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8 *Interim Lead Counsel for the*
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**UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA
 SAN FRANCISCO DIVISION**

**IN RE RESISTORS ANTITRUST
 LITIGATION**

Case No. 3:15-cv-03820-JD

**THIS DOCUMENT RELATES TO:
 ALL INDIRECT PURCHASER ACTIONS**

**DECLARATION OF ADAM ZAPALA IN
 SUPPORT OF INDIRECT PURCHASER
 PLAINTIFFS' ADMINISTRATIVE
 MOTION TO SUBMIT DETAILED
 EXPENSE RECORDS FOR *IN CAMERA*
 REVIEW**

Date: December 12, 2019
 Time: 10:00 a.m.
 Place: Courtroom 11, 19th Floor
 Judge: Hon. James Donato

1 I Adam J. Zapala, declare as follows:

2 1. I am a principal at the law firm of Cotchett, Pitre, & McCarthy, LLP (“CPM”), and
3 my firm was appointed by this Court to serve as Interim Lead Counsel for Indirect Purchaser
4 Plaintiffs (“IPPs”) in this action.

5 2. I submit this declaration in support of IPPs’ Administrative Motion to Submit
6 Detailed Expense Records for *In Camera* Review (“IPPs’ Motion”). I make this declaration
7 based on my personal knowledge and if called as a witness, I could and would competently testify
8 to the matters stated herein.

9 3. IPPs will submit a compendium of detailed expense records for costs incurred to
10 the Litigation Fund for *in camera* review with their Motion for an Award of Attorneys’ Fees,
11 Reimbursement of Expenses, and Class Representative Service Awards.

12 4. IPPs will submit a single exhibit with each vendor cost identified in Exhibit 6 to
13 the Declaration of Adam J. Zapala in Support of Indirect Purchaser Plaintiffs’ Motion for an
14 Award of Attorneys’ Fees, Reimbursement of Expenses, and Class Representative Service
15 Awards, which includes all invoices received from each vendor.

16 5. The detailed expense records pertaining to expert invoices from 1) Monument
17 Economics Group, 2) Nathan Associates, Inc., and 3) OSKR contain material that constitutes
18 attorney work-product, and in some cases, attorney-client privileged information. For example,
19 many entries describe case theories, areas of inquiry for research or document review, and
20 information related to prioritization of certain assignments. These entries reflect IPPs’ legal
21 strategy and constitute core attorney work-product.

22 6. The detailed expense records often describe or reflect privileged attorney
23 communications, such as communications describing case strategy.

24 7. Throughout the voluminous compendium of expense records there are numerous
25 references to privileged attorney communications and attorney-work product making redaction
26 of privileged information overly burdensome and impractical.

27 I declare under penalty of perjury under the laws of the United States of America that the
28 foregoing is true and correct to the best of my knowledge.

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Executed this 13th day of August, 2019 in Burlingame, California.

/s/ Adam J. Zapala
ADAM J. ZAPALA