

# EXHIBIT C

**IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

<b>IN RE NAMENDA DIRECT PURCHASER ANTITRUST LITIGATION</b>  <b>THIS DOCUMENT RELATES TO: All Direct Purchaser Actions</b>	<b>Case No. 1:15-cv-07488-CM-RWL</b>
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**DECLARATION OF BRUCE E. GERSTEIN ON BEHALF OF GARWIN GERSTEIN &  
FISHER LLP IN SUPPORT OF CLASS COUNSEL’S MOTION FOR ATTORNEYS’  
FEES, REIMBURSEMENT OF EXPENSES AND INCENTIVE AWARDS FOR THE  
NAMED PLAINTIFFS**

I, Bruce E. Gerstein, subject to the penalties of perjury provided by 18 U.S.C. § 1746, do hereby declare as follows:

1. I am the managing partner in the law firm Garwin Gerstein & Fisher LLP (“GGF”), one of the law firms appointed as Co-Lead Counsel for the Direct Purchaser Class (the “Class”) in the above-captioned case. I submit this declaration in support of Class Counsel’s Motion for Attorneys’ Fees, Reimbursement of Expenses, and Incentive Awards for the Named Plaintiffs. The factual matters set forth and assertions made herein are true and correct to the best of my knowledge, information and belief.

2. As Co-Lead Counsel, I have been responsible for all aspects of the above-captioned litigation starting from its inception through the negotiation of the Class’s settlement with Defendants and continuing.

3. My firm worked on all aspects of the case and guided the litigation at all of its stages, including, among other things:

- Overall case management and strategy;

- Drafting discovery requests (e.g., requests for production, and interrogatories) concerning all aspects of the case;
- Reviewing documents and other materials, and taking at least eight depositions of fact witnesses;
- Researching, retaining, and assisting experts Prof. Einer Elhauge, Prof. Ernst Berndt and James Bruno in preparing their expert reports;
- Preparing for and/or defending the depositions of Prof. Elhauge, and Mr. Bruno;
- Preparing for and taking the deposition of Defendants' experts, Phillip Green and Alexandra Mooney Bonelli;
- Participating in oral argument on various issues including Plaintiffs' motion for collateral estoppel and privilege disputes;
- Drafting and assisting in drafting briefing (1) in opposition to Defendants' motion to dismiss; (2) in support of Plaintiffs' motion for partial summary judgment and collateral estoppel; (3) on various discovery related issues including privilege related issues; (4) in opposition to Defendants' motion for summary judgment; (5) in support of Plaintiffs' motions *in limine*; (6) in opposition to Defendants' motions *in limine*; and (7) in support of Plaintiffs' positions in various trial briefing disputes;
- Designating deposition testimony, identifying and assembling trial exhibits, drafting proposed jury instructions, reviewing and objecting to Defendants' designated testimony and proposed trial exhibits, negotiating with Defendants and otherwise preparing other materials in connection with the original and amended pretrial order;
- Preparing for trial including (1) working with and drafting trial examinations, preparing demonstratives, and selecting trial exhibits for Profs. Elhauge and Berndt and Mr. Bruno; and (2) drafting cross examination outlines for Mr. Green and various fact witnesses; and
- All aspects of settlement.

4. All attorneys, paralegals and support staff at my firm were instructed to keep contemporaneous time records reflecting their time spent on this case, and did so.

5. The schedule below reports the time spent by my firm's attorneys, paralegals and staff in this case from inception until the date of this motion, excluding time relating to this motion:

<b>Professional's Name</b>	<b>Position/Status</b>	<b>Total Hours</b>	<b>2019 Hourly Rate</b>	<b>Total Lodestar</b>
Bruce E. Gerstein	Partner	1,035.75	\$1,280	\$1,325,760.00
Jonathan M. Gerstein	Partner	91.50	\$800	\$73,200.00
Kimberly M. Hennings	Partner	231.30	\$800	\$185,040.00
Dan Litvin	Partner	3,585.50	\$800	\$2,868,400.00
Joseph Opper	Partner	1,580.85	\$1,125	\$1,778,456.25
Noah H. Silverman	Partner	618.00	\$1,050	\$648,900.00
Scott Levy	Former Associate	370.75	\$725.00	\$268,793.75
Anna Tydniouk	Associate	311.50	\$750	\$233,625.00
Aakruti Vakharia	Associate	328.50	\$435	\$142,897.50
Claire Cimino	Paralegal	55.00	\$425	\$23,375.00
Rimma Neman	Legal Assistant	11.5	\$275	\$3,162.50
Susan Roth	Legal Assistant/Paralegal	644.50	\$425	\$273,912.50
Apolinar Uriarte	Paralegal	245.25	\$400.00	\$98,100.00
Avery Wolff	Legal Assistant	158.25	\$125	\$19,781.25
<b>Totals:</b>		<b>9,268.15</b>		<b>\$7,943,403.75</b>

6. My firm has also incurred a total of \$1,020,625.89 in unreimbursed expenses in connection with the prosecution of the litigation. These expenses were reasonably and necessarily incurred in connection with this litigation and include:

<b>Expense</b>	<b>Amount</b>
Court reporter	\$ 1,710.94
Filing fees/court costs	\$ 825.00
Litigation fund assessments	\$ 848,000.00
Postage/air Express/messengers	\$ 2,250.12
Process server and subpoena expenses	\$ 12,156.00
Research and datasets	\$ 64,662.62
Telephone/teleconference/facsimile	\$ 3,822.82
Travel/hotel/meals	\$ 54,333.91
Miscellaneous	\$ 744.63
Reproduction costs	\$ 15,260.00
Trial expenses	\$ 16,859.85
<b>Total:</b>	<b>\$ 1,020,625.89</b>

7. The expenses incurred in this action are also reflected on the books and records of my firm. These books and records are prepared from expense vouchers, receipts and other source material and accurately record the expenses incurred.

8. Pursuant to 28 U.S.C. § 1746, I declare under the penalties of perjury that the foregoing is true and correct.

9. Executed this 10th day of March, 2020.

/s/ Bruce E. Gerstein

Bruce E. Gerstein