

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

In re The Hertz Corporation, <i>et al.</i> ,)	Chapter 11
)	
Debtors, ¹)	Case No. 20-11218 (MFW)
)	
)	Jointly Administered

**DECLARATION OF MICHAEL J. FARNAN IN SUPPORT OF THE JOINDER OF
ENRICO MORETTI IN DEBTORS’ OMNIBUS MOTION PURSUANT TO SECTIONS
105 AND 363 OF THE BANKRUPTCY CODE AND BANKRUPTCY RULES 9019 AND
7023 TO APPROVE SETTLEMENT AGREEMENT PURSUANT TO BANKRUPTCY
RULE 9019, RULE 7023, AND FEDERAL RULE OF CIVIL PROCEDURE 23, AND
GRANT RELATED RELIEF**

I, Michael J. Farnan, pursuant to 28 U.S.C. § 1746, hereby declare under penalty of perjury that the following is true and correct to the best of my knowledge, information and belief:

1. I am a partner at Farnan LLP (“Farnan”). I submit this declaration in support of Enrico Moretti’s Joinder in the Debtors’ Omnibus Motion Pursuant to Sections 105 and 363 of the Bankruptcy Code and Bankruptcy Rules 9019 and 7023 to Approve Settlement Agreement Pursuant to Bankruptcy Rule 9019, Rule 7023, and Federal Rule of Civil Procedure 23, and Grant Related Relief. Farnan and I are attorneys of record for Plaintiff Enrico Moretti (“Moretti”) in this case, as well as the underlying case of *Moretti v. The Hertz Corporation et al.*, D. Del. Case No. 14-cv-00469 (D. Del.) (Stark, J.) (“District Court Case”).²

¹ The last four digits of The Hertz Corporation’s tax identification number are 8568. The location of the debtors’ service address is 8501 Williams Road, Estero, FL 33928. Due to the large number of debtors in these chapter 11 cases, which are jointly administered for procedural purposes, a complete list of the debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the debtors’ claims and noticing agent at <https://restructuring.primeclerk.com/hertz>.

² All “ECF” cites are the District Court docket. All “DI” cites are to the Bankruptcy Court docket.

2. I have been involved in the District Court Case since its inception. The purpose of this declaration is to support Moretti's request for an award of fees and costs to his counsel. I incorporate herein the declaration of Seth Safier which provides the history of this case and the work provided by Counsel. Our firm has served as Delaware Counsel to Moretti in this bankruptcy and the District Court Case and has been actively involved and assisted Gutride Safier LLP in both matters.

3. Throughout the duration of this litigation, Farnan has maintained contemporaneous billing records for this case. Based on Farnan's time records, Farnan has spent approximately 113.20 hours prosecuting this litigation through August 31, 2021. The total number of hours, as well as the lodestar computed at our 2021 rates, is shown in the following table:

Timekeeper	Hours	Farnan Rate	Total
Joseph J. Farnan, III	1.50	\$775	\$1,162.50
Brian E. Farnan	41.70	\$775	\$32,317.50
Michael J. Farnan	45.50	\$695	\$31,622.50
Rosemary S. Piergiovanni	11.80	\$695	\$8,201.00
Tracie Truman	12.70	\$265	\$3,127.00
TOTAL	113.20		\$75,250.50

4. The hourly rates shown for the attorneys and paralegals at Farnan are the same as the regular rates charged in 2021 for their services in other litigation. These rates are based on market rates for lawyers of comparable skill and experience.

5. Our firm's resume is attached as Exhibit A.

6. Our firm's compensation for services rendered in this matter is wholly contingent. None of the attorneys' fees have been paid from any source or have been the subject of any prior request or award.

7. Expenses are accounted for and billed separately and are not duplicated in my professional billing rate. At this time, there are no unreimbursed expenses for Farnan, but Farnan may incur modest expenses through the approval process.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed this 7th day of September, 2021.

/s/ Michael J. Farnan

Michael J. Farnan

EXHIBIT A



FIRM OVERVIEW

Farnan LLP is based in Wilmington, Delaware and was founded by Joseph J. Farnan, Jr. after 25 years of active service as a United States District Court Judge for the District of Delaware. Farnan LLP's practice focuses on litigation in Delaware's federal and state courts primarily in the areas of complex commercial litigation, shareholder litigation, patent litigation, bankruptcy litigation, and wrongful death and personal injury claims. Farnan LLP's lawyers are repeatedly recognized as top lawyers in their fields in various publications such as IAM 1000, Chambers, Go-To Law Firms for Fortune 500 Companies, Delaware Today and Million Dollar Advocates.

The firm has extensive experience in shareholder litigation, including the following cases in the District of Delaware in which recoveries were obtained on the client's behalf: *Woodford v. Mizel, et al.* (11-cv-879-RGA); *Staal v. Tisch, et al.* (12-cv-365-SLR); *Ausikaitis v. Kiani, et al.* (12-cv-1175-SLR); *Mor v. Collis, et al.* (13-cv-242-RGA); *Basch v. Healy, et al.* (13-cv-766-GMS); *MacCormack, et al. v. Groupon Inc.* (13-cv-940-GMS); *Phillips v. Cross, et al.* (13-cv-948-RGA); *Braunstein v. Geospace Technologies Corporation* (13-cv-1098-SLR), *Ionni v. Bergera, et al.* (16-cv-807-RGA); *Kozma v. Sieczkarek, et al.* (16-cv-1254-JFB-SRF); *Du v. Blackford, etl al.,* (17-194-ER); *Mahon v. Ahn, et al.* (18-cv-1888-CFC); *Heckermann v. Montross, et al.* (17-cv-1673-CFC); *Palmer v. Greene, et al.,* (2019-307-AGB (Del. Ch.)), *In re Iovance Biotherapeutics, Inc. Stockholder Derivative Litigation* (17-cv-1806-LPS), and *In re Lannett Company, Inc. Derivative Litigation* (19-cv-88-MN-JLH).

The firm also serves as Liaison Counsel in the following shareholder cases in which settlement are currently pending before the Court: *Stein v. Blankfein, et al.,* (2017-354-SG (Del. Ch.)) and *In re Impinj, Inc. Derivative Litigation* (18-cv-1686-RGA).

The firm has been appointed and is currently serving as Liaison Counsel in numerous other shareholder cases including: *In re Aqua Metals, Inc. Stockholder Derivative Litigation* (18-cv-201-LPS); *In re Health Insurance Innovations, Inc. Shareholder Derivative Litigation* (18-cv-519-RGA); *In re Nanthealth, Inc. Derivative Litigation* (18-cv-551-LPS); *In Re Newell Brands Inc. Derivative Litigation* (18-cv-1696-CFC); *In Re Trevena, Inc. Derivative Litigation* (19-cv-239-MN); *In re XPO Logistics, Inc. Derivative Litigation* (19-cv-889-RGA); *In re Honeywell International Inc. Consolidated Stockholder Litigation* (19-898-CFC); *In re Mammoth Energy Services, Inc. Consolidated Stockholder Litigation* (19-cv-1682-RGA); *In re Maxar Technologies, Inc. Stockholder Derivative Litigation* (19-2134-LPS); *In re Pattern Energy Group Inc. Securities Litigation* (20-cv-275-MN); *In re Tableau Software, Inc. and Salesforce.com, Inc. Derivative Litigation* (20-cv-467-SB); *In re Mattel, Inc. Stockholder Derivative Litigation* (20-cv-488-CFC); *In re Zynerba Pharmaceuticals, Inc. Derivative Litigation* (20-cv-557-CFC); *In re Slack Technologies, Inc. Shareholder Derivative Litigation*

(20-cv-566-LPS); *In Re Crown Castle International Corp. Derivative Litigation* (20-cv-606-MN); *In re Zoom Video Communications, Inc. Stockholder Derivative Litigation* (20-cv-797-LPS); *In re Resideo Technologies, Inc. Derivative Litigation* (20-cv-915-LPS); *In re The RealReal, Inc. Stockholder Derivative Litigation* (20-cv-1212-LPS); *In re Nikola Corporation Derivative Litigation* (20-cv-1277-CFC); *In re Raytheon Technologies Corporation Derivative Litigation* (20-cv-1614-MN); and *In re Fastly, Inc. Shareholder Derivative Litigation* (20-cv-1773-MN).

ATTORNEYS

JOSEPH J. FARNAN, JR. Mr. Farnan served as a United States District Judge for the District of Delaware from 1985 to 2010. He served as Chief Judge from 1997 to 2001. During his tenure, Mr. Farnan presided over hundreds of jury trials involving complex commercial disputes, including over 160 patent jury trials, securities fraud cases, and many Chapter 11 bankruptcy cases. Prior to his appointment to the federal bench, Mr. Farnan served as United States Attorney for the District of Delaware (1981-1985); Chief Deputy Attorney General for the State of Delaware (1979-1981); County Attorney for New Castle County (1976-1979); and Assistant Public Defender for the State of Delaware (1972-1975).

While serving as Chief Deputy Attorney General and United States Attorney, Mr. Farnan was responsible for and led the investigation and prosecution of several high profile securities fraud, white collar and organized crime cases. In 1983, Mr. Farnan brought the first RICO case filed in the District of Delaware. As an attorney in the private and public sector, Mr. Farnan tried numerous cases in the federal and state courts.

Mr. Farnan primarily represents plaintiffs in complex matters. He also serves as a consultant to numerous Fortune 500 companies in high stakes litigation and has mediated several high profile cases including the \$2.1 billion sale of Los Angeles Dodgers and the distribution of the \$8 billion Nortel bankruptcy estate. Mr. Farnan is the Trustee for several bankruptcy estates, including Takata and Maxus Energy, and the Court appointed Independent Director for the Zohar Funds. He has served as an independent director for numerous companies.

Mr. Farnan earned his undergraduate degree from King's College and his law degree from the University of Toledo where he was a member of the *University of Toledo Law Review*.

SUE L. ROBINSON. Ms. Robinson served as United States District Judge for the District of Delaware from 1991 to 2017. Ms. Robinson presided over an extraordinary number of complex cases, primarily involving patent disputes, but also including numerous trademark infringement, antitrust disputes, and securities litigation. Ms. Robinson was the first woman Chief Judge for the District of Delaware and was selected to serve on the Judicial Conference of the United States. She was also elected a member of the American Law Institute in 2015. Prior to her service on the bench, Ms. Robinson served as an Assistant United States Attorney and the United States Magistrate Judge for the District of Delaware.

Ms. Robinson's practice at Farnan focuses on consulting in complex commercial litigation, mock trials and arguments, alternative dispute resolution, and arbitration.

Ms. Robinson earned her B.A. at the University of Delaware and her law degree from the University of Pennsylvania School of Law.

JOSEPH J. FARNAN, III. Joseph J. Farnan, III ("JJ") represents clients in serious personal injury and wrongful death actions. JJ has tried several cases to verdict in Delaware federal and state courts and has obtained numerous high value settlements for clients. JJ is one of only eight Delaware lawyers who have earned the distinction of being named to the Multi-Million Dollar Advocates Forum based on the high value results achieved for his clients.

JJ's knowledge and experience of medical issues and personal injury is reflected in his extensive community service in various organizations. JJ currently serves as a National Registered Emergency Medical Technician (NREMT-B) and Firefighter with Good Will Fire Company No. 1 of New Castle, Delaware. In addition to his EMT and Firefighter responsibilities, JJ is a member of the New Castle County Surface Water and Dive Rescue teams and the Civil Air Patrol where he serves as the Delaware Wing Legal Officer. He also serves on the United States Coast Guard Sector Delaware Bay's Area Maritime Security Committee (AMSC). JJ is licensed as an amateur radio operator and has been appointed as the Emergency Coordinator for the Amateur Radio Emergency Service (ARES) for the City of Wilmington.

J.J. graduated from Widener University with a B.A. in Political Science and received his J.D. from the Widener University School of Law. J.J. is admitted to practice in Delaware, Pennsylvania, and the United States District Court for the Districts of Delaware and Eastern Pennsylvania. J.J. is a member of the Federal Bar Association, Delaware and Pennsylvania Bar Associations, the Delaware Trial Lawyers Association, and the American Association for Justice.

BRIAN E. FARNAN. Brian has tried numerous jury trials and bench trials in Delaware's federal and state courts and also regularly assists out of state counsel as Delaware Counsel in high stakes litigation. Brian's practice focuses on complex litigation generally on behalf of plaintiffs in patent litigation, shareholder suits, wrongful death actions, and bankruptcy litigation. Brian has also successfully litigated several pro bono cases on behalf of prisoners.

Brian is a recipient of the Delaware District Court's Layton Award which is given by the Court to recipients in recognition of their legal acumen and professional decorum. Brian also has been listed as a leading lawyer in several publications, including IAM Patent 1000, Chambers USA, and Million Dollar Advocates.

Brian has served on the Third Circuit Advisory Committee and currently serves as counsel to the Delaware District Court in a disciplinary matter and on the Delaware Supreme Court's Trial Procedures Subcommittee.

Brian graduated *cum laude* from Dickinson College with a B.A. in Political Science and received his J.D. from the Wake Forest University School of Law. Brian is admitted to practice

in Delaware, Pennsylvania, and New Jersey and the United States District Court for the Districts of Delaware, Eastern Pennsylvania, and New Jersey.

MICHAEL J. FARNAN. Michael's practice focuses on litigation primarily in the areas of complex commercial law, intellectual property, commercial bankruptcy, and high stakes personal injury. Michael has tried jury trials in Delaware's federal and state courts.

Michael regularly appears in the United States District Court for the District of Delaware as Delaware Counsel for patent holders and companies involved in patent litigation. He also represents clients in antitrust, securities, serious personal injury, and general litigation matters. In addition, Michael represents creditors, committees, trusts, and similar entities before the United States Bankruptcy Court for the District of Delaware. Michael also litigates complex business and serious personal injury disputes before the various Delaware state courts. Michael has been part of teams that have been responsible for recovering billions of dollars on behalf of their clients.

Michael is admitted to The Million Dollar Advocates Forum in recognition of the substantial recoveries he has obtained on behalf of clients. He has also been recognized by Delaware Today as a top lawyer and Chambers and Partners as "Up and Coming."

Michael is a member of the Federal and Delaware Bar Associations. He currently serves as Co-Chair of the Federal Civil Panel of the Delaware Chapter of the Federal Bar Association. Michael also volunteers his time representing pro se prisoner inmates and has received favorable outcomes on their behalf. Michael graduated *cum laude* from Dickinson College with a B.A. in Political Science. Michael also graduated *cum laude* from the University of Toledo College of Law, earning his J.D., where he was a member and note and comment editor of the *University of Toledo Law Review*. Michael is admitted to practice in Delaware and New Jersey and the United States District Court for the Districts of Delaware and New Jersey, as well as the Federal Circuit.

ROSEMARY J. PIERGIOVANNI. Rosemary joined Farnan in 2011, after having most recently served as a full-time, career law clerk in the United States District Court for the District of Delaware. Rosemary's practice centers on complex commercial litigation, including patent infringement, securities class and derivative litigation, and bankruptcy proceedings.

Rosemary graduated first in her class at Villanova University with a BA in English, and first in her class at Villanova University School of Law, where she was a member of the Order of the Coif and an Associate Editor of the Villanova Law Review. Rosemary, who has received several awards for her writing skills, is the author of What Does "No" Mean In Pennsylvania?—The Pennsylvania Supreme Court's Interpretation of Rape and the Effectiveness of the Legislature's Response, 40 Vill. L. Rev. 193 (1995), and a co-author of the District Court Chapter in History of the Delaware Bar from 1995-2010.

Rosemary is a member of the Federal and Delaware Bar associations. She is admitted to practice in Pennsylvania and New Jersey and before the United States Supreme Court, the United States Court of Appeals for the Third Circuit, and the United States Court of Appeals for the Federal Circuit.