

**UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF OHIO
EASTERN DIVISION**

**IN RE THE GOODYEAR TIRE & RUBBER
COMPANY ERISA LITIGATION**

**Case No. 5:03CV02182
JUDGE JOHN R. ADAMS**

**ORDER GRANTING CLASS COUNSEL'S MOTION FOR
AWARD OF ATTORNEYS' FEES, REIMBURSEMENT OF EXPENSES AND
COMPENSATION TO CLASS REPRESENTATIVES**

On October 16, 2008, the Court heard Class Counsel's Motion for Award of Attorneys' Fees, Reimbursement of Expenses and Compensation to Class Representatives and Compliance with Notice Plan ("Motion"). Having heard argument and having fully considered the pleadings and evidence submitted, the Court hereby FINDS:

1. The Settlement Class has been given proper and adequate notice of the Motion, such notice having been carried out in accordance with the Court's Order Granting Preliminary Approval Of Settlement, Conditional Certification of Settlement Class, Approving Form And Method Of Notice and Setting a Date and Time for a Fairness Hearing (Docket No. 173) and Order Granting Approval of Revised Notice Plan and Time for Fairness Hearing (Docket No. 186) in this action.

2. Based on the entire record, including the evidence presented in support of the Motion, specifically the declaration of Class Counsel Derek W. Loeser, Class Counsel's requested fee award of 25% 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).

3. The expenses for which Class 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.

4. Settlement Class Representatives should be awarded compensation for the time and effort they have invested for the benefit of the Class, including providing information to Class Counsel, reviewing and approving pleadings, assisting with discovery and participating in settlement discussions.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED:

1. Class Counsel's Motion is granted.
2. Class Counsel are awarded as attorneys' fees in this case in the amount of 25% of the cash Settlement Fund (\$8,375,000.00, plus interest earned on the Settlement Fund). Class Counsel shall allocate a proportion of the awarded fees to counsel who performed work at the direction of Class Counsel or with respect to the Lead Plaintiffs as per the information regarding such work provided in Class Counsel's Motion.

3. Class Counsel are further awarded \$63,293.23 for reimbursement of their expenses, to be paid out of the cash Settlement Fund.

4. Settlement Class Representatives George W. Loomis, Richard A. Lindstrom, Joseph Prather, Sharese Prather and Johnny T. Dyer are each awarded \$5,000 as compensation for their substantial contribution to the litigation on behalf of the Class. In addition, John Tyler, who was included as a named plaintiff in the Action, is awarded \$5,000 as compensation for his substantial contribution to the litigation on behalf of the Class.

IT IS SO ORDERED, ADJUDGED AND DECREED.

Dated: October 22, 2008.

/s/ John R. Adams

John R. Adams

United States District Judge