

IN THE UNITED STATES DISTRICT COURT  
DISTRICT OF MARYLAND

IN RE MUTUAL FUNDS INVESTMENT LITIGATION

MDL 1586

This Document Relates To:  
Scudder Subtrack

Case No. 04-md-16861-CCB

**DECLARATION OF RICHARD S. HOFFMANN, ESQUIRE, COUNSEL AND TRUSTEE OF LEAD PLAINTIFF POST-RETIREMENT HEALTH INSURANCE PLAN AND TRUST IN SUPPORT OF AN AWARD TO POST-RETIREMENT HEALTH INSURANCE PLAN AND TRUST FOR REIMBURSEMENT OF REASONABLE COSTS AND EXPENSES INCURRED IN REPRESENTATION OF THE CLASS AND IN SUPPORT OF FINAL APPROVAL OF THE SETTLEMENT AND OF PLAINTIFFS' COUNSEL'S APPLICATION FOR ATTORNEYS' FEES**

I, Richard S. Hoffmann, Esquire, Counsel and Trustee for Lead Plaintiff, Post-Retirement Health Insurance Plan and Trust ("PRHIPT"), declare as follows:

1. I am an attorney admitted to practice in Pennsylvania and I have served as Counsel and Trustee for PRHIPT since 1982. I have directly represented PRHIPT in the prosecution of this case on behalf of the Class, and I have had regular contact with PRHIPT counsel, Berger & Montague, P.C., throughout the course of this litigation.
2. I have personal knowledge of the matters set forth in this Declaration as a result of having been directly involved, since March 2004, in the prosecution and settlement of this action, and could and would testify competently about such matters.
3. PRHIPT was appointed Lead Plaintiff in the above-caption action (the "Action") by the Court's Case Management Order No. 1, dated May 25, 2004, and PRHIPT was certified as a Class Representative in this action, for settlement purposes only, by the Court's Preliminary Approval Order, dated May 19, 2010.
4. I submit this Declaration in support of final approval of (i) PRHIPT's application

for an award of reimbursement of reasonable costs and expenses which PRHIPT incurred directly relating to its representation of the Class of investors in the Deutsche/Scudder Settlement Funds between July 30, 1999 and January 12, 2004 (the "Class"); (ii) the settlement of this action; and (iii) an award of attorneys' fees to Plaintiffs' Counsel.

5. As an institutional investor health insurance trust, PRHIPT takes very seriously its responsibility to oversee the prosecution of securities class actions, when appropriate.

6. PRHIPT, as Lead Plaintiff and Class Representative, has monitored the prosecution of this action and the activities of its counsel, Berger & Montague, P.C., the Court-appointed Lead Counsel in this action. I received detailed and regular status reports from Berger & Montague. I briefed PRHIPT's trustees regarding the status of this action. Major decisions, such as approving the settlement and determining the attorneys' 29.25% fee percentage, were directly approved by me on behalf of the PRHIPT's trustees.

7. PRHIPT suffered losses as a result of the matters alleged in this action and viewed it as its duty to see that the recovery was maximized for the Class to the greatest extent possible, in light of the circumstances of the case.

8. PRHIPT strongly endorses the proposed settlement of \$13.966 million in cash, which it believes provides an excellent recovery for the Class.

9. As Lead Plaintiff, PRHIPT takes very seriously its role to ensure that the attorneys' fees are fair in light of the result achieved for the Class and reasonably compensate Plaintiffs' Counsel for the work involved and substantial risks they undertook in litigating this action.

10. PRHIPT endorses Plaintiffs' Counsel's fee application for attorneys' fees of 29.25% of the Settlement Fund. PRHIPT believes that such an award represents a fair and

reasonable payment to Plaintiffs' Counsel for their efforts, for the excellent result achieved, and the substantial risks undertaken in prosecuting this case through briefing and oral argument on a motion for summary judgment. PRHIPT further believes that the litigation expenses being requested for reimbursement were necessary for the prosecution and successful resolution of this action.

11. PRHIPT spent considerable time and incurred reasonable costs and expenses directly relating to its representation of the Class, including but not limited to (i) meeting with Lawrence Deutsch of Berger & Montague, P.C. to discuss and prepare for my deposition for appointment of PRHIPT as class representative in connection with PRHIPT's Class Certification motion, travel to/and attendance at the deposition, and review of the deposition transcript to prepare errata sheets; (ii) collection and review of documents in connection with responses to discovery demands for documents and responses to interrogatories directed to PRHIPT; (iii) review of the significant pleadings and briefs and mediation statements; and (iv) regular communications with Berger & Montague. Among the PRHIPT trustees who spent considerable time on this action was Betty Robison, who also functions as my executive assistant. Her actions included, among other things, compiling relevant documents to respond to discovery requests, communicating regularly with Berger & Montague, and assisting me with the actions described herein relating to representing the Class.

The reasonable cost amounts are set forth below:

**Time Spent by PRHIPT**

**Directly Related to the Representation of the Class**

	<b>Number of Hours</b>	<b>Hourly Rate</b>	<b>Reasonable Costs</b>
Richard S. Hoffmann, Esq. Counsel and Trustee for PRHIPT	53.2	\$300.00	\$15,960.00
Betty Robison Trustee for PRHIPT and Executive Assistant to Richard S. Hoffmann	10.8	\$ 42.00	\$453.60
<b>Total:</b>			<b>\$16,413.60</b>

**TOTAL REASONABLE COSTS AND EXPENSES: \$16,413.60**

12. During the past two years, I estimate that PRHIPT personnel have spent at least 64 hours in providing services to the Scudder Class. The estimate of my hours is based on an analysis provided to me by Berger & Montague. I believe this estimate to be reasonable based on my recollection of the time spent by PRHIPT set forth above. PRHIPT's communications and meetings with Berger & Montague in this case are reflected in the contemporaneous time records and correspondence maintained by Berger & Montague. Likewise, my trip to Berger & Montague's offices in Philadelphia and my attendance at my deposition there on March 17, 2008 are matters of record. The time spent by PRHIPT personnel on this Action has substantial value.

13. PRHIPT is the post retirement health insurance plan for the employees of the Steelworkers Pension Trust ("Steelworkers"). PRHIPT trustees are salaried employees of the Steelworkers, except that since my retirement from Steelworkers in January 2007, I have been

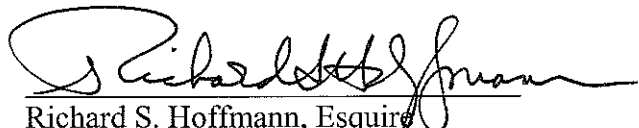
paid a monthly retainer for services provided to the Steelworkers and PRHIPT. While Steelworkers' personnel do not normally charge an hourly rate for their time, I have imputed an hourly rate for my time and that of my executive assistant based on our respective salaries/retainers from the Steelworkers. I request that Steelworkers be compensated, on behalf of PRHIPT, for 64 hours documented above that PRHIPT personnel devoted to this case, at hourly rates indicated above, for a total of \$16,413.60.

14. In addition, PRHIPT strongly supports the settlement obtained for the Class, which it believes provides an excellent recovery for the Class, and endorses and approves Plaintiffs' Counsels' attorneys' fee application, and believes it represents fair and reasonable compensation for Plaintiffs Counsel in prosecuting the case in light of the excellent recovery for the Class and the litigation risks assumed.

15. Accordingly, PRHIPT respectfully requests that the Court approve the reimbursement to Steelworkers, on behalf of PRHIPT, of reasonable costs and expenses in the amount of \$16,413.60, and approve the settlement and the attorneys' fee application.

I declare under penalty of perjury that the foregoing statements are true and correct to the best of my knowledge and/or belief.

Executed this 10<sup>th</sup> day of September, 2010.

  
Richard S. Hoffmann, Esquire  
Counsel and Trustee, Post-Retirement  
Health Insurance Plan and Trust