

**SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK**

_____	X
	: Index No. 653594/2018
IN RE RENREN, INC.	:
	: Hon. Andrew Borrok
DERIVATIVE LITIGATION	:
	: Mot. Seq. No. 021
_____	X

**AFFIRMATION OF MARK C. ZAUDERER IN SUPPORT OF
PLAINTIFFS’ MOTION FOR APPROVAL OF PROPOSED
SETTLEMENT AND AWARD OF ATTORNEYS’ FEES AND EXPENSES**

Mark C. Zauderer, an attorney duly admitted to practice law in the state of New York, and not a party to this action, hereby affirms under the penalties of perjury the following, pursuant to CPLR 2106.

1. I am a partner in the law firm Ganfer, Shore, Leeds & Zauderer LLP (“**Ganfer Shore**”). I have personal knowledge of the facts asserted herein. This Affirmation is submitted in support of Plaintiffs’ counsel’s application for attorney’s fees and reimbursement of expenses and to provide the Court with details regarding the attorney hours and expenses Ganfer Shore expended in the Action.

2. Ganfer Shore’s compensation for services rendered in litigating this shareholder derivative Action is contingent on whether there is a recovery in the Action, with any fee award to be determined by the Court. Ganfer Shore has not been compensated for the hours expended below in connection with the litigation, and the fees requested for the work described in this Affirmation have not been paid from any source; nor have they been the subject of any prior request or prior award in any litigation or other proceeding.

3. Ganfer Shore devoted 528.3 attorney hours to this case from its filing through October 28, 2021. A breakdown of the time spent by each Ganfer Shore attorney and the firm's paralegal staff is as follows:

ATTORNEY HOURS	
Attorney	Hours
Mark Zauderer (P)	86.5
Jason Cohen (C)	428.7
Grant Shehigian (A)	9.6
Paralegals	3.5
Total	528.3

*(P) = Partner, (C) = Counsel, (A) = Associate

4. All of the time listed above was reasonably and necessarily expended, in my opinion. The time includes legal and factual research regarding the claims in the case and drafting and editing pleadings; researching, drafting, filing and arguing Defendants' motion for alternative methods of service on certain defendants; preparing and filing *pro hac vice* motions; researching, drafting and editing papers opposing Defendants' multiple motions to dismiss and appeals; researching, drafting, editing, and advising co-counsel on a motion for attachment and opposing an appeal thereof; engaging in discovery; participating in strategy conferences with co-counsel, participating in numerous meet and confers with defense counsel; attending remote hearings on defendants' motions to dismiss and motion for attachment; attending the virtual argument before the Appellate Division on defendants' motions to dismiss; attending court conferences both in person (pre-covid) and by Microsoft Teams; participating in mediation sessions; advising on the proposed settlement; and consulting with co-counsel on numerous additional legal and strategic issues involving New York State trial court and appellate practice. The hours worked by Ganfer Shore are recorded in contemporaneously maintained time records kept by my firm, and they are an accurate record of the time expended by my firm.

5. In my 50 years of practice, this was one of the most complex and unique actions I have encountered in the many jurisdictions and courts in which I have practiced around the country, including the many actions in which I have represented parties in the Commercial Division of the State of New York. I was a member of Chief Judge Judith S. Kaye's Task Force that worked to establish the Commercial Division in 1995 and, since then, have practiced extensively in this Commercial Division. Defendants were vigorously represented by a host of prominent law firms. Plaintiffs' counsel advanced novel theories of standing, obtained personal jurisdiction over defendants in far-flung locations, defeated numerous motions to dismiss and appeals, and won an order of attachment of more than half a billion dollars, all of which contributed to Plaintiffs' counsel being able to negotiate one of the largest derivative settlements in history.

6. Detailed below are the expenses that Ganfer Shore incurred that are unreimbursed as of the date of this affidavit:

EXPENSES	
Category	Amount
Copy and Printing	\$0.75
Filing Fees and Court Reporter Fees	\$90.00
Conference Calls	\$88.70
Meals/ Travel	\$64.12
PACER/United Lawyers Service/Court Alert	\$586.24
Postage	\$5.49
Total:	\$835.30

7. These expenses are derived from expense vouchers, invoices, check records and other documents, and are an accurate record of the reasonable costs incurred to litigate this action. These costs and expenses are fully attributable to the case and have not been reimbursed.

8. We respectfully direct the Court to my Wikipedia biography, [wikipedia.org/wiki/Mark_C._Zauderer](https://en.wikipedia.org/wiki/Mark_C._Zauderer), and to the biography of Ganfer Shore and the firm's

attorneys who worked on this litigation, on the firm's website, ganfershore.com, for further information about the many awards and recognition that the firm and its lawyers have received.

Dated: New York, NY
November 1, 2021

Mark C. Zauderer

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PRINTING SPECIFICATIONS STATEMENT

Pursuant to N.Y.C.R.R. §202.70(g), Rule 17, I hereby certify that the foregoing Affirmation was prepared on a computer using Microsoft Word. A proportionally spaced typeface was used as follows:

Name of Typeface: Times New Roman
Point Size: 12
Line Spacing: Double

The total number of words in the foregoing Affirmation, inclusive of point headings and exclusive of the caption, the signature block and the certificate of compliance is 897 words.

Dated: New York, New York
November 1, 2021

Mark C. Zauderer

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