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Attorneys for Plaintiffs and the Class

UNITED STATES DISTRICT COURT FOR THE NORTHERN DISTRICT OF CALIFORNIA SAN FRANCISCO DIVISION

CAT BROOKS and RASHEED SHABAZZ, individually and on behalf of all others similarly situated,

Plaintiffs,

v.

THOMSON REUTERS CORPORATION,

Defendant.

Case No. 3:21-cv-1418-EMC-KAW

DECLARATION OF ANDRE MURA AND GEOFFREY GRABER IN SUPPORT OF PLAINTIFFS' MOTION FOR FINAL APPROVAL

Redacted – Publicly Filed Version

Date: February 13, 2025
Time: 1:30 p.m.
Place: Courtroom 5, 17th Floor
Judge: Hon. Edward M. Chen

Plaintiffs' counsel Andre Mura of Gibbs Law Group LLP and Geoffrey Graber of Cohen Milstein Sellers & Toll PLLC, declare under penalty of perjury:

1. Andre Mura and Geoffrey Graber represent Plaintiffs in this certified class action and respectfully submit this declaration in support of Plaintiffs' Motion for Final Approval of the Class Action Settlement. We have personal knowledge of the facts set forth below and if called as witnesses, could and would testify competently to them.

2. The proposed Settlement Agreement, entered into between Plaintiffs and Defendant Thomson Reuters, along with its affiliated entity Thomson Reuters Enterprise Centre GmbH (collectively "Thomson Reuters"), is attached as Exhibit 1 to the Co-Lead Counsel Declaration filed at ECF No. 241-1.

Complaint Allegations

3. This case arises from allegations concerning Thomson Reuters' operation of its online platform CLEAR. Plaintiffs allege that, through its "public records platform" CLEAR, Thomson Reuters offers customers access to information about individuals across the United States, including Californians. ECF No. 148-2 at 2.

4. Plaintiffs' allegations detail that Thomson Reuters licenses access to large volumes of information to power CLEAR from third party data providers. *Id.*at 2-6. It takes this information, processes it, and creates "reports" on individuals, reports that can contain a huge array of personal details about any particular Californian. *Id.* Some of the data is otherwise public, and some of the data is not. *Id.* at 2.

Class Counsel's Work in Securing the Proposed Settlement

5. During this litigation, our firms extensively investigated the facts, aggressively litigated the case, and developed a strong understanding of the strengths and weaknesses and value of the claims. This research included review of publicly available information regarding the industry and consultation with investigators.

6. On December 3, 2020, Plaintiffs filed a putative class action complaint against Thomson Reuters on behalf of Californians whose personal information was made available through CLEAR. The complaint asserted that Thomson Reuters' compilation and sale of

access to Californians' personal information without their consent violated state privacy and consumer protection law and unjustly enriched Thomson Reuters. ECF No. 1-1.

7. Thomson Reuters responded to the complaint by moving to dismiss. After full briefing and oral argument, the Court granted and denied the motion in part. ECF No. 54. The Court dismissed Plaintiffs' claims under California's right of publicity (statutory and common law), and Plaintiffs' claim for violations of the "unlawful" prong of California's Unfair Competition Law. *Id.* The Court permitted Plaintiffs' claim for injunctive relief for violations of the "unfair" prong of the UCL to proceed, along with a claim for unjust enrichment. *Id.*

8. Thomson Reuters then answered Plaintiffs' complaint in September 2021. ECF No. 60.

9. Plaintiffs filed an amended complaint conforming to the Court's motion to dismiss, and moved for certification of their remaining claims. ECF Nos. 123, 130. Both parties prepared extensive expert testimony regarding class certification, and challenged the admissibility of the opposing party's experts. ECF No. 201.

10. In May and July 2023, the Court denied both parties' motions to exclude the other's experts, and granted Plaintiffs' Motion for Class Certification. ECF Nos. 206, 213. The Court found that Plaintiffs had shown that their "right to control" theory showed a traceable and redressable injury in fact, and that Plaintiffs' remaining claims satisfied the requirements of Rule 23(a) and 23(b), certifying both of Plaintiffs' claims under Rule 23(b)(3), and additionally certifying Plaintiffs' claim for injunctive relief under California's UCL under Rule 23(b)(2). ECF No. 213.

11. Thomson Reuters petitioned the Ninth Circuit for interlocutory review of the Court's class certification order, ECF No. 223, which Plaintiffs opposed. The Ninth Circuit denied Thomson Reuters' motion. ECF No. 228.

12. Thus, at the time the parties subsequently reached a settlement, many of the issues of law had been thoroughly briefed, vetted, and aired. The parties, therefore, had a

strong understanding of the legal issues and causes of action—framed by this Court's decisions and the Ninth Circuit's—involved in this case.

13. At the time the parties reached a settlement, Plaintiffs had served nine comprehensive sets of Request for Production of Documents on Thomson Reuters ("RFPs"). Thomson Reuters provided responses to these ninety-seven RFPs, and indeed, as a result of extensive meeting and conferring between the parties, served many amended, supplemental responses to take into account any agreements reached during the meet and confer process and to conform the responses to the agreements reached regarding Thomson Reuters' objections.

14. As a result of these considerable efforts, by the time of settlement, Thomson Reuters had produced nearly 80,000 documents, totaling nearly 500,000 pages.

15. Plaintiffs also served, and received responses to, several comprehensive sets of Interrogatories (totaling twenty-three in number). After extensive meeting and conferring, Thomson Reuters agreed to amend its responses multiple times to provide supplemental information important to Plaintiffs' case.

16. Plaintiffs also served, and received responses to, sixty-five requests for admission. In addition, Plaintiffs took seven fact depositions, three expert depositions, and deposed Thomson Reuters pursuant to Rule 30(b)(6).

17. Plaintiffs also engaged in discovery motion practice before this Court, and later, the Honorable Magistrate Judge Kandis A. Westmore. ECF Nos. 82, 96. For example, this Court heard and ruled upon a dispute regarding Thomson Reuters' production of its data licensing agreements. ECF No. 82. This was critical, because the licensing agreements would set out the universe of information available through CLEAR, and the entities that supplied the data Thomson Reuters made available through its platform.

18. The parties also briefed issues relating to Plaintiffs' ability to access and review the CLEAR platform, and to Thomson Reuters' obligations to produce supplemental information as the case proceeded. ECF Nos. 120, 212.

19. Plaintiffs also responded to extensive discovery requests from Thomson Reuters. Thomson Reuters served twenty-three interrogatories and fifty-eight RFPs. Named Plaintiffs Cat Brooks and Rasheed Shabazz collected nearly 700,000 documents for Plaintiffs' counsel to review in response to these discovery requests, and ultimately produced more than 40,000 pages of responsive information. Plaintiffs' counsel worked closely with both Named Plaintiffs to prepare responses to this written discovery, and to review and produce the responsive information Thomson Reuters sought.

20. Thomson Reuters also deposed both Plaintiffs, each of whom spent time with counsel preparing to testify.

21. Beyond fact discovery, the parties completed expert discovery related to class certification (with Plaintiffs propounding two expert reports, and Thomson Reuters three). Plaintiffs' testifying experts at class certification were: Joseph Turow, Ph.D., a renowned privacy scholar and the Robert Lewis Shayon Professor of Communication at the Annenberg School for Communication at the University of Pennsylvania, and Terry Lloyd, CPA, CFA, the Managing Director of Finance Scholars Group, Inc. ECF Nos. 206, 213.

22. Plaintiffs deposed Thomson Reuters' three class certification rebuttal experts.

23. Thomson Reuters also deposed both of Plaintiffs' class certification experts.

24. Further, Plaintiffs briefed and argued class certification and *Daubert* as it related to the parties' class certification experts and rebuttal experts. After obtaining class certification, Plaintiffs opposed Thomson Reuters' appeal to the Ninth Circuit pursuant to Fed. R. Civ. P. 23(f).

25. The parties also prepared and exchanged merits expert reports, with Plaintiffs preparing five primary expert reports for trial, and Thomson Reuters preparing three more. Rebuttal and reply merits expert reports were scheduled to be prepared, but the settlement obviated the need for further expert discovery.

26. Plaintiffs' testifying experts on the merits were: Professor Turow; Mr. Lloyd; Sarah Lamdan, J.D., the Deputy Director of the American Library Association (and a former professor at CUNY School of Law); Becky Yoose, CIPP/US, CIPT, a library scientist and data

privacy consultant and the founder of LDH Consulting Services; and Sarah Butler, MA, the Senior Managing Director of National Economic Research Associates, Inc.

27. Class Counsel also engaged in extensive, arms' length settlement discussions with Thomson Reuters before class certification and after. In particular, after class certification, the parties held in-person meetings, video meetings, exchanged mediation statements, and exchanged settlement proposals. The proposed settlement was arrived at only after both sides had the opportunity to be fully informed of the relative strengths and weaknesses of their positions, litigation risks, and issues involving ability to pay. Settlement was only reached after discovery was essentially complete in this action.

28. We and members of our respective law firms have been intimately involved in this case. Gibbs Law Group LLP and its attorneys and staff have worked on this case since before it was filed on December 3, 2020. Cohen Milstein Sellers Toll PLLC and its attorneys and staff have worked on this case since October 2022. In addition, attorneys at Gupta Wessler LLP, Justice Catalyst, and the Surveillance Technology Oversight Project (S.T.O.P.), who also represent the named plaintiffs, worked to develop the case and assisted at various points with the litigation, though neither Justice Catalyst nor S.T.O.P. is applying for fees from the common fund.

29. Through this litigation, Class Counsel have faced substantial risks, including:

a. The risk of litigating against one of the largest and most sophisticated law firms in the world with access to seemingly limitless resources.

b. The risk that the novel complaint would not withstand the motion to dismiss.

c. The risk that Defendant would, and in fact has, vehemently contested Plaintiffs' claims.

d. The risk that Defendant would prevail on its arguments at any phase of this litigation.

e. The risk of not achieving class certification.

f. The changing landscape of the law with respect to proving damages and class actions generally.

g. The risk of an unfavorable ruling at summary judgment eliminating one or both of Plaintiffs' remaining claims.

h. The risk that Plaintiffs' novel legal claims, even if successful at trial, would be overturned on appeal.

The Settlement Process

30. Plaintiffs engaged in extensive, arms' length settlement discussions with Thomson Reuters at all times.

31. The parties held in-person meetings, video meetings, exchanged mediation statements, and exchanged settlement proposals. The proposed settlement was arrived at only after both sides had the opportunity to be fully informed of the relative strengths and weaknesses of their positions, litigation risks, and issues involving ability to pay. Settlement was only reached after discovery was essentially complete in this action.

32. A further description of the parties' settlement efforts and the work of counsel was provided in a declaration from the Honorable Layn Phillips, retired judge of the United States District Court for the Western District of Oklahoma, who successfully mediated this complex case. ECF No. 241-5.

33. There was no collusion or preference among counsel for the parties at any time during these negotiations. To the contrary, these were hard-fought, fully informed, and contentious negotiations, during which on behalf of the Class we sought to obtain the strongest injunctive relief and most monetary benefit from Thomson Reuters that we possibly could. Throughout our negotiations, there was no discussion or agreement regarding the amount of attorneys' fees Plaintiffs' counsel could seek in this case. Similarly, there are no undisclosed agreements that exist with respect to the Settlement Agreement.

34. To our knowledge, there are no other cases that will be impacted by the settlement.

35. Plaintiffs' counsel have been in contact with both of the named Plaintiffs, and both of them support the settlement agreement, as memorialized in their declarations. ECF Nos. 241-3, 241-4, 264-2, 264-3.

36. Andre Mura and Geoffrey Graber are experienced complex litigation lawyers. This includes experience in class actions concerning privacy and unfair competition claims.

37. In our opinion, the proposed settlement with Thomson Reuters is fair, reasonable, and adequate, provides substantial benefits to the Class, and avoids the delay and uncertainty of continued, protracted litigation with Thomson Reuters. The Court has previously reviewed our resumes in support of our application for class counsel. ECF Nos. 130-3 at 14-66; 130-2 at 8-27.

Attorneys' Fees, Costs, and Expenses

38. Information about the hourly rates, hours spent, and costs incurred in this litigation are documented in our Declaration Supporting Plaintiffs' Motion for Attorneys' Fees, Costs, and Service Awards. ECF No. 264-1. Our firms have spent additional time on this case in the time since Plaintiffs filed their Motion working with the settlement administrator, but because, in our opinion, the lodestar reported previously reasonably and adequately supports Plaintiffs' requested attorneys' fees of $6,875,000 at the 25% benchmark, we do not separately break down those hours here.

Settlement Administration

39. As set out more fully in the Declaration of Steven Weisbrot submitted in concurrence with Plaintiffs' Motion for Final Approval, the Settlement Administrator has already incurred $472,565.70 in notice and administration expenses, and estimates that it will incur $545,000 total in expenses connected to class notice and settlement administration here. Weisbrot Decl. at ¶¶ 46-47. Class Counsel has reviewed the Settlement Administrator's invoices for costs incurred to date, and believes that the invoices are reasonable and consistent with the Settlement Administrator's estimates previously provided to the Court under seal. *See* ECF No. 250-1.

40. Attached as **Exhibit 1** is a true and correct copy of an email Class Counsel received on December 26, 2024 along with Class Counsel's response. On December 26, 2024, Class Counsel provided this email to the settlement administrator, who followed up with the individual and was able to successfully process the claim. *See* Weisbrot Decl. at ¶ 40.

We declare under penalty of perjury that the foregoing is true and correct to the best of our knowledge. Executed on January 9, 2025.

/s/ Andre M. Mura
Andre M. Mura
Gibbs Law Group LLP

/s/ Geoffrey Graber
Geoffrey Graber
Cohen Milstein Sellers & Toll PLLC

ATTESTATION

Pursuant to Civil Local Rule 5-1(i)(3), I attest that concurrence in the filing of this document has been obtained from the other signatory.

/s/ Andre M. Mura

EXHIBIT 1

REDACTED - PUBLICLY FILED

From: Andre Mura
To: [redacted]; Geoffrey Graber; Zeke Wald
Subject: Re: I wish to file A complaint with The Claims Website Not allowing Class members to file thier claims
Date: Thursday, December 26, 2024 2:53:29 PM
Importance: High

Hi Ms. [redacted]

I'm sorry to hear that you had difficulty submitting a claim. I have asked the settlement administrator to reach out to you directly to assist you, and I shared the screenshots so that they can investigate any issue associated with your submission. Thanks for sharing your experience and for allowing us to help you with your submission.

Best regards,
Andre

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This message is intended only for the addressee, and may contain information that is privileged or confidential, and exempt from disclosure under applicable law. If you are not the intended recipient, you are hereby notified that any dissemination, distribution, or copying of this communication is strictly prohibited; and you are asked to notify us immediately by return email or telephone at (510) 350-9700. Thank you.

From: [redacted]>
Date: Thursday, December 26, 2024 at 1:25 PM
To: Geoffrey Graber <ggraber@cohenmilstein.com>, Andre Mura <amm@classlawgroup.com>, Zeke Wald <zsw@classlawgroup.com>
Subject: I wish to file A complaint with The Claims Website Not allowing Class members to file thier claims

Dear Class Counsel,

My name is [redacted] and wish to file a complaint with the court about the claims website not allowing class claims to be submitted. I have been trying to file my claim in the case Brooks V. Thomson Reuters Corp. Case No 3:21-cv-01418 in the United States District Court for the Northern District of California for the last two weeks. I continue to receive a pop up screen after verifying my telephone number saying that there are inconsistencies with my claim submission.(Reference Screenshot Attached) Today I tried again to submit my claim and tried two separate devices but this time while trying to submit my claim on the second device for the second time it did not allow me to verify my phone number. (Please see the 2nd attachment screenshot below). This is very frustrating

REDACTED - PUBLICLY FILED

for me to file my claim and I am not the only one having this problem with the website. I have seen on social media that other classI members are also experiencing the same problems with submitting their claims. I can understand if this was an isolated issue but this is happening to hundreds if not thousands of class members .

The claims administrator is well aware the deadline to submit claims is 27th of December and they essentially closed the claims website and have prevented class members from submitting their claims before the deadline.

It appears no I am blocked from even trying to submit my claim. It does not allow the submission of your claim unless you verify your phone number. But the it won't even allow me to do that

So I as class counsel not only for help with this but also to address the court regarding this issue

Thank you,

[redacted]