsel is hereby awarded attorneys' fees in the amount of \_\_\_\_% of the  
2 Settlement Amount, net of Court-approved Litigation Expenses, which sum the Court finds to be  
3 fair and reasonable, and \$\_\_\_\_\_ in reimbursement of Litigation Expenses, plus interest  
4 earned on both amounts at the same rate as earned by the Settlement Fund. The foregoing  
5 attorneys' fees and Litigation Expenses shall be paid from the Settlement Fund in accordance with  
6 the terms of the Stipulation.

7           6.     Lead Plaintiff PGGM Vermogensbeheer B.V. is hereby awarded \$\_\_\_\_\_ from the Settlement Fund as reimbursement for its costs and expenses directly related to its  
8 representation of the Settlement Class.  
9

10          7.     In making the foregoing awards of attorneys' fees and Litigation Expenses to be paid  
11 from the Settlement Fund, the Court has considered and found that:

12           a.     The Settlement has created a fund of \$100 million in cash that has been  
13 deposited into an escrow account for the benefit of the Settlement Class pursuant to  
14 the terms of the Stipulation, and eligible members of the Settlement Class who  
15 submit acceptable Claim Forms will benefit from the Settlement that occurred  
16 because of Lead Counsel's efforts;

17           b.     Lead Counsel's Fee and Expense Application has been reviewed and  
18 approved as fair and reasonable by the Court-appointed Lead Plaintiff, a large,  
19 sophisticated institutional investor that was actively involved in the prosecution and  
20 resolution of the Action;

21           c.     Copies of the Notice which stated that Lead Counsel would apply to the  
22 Court for attorneys' fees in an amount not to exceed eleven percent (11%) of the  
23 Settlement Amount, net of Litigation Expenses, and reimbursement of Litigation  
24 Expenses in an amount not to exceed \$1.25 million, were mailed to over 809,000  
25 potential Settlement Class Members or their nominees. In addition, the Notice stated  
26 that the maximum amount of Litigation Expenses included reimbursement of costs  
27  
28

1 and expenses (including lost wages) incurred by Lead Plaintiff in connection with its  
2 representation of the Settlement Class, in an amount not to exceed \$175,000;

3 d. There were no objections to Lead Counsel’s Fee and Expense Application;

4 e. Lead Counsel has conducted the litigation and achieved the Settlement with  
5 skill, perseverance and diligent advocacy;

6 f. The Action involves complex factual and legal issues and was actively  
7 prosecuted for nearly three years;

8 g. Had Lead Counsel not achieved the Settlement, there would remain a  
9 significant risk that Lead Plaintiff and the other members of the Settlement Class  
10 may have recovered less or nothing from the Defendants;

11 h. Lead Counsel devoted over 17,723 hours, with a lodestar value of  
12 approximately \$9.4 million, to achieve the Settlement; and

13 i. The amount of attorneys’ fees and Litigation Expenses to be reimbursed from  
14 the Settlement Fund are fair and reasonable and consistent with awards in similar  
15 cases.

16 8. Any appeal or any challenge affecting this Court’s award of attorneys’ fees and  
17 Litigation Expenses shall in no way disturb or affect the finality of the Judgment.

18 9. Jurisdiction is hereby retained over the parties and the Settlement Class Members for  
19 all matters relating to this Action, including the administration, interpretation, effectuation or  
20 enforcement of the Stipulation and this Order.

21 10. In the event that the Settlement is terminated or the Effective Date of the Settlement  
22 otherwise fails to occur, this Order shall be rendered null and void to the extent provided by the  
23 Stipulation and shall be vacated in accordance with terms of the Stipulation.

24 11. There is no just reason for delay in the entry of this Order, and immediate entry by  
25 the Clerk of the Court is expressly directed.

26 Dated: \_\_\_\_\_

27 \_\_\_\_\_  
28 The Honorable Charles R. Breyer  
United States District Judge