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10 *Class Counsel*

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13 UNITED STATES DISTRICT COURT
14 NORTHERN DISTRICT OF CALIFORNIA
15 SAN JOSE DIVISION

16 IN RE ANIMATION WORKERS ANTITRUST
LITIGATION

No. 14-CV-4062 LHK

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18 DECLARATION OF JEFF D. FRIEDMAN
IN SUPPORT OF PLAINTIFFS' MOTION
19 FOR FINAL APPROVAL OF
20 SETTLEMENT WITH SONY PICTURES
IMAGEWORKS INC., SONY PICTURES
ANIMATION INC., AND BLUE SKY
21 STUDIOS, INC.

22 THIS DOCUMENT RELATES TO:
23 ALL ACTIONS

Date: November 10, 2016
Time: 1:30 p.m.
Courtroom: Room 8, 4th Floor
24 Judge: The Honorable Lucy H. Koh

1 I, JEFF D. FRIEDMAN, declare as follows:

2 1. I am an attorney duly licensed to practice before all of the courts of the State of
3 California in the above-entitled litigation. I am a partner with the law firm of Hagens Berman Sobol
4 Shapiro LLP, counsel of record for plaintiff David Wentworth and Co-Lead Class Counsel in the
5 above-entitled action. Based on personal knowledge or discussions with counsel in my firm of the
6 matters stated herein, if called upon, I could and would competently testify thereto.

7 2. The parties reached these Settlement Agreements with Sony Pictures Imageworks
8 Inc., Sony Pictures Animation Inc., and Blue Sky Studios, Inc. after plaintiffs engaged in extensive
9 discovery: drafting and responding to requests for production and interrogatories, reviewing
10 thousands of plaintiffs' documents for responsiveness and privilege, reviewing defendants'
11 voluminous document productions (almost 300,000 documents), preparing for and taking at least 12
12 depositions,¹ and defending five additional depositions. Plaintiffs also presented a damages model,
13 which helped inform both parties of the potential damages at stake for the settling parties. Plaintiffs'
14 counsel worked closely with the economists who created the damages model. The settlement was
15 only reached after weeks of negotiations between the parties.

16 3. All of the lead attorneys in this case who represent the plaintiffs have significant
17 experience in antitrust class action cases.² It is the considered judgment among all Class Counsel
18 after extensive discovery and settlement negotiations that the Settlement Agreements are in the best
19 interest of the Class and should be approved.

20 4. After notice to the Class was disseminated by the Claims Administrator, Class
21 Counsel was contacted by many putative class members who provided updated contact information,
22 asked questions about their status as class members, and asked general questions about the
23

24 ¹ These depositions at the time of the Settlements included the President of DreamWorks, the
25 Senior Vice President of Production and Talent for Disney, the former "compensation manager" for
26 Pixar, the former Director of Compensation at Sony Pictures, the former Director of Compensation at
27 DreamWorks, and two Senior Recruiters who worked for the defendants.

28 ² See, e.g., Declaration of Jeff D. Friedman in Support of Plaintiffs' Motion for Attorneys' Fees,
Expenses, and Service Awards, ¶¶ 5-10, ECF No. 331-2; Declaration of Marc M. Seltzer in Support
of Plaintiffs' Motion for Attorneys' Fees, Expenses, and Service Awards, ¶¶ 3-9, ECF No. 331-3;
Declaration of Daniel A. Small in Support of Plaintiffs' Motion for Attorneys' Fees, Expenses, and
Service Awards, ¶¶ 2-8, ECF No. 331-4.

1 agreements. We responded to these inquiries and directed them to the Claims Administrator, as
2 appropriate, for more information.

3 I declare under penalty of perjury under the laws of the United States that the foregoing is
4 true and correct.

5 Executed this 13th day of October, 2016, at Berkeley, California.

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7 s/ Jeff D. Friedman
8 JEFF D. FRIEDMAN
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