

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF MICHIGAN  
SOUTHERN DIVISION**

IN RE: DELPHI CORPORATION  
SECURITIES, DERIVATIVE &  
“ERISA” LITIGATION,

MDL No. 1725

Master Case No. 05-md-1725  
Hon. Gerald E. Rosen

This Document Relates to:  
*In re Delphi Corp ERISA Litigation,*

05-70882; 05-70940; 05-71030;  
05-71200; 05-71249; 05-71291;  
05-71339; 05-71396; 05-71397;  
05-71398; 05-71437; 05-71508;  
05-71620; 05-71897; 05-72198

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**ORDER GRANTING LEAD ERISA COUNSEL’S MOTION FOR  
AWARD OF ATTORNEYS’ FEES AND EXPENSES**

Based on the pleadings, records, and file in this Matter, including Plaintiffs’ Motion for Award of Attorneys’ Fees and Expenses, its supporting declarations and exhibits, and any responses or replies filed with respect thereto, and having been fully advised in the premises, the Court hereby FINDS:

1. Based on the entire record, including the evidence presented in support of the Motion, specifically the Declaration of Lead Counsel Lynn L. Sarko, Lead Counsel’s requested fee award of 18% is reasonable when evaluated in light of: (1) the value of the benefit rendered to the Plaintiff Class; (2) the value of the services on an hourly basis; (3) the fact that the services were undertaken on a contingent fee basis; (4) society’s stake in rewarding attorneys who produce such benefits in order to maintain an incentive to others; (5) the complexity of the litigation; and (6) the professional skill and standing of counsel involved on both sides. *Bowling*

*v. Pfizer, Inc.*, 102 F.3d 777, 779 (6th Cir. 1996).

2. The expenses for which Lead Counsel seek reimbursement from the common fund created by the Settlement were reasonably incurred for the benefit of the Class in prosecuting the Class's claims and in obtaining the Settlement, including expenses incurred in connection with legal research, discovery, travel and other litigation-related expenses.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED:

1. Lead Counsel is awarded attorneys' fees in this case of \$3,717,357.46 (18% of the Gross Settlement Fund, excluding Taxes and accounting fees, and excluding amounts awarded to State Street Bank and Trust Company by the Court's Memorandum Opinion and Order dated May 11, 2010). Lead Counsel shall allocate a portion of the awarded fees to Liaison Counsel and other Plaintiffs' Counsel on the basis set forth in the Memorandum in Support of Lead Counsel's Motion for Award of Attorneys' Fees and Expenses.

2. Lead Counsel is further awarded \$750,000.00 for reimbursement of their expenses, to be paid out of the Gross Settlement Fund. Lead Counsel shall allocate a portion of this award to those costs incurred by Liaison Counsel and other Plaintiff's Counsel on the basis set forth in the Memorandum in Support of Lead Counsel's Motion for Award of Attorneys' Fees and Expenses.

IT IS SO ORDERED, ADJUDGED AND DECREED.

s/Gerald E. Rosen  
Gerald E. Rosen  
United States District Chief Judge

Date: May 12, 2010

Presented by:  
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