

**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION**

LA WRENCE E. JAFFE PENSION PLAN, On )	Lead Case No. 02-C-5893
Behalf of Itself and All Others Similarly )	(Consolidated)
Situated, )	
	<u>CLASS ACTION</u>
Plaintiff, )	
	Judge Ronald A. Guzman
vs. )	
HOUSEHOLD INTERNATIONAL, INC., et )	
al., )	
Defendants. )	
_____ )	

**DECLARATION OF TOMMY PLYMALE IN SUPPORT OF MOTION BY CLASS  
COUNSEL FOR AN AWARD OF ATTORNEYS' FEES AND EXPENSES**

I, TOMMY PLYMALE, declare as follows:

1. I respectfully submit this Declaration in support of approval of Robbins Geller Rudman & Dowd LLP's ("Lead Counsel" or "Robbins Geller") application for an award of attorneys' fees and reimbursement of expenses.

2. I am the business manager for the International Union of Operating Engineers Local 132. I direct the everyday business of Local 132, and I am a trustee of OE's Pension Plan ("OE") that invested in Household stock during the Class Period. OE understands that the Private Securities Litigation Reform Act ("PSLRA") was intended to encourage institutional investors with large losses to manage and direct securities fraud class actions. OE is a large institutional investor that committed itself to vigorously prosecuting this action through trial on behalf of the Class. OE's investment portfolio includes shareholder positions in numerous publicly-traded companies. Although OE has suffered investment losses on the stock of a number of publicly-traded companies since the enactment of the PSLRA, we are selective in choosing the cases in which to participate as a lead plaintiff and/or class representative and chose to participate in a representative capacity in the above-captioned action only after determining that this case merited institutional representation and participation.

3. It is my understanding that the Court appointed OE as both a Lead Plaintiff and as a Class Representative in this Litigation. In fulfillment of its responsibilities as a Lead Plaintiff and Class Representative, OE, with the assistance of its outside counsel (Lawrence Lowry), performed its duties in pursuit of a favorable result in this case. To that end, OE:

(a) Selected Robbins Geller as Class Counsel;

(b) Engaged in conferences with other Lead plaintiffs, Glickenhau & Co., PACE and counsel from Robbins Geller;

(c) Participated in the Litigation and provided input into the prosecution of the action;

(d) Kept informed regarding case developments and procedural status;

(e) Reviewed pleadings and motions filed in the case;

(f) Complied with class certification and potential discovery requests, including providing relevant documents and information, preparing for deposition, and giving my deposition testimony on behalf of OE; and

(g) Monitored and participated in any settlement discussions.


4. At a relatively early stage of the Litigation, in April 2005, after Defendants' initial motions to dismiss were decided but prior to a second round of motions to dismiss and the class being fully certified, summary judgment and trial, OE entered into a specific fee agreement in this case. The agreement is attached to my declaration. The agreement provides for a graduated level of attorney fees based on recovery obtained. At that time, we entered into the agreement in order to save ourselves and class members on attorney fees. Since most cases do not settle in excess of \$50 million, and rarely settle for more than \$150 million, we expected attorney fees to be between 19%-22% of any recovery. We believed that the sliding scale would incentivize Lead Counsel to achieve the highest possible recovery. Due to the incredible result obtained by Class Counsel, they will be entitled to a fee of 24.37% of the Judgment Amount. We believe this is fair and reasonable in light of our agreement, and the risk Class Counsel took on in trying this case and obtaining an outstanding result for the Class.

5. As a result, the Board of Trustees of OE has approved Lead Counsel's request to seek attorneys' fees of 24.37% of the Judgment Amount. Lead Counsel took on significant risks. It was entirely possible (and remains possible) that we will not ultimately prevail. We understand the risk that Lead Counsel took on behalf of the Class. As I understand it, Lead Counsel has spent over a

hundred thousand hours on this case and has fronted over \$14,000,000 in internal costs and out-of-pocket expenses in prosecuting the case. I believe that an award of 24.37% of the Judgment is fair and reasonable.

6. On behalf of OE, I appreciate the Court's consideration of the foregoing facts and respectfully request that the Court grant Lead Counsel's application for an award of attorneys' fees and expenses.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 6<sup>th</sup> day of December, 2013, at Huntington, West Virginia.

  
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TOMMY PLYMALE, SECRETARY/TRUSTEE  
INTERNATIONAL UNION OF OPERATING  
ENGINEERS LOCAL 132 PENSION PLAN

**DECLARATION OF SERVICE BY ELECTRONIC MAIL**

I, the undersigned, declare:

1. That declarant is and was, at all times herein mentioned, a citizen of the United States and employed in the City and County of San Diego, State of California, over the age of 18 years, and not a party to or interested party in the within action; that declarant's business address is 655 W. Broadway, Suite 1900, San Diego, California 92101.

2. That on December 31, 2013, declarant caused to be served by electronic mail to the parties the following document:

DECLARATION OF TOMMY PLYMALE IN SUPPORT OF MOTION BY CLASS  
COUNSEL FOR AN AWARD OF ATTORNEYS' FEES AND EXPENSES

The parties' e-mail addresses are as follows:

Tkavaler@cahill.com	Zhudson@bancroftpllc.com
Pfarren@cahill.com	Mrakoczy@skadden.com
Dowen@cahill.com	Rstoll@skadden.com
Jhall@cahill.com	Mmiller@MillerLawLLC.com
Pclement@bancroftpllc.com	Lfanning@MillerLawLLC.com

I declare under penalty of perjury that the foregoing is true and correct. Executed this 31st day of December, 2013, at San Diego, California.

s/ TERESA HOLINDRAKE  
\_\_\_\_\_  
TERESA HOLINDRAKE