

# **EXHIBIT Q**

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13 *Interim Co-Lead Counsel for Direct Purchaser Plaintiffs*  
14

15 UNITED STATES DISTRICT COURT  
16 NORTHERN DISTRICT OF CALIFORNIA  
17 OAKLAND DIVISION

18 IN RE: LITHIUM ION BATTERIES  
ANTITRUST LITIGATION  
19

Case No. 13-md-02420-YGR  
MDL No. 2420

20 This Document Relates to:  
21 ALL DIRECT PURCHASER CLASS  
22 ACTIONS  
23

**DECLARATION OF VINCENT J.  
ESADES IN SUPPORT OF DIRECT  
PURCHASER PLAINTIFFS' MOTION  
FOR AN AWARD OF ATTORNEYS'  
FEES, REIMBURSEMENT OF  
EXPENSES, AND INCENTIVE AWARDS**

1 I, Vincent J. Esades, declare and state as follows:

2 1. I am a partner of the law firm of Heins Mills & Olson, P.L.C. I submit this  
3 declaration in support of Direct Purchaser Plaintiffs' ("DPP") application for an award of  
4 attorneys' fees and reimbursement of expenses in connection with the services rendered in this  
5 litigation. I make this Declaration based on my own personal knowledge, and if called as a  
6 witness, I could and would competently testify to the matters stated herein.

7 2. My firm has served as counsel to Regina Shannon and as counsel for the Direct  
8 Purchaser Class ("Class") throughout the course of this litigation. The background and experience  
9 of Heins Mills & Olson, P.L.C. and its attorneys are summarized in the *curriculum vitae* attached  
10 hereto as Exhibit 1.

11 3. Heins Mills & Olson, P.L.C. has prosecuted this litigation solely on a contingent-  
12 fee basis, and has been at risk that it would not receive any compensation for prosecuting claims  
13 against the Defendants. While Heins Mills & Olson, P.L.C. devoted its time and resources to this  
14 matter, it has foregone the option of other opportunities for which it may have been compensated.

15 4. During the pendency of the litigation, Heins Mills & Olson, P.L.C. performed the  
16 following work: Reviewed, analyzed and coded documents and prepared memoranda regarding  
17 documents obtained through the discovery process from Defendants. Reviewed, analyzed and  
18 coded documents produced by Defendants in Japanese and Korean languages. Performed quality  
19 control review of coded documents. Coordinated and participated in certain specific document  
20 review projects. Analyzed translated documents, originally produced in foreign languages and  
21 coded by foreign language attorney reviewers, to determine which documents warranted certified  
22 translation. Participated in class certification evidentiary analysis projects, reviewing, analyzing  
23 and summarizing documents to identify documents relevant and useful to class certification  
24 efforts. In support of Plaintiffs' efforts to identify additional Defendant document custodians and  
25 obtain additional relevant documents, researched Defendant NEC's custodians by analyzing their  
26 produced documents, then ranking custodians in order of priority for purposes of assisting in  
27 Plaintiffs' meet and confers with Defendant NEC. In support of Rule 30(b)(6) deposition efforts,

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1 developed and performed searches to identify documents relevant to the 30(b)(6) deposition  
2 topics. Analyzed and coded documents and prepared memoranda in preparation for Rule 30(b)(6)  
3 depositions. Responded to Co-Lead Counsel's evidentiary requests including: reviewed and  
4 analyzed NEC documents for potential use in opposition to motion to dismiss; with regard to  
5 battery packer contracts issues, developed and conducted database searches for relevant  
6 documents and performed analysis of the same, located contract and contract-related documents,  
7 and prepared comprehensive list of documents relevant to these contracts and their negotiations;  
8 developed complex searches to locate documents showing evidence of fraudulent concealment,  
9 reviewed and analyzed the documents and prepared a spreadsheet detailing evidence identified in  
10 the documents; performed database searches and analyzed documents regarding Defendants' retail  
11 price maintenance policies and practices; developed and conducted database searches to locate  
12 documents identifying Defendants' subsidiaries and entities which sold lithium ion batteries in the  
13 U.S. market. Made substantial financial contributions to fund the continued prosecution of the  
14 litigation.

15           5.       Attached hereto as Exhibit 2 is my firm's total hours and lodestar, computed at  
16 historical rates, for the period of June 1, 2013 through August 31, 2017. This period reflects the  
17 time spent after the appointment of Interim Co-Lead Counsel and Liaison Counsel for Direct  
18 Purchased Plaintiffs in this litigation. The total number of hours spent by Heins Mills & Olson,  
19 P.L.C. during this period of time was 11,728.30, with a corresponding lodestar of \$4,613,202.50.  
20 My firm's lodestar figures are based on the firm's historical billing rates which do not include  
21 charges for expense items. Expense items are billed separately and such charges are not  
22 duplicated in my firm's billing rates. This summary was prepared from contemporaneous, daily  
23 time records regularly prepared and maintained by my firm. The lodestar amount reflected in  
24 Exhibit 2 is for work assigned by DPP Co-Lead Counsel, and was performed by professionals at  
25 my law firm for the benefit of the Class.

26           6.       Heins Mills & Olson, P.L.C. has reviewed the time and expense records that form  
27 the basis of this declaration to correct any billing errors. In addition, my firm has removed all  
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1 time entries and expenses related to the following:

2 a. time spent reading or reviewing pleadings, ECF notices or other papers  
3 unless a necessary part of performing a specific assignment from Co-Lead Counsel;

4 b. travel time unless the attorney or professional was actively engaged in  
5 preparation or work in connection with a particular assignment made by Co-Lead Counsel which  
6 necessitated travel;

7 c. billing for time connected with creating timekeeping records or for the time  
8 of attorneys or staff expended in preparation of audited time records and expenses in support of  
9 DPPs' application for an award of attorneys' fees and reimbursement of expenses.

10 7. The hourly rates for the attorneys and professional support staff in my firm  
11 included in Exhibit 2 are the same as the regular rates charged for their services which have been  
12 accepted in other complex or class action litigation subject to the hourly rate caps established by  
13 DPP Co-Lead Counsel, including:

14 a. the highest hourly rates for Attorneys at the highest Partner level is capped  
15 at \$850 per hour;

16 b. the highest hourly rates for Attorneys at the Of-counsel/Special counsel  
17 level for substantive work is capped at \$650 per hour, which excludes document review;

18 c. the highest hourly rates for Attorneys at the highest Associate level for  
19 substantive work is capped at \$450 per hour, which excludes document review;

20 d. the highest hourly rates for Attorneys at the Associate level engaged in  
21 English-language document review is capped at \$350 per hour; a cap of \$400 per hour is permitted  
22 where the reviewer has special skill set, such as foreign language translation, and Lead Counsel  
23 has approved that work performed; and

24 e. the highest hourly rates for Paralegals and investigators is capped at \$175  
25 per hour.

26 8. My firm has expended a total of \$110.48 in unreimbursed costs and expenses in  
27 connection with the prosecution of this litigation. These costs and expenses are broken down in


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1 the chart attached hereto as Exhibit 3. They were incurred on behalf of Direct Purchaser Plaintiffs  
2 by my firm on a contingent basis, and have not been reimbursed. The expenses incurred in this  
3 action are reflected on the books and records of my firm. These books and records are prepared  
4 from expense vouchers, check records and other source materials and represent an accurate  
5 recordation of the expenses incurred.

6 9. Heins Mills & Olson, P.L.C. paid a total of \$110,000 in assessments for the joint  
7 prosecution of the litigation against the Defendants.

8 10. My firm has carefully reviewed the time and expenses that comprise its reported  
9 lodestar and out of pocket expenses and represents that such lodestar and expenses comply with all  
10 material applicable terms of the May 21, 2013 letter from Co-Lead Counsel regarding Protocols  
11 for Maintaining and Reporting Time and Expenses as well as Modified Pretrial Order No. 1 with  
12 Exhibit A (Dkt. No. 202, May 24, 2013).

13 I declare under penalty of perjury under the laws of the United States of America that the  
14 foregoing is true and correct. Executed on this 29th day of January, 2018 at Minneapolis,  
15 Minnesota.

16   
17 Vincent J. Esades

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# **Exhibit 1**



**EXHIBIT 1**

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Heins Mills & Olson, p.l.c.

**Firm Résumé**

The law firm of Heins Mills & Olson, P.L.C., located in Minneapolis, Minnesota is a premier advocate for businesses, consumers and investors in the nation's courts. We focus our practice on complex litigation, an arena in which the firm has distinguished itself as one of the preeminent firms in the United States representing national classes of businesses, shareholders and consumers in a wide range of industries to prosecute in actions alleging antitrust violations, securities fraud, deceptive trade practices and consumer fraud. We have concentrated our efforts in the area of antitrust to redress harm suffered to classes victimized by price-fixing, supply limitation, monopolization, market allocation and other anticompetitive conduct. Our team of lawyers collectively has many decades of experience in complex litigation and has successfully handled hundreds of class actions, primarily in a leadership role, including cases tried to verdict.





### **Antitrust**

In the arena of antitrust litigation, Heins Mills has served as lead or co-lead counsel in dozens of cases representing plaintiff classes alleging price fixing, vertical trade restraints, monopolization and other anticompetitive conduct in diverse markets. We are currently serving as class counsel in antitrust cases venued in state and federal courts throughout the United States. Although our role varies, our contributions are always valuable. In some cases we serve in a court-appointed leadership capacity; in others we contribute as members of a court-approved executive committee or in a supportive role for the lead law firms.

### ***Current Leadership Roles***

The firm's most recent achievements in antitrust litigation have burnished our sterling reputation among judges, clients and peers as an aggressive and skillful advocate for our clients and for competitive markets.

We are currently serving in a leadership role in the following Antitrust cases:

- ***Fond du Lac Bumper Exchange, Inc. v. Jui Li Enterprise Co. (Aftermarket Sheet Metal Antitrust Litig.), No. 2:09-cv-00852 (E.D. Wis.)***. We serve as lead counsel for a class of direct purchasers who allege that manufacturers of aftermarket automotive sheet metal parts conspired to fix the prices and output of their products. After previously approving settlements with four defendants totaling \$25 million, the court on June 24, 2016, granted class counsel's motion to certify the class of direct purchasers for litigation against the



remaining defendants. Certification followed class counsel's successful defense against the defendants' motion to exclude testimony by expert witnesses on behalf of the class. On the road to certification, the Seventh Circuit on January 14, 2016, denied a petition for a writ of mandamus that would have removed the presiding judge from the case.

- ***Gordon v. Amadeus IT Group, S.A., No. 1:15-cv-05457 (S.D.N.Y.)***. We serve as co-lead counsel on behalf of a class of consumers alleging that an antitrust conspiracy by the three Global Distribution Companies (GDSs) caused airline ticket prices to be inflated.
- ***In re Lidoderm Antitrust Litig., MDL No. 2521 (N.D. Cal.)***. We serve as interim co-lead counsel for a class of end-payors who allege that defendants engaged in an anticompetitive scheme to illegally delay entry of less expensive generic versions of Lidoderm patch 5%, an analgesic patch containing lidocaine. After largely denying the defendants' motion to dismiss the claims, the court on February 21, 2017 granted the end-payor plaintiffs' motion for class certification.
- ***In re Aggrenox Antitrust Litig., MDL No. 2516 (D. Conn.)***. Heins Mills is interim co-lead counsel for a proposed nationwide class of end-payors who allege that in order to delay generic competition with Aggrenox, a branded prescription drug to treat certain stroke patients, the patent owner conspired with another drug company, which had sought FDA approval for a generic form of Aggrenox. The district court denied the defendants' motion to dismiss in large part, finding



that the complaint properly pleads a reverse payment antitrust claim under the Supreme Court decision in *FTC v. Actavis, Inc.* The case was recently settled.

- ***In Re Lipitor Antitrust Litig., MDL No. 2332 (D.N.J.)***. We continue to serve as co-lead counsel for the proposed end-payor class (consumers and health plan sponsors) in this multidistrict antitrust case alleging that certain drug manufacturers violated state antitrust and consumer laws by engaging in anticompetitive conduct to delay the entry of a generic version of the blockbuster drug Lipitor, resulting in significant overcharges to plaintiffs.
- ***In re Suboxone (Buprenorphine Hydrochloride and Naloxone) Antitrust Litig., MDL No. 2445 (E.D. Pa.)***. We serve as a member of the court-appointed executive committee representing the proposed end-payor class, which alleges that a brand drug manufacturer used anticompetitive practices to improperly maintain its monopoly in the market for Suboxone, a drug used for treatment of heroin addiction. The court largely denied the defendants' motion to dismiss the complaint, which has since been amended to further support the plaintiffs' claims.
- ***In re Niaspan Antitrust Litig., MDL No. 2460 (E.D. Pa.)***. We also serve on the executive committee for this proposed end-payor class alleging that the defendants entered into unlawful pay-for-delay agreements relating to the brand-name prescription drug Niaspan, the only extended-release version of niacin approved for once-a-day treatment of mixed lipid disorders. Plaintiffs assert that the brand manufacturer agreed to pay substantial sums to the generic company



to stay out of the market for a period of over eight years. The defendants' motion to dismiss was denied and class counsel have since engaged in extensive discovery.

- ***In re American Express Anti-Steering Rules Antitrust Litig., No. 11 MD 2221 (E.D.N.Y.)***. Vince Esades is one of three members of the executive committee appointed as part of the new leadership structure in this nationwide class action challenging American Express rules that prevent merchants from providing consumers with incentives to use forms of payment that are less expensive than American Express branded payment cards. The case has been stayed pending Supreme Court review.

### ***Past Leadership Roles***

- ***In re Puerto Rican Cabotage Antitrust Litig., MDL No. 1960 (D.P.R.)***. We served as co-lead counsel in this litigation alleging price-fixing by Jones Act shipping companies for ocean shipping services between the United States and Puerto Rico.
- ***In re Aftermarket Filters Antitrust Litig., MDL No. 1957 (N.D. Ill.)***. We were one of three firms serving as co-lead counsel in this action alleging antitrust, consumer protection and unfair competition claims against leading manufacturers of replacement vehicle filters on behalf of indirect purchasers from multiple states. Settlements with all defendants were reached and received final approval.



- ***In re Polyester Staple Antitrust Litig., MDL No. 1516 (W.D.N.C.)***. We served as co-lead counsel and co-lead trial counsel in a class action on behalf of business purchasers alleging price fixing of polyester staple fiber. The case was settled on the eve of trial, bringing the total recovery from all defendants to \$63 million—an amount exceeding single damages suffered by the class.
- ***In re High Pressure Laminates Antitrust Litig., MDL No. 1368 (S.D.N.Y.)***. We served as co-lead counsel and co-lead trial counsel in this price-fixing case which we tried to verdict on behalf of businesses that purchased high-pressure laminates. We ultimately recovered \$40.5 million in settlement payments from several of the defendant manufacturers.
- ***In re Monosodium Glutamate Antitrust Litig., MDL No. 1328 (D. Minn.)***. We were one of two lead counsel firms representing a class of business purchasers of food additives. We negotiated settlements with the defendants totaling \$123.4 million—an amount exceeding the single damages suffered by the class.
- ***In re Bulk Graphite Antitrust Litig., No. 02-cv-06030 (D.N.J.)***. As co-lead counsel representing a nationwide class of business purchasers alleging price-fixing claims against manufacturers of bulk graphite, we reached a settlement exceeding the amount of single damages sustained by the class.
- ***In re Travel Agency Commission Antitrust Litig., MDL No. 1058 (D. Minn.)***. We served as lead trial counsel for a class of travel agents alleging that



major domestic airlines conspired to fix agent commissions. The claims were settled on the eve of trial for a total of \$86 million.

- ***Glaberson v. Comcast Corp., No.03-cv-6604 (E.D. Pa.)***. Heins Mills served as co-lead counsel in this action alleging on behalf of a class of customers that Comcast, the largest cable TV company in the world, monopolized the cable TV market in their area and restrained trade by dividing markets and customers through swaps and acquisitions with its competitors and other anticompetitive conduct that suppressed competition, causing inflated prices. After more than eleven years, including trips to the Third Circuit and Supreme Court, we achieved a settlement valued at \$50 million. In approving the settlement, the court remarked, “We find that [the] skill, efficiency, expertise and professionalism of all counsel involved in this litigation have been exemplary.”

### ***Other Litigation Roles***

We have also made important contributions as co-counsel in non-leadership roles. Representative examples include the following antitrust cases:

- ***In re NCAA Student-Athlete Name & Likeness Licensing Litig., No. 4:09-cv-1967 (N.D. Cal.)***. We have been extensively involved in prosecuting this class action brought on behalf of current and former U.S. collegiate student-athletes alleging that they should receive a share of the revenue generated from use of their likenesses (e.g., use of their image as a video game avatar). The court certified the class for injunctive relief and in August 2014, after a trial in which



we were integrally involved, found that the NCAA's rules prohibiting compensation for likeness use is an antitrust violation. In a landmark decision, the court issued a permanent injunction against these rules. Before this result, in September 2013, a \$40 million settlement was reached with the two other defendants, Electronic Arts Inc. and Collegiate License Company. Class counsel are now defending the NCAA's appeal to the U.S. Court of Appeals for the Ninth Circuit of a March 31, 2016 award of more than \$42 million in attorney fees and litigation costs as the prevailing party in the lawsuit.

- ***In re Capacitors Antitrust Litig., No. 3:14-cv-03264 (N.D. Cal.)***. We have assisted in this price-fixing case alleging manufacturers of capacitor injured buyers. Several settlements have already been achieved.
- ***In re TFT-LCD (Flat Panel) Antitrust Litig., No. 3:07-md-01827 (N.D. Cal.)***. Vince Esades was named to the executive committee and assisted with this price-fixing case against manufacturers for flat-panel LCD screens. The case settled, yielding hundreds of millions for the class.
- ***In re ACTOS End-Payor Antitrust Litig., No. 13-cv-09244 (S.D.N.Y.)***. We represent health and welfare fund plaintiffs and a proposed end-payor class of purchasers in this antitrust action alleging that the defendants took anticompetitive steps to delay entry of lower-priced versions of prescription drugs, resulting in price overcharges to plaintiffs and the proposed class. On February 8, 2017, the Second Circuit reversed in part the district court's dismissal of the



complaint, holding that the plaintiffs plausibly alleged that the defendants delayed Teva's market entry in violation of the antitrust laws.

- ***In re Publication Paper Antitrust Litig., MDL No. 1631 (D. Conn.)***. We were a member of the Class Counsel Executive Committee leading this nationwide antitrust action alleging an unlawful conspiracy by manufacturers to fix the price of publication paper.
- ***In re Cathode Ray Tube (CRT) Antitrust Litig., MDL No. 1917 (N.D. Cal.)***. We were one of the law firms representing a national class of direct purchasers of CRTs alleging that the manufacturers operated a global cartel that set artificially high prices for televisions and monitors containing CRTs. The court granted final approval of settlements totaling \$139 million.
- ***In re Polyurethane Foam Antitrust Litig., MDL No. 2196 (W.D. Ohio)***. The court approved settlements totaling \$433.1 million in this case alleging conspiracy by defendants to fix the price of polyurethane foam.
- ***In re Processed Egg Products Antitrust Litig., MDL No. 2002 (E.D. Pa.)***. On June 30, 2016, the court approved settlements with Hillendale (in the amount of \$3,000,000), NuCal Foods (\$1,425,000), National Food (\$1,000,000), Midwest Poultry Services (\$2,500,000) and United Egg Producers and United States Egg Marketers (\$500,000 each). More recently, on December 8, 2016, the plaintiffs reached a settlement with Michael Foods for \$75 million.
- ***In re Municipal Derivatives Antitrust Litig., MDL No. 1950 (S.D.N.Y.)***. On July 8, 2016, the court granted final approval of settlements with





the remaining defendants (UBS AG, Societe Generale, Nataxis, Piper Jaffray, National Westminster Bank and George K. Baun & Co.) totaling nearly \$101 million. These settlements bring the aggregate recovery to more than \$225 million.

- ***In re Prograf Antitrust Litig., MDL No. 2242 (D. Mass.)***. The indirect purchasers' \$13.25 million settlement with Astellas was approved on November 2, 2016.
- ***In re Titanium Dioxide Antitrust Litig., No. 10-cv-00318 (D. Md.)***. The Court granted final approval to settlements totaling \$163.5 million in this action alleging that manufacturers of titanium dioxide conspired to fix prices for the products. Our client was one of the named plaintiffs.
- ***In re Plasma-Derivative Protein Therapies Antitrust Litig., MDL No. 2109 (N.D. Ill.)***. Our client was one of three named plaintiffs alleging that producers of immunoglobulin and albumin restricted the supply of these products to inflate their prices. The court granted final approval of settlements totaling \$128 million.
- ***Refrigerant Compressors Antitrust Litig., No. 09-md-02042 (E.D. Mich.)***. Our client and other named plaintiffs in this action alleged that the defendants conspired to fix prices of refrigerant compressors. The court granted final approval of settlements totaling approximately \$30 million.



### **Securities Fraud**

Heins Mills is a leading advocate for individual and institutional investors. As sole lead counsel, we achieved two of the largest recoveries in the history of securities fraud class action litigation:

- On behalf of AOL and Time Warner shareholders, we achieved a settlement of \$2.65 billion in ***In re AOL Time Warner, Inc. Securities Litigation, MDL No. 1500 (S.D.N.Y.)***. Of that amount, \$2.4 billion was paid by media giant Time Warner and \$100 million was paid by its financial auditor, Ernst & Young. The Department of Justice also contributed \$150 million from a settlement it reached with Time Warner in a related enforcement action.
- In ***In re Broadcom Corp. Securities Litigation, No. 01-cv-275 (C.D. Cal.)***, we recovered \$150 million for a class of investors in Broadcom, one of the leading providers of microprocessors enabling broadband communications.

The firm has also played leadership roles in a variety of other securities fraud class litigation. As lead counsel for class investors in ***In re Mercury Finance Company Securities Litigation, No. 97 C 3035 (N.D. Ill.)***, for example, we negotiated a settlement with Mercury's auditing firm for \$40.5 million, then one of the largest amounts ever recovered from an accounting firm for violations of the securities laws. In addition, we recovered more than \$15 million in total from Mercury's officers and directors, and from Mercury itself, even though the company was in bankruptcy.

We served as liaison counsel in ***Första AP-fonden v. St. Jude Medical, Inc., 0:12-cv-03070 (D. Minn.)***, a securities fraud class action alleging on behalf of



purchasers of common stock of St. Jude Medical, Inc. that the company failed to disclose problems with leads it made for implantable cardiac defibrillators.

We are especially proud of the results our firm has obtained for institutional investors. We have successfully represented numerous state pension funds managing billions of dollars in assets. Among them are the Minnesota State Board of Investment, Utah State Retirement Board, Teachers' Retirement System of Alabama, Employees' Retirement System of Alabama, Judicial Retirement Fund of Alabama and Public Employees' Retirement Association of Colorado, as well as a number of Taft-Hartley health, welfare and pension funds.

### **Consumer Protection**

Heins Mills has represented consumers injured by violations of a wide variety of deceptive trade practices and consumer protection laws. The firm has brought claims on behalf of all types of consumers, including purchasers of prescription drugs, long distance telephone service, air compressors, smoke detectors, lawn mower engines and hearing aids. Examples of our consumer law cases include:

- ***In Re Target Corporation Customer Data Security Breach Litig., MDL No. 14-2522 (PAM/JJK) (D. Minn.)***. We serve as lead counsel for consumers of Target stores across the country victimized by one of the largest breaches of payment-card security in U.S. retail history. Our legal theories and complaint in this case surmounted a motion to dismiss, as of that time a rare victory in these cases, and now serve as models for plaintiff's counsel in other



data breach litigation, which has been increasingly successful. The settlement was appealed to the Eighth Circuit and has been fully briefed.

- ***In re The Home Depot, Inc., Customer Data Security Breach Litig., No. MDL No. 14-02583-TWT (N.D. Ga.)***. In this case, another one of the largest payment card security breaches in U.S. history, we serve as a member of the Financial Institution Plaintiffs' Steering Committee and Law & Briefing Committee. On May 17, 2016, after our firm shouldered principal responsibility for briefing for the class, the court largely denied Home Depot's motion to dismiss the complaint, allowing all of plaintiffs' claims except for two state consumer statutory claims to proceed. The case has been settled.
- ***In re Fiber Optic Cable Litig. (multiple jurisdictions)***. We serve as co-lead counsel in multi-state litigation against major telecommunications companies and utilities to vindicate the rights of landowners whose property was used for the installation of fiber optic cable without compensation. In that capacity we participated in fashioning an innovative global settlement that comprises separate agreements on a state-by-state basis. To date there have been settlements in 42 states in a total amount of nearly \$150 million.
- ***In re Universal Service Fund Telephone Billing Practices Litig., MDL No. 1468 (D. Kan.)***. We were one of three co-lead counsel representing business and residential customers nationwide alleging a conspiracy to fix USF surcharges and breach of contract claims against long-distance telephone



companies. The November 2008 trial resulted in a verdict for the class, which was affirmed on appeal.

- ***In re Lawnmower Engines Horsepower Marketing & Sales Practices Litig., MDL No. 1999 (E.D. Wis.)***. We represented classes of consumers nationwide in this nationwide class action alleging consumer fraud, civil conspiracy and unjust enrichment claims against manufacturers of lawnmowers and lawnmower engines. Heins Mills' leadership resulted in settlements with all defendants.
- ***Infant Formula Antitrust Litig. (multiple jurisdictions)***. We were co-lead counsel for classes of consumers asserting price-fixing against infant formula manufacturers in separate actions venued in seventeen states. Collectively, the cases were settled for \$64 million in cash and infant formula products.

#### **Judicial Recognition of Heins Mills & Olson's Skill and Effectiveness**

Among judges, clients and peers, Heins Mills enjoys a reputation for its aggressive and skillful advocacy in class litigation of national and international import. The following are examples of praise we have received from the bench:

- The Hon. Paul A. Magnuson presiding in ***In re Target Corporation Customer Data Sec. Breach Litigation*** wrote: "It is difficult to imagine a settlement that more comprehensively addresses all of the harm suffered by a class as the settlement here. And the comprehensive nature of the settlement, in



turn, reflects the adequacy, indeed the superiority, of the representation the class received from its named Plaintiffs and from class counsel.”

- The presiding judge in ***AOL Time Warner***, the Hon. Shirley W. Kram, complimented our firm for its “exceptional lawyering in this case” and added that she “continues to be impressed with the quality of representation provided by [Heins Mills & Olson], its prosecution of the lawsuit, and its negotiation of the Settlement.” She added, “Not only do the parties dispute the amount of damages sustained by the Class, they continue to dispute the very existence of damages. In light of this fundamental disagreement, the \$2.65 billion Settlement secured by Plaintiffs is all the more impressive.”
- The judge presiding over the multidistrict litigation in ***In re Monosodium Glutamate Antitrust Litigation***, the Hon. Paul A. Magnuson, said of our work as co-lead counsel: “I’ll make no bones about this, I think this is as fine a job of plaintiff lawyering as I’ve ever seen, . . . I particularly take my hat off to the plaintiffs’ counsel here.”
- The judge who approved the ***Broadcom*** settlement, the Hon. Dickran Tevrizian, described it as “an exceptional result given the complexity of the case, and despite keenly contested and very complex facts. . . . Class Counsel’s ability to obtain a favorable settlement despite formidable opposition confirms their immense skill.”



### **Recent Accolades**

During recent years, our firm and its lawyers have continued to earn awards recognizing our superior ability and achievements.

- Renae Steiner and her co-counsel in *O'Bannon v. NCAA* received the American Antitrust Institute 2015 Antitrust Enforcement Award for Outstanding Antitrust Litigation Achievement in Private Practice.
- Sam Heins, a co-founder of Heins Mills and until recently of counsel to the firm, was nominated by President Barack Obama to be the U.S. ambassador to Norway. The nomination received confirmation by the Senate on February 12, 2016.
- Vince Esades, Renae Steiner and James Anderson were again named Top-Rated Antitrust Litigation Lawyers in the current edition of Thomson Reuters' Super Lawyers, a rating service of outstanding lawyers who have attained a high degree of peer recognition and professional achievement. The selection process is multi-phased and includes independent research, peer nominations and peer evaluations.
- The 2017 edition of *The Legal 500 US*, which ranks "the best of the best" law firms in the country based on comments from clients and peers, again placed Heins Mills in the highest tier of leading firms in antitrust class action litigation. The firm is one of only five to receive top ranking. As *The Legal 500 US* notes, Heins Mills "has 'top-level skill across the board with a deep bench' and is 'comprised of excellent attorneys, many of whom are highly experienced and all



of whom provide superlative customer service.” The publication also acknowledged Vincent Esades and Renae Steiner individually as top litigators in the field.

- Our firm is one of only six in Minnesota to be “highly recommended” by *Benchmark Plaintiff: The Definitive Guide to America’s Leading Plaintiff Firms & Attorneys*. The inaugural edition wrote that “the litigators of Heins Mills & Olson are disruptive apostles for plaintiffs that have been wounded by corporate transgressors” and “have propelled this firm to top standing in the eyes of their peers.” The guide also recognizes Vincent Esades, Dylan McFarland and Renae Steiner as Minnesota “Litigation Stars” in the practice of Antitrust, Consumer Protection, Securities, and Commercial Litigation. Renae Steiner was also honored as one of the Top 150 Women in Litigation. These selections are the product of a six-month research project during which *Benchmark* conducted extensive interviews with litigators and clients.
- *Who’s Who Legal*, a publication by Global Competition Review, selected Renae Steiner and Vince Esades for 2016 as being among the world’s leading competition lawyers. The selection process includes questionnaires, independent research of the legal press and peer evaluations.





## Attorneys

### Vincent J. Esades

Vincent Esades is an equity partner of the firm. He has a national practice in the field of complex litigation, primarily in the areas of antitrust, consumer fraud and securities fraud. Mr. Esades has consistently been recognized as an outstanding attorney in the practice of antitrust, law on the annual Thomson Reuters Super Lawyers list, most recently in the 2017 edition. He has also been recognized as a “Leading Lawyer” by *The Legal 500 US*, which ranks Heins Mills & Olson as one of the top antitrust class actions firms nationally most recently in 2017. The inaugural edition of *Benchmark Plaintiff: The Definitive Guide to America’s Leading Plaintiff Firms & Attorneys* recognized Vincent Esades as one of the Minnesota “Litigation Stars” in the practice of antitrust, consumer and complex litigation.

In addition to his antitrust practice, he also currently serves as lead counsel for the consumer class in a class action on behalf of Target customers arising from one of the largest data security breaches in history (*In re Target Corporation Customer Data Security Breach Litigation*, MDL No. 14-2522 (D. Minn.) and as a member of the Financial Institution Plaintiffs’ Steering Committee and the Law & Briefing Committee in *In re: The Home Depot, Inc., Customer Data Security Breach Litigation*, MDL No. 14-02583 (N.D. Ga.) (representing class of financial institutions harmed by another one of the largest payment card security breaches in U.S. history).

He also currently serves in a leadership role in a number of major antitrust class actions, including appointment as co-lead counsel in *Gordon v. Amadeus IT Group, S.A.*, Case No. 1:15-cv-05457 (S.D.N.Y.) which involves antitrust claims against global distribution companies on behalf of millions of consumers who purchase airline tickets; *Fond Du Lac Bumper Exchange, Inc. v. Jui Li Enterprise Company, Ltd.*, Case No. 09-0852 (E.D. Wis.) which involves claims of nationwide price fixing of automotive sheet metal parts by aftermarket sheet metal parts manufacturers; and *In re Lipitor Antitrust Litigation*, MDL No. 2332 (D.N.J.), which involves antitrust and consumer protection claims on behalf of proposed class of indirect purchasers of the prescription drug.

He has served as plaintiffs’ lead or co-lead counsel in several other nationwide class actions. Vince represented classes of consumers and obtained nationwide settlements in *In re Lawnmower Engines Horsepower Marketing & Sales Practices Litigation* (MDL No. 1999 E.D. Wisc.) (alleging RICO, consumer fraud, civil conspiracy and unjust enrichment claims against manufacturers of lawn mowers and lawn mower engines); *In re Puerto Rican Cabotage Antitrust Litigation* (MDL No. 1960 D.P.R.) (alleging price fixing by Jones Act shipping companies for ocean shipping services between the U.S. and Puerto Rico); *In re Publication Paper Antitrust Litigation* (MDL No. 1631 D. Conn.) (alleging price-fixing claims against paper manufacturers); *Johnson v. ELCA Board of*



*Pensions* (representing retired pastors and church employees with breach of contract and breach of fiduciary duty claims against the ELCA Board of Pensions); *In re Polyester Staple Antitrust Litigation* (MDL No. 1516 W.D.N.C.) (alleging price fixing claims against polyester staple manufacturers on behalf of business purchasers where Vince also served as member of the trial team before the case settled on the eve of trial); and *In Re Bulk Graphite Antitrust Litigation* (D.N.J.) (alleging price fixing claims against manufacturers of bulk graphite on behalf of business purchasers).

Vince is also currently involved as a member of plaintiffs' executive committees in numerous other nationwide class actions, including *In re American Express Anti-Steering Rules Antitrust Litigation* (E.D.N.Y.) (challenging rules preventing merchants from providing consumers with incentives to use forms of payment that are less expensive than American Express branded payment cards); *In re Rail Freight Fuel Surcharge Antitrust Litigation* (D.D.C.) (claims alleging conspiracy among major domestic railroads to fix prices for rail freight surcharges; *In re: LIBOR-Based Financial Instruments Antitrust Litigation* (S.D.N.Y.) (alleging that member banks of the British Bankers' Association conspired to manipulate the London InterBank Offered Rate on behalf of Non-Defendant OTC plaintiffs).

Vince tried a price-fixing case to verdict as a member of multi-firm trial team in *In re High Pressure Laminates Antitrust Litigation* (MDL No. 1368 S.D.N.Y.) (price-fixing claims against manufacturers of high pressure laminates on behalf of business purchasers) and served as lead counsel in a case tried by Heins Mills and other co-lead counsel in November 2008—*In re Universal Service Fund Telephone Billing Practices Litigation* (MDL No. 1468 D. Kan.) (consumer fraud and price-fixing claims against AT&T, MCI and Sprint for USF surcharges). Vince is active in several current nationwide antitrust cases, *In re Capacitors Antitrust Litigation* (No. 3:14-cv-03264 N.D. Cal) (price-fixing claims against international manufacturers of capacitors); *Kleen Products LLC v. International Paper Co.* (No. 1:10-cv-05711 N.D. Ill.) (price-fixing claims against containerboard manufacturers); *In re Dental Supplies Antitrust Litigation* (No. 1:16-cv-00696 E.D.N.Y) (market manipulation claims against dental supply sellers); *Pro Slab, Inc. v. Argos USA Corp.* (Case No. 2:17-cv-03185 D.S.C.) (regional price fixing against sellers of ready mix concrete).

Vince has actively participated in numerous other antitrust class actions as well, including appointed by the court as a member of the plaintiffs' steering committee in *In re Pool Products Distribution Market Antitrust Litigation* (MDL No. 2328, E.D. La.) (asserting claims of monopolization and attempted monopolization of the U.S. pool products distribution market); *In re Aluminum Warehousing Antitrust Litigation*, MDL No. 2481 (S.D.N.Y.) (claims alleging conspiracy to inflate aluminum prices, restrain aluminum supplies and provide extremely inefficient, low quality load out and other services); *In re TFT-LCD (Flat Panel) Antitrust Litigation* (N.D. Cal.) (price-fixing claims against producers of Thin Film Transistor Liquid Crystal Displays); *In re*



*Municipal Derivatives Antitrust Litigation* (S.D.N.Y.) (claims on behalf of local governments against brokers, banks and insurance companies alleging bid-rigging and other anti-competitive practices in the municipal derivatives industry); *In re Hydrogen Peroxide Antitrust Litigation* (E.D. Pa.) (price-fixing claims against manufacturers of hydrogen peroxide); *In re Intel Corp. Microprocessor Antitrust Litigation* (D. Del.) (claims alleging monopolistic practices by Intel in the x86 microprocessor market); *In re Air Cargo Shipping Services Antitrust Litigation* (E.D.N.Y) (claims against major airlines alleging price-fixing of fuel surcharges for freight transportation); *In re Vitamins Antitrust Litigation* (D.D.C.) (as discovery co-chair involving international price-fixing); *Howe v. Microsoft Corp.* (N.D.) (as lead counsel involving abuse of monopoly power); *Gordon v. Microsoft Corp.* (Minn., 4th Jud. Dist.) (involving abuse of monopoly power); *In re NASDAQ Market-Makers Antitrust Litigation* (S.D.N.Y.) (involving NASDAQ market price-fixing); and *In re Motorsports Merchandise Antitrust Litigation* (N.D. Ga.) (price-fixing of merchandise).

Vince has also been an active speaker on complex litigation topics, the Class Action Fairness Act, multi-state settlement issues and class arbitration and has presented at the ABA Annual Convention and the ABA Annual National Institute on Class Actions as a moderator and panelist regarding major antitrust issues. Representative engagements include:

- Institute Planning Committee and Moderator, ABA’s 21st Annual National Institute on Class Actions, “Yea! or Nay! Opting Out—Whether and When?”, Washington, DC, October 26-27, 2017, sponsored by the ABA’s Litigation Section’s Class Action and Derivative Suits Committee.
- Institute Planning Committee and Moderator, ABA’s 20th Annual National Institute on Class Actions, “‘Pit Boss Powwow.’ Exactly What Is the MDL Judge College and How Does It Work?”, Las Vegas, NV, October 19-20, 2016, sponsored by the ABA’s Litigation Section’s Class Action and Derivative Suits Committee.
- Institute Planning Committee and Moderator, ABA’s 19th Annual National Institute on Class Actions, “King Cake or Po-Boy? Do Class Actions Offer Meaningful Compensation to Class Members, or do They Simply Rip Off Consumers Twice?”, New Orleans, LA, October 22-23, 2015, sponsored by the ABA’s Litigation Section’s Class Action and Derivative Suits Committee.
- Institute Planning Committee and Moderator, ABA’s 18th Annual National Institute on Class Actions, “Navigating Menacing Waters—Presenting Class-Certification Experts, Maneuvering Daubert Challenges, and Tackling Trial Testimony”, Chicago, IL, October 23-24, 2014, sponsored by the ABA’s Litigation Section’s Class Action and Derivative Suits Committee.



- Institute Planning Committee and Moderator, ABA’s 17th Annual National Institute on Class Actions, “‘Arbageddon!!!’ Has the Revolution to End Class Actions Spawned Weapons of Mass Arbitration?”, Boston, MA, October 23-24, 2013, sponsored by the ABA’s Litigation Section’s Class Action and Derivative Suits Committee.
- Institute Planning Committee and Moderator, ABA’s 16th Annual National Institute on Class Actions, “‘Sifting Through All the Big Shoulders.’ Litigating Class Actions Alongside Opt-Outs—Free-Riding or Riding Shotgun”, Chicago, IL, October 24-25, 2012, sponsored by the ABA’s Litigation Section’s Class Action and Derivative Suits Committee.
- Institute Planning Committee and Moderator, ABA’s 15th Annual National Institute on Class Actions, “Melee in Manhattan! Class-Action Objectors—Are They Protectors of Absent Class Members or Merely Gadflies?”, New York City, NY, October 14, 2011, sponsored by the ABA’s Litigation Section’s Class Action and Derivative Suits Committee.
- Institute Planning Committee and Moderator, ABA’s 14th Annual National Institute on Class Actions, “Perspectives on Multidistrict Litigation from the MDL Panel and Beyond”, Chicago, IL, October 14, 2010, sponsored by the ABA’s Litigation Section’s Class Action and Derivative Suits Committee.
- Panelist and Moderator, ABA’s 13th Annual National Institute on Class Actions, “A Funny Thing Happened on the Way to the Courthouse . . . I Had to Litigate an Arbitration Clause! Crafting, Opposing, and Arguing Arbitration Clauses and Class-Action Waivers in Three Scenes,” Washington, DC, November 20, 2009, sponsored by the ABA’s Litigation Section’s Class Action and Derivative Suits Committee.
- Panelist, American Antitrust Institute’s Annual Invitational Symposium on The Future of Private Antitrust Enforcement, “Action on the Class Action Front: A Potpourri,” Washington, DC, December 11, 2008.
- Panelist, ABA’s 12<sup>th</sup> Annual National Institute on Class Actions, “‘I Could Have Sworn It was CAFA, *not Kafka!*’ The Metamorphosis of Pleading, Defending, and Settling Multi-State Class Actions—A Surreal-Life, Three-Act Play,” New York, NY, November 7, 2008, sponsored by the ABA’s Litigation Section’s Class Action and Derivative Suits Committee.



- Lecturer, “Class Actions: Growing Your Business by Understanding the Basics and Recognizing Opportunities,” Cleveland, OH, October 31, 2008, sponsored by the Cleveland Bar Association.
- Panelist, ABA’s 11<sup>th</sup> Annual National Institute on Class Actions, “The Nationwide Class: White Elephant, Endangered Species, or Alive and Well?” Chicago, IL, October 19, 2007, sponsored by the ABA’s Litigation Section’s Class Action and Derivative Suits Committee.
- Panelist, ABA’s 2007 Annual Meeting, “‘Is this CAFA or Kafka?’ Multi-State Class Actions in a Time of Metamorphosis—A Surreal-Life, Three-Act Play,” San Francisco, CA, August 9-12, 2007, sponsored by the ABA.

B.A. *cum laude*, U. of North Dakota; J.D., U. of North Dakota School of Law  
Admitted: Minnesota and North Dakota; U.S. District Court, District of Minnesota

### **Renae D. Steiner**

Renae is a partner of the firm. Renae has consistently been selected by her peers for inclusion as a “Super Lawyer” in the areas of antitrust and class action litigation (Thomson Reuters publication; 2008-2016). Renae has also been recognized as a top antitrust litigator in *The Legal 500 US*, *Who’s Who Legal* and *Benchmark Plaintiff*. Renae also is listed by *Benchmark Plaintiff* as one of the *Top 150 Women in Litigation*.

Renae Steiner and her co-counsel in the NCAA Student-Athlete Name & Likeness Licensing Litigation received the American Antitrust Institute 2015 Antitrust Enforcement Award in the category of Private Law Practice Outstanding Antitrust Litigation Achievement in Private Practice.

Renae has a national practice in the field of complex litigation, primarily in the areas of antitrust actions (both direct purchaser and indirect purchaser cases), as well as in consumer fraud and securities actions. Over the course of her career, Renae has worked on novel issues of antitrust law, including some of the first post-*Illinois Brick* class actions, some of the first post-*Actavis* class actions, in establishing antitrust standing under Florida’s consumer protection statutes, in establishing the co-conspirator theory of state court jurisdiction in Florida, and on issues related to CAFA (Class Action Fairness Act) and standing arguments for indirect purchasers of price-fixed goods. She has worked cooperatively with many state Attorneys General in their related litigation against antitrust defendants.

Likewise, in the *Grand Casinos* securities litigation, Renae was part of the lead counsel team at Heins Mills & Olson that was the first to address the new pleading standards for





motions for summary judgment under the recently enacted PSLRA's scienter requirements.

Recently, Renae has actively participated in the representation of former and current college athletes in the landmark *In re NCAA Student-Athlete Name & Likeness Licensing Litigation*, No. 4:09-cv-1967 (N.D. Cal.) (commonly called the "*O'Bannon case*") (challenging policies that prevent U.S. collegiate student-athletes from receiving a share of the revenue generated from use of their likeness). In *O'Bannon*, Renae lead the discovery team, deposed key witnesses and was one of the trial counsels in the three-week trial, where she presented the testimony of the plaintiffs' key survey expert and cross-examined two of the NCAA's witnesses. The *O'Bannon case* is widely heralded as the biggest sports law case in the last 30 years.

Renae is currently serving as co-lead counsel for the proposed end-payor classes in *In re Lidoderm Antitrust Litigation* (N.D. Cal.) and *In re Aggrenox Antitrust Litigation*, MDL No. 2516 (SRU) (D. Conn.) and on the Executive Committees for the proposed end-payor classes in *In re Niaspan Antitrust Litigation*, MDL No. 2460 (E.D. Pa.) and *In re Suboxone (Buprenorphine Hydrochloride and Naloxone) Antitrust Litigation*, MDL No. 2445 (E.D. Pa.).

Renae and James Anderson were recently appointed as liaison counsel in *Första AP-fonden v. St. Jude Medical, Inc.*, 0:12-cv-03070 (D. Minn.), a securities fraud class action alleging on behalf of purchasers of common stock of St. Jude Medical, Inc. that the company failed to disclose problems with leads it made for implantable cardiac defibrillators.

Past representative cases include: *In re Aftermarket Filters Antitrust Litigation* (N.D. Ill.) (as lead counsel; antitrust, consumer protection and unfair competition claims of price-fixing against leading manufacturers of replacement vehicle filters on behalf of indirect purchasers); *In re Prograf Antitrust Litigation* (D. Mass.); *In re Lipitor Antitrust Litigation* (D.N.J.); *In re DRAM Antitrust Litigation* (multiple federal and state court actions); *In re St. Paul Travelers Securities Litigation* (D. Minn.) (securities fraud); *In re Ready-Mixed Concrete Antitrust Litigation* (S.D. Ind.) (Indiana price-fixing case involving concrete); *In re Iowa Ready-Mixed Concrete Antitrust Litigation* (N.D. Iowa); *In re Universal Service Fund (USF) Telephone Billing Practices Litigation* (D. Kan.) (alleged consumer fraud in the assessment of USF fees); *Fiber Optic Cable Litigation* (multiple state and federal court actions related to the installation of fiber optic cable); *Infant Formula Antitrust Litigation* (price-fixing claims as to infant formula; multiple state court actions; Wisconsin trial team); and *In re Thermal Facsimile Paper Antitrust Litigation* (multiple state court actions).

Renae has lectured on antitrust and sports law topics at conferences sponsored by the American Antitrust Institute, the Minnesota Section of the American Bar Association



(ABA), at Women Antitrust Plaintiffs Attorneys' conferences, at Northwestern University's Sports Law Symposium and at the ABA's Class Action Institute. Topics have included the intersection of sports and antitrust law, pay-for-delay generic drug litigation, cooperation in parallel litigation with Attorneys General, class certification issues and arbitration clauses in antitrust litigation.

Rena is a member of the Federal, Minnesota, and Hennepin County Bar associations.

B.A., U. of Minnesota; J.D. *with distinction*, U. of Nebraska College of Law  
Admitted: Minnesota; U.S. District Court, Districts of Minnesota, Nebraska, Colorado, and E.D. of Wisconsin; U.S. Court of Appeals, Seventh and Eighth Circuits

### **Dylan J. McFarland**

Dylan is a partner of the firm. Named a "Super Lawyer" and previously a "Rising Star" by *Minnesota Law & Politics*, he practiced in the area of complex commercial litigation as an associate with Gray Plant Mooty before attending the University of Minnesota Medical School. As a partner of Burstein Hertogs Olson & McFarland, P.A., he continued to represent corporations and municipalities in complex litigation, including shareholder derivative actions. In a case of first impression, he represented the defendant shareholders in *Skoglund v. Brady* (Minn. Ct. App.), which helped define the scope of derivative claims and the authority of special litigation committees under Minnesota law.

Since joining the firm, Dylan has worked on several securities fraud class actions, including *In re AOL Time Warner Securities Litigation* (S.D.N.Y.) (\$2.65 billion recovery for shareholders of AOL and Time Warner); *In re Broadcom Corp. Securities Litigation* (C.D. Cal.) (\$150 million recovery for shareholders of semiconductor manufacturer).

Dylan also is currently or has been involved a number of antitrust and other class actions, including *In re TFT-LCD (Flat Panel) Antitrust Litigation* (N.D. Cal.) (price-fixing claims against producers of liquid crystal displays); *In re Municipal Derivatives Antitrust Litigation* (S.D.N.Y.) (claims on behalf of local governments against brokers, banks and insurance companies alleging bid-rigging and other anticompetitive practices in the municipal derivatives industry); *In re LIBOR-Based Financial Instruments Antitrust Litigation* (S.D.N.Y.) (claims alleging that member banks of the British Bankers' Association conspired to manipulate the London InterBank Offered Rate); *In re Lidoderm Antitrust Litigation*, MDL No. 2521 (N.D. Cal.); *Gordon v. Amadeus IT Group, S.A.* (S.D.N.Y.) (alleging anticompetitive conduct by providers of airline reservation systems); *Fond Du Lac Bumper Exchange, Inc. v. Jui Li Enterprise Company, Ltd.* (E.D. Wis.) (supply and price-fixing claims against manufacturers and



distributors of aftermarket automotive sheet metal parts); *In re Plasma Derivative Protein Therapies Antitrust Litigation* (N.D. Ill.) (supply and price-fixing claims against manufacturers of plasma-derivative protein therapies); *In re Pool Products Distribution Market Antitrust Litigation* (E.D. La.) (asserting claims of monopolization and attempted monopolization of the U.S. pool products distribution market); *In re American Express Anti-Steering Rules Antitrust Litigation* (E.D.N.Y.) (challenging rules preventing merchants from providing consumers with incentives to use forms of payment that are less expensive than American Express branded payment cards); *In re Puerto Rican Cabotage Antitrust Litigation* (D.P.R.) (antitrust claims against the largest providers of domestic ocean shipping between the mainland U.S. and Puerto Rico); *Glaberson v. Comcast Corp.* (E.D. Pa.) (antitrust claims against cable services provider on behalf of subscribers); *In re Lawnmower Engines Horsepower Marketing & Sales Practices Litigation* (MDL No. 1999 E.D. Wis.) (alleging consumer fraud, civil conspiracy and unjust enrichment claims against manufacturers of lawn mowers and lawn mower engines); *In re Lithium Ion Batteries Antitrust Litigation* (N.D. Cal.) (asserting antitrust claims against manufacturers of lithium ion batteries); *In re National Hockey League Players' Concussion Injury Litigation* (MDL No. 14-2551 D. Minn.) (alleging negligence and other claims against the NHL on behalf of all retired NHL hockey players, both those diagnosed with concussion-related injuries and those who have not yet been diagnosed); and *In re Automotive Parts Antitrust Litigation (Wire Harness Systems)* (E.D. Mich.) (price-fixing in aftermarket market for automotive wire harnesses).

While attending Harvard Law School, Dylan was an editor of the *Harvard Civil Rights-Civil Liberties Law Review*. He was an Adjunct Professor of Law at William Mitchell College of Law from 1998-2002, where he taught Legal Writing, Trial Skills, and Appellate Advocacy, and he has spoken at legal education programs on a number of litigation topics.

Dylan is named as a "Litigation Star" in *Benchmark Plaintiff: The Definitive Guide to America's Leading Plaintiff Firms & Attorneys*.

B.A. *summa cum laude*, U. of Minnesota; J.D. *cum laude*, Harvard Law School  
Admitted: Hawaii and Minnesota; U.S. District Court, District of Minnesota; U.S. Court of Appeals, Second, Eighth and Ninth Circuits

### **Jessica N. Servais**

Jessica is a partner of the firm. She currently is or has recently been working on complex litigation, including *Fond Du Lac Bumper Exchange, Inc. v. Jui Li Enterprise Company, Ltd.* (E.D. Wis.) (supply and price-fixing claims against manufacturers and distributors of aftermarket automotive sheet metal parts); *In re Plasma Derivative*





*Protein Therapies Antitrust Litigation* (N.D. Ill.) (supply and price-fixing claims against manufacturers of plasma-derivative protein therapies); *In re Transpacific Passenger Air Transportation Antitrust Litigation* (N.D. Cal.) (antitrust claims against airlines for price-fixing passenger fares and/or fuel surcharges on transpacific air passenger transportation); *Glaberson v. Comcast Corp.* (E.D. Pa.), *Kristian v. Comcast Corp.* (E.D. Pa.) and *Rogers v. Comcast Corp.* (E.D. Pa.) (antitrust claims against cable services provider on behalf of subscribers); *In re Ready-Mixed Antitrust Litigation* (S.D. Ind.) (price-fixing claims against ready-mixed concrete suppliers on behalf of purchasers); *In re Korean Air Lines Co., Ltd., Antitrust Litigation* (claims against Korea's major airlines alleging price-fixing of fuel surcharges); *In re Universal Service Fund Telephone Billing Practices Litigation* (D. Kan.) (consumer fraud and antitrust claims against AT&T, MCI and Sprint for USF telephone charges); and *In re Relafen Antitrust Litigation* (N.D. Cal.) (antitrust claims on behalf of consumers against manufacturers of brand name nabumetone tablets).

In addition, Ms. Servais is one of the lawyers who represented Colorado, Minnesota and Utah state employee pension funds in private litigation regarding losses suffered in connection with their purchases of McKesson HBOC securities in *In re McKesson HBOC Securities Litigation* (N.D. Cal.).

At the University of Minnesota Law School, Jessica was the Executive Editor of the *Minnesota Intellectual Property Review*. Jessica served as a federal judicial law clerk to the Honorable Michael J. Davis, United States District Court, District of Minnesota.

B.A. *magna cum laude*, Macalester College; J.D., U. of Minnesota Law School  
Admitted: Minnesota, Wisconsin; U.S. District Court, District of Minnesota

### **James Anderson**

James Anderson is a partner of the firm. James was named in the 2016 edition of the annual Thomson Reuters *Super Lawyers* list of outstanding attorneys as a "Rising Star" in the areas of antitrust, securities and consumer law litigation. He is currently working on, or has worked on, a variety of complex civil matters, including *In re Lithium Ion Batteries Antitrust Litigation* (N.D. Cal.) (asserting antitrust claims against manufacturers of lithium ion batteries); *Kleen Products LLC v. Packaging Corporation of America* (N.D. Ill.) (antitrust claims against manufacturers of containerboard products); *In re American Express Anti-Steering Rules Antitrust Litigation* (E.D.N.Y.) (challenging rules preventing merchants from providing consumers with incentives to use forms of payment that are less expensive than American Express branded payment cards); *In re Aftermarket Filters Antitrust Litigation* (N.D. Ill.) (antitrust, consumer protection and unfair competition claims against leading manufacturers of replacement vehicle filters on behalf of indirect purchasers); *In re Pool Products Distribution Market*



*Antitrust Litigation* (E.D. La.) (asserting claims of monopolization and attempted monopolization of the U.S. pool products distribution market); *In re Air Cargo Shipping Services Antitrust Litigation* (E.D.N.Y) (claims against major airlines alleging price-fixing of fuel surcharges for freight transportation); *In re Cathode Ray Tube (CRT) Antitrust Litigation* (N.D. Cal.) (price-fixing claims against the producers of CRT televisions); *In re DRAM Antitrust Litigation* (multiple federal and state court actions involving price-fixing claims against the producers of DRAM computer memory); *In re SRAM Memory Products Antitrust Litigation* (N.D. Cal.) (price-fixing claims against the producers of SRAM computer memory); and *In re AOL Time Warner Securities Litigation* (S.D.N.Y.) (securities fraud claims on behalf of AOL and Time Warner shareholders). James has also been involved in other, non-class litigation including *Spine Solutions, Inc. v. Medtronic Sofamor Danek, Inc.* (W.D. Tenn.).

James graduated *cum laude* from William Mitchell College of Law where he was awarded a *21<sup>st</sup> Century Scholarship*, received a CALI Award for his performance in Legislative Advocacy, and a Minnesota State Bar Association outstanding achievement award in *Employment Discrimination*.

B.A. *magna cum laude*, St. Olaf College; J.D. *cum laude*, William Mitchell College of Law

Admitted: Minnesota; U.S. District Court, District of Minnesota; U.S. Court of Appeals, Eighth Circuit

### **Teresa M. Jones**

Teresa is an associate of the firm and works on a wide range of complex litigation matters, with a focus on antitrust litigation, securities litigation, class actions, and consumer fraud matters. Before joining the firm, Teresa was part of the trial team in a large antitrust class action lawsuit against a major software company which settled in 2007 after several months of trial for \$180 million.

Teresa has significant experience in document-intensive discovery, through which she has developed practices to identify, highlight and manage key case documents.

She is currently working on, or has worked on, *In re Lidoderm Antitrust Litigation* (N.D. Cal.); *In re Aggrenox Antitrust Litigation* (D. Conn); *In re Lipitor Antitrust Litigation* (D.N.J.) (state antitrust and consumer protection claims on behalf of proposed class of indirect purchasers represented by Heins Mills & Olson as co-lead counsel); *In re Domestic Drywall Antitrust Litigation* (E.D. Pa.) (supply and price-fixing claims against manufacturers of gypsum wallboard); and *Fond Du Lac Bumper Exchange, Inc. v. Jui Li Enterprise Company, Ltd.* (E.D. Wis.) (supply and price-fixing claims against manufacturers and distributors of aftermarket automotive sheet metal



parts). She has also worked on *In re Plasma Derivative Protein Therapies Antitrust Litigation* (N.D. Ill.) (supply and price-fixing claims against manufacturers of plasma-derivative protein therapies); *Glaberson v. Comcast Corp.* (E.D. Pa.) (antitrust claims against cable services provider on behalf of subscribers); and *In re AOL Time Warner Securities Litigation* (S.D.N.Y) (securities fraud claims on behalf of AOL and Time Warner shareholders).

Teresa is an active member of the Minnesota State Bar Association, Hennepin County Bar Association and American Bar Association and has held leadership positions in each.

B.A., U. of Minnesota; J.D. *magna cum laude*, William Mitchell College of Law  
Admitted: Minnesota; U.S. District Court, District of Minnesota; U.S. Court of Appeals, Eighth Circuit

### **Ian F. McFarland**

Ian is an associate of the firm. He is currently working on a variety of complex litigation matters, including *In re Aggrenox Antitrust Litigation* (MDL No. 2516) (antitrust class action alleging anticompetitive conduct by pharmaceutical companies delaying entry of lower-priced generic drug into the market); *In re Lidoderm Antitrust Litigation* (MDL No. 2521) (antitrust class action alleging anticompetitive conduct by pharmaceutical companies delaying entry of lower-priced generic drug into market); *In re Target Corporation Customer Data Security Breach Litigation* (MDL No. 2522) (consumer class action against Target Corporation arising from data security breach); *In re Automotive Parts Antitrust Litigation (Bearings)* (MDL No. 2311) (price-fixing in aftermarket market for automotive bearings); *In re Capacitors Antitrust Litigation* (No. 3:14-cv-03264-JD, N.D. Cal.) (antitrust claims against manufacturers of electronic capacitors); *In re National Hockey League Players' Concussion Injury Litigation*. (MDL No. 14-2551, D. Minn.) (alleging negligence and other claims against NHL on behalf of all retired NHL hockey players for damages caused by concussions); *In re Dental Supplies Antitrust Litigation* (No. 1:16-cv-00696, E.D.N.Y.) (class of dental practices and dental laboratories alleging that three largest U.S. dental supply distributors fixed prices and engaged in other anticompetitive conduct); *Herbal Supplements Marketing and Sales Practices Litigation* (MDL No. 2519) (consumer class action alleging mislabeling of dietary supplements); and *Gordon v. Amadeus IT Group, S.A.* (No. 1:15-cv-05457 S.D.N.Y) (antitrust class action alleging anticompetitive conduct by providers of airline reservation systems).

Before joining the firm, Ian served as a law clerk for the Honorable Regina M. Chu, Minnesota District Court, Fourth Judicial District.



Ian graduated *magna cum laude* from the University of Wisconsin Law School, where he served as a Note and Comment Editor of the *Wisconsin Law Review* and was admitted to the Order of the Coif. While attending law school, he worked as a judicial intern to the Honorable Margaret J. Vergeront, Wisconsin Court of Appeals, District IV, and as a summer law clerk for the firm.

B.A., U. of Wisconsin-Madison; J.D., *magna cum laude*, U. of Wisconsin Law School  
Admitted: Minnesota

# **Exhibit 2**

**EXHIBIT 2*****In re Lithium Ion Batteries Antitrust Litigation, Case No. 13-MD-2420 YGR***

Heins Mills &amp; Olson, P.L.C.

Reported Hours and Lodestar on a Historical Basis

June 1, 2013 through August 31, 2017

<b>NAME</b>	<b>STATUS</b>	<b>YEAR</b>	<b>TOTAL HOURS</b>	<b>HISTORICAL HOURLY RATE</b>	<b>LODESTAR</b>
<b>ATTORNEYS</b>					
Vincent J. Esades	P	2013	1.80	\$575.00	\$ 1,035.00
Dylan J. McFarland	P	2016	259.80	\$600.00	\$ 155,880.00
James W. Anderson	A	2013	98.50	\$395.00	\$ 38,907.50
James W. Anderson **	A	2014	48.10	\$350.00	\$ 16,835.00
Rebecca E. Moon *	A	2013	2,459.90	\$400.00	\$ 983,960.00
Akemi Yamakita *	A	2014	4,901.00	\$400.00	\$ 1,960,400.00
Susan M. Burns **	A	2014	84.30	\$350.00	\$ 29,505.00
Scott W. Carlson	A	2014	1,448.10	\$400.00	\$ 579,240.00
Scott W. Carlson **	A	2014	2,417.10	\$350.00	\$ 845,985.00
<b>NON-ATTORNEYS</b>					
Sarah L. Maurer	DC	2014	9.70	\$150.00	1,455.00
<b>TOTAL:</b>			<b>11,728.30</b>		<b>4,613,202.50</b>

(P) Partner

(A) Associate

(DC) Document Clerk

\* Foreign Language Review Rate

\*\* First Level Document Review Rate

# **Exhibit 3**

**EXHIBIT 3*****In re Lithium Ion Batteries Antitrust Litigation, Case No. 13-MD-2420 YGR***

Heins Mills &amp; Olson, P.L.C.

Expenses Incurred

June 1, 2013 through August 31, 2017

<b>CATEGORY</b>	<b>AMOUNT INCURRED</b>
Court Fees (filing, etc.)	
Computer Research (Lexis, Westlaw, PACER, etc.)	\$38.50
Document Production	
Experts / Consultants	
Messenger Delivery	
Photocopies - In House	\$51.75
Photocopies - Outside	
Postage	\$0.98
Service of Process	
Overnight Delivery (Federal Express, etc.)	
Telephone / Facsimile	\$19.25
Transcripts (Hearings, Depositions, etc.)	
Travel (Airfare, Ground Travel)	
Travel (Meals and Lodging)	
<b>TOTAL</b>	<b>\$110.48</b>