

# **EXHIBIT B**

UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF WISCONSIN  
MILWAUKEE DIVISION

IN RE REV GROUP, INC. SECURITIES  
LITIGATION

LEAD CASE NO. 2:18-CV-1268-LA

**DECLARATION OF AMY FITZPATRICK IN SUPPORT OF: (1) FINAL APPROVAL  
OF SETTLEMENT; AND (2) AN AWARD OF ATTORNEYS' FEES AND EXPENSES  
AND AN AWARD TO STATE CLASS REPRESENTATIVES**

1. I, Amy Fitzpatrick, am the First Assistant Solicitor for Bucks County Employees Retirement System (“Bucks County” or the “Fund”), located in Doylestown, Pennsylvania. The Fund has approximately 4,500 members, and its investments are valued at approximately \$1 billion. Bucks County is one of the Plaintiffs in the Consolidated State Action and a Class Representative for the purposes of this Settlement.<sup>1</sup> Bucks County is also an additional plaintiff in the proposed third amended class action complaint filed in the Consolidated Federal Action. I am the person primarily responsible for monitoring and directing the Actions on behalf of Bucks County.

2. I respectfully submit this Declaration in support of: (a) final approval of the \$14,250,000 settlement (the “Settlement”) reached between Plaintiffs and Defendants in the Actions; and (b) approval of Plaintiffs’ Counsel’s application for an award of attorneys’ fees and expenses.

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<sup>1</sup> Unless otherwise defined herein, capitalized terms shall have the meanings ascribed to them in the Stipulation and Agreement of Settlement dated May 19, 2021 (ECF No. 120-1).

3. In seeking to serve as a Class Representative, Bucks County understood its fiduciary duty to serve the interests of the members of the Classes by supervising the management and prosecution of the case.

4. On August 21, 2018, Bucks County filed a securities class action complaint on behalf of the SPO Class in Wisconsin state court, in the case styled *Bucks County Employees Retirement System v. REV Group, Inc., et al.*, No. 2018CV001501 (the “*Bucks County Action*”). On November 5, 2018, Judge Michael Bohren issued an order granting consolidation of related cases in the Consolidated State Action, including the *Bucks County Action*, and appointing Robbins Geller Rudman & Dowd LLP as Interim Class Counsel.

5. In addition, on May 19, 2021, Lead Plaintiff filed a proposed third amended class action complaint naming Bucks County as an additional plaintiff in the Consolidated Federal Action, ECF No. 121-1.

6. Following its filing of an initial complaint in the Consolidated State Action, Bucks County expended substantial time actively participating in the prosecution of this case. Bucks County regularly corresponded with State Class Counsel and participated in reviewing the complaint, the consolidated complaint, various motions and pleadings, an interim appeal, and resolution of the Actions. Specifically, Bucks County: (a) reviewed the pleadings and briefs, including the initial complaint filed in the *Bucks County Action*, Plaintiffs’ consolidated complaint, Plaintiffs’ motion for consolidation and appointment of interim class counsel, and Plaintiffs’ efforts to oppose Defendants’ motion to stay the case and related appeal; (b) received regular case updates and engaged in conference calls with State Class Counsel to stay apprised of case developments and discuss case strategy; and (c) actively participated in settlement discussions.

7. Bucks County has also evaluated the risks of continuing with litigation, including the possibility of a nominal recovery or no recovery at all, and authorized State Class Counsel to

settle the Actions for \$14,250,000. Bucks County believes this Settlement is fair and reasonable, represents an excellent recovery, and is in the best interest of the members of the Classes.

8. While Bucks County recognizes that any determination of fees is left to the Court, Bucks County believes that Plaintiffs' Counsel's application for 20% of the Settlement in legal fees and expenses not to exceed \$275,000 is fair and reasonable as this Settlement would not have been possible without the diligent and aggressive prosecutorial efforts of Plaintiffs' Counsel, including State Class Counsel.

9. Bucks County understands that a Class Representative's reasonable expenses are authorized under §21D(a)(4) of the Private Securities Litigation Reform Act of 1995, 15 U.S.C. §78u-4(a)(4). Bucks County seeks reimbursement for its time, including my time as First Assistant Solicitor of the Fund, and the time of Joseph Kahn as Solicitor of the Fund, Kim Doran as Fund Controller, and Michael Klimpl as the former Solicitor of the Fund, relating to the representation of the Classes in the Actions. Although other employees, including support staff, were also involved in oversight of this case, Bucks County is limiting its request for reimbursement for the time expended by Mr. Kahn, Ms. Doran, Mr. Klimpl, and myself. A summary of the time expended by Bucks County is as follows:

<b>Name</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
Joseph Kahn Bucks County Solicitor	6 hours Review of pleadings and relevant documents; prepare and send documents related to the Fund's Rev Group investments; and correspondence and conference calls regarding case strategy, oversight and settlement discussions.	\$71.00	\$426
Amy Fitzpatrick Bucks County First Assistant County Solicitor	12 hours Review of pleadings and relevant documents; prepare and send documents related to the Fund's Rev Group investments; and correspondence and conference calls regarding case strategy, oversight and settlement discussions.	\$48.00	\$576

Name	Hours	Rate	Amount
Kim Doran Controller	3 hours Review of pleadings and relevant documents; prepare and send documents related to the Fund's Rev Group investments.	\$60	\$180
Michael Klimpl Former Bucks County Solicitor	4 hours Review of pleadings and relevant documents; prepare and send documents related to the Fund's Rev Group investments; and correspondence and conference calls regarding case strategy and oversight discussions.	\$63.89	\$256

10. Bucks County respectfully requests that the Court grant final approval of the Settlement and approve Plaintiffs' Counsel's application for an award of attorneys' fees and expenses. Bucks County also respectfully requests that the Court approve payment of \$1,438.00 to Bucks County representing the respective hourly billing rates of Mr. Kahn, Ms. Doran, Mr. Klimpl, and myself for time expended in the case in representing Class Members in the Actions.

I declare under penalty of perjury that the foregoing is true and correct at Doylestown, Pennsylvania.

Executed this 3 day of November, 2021.

  
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 AMY FITZPATRICK