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17 UNITED STATES DISTRICT COURT
18 NORTHERN DISTRICT OF CALIFORNIA

19
20 SHIRLEY "RAE" ELLIS, et al.,)
21 Plaintiffs,)
22 v.)
23 COSTCO WHOLESALE CORPORATION)
24 Defendant.)

Case No. C04 3341 EMC
**STIPULATION REGARDING MOTION
FOR ATTORNEYS' FEES AND COSTS**

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STIPULATION

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2 The parties have reached the following agreement and submit this stipulation to advise
3 the Court.

- 4 1. Plaintiffs have filed a motion for attorneys’ fees and costs. Their motion asks the
5 Court to award their Adjusted Attorneys’ Fees Lodestar of **\$4,304,564** for work
6 performed through November 30, 2013, **\$633,959.64** in expert fees and costs, and
7 **\$300,000** for future work monitoring and administering the agreement. Under the
8 terms of the Class Settlement Agreement, any fees or costs awarded by the Court
9 would be paid by Costco and not taken from the Net Settlement Fund. Am.
10 Agreement, §§ 3.6, 11.2.
- 11 2. Costco’s opposition to Plaintiffs’ motion for attorneys’ fees and costs is due on
12 January 31, 2014.
- 13 3. Plaintiffs agree to reduce their request for attorneys’ fees through November 30, 2013
14 from **\$4,304,564** to **\$3,950,000**. Their request for expert fees and costs and for future
15 attorneys’ fees remains unchanged. Attached as Exhibit 1 is a modified lodestar
16 chart reflecting the reduction in plaintiffs’ request for attorneys’ fees.
- 17 4. Plaintiffs agree not to seek fees from Costco for preparing their motion for attorneys’
18 fees and costs (“fees on fees”).
- 19 5. Plaintiffs agree not to seek fees from Costco for work performed on the case after
20 November 30, 2013 through the Court’s hearing on final approval.
- 21 6. Costco will not oppose plaintiffs’ motion for attorneys’ fees and costs, as modified
22 above.
- 23 7. Costco agrees to pay, as provided in Section 11.4 of the Amended Class Settlement
24 Agreement, any award of attorneys’ fees and costs made by the Court that is equal to
25 or lower than the following: **\$3,950,000** in attorneys’ fees for work performed
26 through November 30, 2013, **\$633,959.64** in expert fees and costs, and **\$300,000** for
27 future work monitoring and administering the agreement.

- 1 8. Costco agrees not to appeal any award of attorneys' fees and costs made by the Court
2 that is equal to or lower than the following: **\$3,950,000** in attorneys' fees for work
3 performed through November 30, 2013, **\$633,959.64** in expert fees and costs, and
4 **\$300,000** for future work monitoring and administering the agreement.
- 5 9. Nothing in this stipulation affects the provisions of the Class Settlement Agreement
6 that govern an award of attorneys' fees and costs, if any, in connection with the
7 Claims Process or the Named Plaintiffs' Claims. Am. Agreement §§ 5.10.6, 5.11.12,
8 and 10.2.
- 9 10. The parties request that, if the Court grants preliminary approval of the proposed
10 settlement, the Court set the hearing on plaintiffs' motion for attorneys' fees on or
11 near the date for final approval of the settlement.

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13 **IT IS SO STIPULATED.**

14 Dated: January 30, 2014

/s/ Jocelyn D. Larkin

Counsel for Plaintiffs

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16 Dated: January 30, 2014

/s/ David D. Kadue

Counsel for Defendant

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EXHIBIT 1

Ellis v. Costco Wholesale
Modified Lodestar Attorneys' Fees Request
Exhibit 1

Law Firm	Hours Worked	Value of Hours Worked
The Impact Fund	4740.60	\$2,350,220.00
Davis Cowell	1519.10	\$933,370.00
LCHB	2177.20	\$866,108.00
Lewis Feinberg	470.20	\$252,862.00
Altshuler Berzon	186.00	\$128,560.00
LODESTAR TOTAL	9093.10	\$4,531,120.00
Less 5% Voluntary Reduction		(\$226,556.00)
ADJUSTED LODESTAR		\$4,304,564.00
Less Stipulated Reduction		(\$354,564.00)
STIPULATED ADJUSTED LODESTAR		\$3,950,000.00