

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

IN RE: SAKS INC. SHAREHOLDER LITIGATION

Index No. 652724/2013

Motion Seq. No. 011

Hon. Andrew Borrok, J.S.C.

**SUPPLEMENTAL AFFIRMATION
OF DANIEL TEPPER, ESQ. AND BENJAMIN Y. KAUFMAN, ESQ.
IN SUPPORT OF FINAL APPROVAL OF THE PROPOSED SETTLEMENT,
CERTIFICATION OF THE CLASS, AN AWARD OF ATTORNEYS' FEES
AND EXPENSES, AND SERVICE AWARDS TO NAMED PLAINTIFFS**

Daniel Tepper and Benjamin Y. Kaufman, attorneys admitted to practice before the courts of the State of New York, subscribe to and affirm the following under penalty of perjury pursuant to CPLR 2106.

1. I, Daniel Tepper, am a member in good standing of the bar of the State of New York and a partner at the law firm of Levi & Korsinsky, LLP, attorneys for plaintiff Thomas H. Jennings. I am fully familiar with the matters below.

2. I, Benjamin Y. Kaufman, am a member in good standing of the bar of the State of New York and a partner at the law firm of Wolf Haldenstein Adler Freeman & Herz, LLP, attorneys for plaintiff Sharon Golding. I am fully familiar with the matters below.

3. We respectfully submit this Supplemental Affirmation in further support of the motion by Plaintiffs Samuel T. Cohen, Thomas H. Jennings, Robert Oliver, Joshua Teitelbaum, Jack and Wanda Oliver, and Sharon Golding (collectively, "**Plaintiffs**") for final approval of the proposed settlement of this action, certification of the settlement class, an award of attorneys' fees and expenses, and service awards to the Plaintiffs for their substantial assistance in prosecuting this action. Unless otherwise defined, capitalized terms in this Supplemental Affirmation have the same meanings as in the Court's December 10, 2020 Decision and Order Preliminarily Approving

Settlement, Providing for Notice of Settlement, and Scheduling Settlement hearing ([NYSCEF 247](#), the “**Preliminary Approval Order**”).

4. The Preliminary Approval Order provides at ¶ 13 that, *inter alia*, any objections to the proposed Settlement, request for attorneys’ fees and expenses and service awards to the named Plaintiffs must be filed with the Court and served upon the undersigned Benjamin Y. Kaufman and others not later than 21 calendar days before the Settlement Hearing scheduled for April 26, 2021. The undersigned have received no objections and none have been filed with the Court.

5. The Preliminary Approval Order provides at ¶ 11 that, *inter alia*, prospective class members may request exclusion from the Class by timely submitting a request for exclusion by mail as provided in the Notice. The undersigned Benjamin Y. Kaufman has received one (1) request for exclusion (Mr. Edwin Echols) which is attached as **Exhibit A**.

6. As set forth in the accompanying Supplemental Mailing Affidavit of Luiggy Segura at ¶ 8, we are informed that the Settlement Administrator has received one (1) letter from a potential Class member (Ms. Sandra Kingdon) stating that she does “not wish to be involved with a lawsuit, settlement or anything that others are seeking” in this litigation but also stating that she “do[es] not know if I am a class member[.]” A copy of Ms. Kingdon’s correspondence is attached to Mr. Segura’s above-mentioned affidavit as Exhibit A thereto.

7. In addition to the foregoing correspondence, Plaintiffs’ counsel received an inquiry from a potential Class member who asked to review certain documents referenced in the Background and Procedural History section of the preliminary approval papers. After confirming the potential Class member’s standing, on March 22, 2021 Plaintiffs’ counsel provided him with a document number, page number and hyperlink to access the requested materials via NYSCEF.

The potential Class member did not subsequently object to the proposed Settlement or request exclusion from the Class.

8. The proposed Final Order and Judgment Certifying Class and Approving Class Action Settlement (the “**Final Approval Order**”) was previously submitted to the Court as Exhibit D to the Stipulation of Settlement, Compromise and Release ([NYSCEF 242](#), starting on page 86 of the PDF). The proposed Final Approval Order contemplates an exhibit listing potential Class members who have requested exclusion from the Class. A copy of the previously-submitted proposed Final Approval Order together with a proposed exhibit noting that Mr. Echols and Ms. Kingdon are excluded from the Class is attached as **Exhibit B**.

WHEREFORE, Plaintiffs respectfully move the Court to enter an Order substantially in the form attached as **Exhibit B**, which updates the form of proposed Order attached to the Stipulation: (i) granting final approval to the Settlement; (ii) certifying the Class for settlement purposes and excluding Mr. Edwin Echols and Ms. Sandra Kingdon; (iii) approving the requested attorneys’ fees in the amount of \$7 million and reimbursement of expenses in the amount of \$176,535.51; (iv) granting service awards of \$5,000 to each named Plaintiff; and (v) granting such other and further relief as the Court deems just and proper.

Dated: New York, New York
April 19, 2021



Daniel Tepper

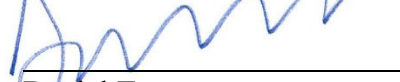
Benjamin Y. Kaufman

CERTIFICATION UNDER COMMERCIAL DIVISION RULE 17

I am the counsel who e-filed the foregoing paper. I certify pursuant to Rule 17 of the Commercial Division that the foregoing paper was prepared on a computer using Microsoft Word, according to which the total number of words in the paper, excluding the caption and signature block, is 735.

Dated: New York, New York
April 19, 2021

LEVI & KORSINSKY, LLP



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