

UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY

RONALD MONK, Individually and on Behalf of
All Others Similarly Situated,

Plaintiff,

vs.

JOHNSON & JOHNSON, WILLIAM C.
WELDON, DOMINIC J. CARUSO, COLLEEN
A. GOGGINS and PETER LUTHER,

Defendants.

Civil Action No. 10-4841 (FLW) (DEA)

**DECLARATION OF RICHARD GRÖTTHEIM, CHIEF EXECUTIVE OFFICER
OF SJUNDE AP-FONDEN, IN SUPPORT OF (I) LEAD PLAINTIFF'S MOTION FOR
FINAL APPROVAL OF SETTLEMENT AND PLAN OF ALLOCATION AND (II) LEAD
COUNSEL'S MOTION FOR AN AWARD OF ATTORNEYS' FEES AND
REIMBURSEMENT OF LITIGATION EXPENSES**

I, Richard Gröttheim, declare as follows:

1. I am the Chief Executive Officer of Sjunde AP-Fonden ("AP7"), the Court-appointed Lead Plaintiff in the above-captioned securities class action (the "Action"). AP7 is one of Sweden's state pension funds with approximately \$20 billion in assets currently under management. AP7 manages the premium pension assets on behalf of over 6 million Swedish citizens. In my capacity as CEO, I have monitored the Action at all times since AP7's entry into the case in December 2010.¹

2. I am aware of and understand the requirements and responsibilities of a representative plaintiff in a securities class action including those set forth in the Private

¹ By Order Appointing Lead Plaintiff and Approving Lead Plaintiff's Selection of Lead Counsel and Liaison Counsel dated December 6, 2010, the Court appointed AP7 to serve as the lead plaintiff in the Action. By Order Preliminarily Approving Settlement dated August 6, 2013, the Court appointed AP7 as the class representative for purposes of effectuating the Settlement.

Securities Litigation Reform Act of 1995. Throughout the course of this Action, I have taken those duties and responsibilities seriously and executed them to the best of my ability. I submit this Declaration on behalf of AP7 and in support of (i) Lead Plaintiff's motion for final approval of the proposed \$22.9 million Settlement (the "Settlement") and plan for allocating the settlement proceeds (the "Plan of Allocation") and (ii) Lead Counsel's motion for an award of attorneys' fees and reimbursement of litigation expenses. I have personal knowledge of the matters set forth in this Declaration based on my personal involvement in monitoring and overseeing both the prosecution of the Action and the negotiations leading to the Settlement. I could and would testify competently to the matters set forth herein if called upon to do so.

I. Work Performed by AP7 on Behalf of the Class

3. In fulfillment of its responsibilities as a Lead Plaintiff, and on behalf of all Class Members, AP7 performed its role as Lead Plaintiff in pursuit of a favorable result in the Action.

4. Prior to being appointed as Lead Plaintiff, I, on behalf of AP7, discussed with Darren Check, Esq. at Kessler Topaz Meltzer & Check, LLP (formerly, Barroway Topaz Kessler Meltzer & Check, LLP) ("KTMC") the responsibilities of serving as a lead plaintiff, AP7's commitment to fulfilling these responsibilities, and the factual and legal bases for the claims that AP7 eventually asserted against Defendants.

5. Since being appointed as Lead Plaintiff in December 2010, AP7 has devoted substantial time in connection with its representation of the Class. On behalf of AP7, I and other AP7 officials have, among other things: (i) reviewed and approved pleadings filed in the Action; (ii) had regular meetings, telephone calls and email communications with Lead Counsel (primarily through direct communications with Darren Check, Esq.) regarding strategy and developments in the Action; (iii) conferred with Lead Counsel regarding discovery; (iv) collected

and produced documents responsive to Defendants' discovery requests; and (v) consulted with Lead Counsel during the course of their 6-month effort to mediate a successful settlement of the claims asserted in the Action on behalf of the Class. I was personally involved in discussions concerning what AP7 believed would be an appropriate range for settling the various claims asserted in the Action, and was responsible for obtaining and conveying appropriate authority to Lead Counsel with respect to the Settlement Amount.

II. AP7 Supports Approval of the Settlement by the Court

6. Through AP7's involvement as Lead Plaintiff, as well as my discussions with attorneys at KTMC, I understand the strengths and weaknesses of the Action. I am aware of the hurdles which the Class must overcome in order to prove liability, loss causation and damages, and recognize that the Settlement provides a favorable recovery for the Class in light of the many risks of continued litigation. Moreover, my understanding of the facts and law as they pertain to this case enables me to support the Settlement.

III. AP7 Supports Lead Counsel's Motion for Attorneys' Fees and Expenses

7. At the outset of the litigation, AP7 negotiated and entered into a retainer agreement with Lead Counsel. The retainer agreement provided that, if Lead Counsel was successful at obtaining a recovery for the Class, it could seek up to 25% of the recovery as attorneys' fees. Following the Settlement of the Action, KTMC discussed with AP7 Lead Counsel's intention to apply, on behalf of Plaintiffs' Counsel, for an award of attorneys' fees equal to 20% of the Settlement Fund, as well as reimbursement of litigation expenses not to exceed \$450,000, subject to approval by the Court.

8. AP7 fully supports Lead Counsel's request for attorneys' fees and litigation expenses. AP7 has evaluated Lead Counsel's fee request by considering the work performed by Lead Counsel, and by considering the recovery obtained for the Class in light of the substantial

risks of litigation posed by the Action. In considering Lead Counsel's request, AP7 has also determined that the requested 20% fee falls within the range of reasonable fees that courts in other securities class actions across the country have awarded.

9. In sum, AP7 is pleased with the result obtained for the Class in the Action and the work of Lead Counsel in achieving this result. Based on the result obtained and the other factors discussed above, AP7 supports Lead Counsel's request for an award of attorneys' fees equal to 20% of the Settlement Fund, and has concluded that it reflects fair and reasonable compensation for Lead Counsel on the facts of this case.


10. AP7 has also reviewed Lead Counsel's request for reimbursement of litigation expenses incurred in prosecuting and resolving the Action and also supports that request as fair and reasonable.

IV. Conclusion

11. For the foregoing reasons, AP7 respectfully requests that the Court approve in full (i) Lead Plaintiff's motion for final approval of the Settlement and Plan of Allocation and (ii) Lead Counsel's motion for an award of attorneys' fees and reimbursement of litigation expenses.

12. I declare under penalty of perjury under the laws of the United States of America that that the foregoing is true and correct, and that I have authority to execute this Declaration on behalf of AP7.

Executed this 9 day of October, 2013



Richard Gröttheim
*Chief Executive Officer of
Lead Plaintiff Sjunde AP-Fonden*