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19 *Settlement Class Counsel for the Indirect Purchaser Plaintiffs*

20 **UNITED STATES DISTRICT COURT**
21 **NORTHERN DISTRICT OF CALIFORNIA**
22 **SAN JOSE DIVISION**

23 IN RE TELESCOPES ANTITRUST
24 LITIGATION

25 **Case No. 5:20-cv-03639-EJD**

26 THIS DOCUMENT RELATES TO:

27 All Indirect Purchaser Actions

28 **JOINT DECLARATION OF KALPANA
SRINIVASAN, LIN Y. CHAN, AND
ADAM J. ZAPALA IN SUPPORT OF
INDIRECT PURCHASER PLAINTIFFS'
MOTION FOR AWARD OF
ATTORNEYS' FEES,
REIMBURSEMENT OF EXPENSES,
AND SERVICE AWARDS**

Dept.: Courtroom 4
Judge: Hon. Edward J. Davila
Date: April 3, 2025
Time: 9:00 AM

1 We, Kalpana Srinivasan, Lin Y. Chan, and Adam J. Zapala declare as follows:

2 I, Kalpana Srinivasan, am an attorney at Susman Godfrey L.L.P., one of the three firms
3 appointed as Settlement Class Counsel (“Class Counsel”) for Indirect Purchaser Plaintiffs (“IPPs”) in the above-captioned proceeding. I am a member of the State Bar of California and am admitted
4 in the above-captioned proceeding. I am a member of the State Bar of California and am admitted to practice before this Court. I make this declaration based on my own personal knowledge. If called
5 upon to testify, I could and would testify competently to the truth of the matters stated herein.

7 I, Lin Y. Chan, am an attorney at Lieff Cabraser Heimann & Bernstein, LLP, one of the
8 three firms appointed as Class Counsel for IPPs in the above-captioned proceeding. I am a member of the State Bar of California and am admitted to practice before this Court. I make this declaration
9 based on my own personal knowledge. If called upon to testify, I could and would testify
10 competently to the truth of the matters stated herein.

12 I, Adam J. Zapala, am an attorney at Cotchett, Pitre & McCarthy, LLP, one of the three
13 firms appointed as Class Counsel for IPPs in the above-captioned proceeding. I am a member of the State Bar of California and am admitted to practice before this Court. I make this declaration
14 based on my own personal knowledge. If called upon to testify, I could and would testify
15 competently to the truth of the matters stated herein.

17 We submit this declaration in support of IPPs’ Motion to for Award of Attorneys’ Fees,
18 Reimbursement of Expenses, and Service Awards (“Motion”) in the above-captioned matter.

19 During the litigation, Class Counsel performed an extraordinary amount of work, described
20 in detail below.

21 **I. DESCRIPTION OF WORK PERFORMED**

22 **a. Initial Pleadings and Leadership**

23 1. Prior to filing, Class Counsel conducted an extensive investigation, including
24 consultation with experts and market participants.

25 2. Class Counsel filed the first IPP complaints between June 17 and 20, 2020 in the
26 Northern District of California. *See Murphy, et al. v. Celestron Acquisition LLC, et al.*, No. 5:20-
27 cv-04049 (N.D. Cal. June 17, 2020); *Brewer, et al v. Celestron Acquisition, LLC et al.*, No. 5:20-
28

1 cv-04823 (N.D. Cal. July 17, 2020); *Goldblatt v. Shen et al.*, No. 3:20-cv-04860 (N.D. Cal. July
2 20, 2020).

3 3. In the following months, additional IPP complaints were filed. *See Kaufman v.*
4 *Celestron Acquisition, LLC et al*, No. 5:20-cv-05285 (N.D. Cal. July 31, 2020); *Griffith et al v.*
5 *Shen et al*, No. 5:20-cv-05400 (N.D. Cal. Aug. 4, 2020); *Price et al v. Shen et al*, No. 20-cv-06216
6 (N.D. Cal. Sept. 2, 2020); *Moore et al v. Celestron Acquisition, LLC et al*, No. 20-cv-06435 (N.D.
7 Cal. Sept. 14, 2020); and *Riley v. Celestron Acquisition, LLC et al*, No. 20-cv-06527 (N.D. Cal.
8 Sept. 17, 2020).

9 4. The first motion to appoint lead counsel was filed on July 21, 2020. ECF No. 30.
10 On August 17, 2020, the Court granted the motion to consolidate all currently pending cases under
11 one master docket and urged all parties “to proceed on a coordinated basis going forward ‘to secure
12 the just, speedy, and inexpensive determination of every action and proceeding’ pursuant to Rule
13 1.” ECF No. 55. This Court considered competing motions for lead counsel on September 17, 2020
14 via Zoom, during which the Court appointed Settlement Class Counsel to lead the IPP action as
15 Interim Co-Lead Counsel. ECF No. 91. The Court then confirmed the appointment of Interim Co-
16 Lead Counsel in its September 18, 2020 order. ECF No. 95.

17 5. On September 28, 2020, IPPs moved for an order authorizing alternative service on
18 twelve foreign-based Defendants pursuant to Rules 4(e) and 4(f)(3), which these defendants
19 opposed. The Court granted IPPs’ motion on December 2, 2020, thereby allowing all defendants
20 (as defined in this Motion) to proceed on the same case schedule. ECF No. 124.

21 6. To streamline the litigation, Settlement Class Counsel consolidated the pending IPP
22 complaints into a single amended pleading and filed a Consolidated Class Action Complaint on
23 October 19, 2020. ECF No. 105. To avoid certain issues related to service, the parties stipulated to
24 allow IPPs to submit an Amended Consolidated Class Action Complaint (filed on November 6,
25 2020). ECF No. 113.

26 **b. Motions to Dismiss and Transfer**

27 7. Defendants filed motions to dismiss the Direct Purchaser Plaintiffs’ (“DPPs” and
28 collectively with IPPs, “Plaintiffs”) complaint and to transfer it to the Central District of California

1 on June 30, 2020. ECF Nos. 15 & 16. On July 14, 2020, IPPs filed a motion to intervene and file
2 oppositions to both motions. ECF No. 22. IPPs' motion to intervene contained detailed arguments
3 opposing the motions. However, DPPs' filing of their Amended Complaint on July 21, 2020
4 mooted the pending motion. ECF No. 31. Defendants opposed IPPs' motion to intervene as to the
5 transfer motion on July 28, 2020. ECF No. 33. On September 10, 2020, the Court granted IPPs'
6 motion to intervene and denied the motion to transfer. ECF No. 82.

7 8. **First Motion.** U.S.-based Defendants filed a motion to strike certain allegations and
8 the first motion to dismiss the operative complaint on three grounds: untimeliness, failure to state
9 valid federal and state claims, and failure to state a claim on November 16, 2020. *See* ECF Nos.
10 115 & 116; ECF Nos. 129 & 130 (IPP opposition); ECF Nos. 131 & 132 (reply). On January 20,
11 2021, after the Court authorized Rules 4(e) and 4(f)(3) service (*see supra*), foreign-based
12 Defendants filed a motion to dismiss on identical grounds (ECF No. 134). ECF No. 140 (IPP
13 opposition); ECF No. 147 (Defendants' reply).

14 9. **Second Motion.** In parallel, Defendant Synta Canada filed a motion to dismiss for
15 failure to state a claim and lack of personal jurisdiction on January 20, 2021. ECF No. 135. This
16 motion was not decided; the Court entered the parties' joint stipulation permitting IPPs to conduct
17 limited jurisdictional discovery, including a Rule 30(b)(6) deposition, requests for production of
18 documents, and interrogatories, on February 5, 2021. ECF No. 139. On March 25, 2021, two weeks
19 before the date of the Rule 30(b)(6) deposition, Synta Canada filed a notice withdrawing its motion
20 to dismiss only as to the arguments regarding lack of personal jurisdiction. ECF No. 160. On May
21 17, 2021, IPPs filed their opposition to Synta Canada's remaining motion to dismiss arguments.
22 ECF No. 175.

23 10. The Court took all the above motions under advisement without oral argument and
24 on June 2, 2021, issued an order granting in part but denying in bulk each of the motions. ECF No.
25 177. Subject to the order and several stipulations, IPPs filed the Second Amended Consolidated
26 Class Action Complaint on August 31, 2021. ECF No. 197.

27 11. **Third Motion.** On October 12, 2021, Defendants filed a motion to dismiss the
28 newly amended complaint on the grounds of statute of limitations and failure to state a claim,

1 specifically challenging all allegations related to conduct that occurred prior to 2013. ECF No. 215.
2 Defendants, on the same day, also filed a motion to strike certain paragraphs of the Second
3 Amended Consolidated Class Action Complaint. ECF No. 216; ECF Nos. 224 & 225 (IPPs'
4 opposition). Defendants filed replies in support of their motions on January 10, 2022. ECF Nos.
5 229 & 230 (reply).

6 12. On March 15, 2022, IPPs moved for leave to file a Third Amended Complaint to
7 add new allegations based on Defendants' recently produced documents. ECF No. 244. On March
8 18, 2022, the Court granted IPPs' motion and terminated the pending motions as moot. ECF No.
9 246. IPPs filed the Third Amended Consolidated Class Action Complaint on March 25, 2022,
10 which included substantial, additional allegations of anticompetitive conduct pre-2013. ECF No.
11 251.

12 13. **Fourth Motion.** On April 28, 2022, Defendants again moved to dismiss IPPs'
13 complaint. ECF No. 261; ECF No. 263 (IPPs' Opposition); ECF No. 268 (Defendants' reply). The
14 Court issued an order taking the pending motion to dismiss under advisement without oral argument
15 on November 1, 2022. ECF No. 291. On December 5, 2022, subject to a stipulation with Defendants
16 that left the April 28, 2022 motion pending, IPPs filed the Fourth Amended Consolidated Class
17 Action Complaint to add an additional putative Class Representative. ECF No. 300.

18 **c. Discovery**

19 14. The parties vigorously contested discovery in this litigation. The parties engaged in
20 extensive motion practice, including motions regarding entry of protective, discovery, and
21 scheduling orders, and at least fourteen discovery dispute briefs. Motion practice on these issues
22 typically followed weeks or months of meeting and conferring between the parties, sometimes
23 involving consultants.

24 15. IPPs served their original written requests for discovery in August 2020. Plaintiffs
25 served on Defendants at least 140 document requests and 18 interrogatories. IPPs also issued over
26 30 subpoenas to non-parties and obtained substantial structured data regarding these intermediaries'
27 direct purchases of telescopes from the Defendants and their sales to the IPPs. IPPs engaged in this
28 non-party discovery to demonstrate "pass through" and economic harm and identify settlement

1 class members. IPPs conducted extensive discovery negotiations with Defendants, including
2 weekly meet-and-confers, on topics ranging from (1) production of documents and transactional
3 data, (2) the identification of appropriate document custodians, (3) the use of search terms, (4) the
4 completeness of discovery responses, and (5) deposition scheduling. IPPs conducted similar
5 extensive discovery efforts with non-parties to obtain pass-through data critical to the case and IPP
6 class member data helpful for settlement administration.

7 16. IPPs also reviewed a significant portion of more than 3.9 million documents
8 Defendants produced, and voluminous electronic transactional and cost data from Defendants and
9 non-parties. Because the millions of documents produced included many Chinese language
10 documents, IPPs retained Chinese language specialists and purchased Chinese-English translation
11 software for efficient document review and analysis.

12 17. IPPs defended 23 class representative depositions, largely in person – a substantial
13 number for a class case. Additionally, IPPs took depositions of Defendants’ senior executives,
14 including Celestron’s CFO, Paul Roth, whose testimony helped IPPs to determine the availability
15 of transactional data, and Celestron’s CEO Corey Lee, as detailed further below. The depositions
16 required obtaining certified translations of numerous documents.

17 18. Contested discovery issues between the parties that necessitated motion practice
18 included, but were not limited to: (1) search terms, (2) production of relevant and non-privileged
19 documents, (3) production of documents improperly withheld as privileged, (4) collection and
20 production of transactional and costs data, (5) proper responses to interrogatories, and (6)
21 deposition scheduling.

22 ii. Discovery Orders

23 19. On February 10, 2021, the parties submitted a joint letter brief regarding entry of a
24 protective order. ECF No. 141. The disputes concerned whether a non-producing party could
25 designate as confidential documents produced by another party and the ability of Class
26 Representatives to access documents designated as highly confidential or attorneys’ eyes only. *Id.*
27 Prior to filing the joint letter, the parties met and conferred on the disputed topics and the protective
28 order generally on January 25 and February 3, 2021. *Id.*

1 20. The parties presented argument before Magistrate Judge DeMarchi on March 2,
2 2021. ECF No. 150. The court issued an order the same day, modifying the proposed protective
3 order as agreed to during the hearing as to designations of documents produced by other parties and
4 accepting Defendants' proposed modifications regarding documents designated as highly
5 confidential or attorneys' eyes only. ECF No. 152.

6 21. On March 24, 2021, after multiple meet-and-confers with DPPs and Defendants, all
7 parties filed a joint stipulation regarding discovery. ECF No. 159. The stipulation covered protocols
8 for translation of documents and at depositions, for depositions taken remotely, email service, and
9 a protocol for modifications to time limits for depositions. *Id.*

10 ii. Documents and Depositions

11 22. **Discovery Coordination.** On April 5, 2021, the parties filed two separate joint
12 letters regarding discovery issues. ECF Nos. 161 & 162. One letter addressed general issues
13 regarding coordination of discovery. ECF No. 162. The other letter addressed deposition notices
14 served unilaterally by DPPs. ECF No. 161. In the letters, and throughout the litigation, IPPs
15 emphasized their commitment to working collaboratively to coordinate discovery schedules. Prior
16 to filing the letters, the parties met and conferred on March 31, 2021. *Id.* On April 13, 2021,
17 Magistrate Judge DeMarchi held a hearing via Zoom and issued an order requiring the parties to
18 confer further and submit a coordinated discovery plan by April 23, 2021. ECF Nos. 164 & 165.
19 The court ordered, on April 20, 2021, that DPPs' depositions be withdrawn and again instructed
20 the parties to coordinate on all aspects of discovery. ECF No. 168.

21 23. On April 22, 2021, the parties filed a request for an additional week to meet and
22 confer on the coordinated discovery schedule (ECF No. 169), which the court granted (ECF No.
23 170). The parties submitted a joint letter on April 30, 2021, detailing their proposed coordinated
24 discovery schedule and raising a dispute regarding the location of Rule 30(b)(6) depositions. ECF
25 Nos. 171 & 171-1. Based on efficiency concerns, Plaintiffs argued that 30(b)(6) deposition should
26 presumptively take place within the Northern District of California. *Id.* Defendants argued that the
27 parties should meet and confer regarding location no less than 21 days before the scheduled
28 deposition date. *Id.* Prior to filing the proposed discovery schedule, the parties met and conferred

1 regarding the proposal on April 26 and 27, 2021. ECF No. 171. The proposed stipulated discovery
2 order detailed agreement on the discovery schedule generally, coordination of written discovery
3 Rules 31, 33, 34, and 36, a fact deposition under Rule 30(b)(1), translation of documents and
4 depositions, remote depositions, and time limits of depositions. ECF No. 171-1. On May 4, 2021,
5 Magistrate Judge DeMarchi issued an order stating that Rule 30(b)(6) depositions of party
6 witnesses would presumptively occur in the Northern District and instructing the parties to submit
7 an amended discovery proposal reflecting the court's order by May 10, 2021. ECF No. 172. On
8 May 11, 2021, the court approved the parties amend stipulated order regarding discovery. ECF No.
9 174.

10 24. **Destruction of Synta Tech and Suzhou Synta Documents.** The parties continued
11 to meet and confer regarding search terms and custodians for document requests. During this phase,
12 the parties requested and received multiple extensions of various discovery related deadlines. ECF
13 Nos. 179, 186, & 190. On May 26, 2021, during a recorded meet-and-confer, counsel for the
14 Defendants informed Plaintiffs that Synta Technology Corp and Suzhou Synta Optical Technology
15 Co. Ltd. destroyed or lost all custodial documents during the companies' dissolution in 2016. ECF
16 No. 198. Plaintiffs served a 30(b)(6) deposition notice regarding the document destruction on July
17 2, 2021. *Id.* On September 1, 2021, the parties filed a joint discovery letter brief regarding the
18 30(b)(6) deposition topics, timing, and location. *Id.* Plaintiffs filed two additional joint letter briefs
19 on September 2, 2021. ECF Nos. 199 & 200. Specifically, Plaintiffs sought to question Synta Tech
20 and Suzhou Synta regarding employee Joyce Huang and the issues surrounding the destruction of
21 documents. ECF No. 198. IPPs also proposed a protocol for the deposition to occur in compliance
22 with Taiwan's COVID-19 quarantine requirements, but Defendants refused to agree to a set
23 timeline. *Id.*

24 25. On September 13, 2021, Magistrate Judge DeMarchi issued an order allowing
25 Plaintiffs to take the 30(b)(6) deposition on the disputed topics. ECF No. 201. The order also urged
26 the parties to be mindful of public health concerns but cautioned against using them as an excuse
27 to delay the timely production of witnesses. *Id.* On December 2, 2021, Plaintiffs requested via email
28 that Defendants identify the individuals whom they intended to designate. ECF No. 237.

1 Defendants refused to do so. *Id.* Plaintiffs filed a joint discovery letter on February 9, 2022,
2 regarding Defendants' failure to identify the person or country of residence of the designated
3 30(b)(6) witness. *Id.* On February 16, 2022, the Magistrate Judge DeMarchi issued an order
4 requiring Plaintiffs to first notify Defendants of possible dates and whether the 30(b)(6) depositions
5 would be in person or by Zoom and giving Defendants 14 days to identify witnesses and note any
6 possible travel restrictions. ECF No. 239.

7 26. **Unauthorized Use of Technology-Assisted Review.** The parties filed a joint
8 discovery letter brief regarding Defendants' use of technology-assisted-review ("TAR") in
9 violation of the ESI Order on September 13, 2021. ECF No. 202. From March 27 to August 4,
10 2021, the parties conducted at least fourteen meet-and-confers regarding search terms and
11 custodians. ECF No. 202-6. Defendants had only produced 53 pages of documents as of the letter
12 brief's filing, despite written discovery pending for over eleven months and the deadline for
13 substantial completion less than a month away. ECF No. 202. After a hearing, Magistrate Judge
14 DeMarchi issued an order requiring the parties to further meet-and-confer on the issues and submit
15 any remaining disputes concerning search terms, TAR, and related deadline extensions by October
16 26, 2021. ECF No. 209. On October 27, 2021, Magistrate Judge DeMarchi approved the parties'
17 stipulated order regarding production of documents. ECF No. 220. The stipulated order required
18 Defendants to run search terms without TAR and make a substantial document production by
19 November 15, 2021 and complete transactional data production by December 1, 2021. *Id.*
20 Additionally, the order provided phased substantial completion deadlines to produce documents by
21 various custodians. *Id.* All responsive non-privileged documents had to be produced by February
22 15, 2022. *Id.*

23 27. **Motion to Compel Interrogatory Response.** On March 21, 2022, the parties filed
24 a joint discovery letter brief regarding Defendants' failure to properly respond to Plaintiffs'
25 interrogatory on Defendants' decision to discontinue business operations and destroy records. ECF
26 No. 247. Plaintiffs repeatedly tried in good faith to reach a sensible agreement with Defendants
27 regarding their response before filing a letter brief. *Id.* On February 11, 2022, Plaintiffs offered to
28 agree to an extension to respond to the interrogatory provided Defendants would fully respond and

1 not simply object, but Defendants refused. *Id.* Defendants served only objections to the
2 interrogatory on February 17, 2022. *Id.* After a further meet-and-confer on the issue on February
3 28, 2022, Defendants again refused to fulsomely respond to the interrogatory, but suggested they
4 would further discuss the issue internally and respond by March 4, 2022. *Id.* Plaintiffs received no
5 response and instead Defendants pivoted to an argument regarding duplicative discovery. *Id.* On
6 May 25, 2022, Magistrate Judge DeMarchi issued an order requiring Defendants to provide
7 substantive responses to the interrogatory by June 8, 2022. ECF No. 262.

8 28. **Scheduling Order.** In an effort to streamline the litigation, on July 26, 2022, IPPs
9 filed a motion for entry of a scheduling order. ECF No. 269. Discussions and meet-and-confers
10 regarding case scheduling occurred regularly over the years of litigation, but without agreement on
11 an omnibus schedule for case deadlines. *Id.* On June 2, 2022, IPPs proposed a case schedule to
12 Defendants. *Id.* Despite IPPs' repeatedly following up and receiving assurances from Defendants
13 that they would provide comments and edits, Defendants never sent the promised counterproposals.
14 *Id.* IPPs' motion provided suggested case deadlines through summary judgment briefing. *Id.* By
15 contrast, Defendants opposed setting any case deadlines until the Court ruled on the pending motion
16 to dismiss. ECF No. 271. The parties met and conferred via Zoom on June 17, 2022 and exchanged
17 numerous emails on scheduling issues in an effort to avoid the need for judicial intervention. *Id.*
18 These efforts did not resolve the outstanding issues, and, on August 16, 2022, IPPs filed a reply to
19 their motion, urging the Court to avoid delay in setting a case schedule. ECF No. 272. The Court
20 granted IPPs' request and issued a scheduling order on September 30, 2022, setting case deadlines
21 through class certification. ECF No. 276.

22 29. **Chinese Search Terms.** On September 28, 2022, the court adopted the parties'
23 stipulation regarding Chinese search terms, providing an iterative protocol for running the terms,
24 producing relevant documents, and sharing certain costs. ECF No. 275.

25 30. **Deposition Scheduling.** Issues regarding deposition locations and dates continued
26 to be an issue throughout the litigation. The Court held a joint status conference on February 23,
27 2023, at which it ordered the parties to meet and confer regarding the timing and location of
28 depositions. On March 8, 2023, the parties filed a joint status report detailing their continuing

1 disagreements. ECF No. 309. IPPs stated that after much debate and negotiation, Defendants had
2 agreed to the following: (1) depositions could be conducted in person or via remote means, at the
3 election of the requesting party; (2) Defendants would make their four witnesses residing in Asia
4 available for depositions in Taiwan, with the rest of Defendants foreign witnesses made available
5 in the Northern District; and (3) all Defendants' United States-based witnesses, and the named
6 plaintiffs, would be deposed close to where they live. *Id.* IPPs also submitted proposed dates for all
7 of the named plaintiffs and argued that Defendants' depositions should be sequenced in a manner
8 to ensure that plaintiffs had custodial documents before taking the depositions. *Id.* On April 7, 2023,
9 the Court issued an order that: (1) Defendants' Canadian witnesses would be deposed in the
10 Northern District; (2) Defendants' witnesses located in Asia would be deposed in Taiwan with
11 depositions scheduled so that they could all be taken in a single trip; and (3) Plaintiffs' United
12 States-based witnesses would be deposed remotely or in location close to where they live. ECF No.
13 329. At the Court's request, the parties filed a joint status report on July 31, 2023, detailing the
14 outstanding requests for deposition dates. ECF No. 358. The Court issued an order on August 1,
15 2023, setting deadlines for: (1) notices of Rule 30(b)(6) depositions and their topics to be served;
16 (2) reasonable estimates of the amount of time needed for 30(b)(6) and 30(b)(1) testimony; and (3)
17 providing available dates for depositions. ECF No. 361. Additionally, the Court required the parties
18 to confer to account for previously-made travel arrangements to Taiwan and San Francisco. *Id.* The
19 parties, consistent with these proceedings, filed a joint report updating the court on the status of
20 deposition scheduling on August 16, 2023. ECF No. 369. On August 24, 2023, the parties filed yet
21 another joint report, updating the Court about agreed deposition dates and depositions without
22 agreed dates. ECF No. 374. The Court issued an order holding that depositions with agreed dates
23 must proceed as described unless *all parties* agreed to change them. ECF No. 377. The Court, as to
24 four remaining witnesses for whom DPPs had a scheduling conflict, instructed the parties to meet
25 and confer to find new deposition dates. *Id.* On September 1, 2023, the parties filed a joint status
26 report stating that they had come to agreement on new deposition dates and locations for those four
27 witnesses. ECF No. 380.

28 i. Transactional Data

1 31. Data discovery presented another pitched battleground throughout this litigation. On
2 March 22, 2021, IPPs issued their first request for Defendants' transaction-level sales data, after
3 which the court approved a stipulation ordering production of all such data before December 1,
4 2021. *See* ECF No. 277. On October 11, 2022, the parties filed a joint discovery letter brief
5 regarding Defendants' failures to timely produce the requested transactional data. *Id.* Issues with
6 Defendants' data included years of missing data for certain defendants, no data at all from one
7 defendant, and massive data format issues with others. *Id.* The letter brief detailed the great lengths
8 Plaintiffs undertook to get Defendants to produce the requested data, including the numerous
9 instances where Defendant promised to have a client representative attend a meet-and-confer, only
10 to have Defendants cancel shortly before the scheduled meeting. *Id.* To resolve these issues,
11 Plaintiffs proposed a phased process under which Defendants would first answer five preliminary
12 questions regarding their transactional data and requested a date certain by which they must
13 complete the production. *Id.* Plaintiffs also requested the court order that the parties all attend
14 regular weekly meet-and-confers and monthly status conferences with the court until the resolution
15 of all outstanding discovery matters. *Id.* After a hearing on November 8, 2022, the Court issued an
16 order the next day requiring Defendants to produce Celestron transactional data for the relevant
17 period without filters, produce samples of the physical bound records for Suzhou Synta, and provide
18 the requested information in writing regarding each defendants' data, all by November 30, 2022.
19 ECF No. 293.

20 32. **Order re Special Master and Transactional Data Meet-and-Confers.** On
21 November 9, 2022, Magistrate Judge DeMarchi issued a second order inquiring about the
22 appointment of a special master to oversee discovery and requesting the parties meet and confer to
23 agree on a day and time for weekly meet-and-confers regarding discovery disputes. ECF No. 294.
24 The parties filed a response on November 21, 2022, with IPPs detailing their previous efforts to
25 attain the requested transactional data:

26 Between March and August 2022, the parties exchanged more than
27 two dozen letters and emails about Defendants' production of
28 transactional data. Between July 5 and August 5, Plaintiffs sent no
fewer than 10 communications to Defendants (mostly without a
response) about the issue and requested to meet and confer. In

1 August alone, once Defendants agreed to meet and confer about this
2 issue, Defendants proposed that a client representative join them for
3 a meet and confer with Plaintiffs on August 10, 15, 22, and 31—only
4 to inform Plaintiffs each time that the client representative was
5 unavailable, sometimes shortly before the scheduled call. During the
6 parties' call on August 31, 2022, Defendants disclosed for the first
7 time that they had produced data with filters applied and that instead
8 of answering Plaintiffs' questions, they would simply reproduce the
9 data without filters. But Defendants never did what they promised
10 despite repeated requests from Plaintiffs, and repeatedly delayed
11 briefing the issue to the Court.

12 ECF No. 296.

13 33. On November 30, 2022, the court issued an order declining to appoint a special
14 master. ECF No. 298.

15 34. **Hearing re Production of Transactional Data.** On April 5, 2023, Magistrate
16 Judge DeMarchi held a hearing on DPPs' motion to enforce the court's discovery order regarding
17 production of transactional data, at which IPPs participated. The court issued an order on April 5,
18 2023, reserving the question of whether to impose sanctions on Defendants, and requiring the
19 parties to meet in person no later than April 19, 2023 to discuss issues with Defendants' production
20 of transactional data. ECF No. 325.

21 35. **Further Meet-and-Confers re Transactional Data.** After a postponement of the
22 meeting due to COVID-19 exposure, the parties, along with technical and data experts, met and
23 conferred in person on May 9, 2023, in San Francisco. ECF No. 327. Plaintiffs sent Defendants a
24 list of 25 transactional data questions prior to the meeting to facilitate discussion and had an initial
25 virtual meeting on April 24, 2023. On May 15, 2023, the parties filed a joint status report about
26 production of Defendants' transactional data and progress made during the meet-and-confers. ECF
27 No. 338. The joint status report detailed thirteen items Defendants agreed to produce and six
28 additional issues on which Defendants promised to investigate further. *Id.* Defendants agreed to
produce eleven of the thirteen items and respond to the six additional questions by May 26, 2023,
subject to certain contingencies. *Id.* During the meetings, Plaintiffs also raised concerns regarding
production of sales and costs data from defendants other than Celestron, including defendants
Pacific Telescope, Olivon, Olivon USA, and Nantong Schmidt. *Id.*

1 36. On June 7, 2023, the court issued an order requiring the parties to file a further joint
2 status report regarding defendants’ production of transactional data. ECF No. 343.

3 37. On June 14, 2023, the parties filed the requested status report. ECF No. 344. IPPs
4 confirmed that Defendants provided satisfactory responses to their requests and that IPPs and
5 Defendants met and conferred again with Defendants’ data expert on June 12, 2023. *Id.* Defendants
6 also confirmed that transactional data for all defendants had been produced, but that it would
7 supplement defendant Olivon’s data “in order to better organize the previously produced” data. *Id.*
8 Defendants made the supplemental Olivon data production on June 1, 2023. *Id.* In the joint report,
9 IPPs stressed to the court that, while no issues were ripe at the time, based on IPPs’ analysis,
10 additional transactional data likely existed for at least Nantong Schmidt related to cost data, sales
11 data to entities other than Celestron and Orion, and product descriptions. *Id.* The parties agreed to
12 work together to provided IPPs with finality on the transactional data issue. *Id.*

13 38. **Additional Sources of Transactional Data.** On June 15, 2023, the court issued an
14 order requiring Defendants to “promptly complete their investigation of the additional data sources
15 identified in the status report, and must promptly complete their production of the additional data
16 that they indicate in the report they will produce to plaintiffs.” ECF No. 346.

17 39. On July 30, 2023, the parties filed a third joint status report regarding transactional
18 data detailing that the parties still had disagreements about the fulsomeness of Defendants data
19 production and responses to questions. ECF No. 347. The remaining open issues included SAP data
20 and Atlas e-commerce data, Nantong Schmidt data, and whether Defendants general ledger
21 constituted “transactional data” as defined by the requests for production. *Id.*

22 40. On July 18, 2023, the court held a hearing and issued an order on Defendants’
23 production of transactional data. ECF No. 350. The court required Defendants to complete their
24 production of Nantong Schmidt cost data for all U.S. sales during the relevant time period, update
25 their response to IPPs’ interrogatory about the same, and identify by bates number Celestron’s price
26 component reports that could be used to calculate margins, all by July 21, 2023. *Id.*

27 41. On July 29, 2023, the parties filed another joint status report on Defendants’
28 transactional data. ECF No. 355. IPPs again detailed Defendants’ failure to make good on their

1 court-ordered obligations regarding the Nantong Schmidt data, including supplementing their
2 response to the interrogatory, and Celestron margin data. *Id.*

3 42. On July 31, 2023, the court issued an order requiring Defendants to file a copy of
4 their most recent supplemental response to IPPs' relevant interrogatory by 4:00PM that day. ECF
5 No. 356.

6 43. After holding another status conference on transactional data, the court issued an
7 order on August 1, 2023, requiring Defendants to: (1) make all the source material from which
8 Nantong Schmidt prepared the summary of costs data available to plaintiffs for review by August
9 25, 2023; (2) supplement their response to IPPs' interrogatory to address all its subparts by August
10 14, 2023; (3) by August 4, 2023, produce samples of Celestron's general ledger; or (4) identify
11 documents from which margins could be obtained by August 10, 2023. ECF No. 362.

12 44. **Further Productions and Deposition of Celestron CFO Paul Roth.** Over the
13 next weeks, Defendants made further productions as required and a witness available to answer
14 questions about the data and on August 7 & 8, 2023, Plaintiffs deposed Celestron's CFO, Paul
15 Roth. On August 16, 2023, the parties submitted another joint status report. ECF No. 370. At his
16 deposition, Mr. Roth testified that Celestron had provided all of its transactional data, including the
17 competent parts at issue, to counsel for the Defendants. *Id.* Plaintiffs, however, could not question
18 Mr. Roth about much of the general ledger data, because Defendants did not produce it until *after*
19 the deposition. *Id.* On August 11, 2023, Plaintiffs asked Defendants to confirm whether they
20 produced information identified by Mr. Roth, and, if so, to identify it by bates number. *Id.* On the
21 due date of the joint status report, Defendants produced still more account identifying information
22 linking accounts to the Celestron general ledger. *Id.* Defendants also refused to provide Celestron's
23 IT expert for a meeting with plaintiffs' data experts to streamline the efforts. *Id.* Consequently, IPPs
24 requested that the court order Defendants to identify or produce all the repeatedly requested data
25 regarding profit margins, and to confirm that they are not withholding any further ledger or
26 subledger transaction data. *Id.* Plaintiffs also raised continuing deficiencies with Defendants'
27 responses and productions regarding Nantong Schmidt cost data. *Id.*

28

1 45. **Orders re Source Material for Transactional Data.** The court issued a further
2 order on transactional data on August 17, 2023, again demanding that Defendants (1) make the
3 source material from which defendant Nantong Schmidt prepared the summary of cost data
4 available for review and (2) lodge the transcripts from Mr. Roth’s deposition, highlighted to
5 illustrate the points on which the parties disagreed. ECF No. 372. On August 29, 2023, after a
6 hearing on the issue on the same day, the court ordered Defendants to (1) explain what the 208
7 manually-prepared data spreadsheets for Nantong Schmidt contained, (2) identify by bates number
8 Celestron’s relevant ledger data, and (3) provide an employee knowledgeable in the data for
9 questioning, or other put up another witness for a deposition because Defendants failed to produce
10 the data before Mr. Roth’s. ECF No. 378.

11 46. IPP’s did not participate in any further disputes regarding transactional data after
12 reaching an agreement in principle with Defendants to settle the case on September 7, 2023.

13 ii. Privilege Issues

14 47. IPP’s also relied on motion practice regarding Defendants’ privilege claims. On
15 October 28, 2022, the parties filed two joint discovery letter briefs regarding documents withheld
16 by Defendants as privileged and other issues related to Defendants’ privilege logs. ECF Nos. 287
17 & 288. Specifically, Plaintiffs argued that Defendants improperly withheld and needed to produce
18 the following categories of documents: (1) third-party communications and documents withheld on
19 the basis of attorney-client privilege; (2) communications and documents withheld on the basis of
20 “tax privilege”; (3) communications and documents subject to Defendants’ clawback demands; and
21 (4) attachments to attorney-client emails withheld on the basis of attorney client privilege. ECF No.
22 287. Plaintiffs also argued that Defendants need to supplement their privilege logs to provide
23 certain categories of information, including: (1) author and recipients of the communication or
24 document being withheld; (2) the names of the attorneys that provided the alleged legal advice or
25 work product in the document being withheld, and the entities or persons that those attorneys
26 represented; and (3) the subject matter addressed in the communication or document being
27 withheld. ECF No. 288. Prior to filing the joint brief, the parties met and conferred over the course
28 of six months at least four separate times via Zoom and exchanged emails at least ten times on the

1 issues. *Id.* The court issued an order on November 29, 2022, granting and denying in part Plaintiffs’
2 requested relief. ECF No. 297. The court required Defendants to remove all tax documents from
3 their privilege log, as well as amend the log to make clearer the nature of documents withheld and
4 the recipients of the documents and submit certain documents of in camera review. *Id.*

5 48. On March 1, 2023, Plaintiffs filed a motion to compel the production of documents
6 Defendants continued to withhold as privileged, in violation to the court’s November 29, 2022
7 order, including “improperly withheld Third-Party Communications and Attachments” ECF
8 No. 305. Defendants opposed the motion on March 15, 2023 (subject to a stipulation to extend the
9 deadline to respond) (ECF No. 322), and Plaintiffs filed a reply on March 30, 2023. ECF No. 323.
10 The court issued an order on April 25, 2023, requiring Defendants submit documents for in camera
11 review. ECF No. 332. On April 28, 2023, Defendants complied with the court’s order and submitted
12 the requested documents for review. ECF No. 333. The court issued another order on July 20, 2023,
13 requiring Defendants to file an amended privilege log only covering the 37 documents submitted
14 for review. ECF No. 353.

15 iii. Non-Party Discovery

16 49. IPPs conducted expansive non-party discovery for information and transactional
17 data regarding the retail telescope market. Starting in the summer of 2021, IPPs issued at least 30
18 Rule 45 subpoenas to retailers that sold commercial telescopes to potential class members.

19 50. Resolving objections to some of the subpoenas required court intervention. On
20 January 4, 2022, IPPs filed a joint letter brief to compel Orange Count Telescope (“OCT”) to
21 produce its transactional data reflecting purchases of telescopes and accessories from Defendants
22 and Co-Conspirators and retail sales of such products. ECF No. 227. During the pendency of the
23 subpoena, IPPs and OCT met and conferred on August 19, 2021 to discuss the data in OCT’s
24 possession. *Id.* OCT served untimely objections on August 27, 2021 and informed IPPs that it could
25 not meet and confer again until October 5, 2021. *Id.* Following the October 5, 2021 meet-and-
26 confer, IPPs proposed to limit the scope of the subpoena by agreeing to cut the time period, the
27 products for requested data, and other compromises regarding data format. *Id.* OCT, however,
28 refused to budge on their original objections, forcing IPPs to file the motion to compel. *Id.*

1 Following a January 25, 2022 hearing on the motion (ECF No. 232), the court issued an order that
2 day compelling production of limited to data “readily accessible in electronic form” that showed
3 telescopes and accessories sold by Defendants and Co-Conspirators, dating back to January 1, 2003
4 or whatever date data became available. ECF No. 235. OCT and IPPs exchanged emails over the
5 following weeks regarding the state of OCT’s data. ECF No. 238 (Feb. 15, 2022 joint letter). OCT
6 indicated that it did not maintain structured electronic data at all and that it would have to recreate
7 it by hand. *Id.* By order February 16, 2022, the court required OCT to provide a sworn declaration
8 regarding OCT’s data by February 28, 2022. ECF No. 241.

9 51. IPPs served a subpoena on non-party Levenhuk, Inc., a manufacturer customer of
10 the Defendants in early February 2023. On March 7, 2023, IPPs and Defendants filed a joint
11 discovery letter brief regarding the subpoena. ECF No. 307. Defendants moved to quash the
12 subpoena, or in the alternative limit its scope. *Id.* IPPs argued that they needed Levenhuk’s data to
13 conduct overcharge pass-through analysis. *Id.* On March 7, 2023, the court issued an order denying
14 Defendants’ motion because they failed to identify “any personal right or privilege that is
15 implicated by IPPs’ document subpoena” and that the subpoena did not violate any of the court’s
16 prior orders regarding the geographic scope of discovery. *Id.*

17 52. In total, IPPs collected transactional sales data from 25 non-party entities, including
18 large telescope retailers like Amazon and Cloud Break Optics, and small telescope retailers like
19 Adorama and Costco. IPPs’ experts used this data to conduct pass-through and damages analysis,
20 and the data now facilitates the notice and claims process.

21 **d. Settlement Negotiations and Mediation**

22 53. The parties reached the Settlement Agreement after months of contentious arm’s-
23 length negotiations, including bilateral discussions and multiple mediation sessions overseen by
24 Hon. Suzanne Segal, a former Magistrate Judge of the Central District of California. The first
25 mediation occurred on July 20, 2021, without reaching a resolution. After a second mediation on
26 September 6, 2023, the parties accepted Judge Segal’s mediator’s proposal and executed an
27 agreement in principle to resolve the matter on September 7, 2023. The parties worked diligently
28 to draft and execute the Settlement Agreement After reaching the agreement in principle.

1 54. On September 8, 2023, IPPs filed a notice of settlement and scheduling stipulation,
2 requesting that the Court stay all deadlines and discovery in the IPP action, which the Court granted
3 on September 19, 2023. ECF Nos. 384 & 386.

4 55. The parties worked diligently during the stay to address various complicated and
5 sensitive issues particular to these defendants while finalizing the terms and language of the
6 Settlement Agreement. Ironing out the specifics of the Settlement Agreement was complex,
7 covering the interplay between several corporate families across multiple continents. Aside from
8 the monetary consideration that had already been agreed to in principle, there were several
9 additional provisions in the long-form agreement that were contested and took substantial time and
10 effort to work through.

11 56. On August 31, 2024, the parties executed the Settlement Agreement.

12 57. The Settlement Agreement does not release claims regarding named Defendant
13 Ningbo Sunny or any of its officers, affiliates or related entities in their capacity acting on behalf
14 of Ningbo Sunny.

15 **II. Preliminary Approval and Notice**

16 58. On September 16, 2024, IPPs filed a motion for Preliminary Approval of Settlement
17 and Issuance of Notice, along with accompanying attorney and claims administrator declarations.
18 ECF Nos. 389, 390, & 391. The Court held a hearing on the motion on October 31, 2024 (ECF No.
19 393), and on November 4, 2024, issued an order granting preliminary approval, authorizing the
20 issuance of the notice program, approving Verita as the claims administrator, and setting a schedule
21 for final approval, a fairness hearing, and motions for attorneys' fees and costs. ECF No. 397.

22 59. Verita issued the notice as ordered on December 13, 2024.

23 **III. Lodestar**

24 60. As of December 1, 2024, Class Counsel and their staff dedicated over 24,055 hours
25 and \$14,550,720 in lodestar to litigating this case as of the filing of this motion, resulting in a
26 blended average for counsel and staff of \$709 at current rates. The requested fee of \$10,666,667
27 therefore represents a .73 negative multiplier.

1 61. Class Counsel excluded reported time in the exercise of billing discretion. First, this
2 reported lodestar data does not include any time of attorneys who fewer than 20 hours. All staff and
3 attorney time devoted to the present motion for attorneys' fees, costs, and services awards has also
4 been excluded. By the time of final approval hearing on April 3, 2025, Class Counsel's reasonable
5 lodestar will have increased due to the time spent briefing and arguing final approval.

6 62. Each firm carefully reviewed their time at the time of submission to reduce
7 inefficient or duplicative entries.

8 63. As discussed above, Class Counsel worked efficiently to litigate this difficult,
9 complex, and contentious international case to minimize duplicative work and achieve the best
10 possible result for the class. Attorneys and staff employed by Class Counsel performed all of the
11 work for which Class Counsel seek fees.

12 64. For over four years, Class Counsel litigated this case on a pure contingency basis
13 and advanced all professional time and necessary litigation expenses. Class Counsel assumed
14 tremendous risk litigating against a largely foreign cartel that may have proven difficult against
15 which to collect any judgment.

16 65. As detailed in the motion to appoint lead counsel, each of the Class Counsel firms
17 have vast experience gathered over decades of litigating antitrust class action, which each firm
18 brought to bear in achieving this excellent result for the Class. *See also* Amended Motion to Appoint
19 Lead Plaintiff and Lead Counsel, ECF No. 38, attachments 1-10 (declarations and firm resumes
20 detailing antitrust experience).

21 66. A table detailing Susman Godfrey LLP's time is attached here as Exhibit A.

22 67. A table detailing Lieff, Cabraser, Heimann & Bernstein LLP's time is attached here
23 as Exhibit B.

24 68. A table detailing Cotchett, Pitre & McCarthy LLP's time is attached here as Exhibit
25 C.

26 **IV. Unreimbursed Costs and Litigation Expenses**

1 69. As of the filing of this Motion, IPPs' current unreimbursed litigation costs are
2 \$771,461. Based on Class Counsel's decades of experience, all costs and litigation expenses were
3 necessary to effectively litigate this case. These costs include:

- 4 • \$574,135 for expert and consultant costs;
- 5 • \$99,417 for document review platform hosting costs;
- 6 • \$15,103 for document translation costs;
- 7 • \$37,644 for court reporter and other deposition-related costs;
- 8 • \$9,816 for travel costs;
- 9 • \$8,500 for mediation costs; and
- 10 • \$26,846 for other miscellaneous costs, including, court filing fees, mail, legal research,
11 bank fees and process service.

12 **V. Expert Analysis**

13 70. IPPs retained Dr. Russell Mangum, the Executive Vice President at Cirque
14 Analytics, as an expert to research and calculate class-wide damage models. This retention required
15 researching and developing alternative models due to Defendants' unwillingness to provide
16 transactional data and revising those models once Defendants did produce transactional data.
17 Additionally, Dr. Mangum analyzed third party retail transactional data obtained by counsel
18 through discovery. Dr. Mangum and his associates were preparing their expert reports when the
19 parties reached the agreement to settle the case. After Defendants produced some of this data in
20 2023, Plaintiffs' economist and his associates conducted multiple regressions and other analyses to
21 support class certification, liability, and damages.

22 71. Further, Dr. Mangum evaluated the relevant commerce based on sales data provided
23 through discovery from Celestron, Orion, and Meade. His sales estimates of Telescopes to IPPs
24 between January 1, 2005, and September 6, 2024, totaled approximately \$636 million. Based on
25 evaluation of third-party transaction data, Dr. Mangum calculated that the size of the damages class
26 as approximately 4 million customers. Dr. Mangum calculated class wide damages based on
27 overcharges estimated from multiple regression analyses, informed by thorough literature review,
28 and from studying the court-approved methods of Dr. Douglas Zona from the *Orion* litigation. In

1 sum, Dr. Mangum calculated that damages for the IPP Class amounted to approximately \$29
2 million to \$32 million (based on an overcharge of five percent and the pass-through rate of between
3 90 percent and 100 percent), and could have been as high as \$165 million (based on an overcharge
4 of 26 percent and pass-through rate of 100 percent).

5 72. IPPs also hired Dr. Richard Youngworth, a telescope industry expert with a Ph.D.
6 from the University of Rochester and manufacturing experience as an engineer and research
7 associate at Ball Aerospace & Technologies Corp. and Eastman Kodak, respectively. At the time
8 of the mediation and settlement, Dr. Youngworth was researching and drafting an expert report
9 detailing the manufacturing process of various consumer telescopes and offering an opinion on the
10 ability of manufacturing defendants to produce each other's telescopes.

11 **VI. Class Representatives**

12 73. The class representatives took an active role in this litigation and provided
13 exemplary representation on behalf of the class. Class representatives assisted in many aspects of
14 the litigation, including agreeing to serve as named Plaintiffs and undertaking the responsibilities
15 that come with the role; reviewing and approving pleadings, briefs, and other court documents;
16 staying in close contact with counsel throughout the litigation to monitor progress; preserving and
17 diligently searching for documents and other sources of information relevant to their claims;
18 meeting with counsel to prepare IPPs' extensive discovery responses, preparing and sitting for
19 depositions, and carefully reviewing, considering, and approving the final Settlement Agreement.

20 **VII. Conclusion**

21 74. We declare under the penalty of perjury that the foregoing is true and correct.
22 Executed on this 9th day of January 2025, by Kalpana Srinivasan in Los Angeles, California; Adam
23 J. Zapala in Burlingame, California; and Lin Y. Chan in San Francisco, California.

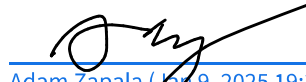
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Kalpana Srinivasan
SUSMAN GODFREY L.L.P.



Lin Y. Chan
**LIEFF CABRASER HEIMANN &
BERNSTEIN LLP**



[Adam Zapala \(Jan 9, 2025 19:39 EST\)](#)

Adam J. Zapala
**COTCHETT, PITRE &
McCARTHY, LLP**

*Settlement Class Counsel for the
Indirect Purchaser Plaintiffs*

EXHIBIT A

IN RE TELESCOPES ANTITRUST LITIGATION

Firm Name: SUSMAN GODFREY, LLP Reporting Period: Inception Through 11/30/2024

Categories:
 1. Investigations; factual research
 2. Draft discovery requests
 3. Draft discovery answers/responses
 4. Take depositions
 5. Defend depositions
 6. Discovery meet and confer
 7. Document review
 8. Draft pleadings, briefs and pretrial motions
 9. Read/review pleadings, briefs, discovery, transcripts, etc.
 10. Class certification/experts
 11. Litigation strategy, analysis and case management
 12. Settlement negotiations
 13. Trial and trial preparation
 14. Court appearance and preparation
 TITLE: (P) Partner (A) Associate (OC) Of Counsel (SA) Staff Attorney (PL) Paralegal

ATTORNEYS (P, A, OC, SA)	1	2	3	4	5	6	7	8	9	10	11	12	13	14	CUMULATIVE HOURS	HOURLY RATE	CUMULATIVE LODESTAR
Thomas Boardman (OC)	0.00	0.00	0.00	0.00	0.00	9.30	0.80	95.60	48.80	56.30	46.30	7.80	0.00	0.00	264.90	\$850.00	\$225,165.00
Michael Gervais (P)	56.50	0.00	0.00	8.00	0.00	38.80	1.30	98.00	167.20	3.50	72.60	14.00	0.00	2.30	462.20	\$850.00	\$392,870.00
Alejandra Salinas (A, P)	176.90	23.20	14.90	0.00	12.80	105.90	427.50	559.40	36.3	39.30	173.10	5.10	0.00	108.50	1,682.90	\$850.00	\$1,430,465.00
Marc Seltzer (P)	4.10	0.00	0.00	0.00	0.00	0.60	0.00	27.00	37.50	13.00	19.40	17.10	0.00	0.00	118.70	\$2,200.00	\$261,140.00
Kalpana Srinivasan (P)	9.70	0.00	0.00	0.00	0.00	22.70	0.00	8.20	73.30	9.20	125.5	99.70	0.00	14.50	362.80	\$1,700.00	\$616,760.00
Brenda Adimora (SA)	0.00	0.00	0.00	0.00	0.00	0.00	502.60	0.00	0.00	0.00	0.00	0.00	0.00	0.00	502.60	\$350.00	\$175,910.00
Richard Friedl (SA)	0.00	0.00	0.00	0.00	0.00	0.00	1,082.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	1,082.00	\$400.00	\$432,800.00
Alex Kaminsky (SA)	0.00	0.00	0.00	0.00	0.00	0.00	91.1	0.00	0.00	0.00	0.00	0.00	0.00	0.00	91.10	\$375.00	\$34,162.50
Nicolas Lopez (SA)	0.00	0.00	0.00	0.00	0.00	0.00	292.50	0.00	0.00	0.00	0.00	0.00	0.00	0.00	292.50	\$350.00	\$102,375.00
Carrie Roberts (SA)	0.00	0.00	0.00	0.00	0.00	0.00	22.50	0.00	0.00	0.00	0.00	0.00	0.00	0.00	22.50	\$275.00	\$6,187.50
Robin Weinburgh (SA)	0.00	0.00	0.00	0.00	0.00	0.00	230.50	0.00	0.00	0.00	0.00	0.00	0.00	0.00	230.50	\$425.00	\$97,962.50
SUB-TOTAL	247.20	23.20	14.90	8.00	12.80	177.30	2,650.80	788.20	363.10	121.30	436.90	143.70	0.00	125.30	5,112.70		\$3,775,797.50

NON-ATTORNEYS (PL)															CUMULATIVE HOURS	HOURLY RATE	CUMULATIVE LODESTAR
Simon DeGeorges (PL)															117.00	\$400.00	\$46,800.00
Nic Gamiz (PL)															22.70	\$250.00	\$5,675.00
SUB-TOTAL	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	139.70	0.00	0.00	0.00	139.70		\$52,475.00

GRAND TOTAL:	247.20	23.20	14.90	8.00	12.80	177.30	2,650.80	788.20	363.10	121.30	576.60	143.70	0.00	125.30	5,252.40		\$3,828,272.50
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EXHIBIT B

IN RE TELESCOPES ANTITRUST LITIGATION

Firm Name: LIEFF CABRASER HEIMANN & BERNSTEIN, LLP Reporting Period: Inception Through 11/30/2024

- Categories:
- | | |
|---|--|
| 1. Investigations; factual research | 9. Read/review pleadings, briefs, discovery, transcripts, etc. |
| 2. Draft discovery requests | 10. Class certification/experts |
| 3. Draft discovery answers/responses | 11. Litigation strategy, analysis and case management |
| 4. Take depositions | 12. Settlement negotiations |
| 5. Defend depositions | 13. Trial and trial preparation |
| 6. Discovery meet and confer | 14. Court appearance and preparation |
| 7. Document review | |
| 8. Draft pleadings, briefs and pretrial motions | |

Name	Title	1	2	3	4	5	6	7	8	9	10	11	12	13	14	Cum. Hrs	Rate	Cum. Lodestar
LIN CHAN	PARTNER	11.40	20.50	12.30	111.60	21.20	146.50	1.20	302.30	33.90	48.90	639.60	87.70	2.80	124.20	1,564.10	\$895.00	\$ 1,399,869.50
ERIC FASTIFF	PARTNER	0	0.60	4.10	0	0	0.30	0	20.40	3.40	9.60	19.20	7.70	0	5.20	70.50	\$1,210.00	\$ 85,305.00
REILLY STOLER	PARTNER	1.40	5.50	0	0	0	2.30	0	54.00	3.70	0	48.00	0	0	8.70	123.60	\$755.00	\$ 93,318.00
ABRAHAM BARKHORDAR	ASSOCIATE	49.50	0	0	0	0	0	0	0	0	0	50.20	0	0	0	99.70	\$370.00	\$ 36,889.00
DANNA ELMASRY	ASSOCIATE	0	0	0.70	0	0	0	0	37.10	3.00	0	0	0	0	0	40.80	\$470.00	\$ 19,176.00
JON FUGNER	ASSOCIATE	33.30	125.00	147.30	30.40	1.20	125.80	77.30	343.90	139.20	34.30	372.10	0	4.10	23.40	1,457.30	\$615.00	\$ 896,239.50
JAMES HERD	ASSOCIATE	33.00	0	0	0	0	0	2,919.40	0	0	0	58.60	0	0	0	3,011.00	\$525.00	\$ 1,580,775.00
CATHERINE HUMPHREVILLE	ASSOCIATE	16.00	0.10	0	0	0	19.40	21.80	11.40	6.60	8.70	262.40	0	0	0	346.40	\$560.00	\$ 193,984.00
KAREN JONES	ASSOCIATE	0	0	0	0	0	0	2,209.50	0	20.50	0	0	0	0	0	2,230.00	\$525.00	\$ 1,170,750.00
CELENA NELSON	ASSOCIATE	0	20.00	0	0	0	0	0	0	0	0	0	0	0	0	20.00	\$500.00	\$ 10,000.00
DEVIN WILLIAMS	ASSOCIATE	4.00	2.60	0	16.60	21.90	49.30	14.30	12.70	19.10	5.30	234.20	1.60	0	0	381.60	\$530.00	\$ 202,248.00
RICHARD ANTHONY	PARALEGAL	0	0	0	0	0	0.60	126.60	0	0.20	0.40	7.90	0	0	0	135.70	\$535.00	\$ 72,599.50
NIKKI BELUSHKO BARROWS	PARALEGAL	3.20	1.80	0	0	0	0.60	11.50	4.80	5.60	0.90	0.50	0	0	0	28.90	\$535.00	\$ 15,461.50
MARGIE CALANGIAN	PARALEGAL	0	1.80	1.00	0	0	0	0	0	16.90	0	368.80	1.00	0	0	389.50	\$535.00	\$ 208,382.50
ANTHONY GRANT	PARALEGAL	0	2.30	1.10	0	0	11.50	179.50	0	0	0	4.40	0	0	0	198.80	\$535.00	\$ 106,358.00
FAWAD RAHIMI	PARALEGAL	0	0	0	0	0	0	0.80	3.80	0	0	163.90	0	0	0	168.50	\$535.00	\$ 90,147.50
OMAR RIVERA	PARALEGAL	4.00	0	24.50	0	0	0	25.50	0	0	0	128.00	0	0	0	182.00	\$385.00	\$ 70,070.00
DIVYA SUNDAR	PARALEGAL	105.70	0	0	0	0	0	0	0	0	0	0	0	0	0	105.70	\$535.00	\$ 56,549.50
MUNA TEXIER	PARALEGAL	0	0	0	1.10	0	1.10	71.10	0	0	0	0.70	0	0	0	74.00	\$535.00	\$ 39,590.00
BRIAN TROXEL	PARALEGAL	0.40	2.40	15.50	87.90	15.00	5.00	33.20	49.60	56.20	6.80	359.20	0	0	12.00	643.20	\$510.00	\$ 328,032.00
TOTALS:		287.10	182.60	209.50	250.60	59.30	362.80	5,702.80	841.90	312.40	115.40	2,727.20	98.00	6.90	173.50	7,780.90		\$ 6,708,745.00

EXHIBIT C

IN RE TELESCOPES ANTITRUST LITIGATION
TIME REPORT - (To be submitted on the 15th of every month)

Firm Name: COTCHETT, PITRE & McCARTHY, LLP Reporting Period: Inception Through 11/30/2024

Categories:	1. Investigations; factual research 2. Draft discovery requests 3. Draft discovery answers/responses 4. Take depositions 5. Defend depositions 6. Discovery meet and confer 7. Document review 8. Draft pleadings, briefs and pretrial motions	9. Read/review pleadings, briefs, discovery, transcripts, etc. 10. Class certification/experts 11. Litigation strategy, analysis and case management 12. Settlement negotiations 13. Trial and trial preparation 14. Court appearance and preparation	TITLE:	(P) Partner (A) Associate (LC) Law Clerk (SPL) Senior Paralegal (PL) Paralegal
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ATTORNEYS (P,A)	1	2	3	4	5	6	7	8	9	10	11	12	13	14	CUMULATIVE HOURS	HOURLY RATE	CUMULATIVE LODESTAR
Joseph Cotchett (P)	2.80	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	32.60	0.00	0.00	0.00	35.40	\$950.00	\$33,630.00
Adam Zapala (P)	25.80	6.90	7.30	0.00	0.00	0.00	0.00	54.20	322.90	3.60	42.8	285.60	0.00	53.00	802.10	\$850.00	\$681,785.00
Elizabeth Castillo (P)	43.40	40.40	78.10	49.50	33.20	487.90	0.50	141.40	192.5		238.00	32.80	0.00	31.60	1,369.30	\$775.00	\$1,061,207.50
James Dallal (A)	78.80	4.5	0.40	79.00	35.50	295.10	35.90	243.00	7.50	11.10	159.50	53.40	0.00	57.70	1,061.40	\$600.00	\$636,840.00
Tom Chen (A)	0.00	0.00	0.00	0.00	0.00	0.00	1,684.70	0.00	0.00	0.00	0.00	0.00	0.00	0.00	1,684.70	\$425.00	\$715,997.50
Reid Gaa (A)	66	73.40	24.60	0.00	0.00	105.90	0.00	65.00	192.70	0.00	274.90	37.30	0.00	2.00	841.80	\$425.00	\$357,765.00
SUB-TOTAL	216.80	125.20	110.40	128.50	68.70	888.90	1,721.10	503.60	715.60	14.70	747.80	409.10	0.00	144.30	5,794.70		\$3,487,225.00
NON-ATTORNEYS (LC, SPL, PL)															CUMULATIVE HOURS	HOURLY RATE	CUMULATIVE LODESTAR
Jaclyn Verducci (PL)	93.50	11.00	16.10	64.70	11.90	53.90	38.20	6.60	205.80	2.50	26.70	15.60	0.00	4.00	550.50	\$325.00	\$178,912.50
Michael Caylao (PL)	89.3	71.50	61.80	11.50	11.60	87.10	3.00	73.30	170.00	0.00	114.90	8.20	0.00	7.50	709.70	\$325.00	\$230,652.50
Alexandra Delavan (PL)	4.00	0.00	0.00	0.00	0.00	2.30	15.70	2.10	243.60	0.20	28.30	1.00	0.00	0.00	297.20	\$275.00	\$81,730.00
Samantha Fong (PL)	52.90	0.00	2.00	0.00	0.00	0.00	1.00	1.60	4.80	0.00	20.30	0.00	0.00	0.00	82.60	\$275.00	\$22,715.00
Xinyu Qiang (LC)	0.00	0.00	5.10	0.00	4.60	0.00	0.00	0.00	0.00		15.10	0.00	0.00	0.00	24.80	\$200.00	\$4,960.00
Rebecca Harteker (LC)	4.40	0.00	0.00	0.00	0.00	0.00	0.50	0.00	0.00	2.20	35.80	0.00	0.00	0.00	42.90	\$175.00	\$7,507.50
SUB-TOTAL	244.10	82.50	85.00	76.20	28.10	143.30	58.40	83.60	624.20	4.90	241.10	24.80	0.00	11.50	1,707.70		\$526,477.50
GRAND TOTAL:	460.90	207.70	195.40	204.70	96.80	1032.20	1779.50	587.20	1339.80	19.60	988.90	433.90	0.00	155.80	7,502.40		\$4,013,702.50