

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

BENJAMIN MICHAEL MERRYMAN, AMY
WHITAKER MERRYMAN TRUST, AND B
MERRYMAN AND A MERRYMAN 4TH
GENERATION REMAINDER TRUST,
individually and on behalf of all others
similarly situated,

Plaintiffs,

v.

CITIGROUP, INC., CITIBANK, N.A., and
CITIGROUP GLOBAL MARKETS INC.,

Defendants.

Civil Action No. 1:15-cv-09185-CM-KNF

**NOTICE OF MOTION AND LEAD COUNSEL’S MOTION FOR AN AWARD OF
ATTORNEYS’ FEES AND REIMBURSEMENT OF LITIGATION EXPENSES**

PLEASE TAKE NOTICE that pursuant to Federal Rules of Civil Procedure 23(e) and 23(h) and this Court’s Order Preliminarily Approving Settlement and Providing for Notice entered September 4, 2018 (ECF No. 134), and upon (i) the Declaration of Sharan Nirmul in Support of (I) Plaintiffs’ Motion for Final Approval of Proposed Class Action Settlement and Plan of Allocation; and (II) Lead Counsel’s Motion for an Award of Attorneys’ Fees and Reimbursement of Litigation Expenses and the exhibits thereto (“Nirmul Declaration”); (ii) the Memorandum of Law in Support of Lead Counsel’s Motion for an Award of Attorneys’ Fees and Reimbursement of Litigation Expenses (“Memorandum”); and (iii) all other papers and proceedings herein, Lead Counsel Kessler Topaz Meltzer & Check, LLP, on behalf of Plaintiffs’ Counsel, will and do hereby move this Court, before the Honorable Colleen McMahon, on July 12, 2019 at 10:00 a.m., in

Courtroom 24A of the United States District Court for the Southern District of New York, 500 Pearl Street, New York, NY 10007, or at such other location and time as set by the Court, for entry of an Order awarding attorneys' fees and reimbursement of expenses. A proposed Order granting the requested relief will be submitted with Lead Counsel's reply papers after the deadline for objecting to the motion has passed.

As explained in more detail in the accompanying Nirmul Declaration and Memorandum, Lead Counsel respectfully requests that the Court approve an award of attorneys' fees in the amount of 33⅓% of the \$14.75 million Settlement Fund, plus interest. That amount would be allocated as follows: (i) 85% to Kessler Topaz Meltzer & Check, LLP and (ii) a total of 15% to two attorneys that served as local counsel when the litigation was originally filed in the Western District of Arkansas and continue to serve as liaison counsel for Named Plaintiffs—*i.e.*, 10% to Amy C. Martin, Esq. of Amy C. Martin P.A. and 5% to G. Chadd Mason, Esq. of Prevost, Shaff, Mason & Carns, PLLC. Lead Counsel further requests that the Court award reimbursement of Lead Counsel's expenses in the amount of \$678,434.41. Finally, Lead Counsel respectfully requests service awards in the aggregate amount of \$25,000 to Plaintiffs as follows: \$20,000 to Named Plaintiffs Benjamin Michael Merryman, Amy Whitaker Merryman Trust, and B Merryman and A Merryman 4th Generation Remainder Trust and \$2,500 each to Plaintiffs Chester County Employees Retirement Fund and Stephen Hildreth.

Dated: May 24, 2019

Respectfully Submitted,

**KESSLER TOPAZ MELTZER
& CHECK, LLP**

s/ Sharan Nirmul _____
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