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11 UNITED STATES DISTRICT COURT
12 NORTHERN DISTRICT OF CALIFORNIA
13 OAKLAND DIVISION
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15 Case No. 4:20-cv-03056-DMR

16 IN RE PLAID INC. PRIVACY LITIGATION

**DECLARATION OF THE HONORABLE JAY
C. GANDHI (RET.)**

17
18 THIS DOCUMENT RELATES TO:

19
20 ALL ACTIONS
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22 1. I am a mediator retained by Plaintiffs' Class Counsel and by Counsel for Defendant
23 Plaid Inc. on behalf of their clients to assist all parties in resolving by settlement all claims presented
24 in *In re Plaid Inc. Privacy Litigation*, 4:20-cv-03056-DMR (U.S. District Court, N.D. Cal). I submit
25 this declaration in the context of this Court's evaluation of the adequacy and fairness of the
26 settlement terms, to provide information regarding the considerations that informed the parties in
27 the process of reaching the final terms of their agreement. I have personal knowledge of the matters
28 stated here and if called as a witness would and could testify competently thereto.

**DECLARATION OF THE HONORABLE JAY C.
GANDHI (RET.) (No. 4:20-cv-3056-DMR)**

1 2. As is true in many cases, the mediation process here was iterative and extensive.
2 Starting early in the year, the parties engaged in multiple virtual mediations with their respective
3 teams of counsel. These included two full-day mediation sessions on February 16, 2021 and April
4 13, 2021 with the parties over Zoom.

5 3. Before and after these mediation sessions, I engaged in extensive communications
6 with lead counsel for each side about the progress being made, the issues that were essential to
7 moving the process forward, and to exchange ideas and ensure the exchange of information that
8 was necessary for each side to assess its position. In sum, the mediation was a multi-month effort
9 including lengthy in-person virtual sessions, and separate calls and communications with lead
10 counsel on both sides. This process ensured the parties thoroughly worked through the financial
11 and non-monetary terms of the overall settlement.

12 4. Ultimately, on June 11, 2021, the parties reached agreement on the amount of a non-
13 reversionary settlement fund of \$58 million. This was based on a mediator's proposal.

14 5. Once that agreement was reached, the effort was focused on the non-monetary
15 terms. Early in the process, I had asked each side to designate sub-teams to focus specifically on
16 the terms of any injunctive relief. The parties worked on injunctive relief in parallel with
17 negotiations over the monetary relief, then continued negotiating injunctive relief following the
18 June 11 agreement on monetary terms.

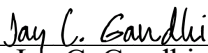
19 6. Based on my 20+ years of experience practicing law, including adjudicating and
20 mediating many privacy and class action disputes (including my service as a former United States
21 Magistrate Judge in the Central District of California), I am confident that the parties devoted their
22 best efforts to ensuring that all interests were fairly represented and, as a result, the final settlement
23 accounts for the concerns of prospective class claimants. I have worked with lead counsel on both
24 sides on multiple occasions and I can say without reservation that they are very experienced and
25 highly cognizant of their obligation to sponsor a settlement that the Court can find is fair,
26 reasonable, and adequate.

27 7. The parties carefully and thoughtfully considered various class settlement
28 benchmarks and determined that, based on available estimates of the class size, the anticipated net

1 settlement fund would be consistent with determinations from the Court regarding fair treatment of
2 class members. This included anticipated “take rates” based on other potentially comparable
3 settlement funds. The parties considered the substantial risks and costs associated not only with
4 trial and appeal, but also the interests of the class members in avoiding case-by-case determinations,
5 in calibrating the damages amount.

6 I declare under the laws of the United States of America that the foregoing is true and
7 correct.

8 Dated: August 4, 2021

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11 The Honorable Jay C. Gandhi (Ret.)