

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

IN RE LIBOR-BASED FINANCIAL INSTRUMENTS ANTITRUST LITIGATION	MDL No. 11-md-2262 (NRB)
THIS DOCUMENT RELATES TO:	
The OTC Action	No. 11-cv-5450

**OTC PLAINTIFFS’ MOTION FOR ATTORNEYS’ FEES AND  
REIMBURSEMENT OF LITIGATION EXPENSES**

The OTC Plaintiffs hereby move this Court, for the reasons set forth in their Memorandum of Law submitted herewith, for the following relief:

1. Class Counsel shall receive \$26,000,000 in attorneys’ fees, to be paid out of the settlement fund created by the settlement between the OTC Plaintiffs and Citigroup Inc. and Citibank, N.A. (the “Citibank Settlement”).
2. Class Counsel shall be reimbursed \$14,199,351.99 in costs and expenses reasonably incurred in the prosecution and settlement of this litigation, to be paid out of the settlement fund created by the Citibank Settlement.
3. Susman Godfrey L.L.P. and Hausfeld L.L.P. (“Class Counsel”) shall have the sole authority to allocate and distribute any attorneys’ fees and expenses awarded from the Citibank Settlement pursuant to this order among counsel who performed work on behalf of the OTC Plaintiffs in a manner which, in the opinion of Class Counsel, fairly compensates such counsel for their services.

This motion is supported by the OTC Plaintiffs' Memorandum of Law in Support of Motion for Attorneys' Fees and Reimbursement of Litigation Expenses, the Joint Declaration of William C. Carmody and Michael D. Hausfeld, and the Declaration of Geng Chen. A proposed order is attached hereto as Exhibit A.

Dated: December 15, 2017

By: /s/ Michael D. Hausfeld

Michael D. Hausfeld  
Hilary Scherrer  
Nathaniel C. Giddings  
HAUSFELD LLP  
1700 St. NW, Suite 650  
Washington, D.C. 20006  
Telephone: (202) 540-7200  
Facsimile: (202) 540-7201  
mhausfeld@hausfeldllp.com  
hscherrer@hausfeldllp.com  
ngiddings@hausfeldllp.com

Gary I. Smith  
HAUSFELD LLP  
325 Chestnut Street  
Suite 900  
Philadelphia, PA 19106  
267-702-2318 Direct  
215-985-3270 Main  
215-985-3271 Fax  
gsmith@hausfeld.com

*Interim Co-Lead Counsel for the Proposed  
OTC Plaintiff Class*

/s/ William Christopher Carmody

William Christopher Carmody (WC8478)  
Arun Subramanian (AS2096)  
Seth Ard (SA1817)  
Geng Chen (GC2733)  
SUSMAN GODFREY L.L.P.  
1301 Avenue of the Americas, 32<sup>nd</sup> Fl.  
New York, New York 10019  
Telephone: 212-336-3330  
Facsimile: 212-336-8340  
bcarmody@susmangodfrey.com  
asubramanian@susmangodfrey.com  
sard@susmangodfrey.com  
gchen@susmangodfrey.com

Marc M. Seltzer  
Glenn C. Bridgman  
SUSMAN GODFREY L.L.P.  
1901 Avenue of the Stars  
Los Angeles, California 90067-6029  
Telephone: (310) 789-3100  
mseltzer@susmangodfrey.com  
gbridgman@susmangodfrey.com

Matthew Berry  
Drew D. Hansen  
SUSMAN GODFREY LLP  
1201 Third Avenue, Suite 3800  
Seattle, WA 98101  
Telephone: (206) 516-3880  
Facsimile: (206) 516-3883  
mberry@susmangodfrey.com  
dhansen@susmangodfrey.com

Barry C. Barnett (BB1984)  
Karen Oshman  
Michael Kelso  
SUSMAN GODFREY L.L.P.  
1000 Louisiana Street  
Suite 5100  
Houston, TX 77002-5096  
Telephone: (713) 651-9366  
bbamett@susmangodfrey.com  
koshman@susmangodfrey.com  
mkelso@susmangodfrey.com

*Interim Co-Lead Counsel for the Proposed  
OTC Plaintiff Class*

**CERTIFICATE OF SERVICE**

I hereby certify that on December 15, 2017, I caused the aforementioned document to be served via the email or Electronic Case Filing (ECF) system in the United States District Court for the Southern District of New York, on all parties registered for CM/ECF in the above-captioned matters.

*/s/ Geng Chen* \_\_\_\_\_  
Geng Chen

# **EXHIBIT A**

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

IN RE LIBOR-BASED FINANCIAL INSTRUMENTS ANTITRUST LITIGATION	MDL No. 11-md-2262 (NRB)
THIS DOCUMENT RELATES TO:	
The OTC Action	No. 11-cv-5450

**[PROPOSED] ORDER  
APPROVING OTC PLAINTIFFS' MOTION FOR ATTORNEYS' FEES AND  
REIMBURSEMENT OF LITIGATION EXPENSES**

This matter having come before the Court by way of the OTC Plaintiffs' Motion for Attorneys' Fees and Reimbursement of Litigation Expenses, filed December 15, 2017;

IT IS HEREBY ORDERED THAT:

1. Class Counsel shall receive \$26,000,000 in attorneys' fees, to be paid out of the settlement fund created by the settlement between the OTC Plaintiffs and Citigroup Inc. and Citibank, N.A. (the "Citibank Settlement"), plus interest on the foregoing amount, accruing from entry of this Order until paid, at the same rate earned by the settlement fund.

2. Class Counsel shall be reimbursed \$14,199,351.99 in costs and expenses reasonably incurred in the prosecution and settlement of this litigation, to be paid out of the settlement fund created by the Citibank Settlement, plus interest on the foregoing amount, accruing from entry of this Order until paid, at the same rate earned by the settlement fund.

3. Susman Godfrey L.L.P. and Hausfeld L.L.P. ("Class Counsel") shall have the sole authority to allocate and distribute any attorneys' fees and expenses awarded from the Citibank Settlement pursuant to this order among counsel who performed work on behalf of the OTC

Plaintiffs in a manner which, in the opinion of Class Counsel, fairly compensates such counsel for their services.

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Hon. Naomi Reice Buchwald  
**UNITED STATES DISTRICT JUDGE**