

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF CONNECTICUT**

RIGOBERTO SANDOVAL,	:	Civil Action
individually and as a representative of a class of	:	No. 3:17-cv-1573 (MPS)
similarly situated plan participants and	:	
beneficiaries, on behalf of the	:	
EXELA 401(k) PLAN,	:	
the successor-in-interest of the	:	
NOVITEX ENTERPRISE SOLUTIONS	:	
RETIREMENT SAVINGS PLAN,	:	
	:	
Plaintiff,	:	
	:	
vs.	:	
	:	
EXELA ENTERPRISE SOLUTIONS, INC.,	:	
NOVITEX ENTERPRISE SOLUTIONS	:	
EMPLOYEE BENEFITS COMMITTEE	:	
and DOES NO. 1-10, Whose Names Are	:	
Currently Unknown,	:	
	:	
Defendants.	:	August 3, 2021
	:	

**DECLARATION OF LAURIE RUBINOW IN SUPPORT OF
PLAINTIFF'S UNOPPOSED MOTION FOR FINAL APPROVAL
OF CLASS SETTLEMENT, ATTORNEYS' FEES, AND SERVICE AWARD**

I, Laurie Rubinow, hereby declare under penalty of perjury under the laws of the United States and the State of Connecticut, as follows:

1. I am a Partner in the law firm, Miller Shah LLP (“Miller Shah”), and I am a member of the bar of the state of Connecticut, as well as this Court. I am one of the attorneys who has worked on the above-captioned action (the “Action”) since its inception and I have personal knowledge of the facts set forth herein.

2. Following the Court’s grant of preliminary approval of the Settlement, Counsel for the parties appointed Fiduciary Counselors as an independent fiduciary for the Plan in

connection with the Settlement and provided sufficient information to Fiduciary Counselors (including separate telephone interviews) to allow for a comprehensive review of the Settlement. Fiduciary Counselors has extensive experience reviewing litigation settlements involving ERISA plans. Fiduciary Counselors issued its Report of the Independent Fiduciary for the Settlement in *Sandoval v. Exela Enterprise Solutions, et al.* (“Independent Fiduciary Determination”) (ECF No. 95). As detailed in the Independent Fiduciary Determination, Fiduciary Counselors concluded *inter alia* that the amount received by the Plan, as well as the requested attorneys’ fees and service award, are reasonable in light of the Plan’s likelihood of full recovery, the risks and costs of litigation, and the value of the claims foregone. Based on its determinations regarding the Settlement, Fiduciary Counselors approves and authorizes the Settlement on behalf of the Plan in accordance with U.S. Department of Labor Prohibited Transaction Exemption 2003-39.

3. During the course of this litigation, the parties engaged in significant discovery, producing and reviewing over 50,000 pages of relevant documents and communications relating to the administration of the Novitex Plan, relationships between and among fiduciaries, and the Novitex Plan’s investment and recordkeeping monitoring processes. The parties also engaged in a lengthy process in which they communicated their respective positions concerning Plaintiff’s likelihood of success on his claims and potential recovery on behalf of the Plan, including one mediation session, and conducted independent analyses to support Plaintiff’s claims and the Settlement, including consultation with experts. There has been no collusion or complicity of any kind in connection with the Settlement reached in this case or any related negotiations.

4. As noted above, Class Counsel have significant experience in similar litigation, and are well-informed as to the specifics of this Action. Here, Class Counsel’s thorough investigation, coupled with the significant document discovery conducted in this Action, has

afforded Class Counsel a comprehensive understanding of the merits of the claims asserted, the strength of Defendants' defenses, and the values of theoretical outcomes of the case. In addition, Class Counsel have engaged in extensive consultation with experts in assessing the claims, defenses, and potential damages in connection with their negotiation of the Settlement.

5. Miller Shah has fully investigated and developed this Action, reviewed significant discovery, worked with experts, and engaged in motion practice to properly and vigorously represent the interest of the Exela Plan and the Class, and will continue to do so.

6. Based on a review of the docket in this action and confirmation with Strategic Claims Services, to date, no Class Member has objected to the Settlement, or the Proposed Administration Costs, Attorneys' Fees, and Service Award.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 3rd day of August, 2021 at Chester, Connecticut.

/s/ Laurie Rubinow
Laurie Rubinow