

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

SIOBHAN MORROW and ASHLEY
GENNOCK, on behalf of themselves and all
others similarly situated,

Plaintiffs,

v.

ANN INC., a Delaware corporation,

Defendant.

Civil Action No. 16-cv-3340(JPO)(SN)

**DECLARATION OF JOSEPH P. GUGLIELMO IN SUPPORT OF
RESPONSE TO OBJECTIONS AND IN FURTHER SUPPORT OF
PLAINTIFFS' MOTION FOR FINAL APPROVAL AND MOTION FOR
AN AWARD OF FEES, EXPENSES, AND INCENTIVE AWARDS**

I, Joseph P. Guglielmo, pursuant to 28 U.S.C. §1746, declare as follows:

1. I am a partner at the law firm of Scott+Scott Attorneys at Law LLP and admitted to practice before this Court. I serve as Class Counsel for Plaintiffs and the proposed Settlement Class in this action (“Action”) against ANN Inc. (“ANN”).

2. I submit this Declaration in response to the objections filed in this Action and in further support of Plaintiffs’ Motions for Final Approval and for an Award of Fees, Expenses, and Incentive Awards. I have personal knowledge of the facts set forth herein and could testify competently to them if called upon to do so.

3. Class Counsel conducted a thorough investigation and analysis of Plaintiffs’ claims and engaged in confirmatory discovery with ANN to determine an appropriate dollar amount for vouchers offered to Settlement Class Members. To do so, Class Counsel requested and received information during the Class Period regarding the average sales amount and ANN’s operating income per client for each state in which ANN has an ANN Taylor Factory or LOFT

Outlet Store. Class Counsel additionally requested, and received, information regarding prices of merchandise offered for sale by ANN and confirmed that ANN offered for sale hundreds of items at its ANN Taylor Factory or LOFT Outlet Stores for \$10.00 or less that could be purchased using one \$12.00 voucher.

4. Attached hereto as **Exhibit 1** is a true and correct copy of the signature page for Ms. & Mr. Sweeney's objection filed in *Douglas v. The W. Union Co.*, No. 1:14-cv-01741 (N.D. Ill. Feb. 25, 2016) (ECF No. 70).

5. Attached hereto as **Exhibit 2** is a true and correct copy of the signature page for Mr. Sweeney's objection filed in *Eggnatz v. Kashi Co.*, No. 1:12-cv-21678 (S.D. Fla. Dec. 29, 2015) (ECF No. 191).

6. Attached hereto as **Exhibit 3** is a true and correct copy of the signature page for Mr. Sweeney's objection filed in *LaRocque v. TRS Recovery Servs., Inc.*, No. 2:13-md-02426 (D. Me. Dec. 28, 2015) (ECF No. 121).

7. Attached hereto as **Exhibit 4** is a true and correct copy of the signature page for Mr. Sweeney's objection filed in *In re Polyurethane Foam Antitrust Litig.*, No. 1:10-md-02196 (N.D. Ohio Nov. 17, 2015) (ECF No. 1968).

8. Attached hereto as **Exhibit 5** is a true and correct copy of the envelope containing Mr. Sweeney's objection filed in *In re Yahoo Mail Litig.*, No. 5:13-cv-04980 (N.D. Cal. July 14, 2016) (ECF No. 194).

9. Attached hereto as **Exhibit 6** is a true and correct copy of the Acknowledgment of Receipt of Criminal Summons filed in *United States v. Sweeney*, No. 3:16-cr-00103 (W.D. Wis. Jan. 9, 2017) (ECF No. 13).

10. Attached hereto as **Exhibit 7** is a true and correct copy of the superseding Indictment filed in *United States v. Sweeney*, No. 3:16-cr-00103 (W.D. Wis. July 12, 2017) (ECF No. 32).

11. Attached hereto as **Exhibit 8** is a true and correct copy of the Judgment in a Criminal Case filed in *United States v. Sweeney*, No. 3:16-cr-00103 (W.D. Wis. Nov. 22, 2017) (ECF No. 63).

12. Attached hereto as **Exhibit 9** is a true and correct copy of the Complaint filed in *Office of Lawyer Regulation v. Sweeney*, No. 2015AP1370-D (Wis. July 10, 2015).

13. Attached hereto as **Exhibit 10** is a true and correct copy of an email from George Cochran to Joseph P. Guglielmo, dated January 13, 2015, at 11:32 AM.

14. Attached hereto as **Exhibit 11** is a true and correct copy of the Order filed in *Edwards v. Nat'l Milk Producers Fed'n*, No. 17-16541 (9th Cir. Nov. 2, 2017) (ECF No. 13).

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Executed on the 29th of March, 2018, in New York, New York.

/s/ Joseph P. Guglielmo
Joseph P. Guglielmo

CERTIFICATE OF SERVICE

I hereby certify that on March 29, 2018, I caused the foregoing to be electronically filed with the Clerk of the Court using the CM/ECF system, which will send notification of such filing to the email addresses denoted on the Electronic Mail Notice List, and I hereby certify that I caused the foregoing document or paper to be mailed via the United States Postal Service to the non-CM/ECF participants indicated on the Manual Notice List.

/s/ Joseph P. Guglielmo

Joseph P. Guglielmo

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