

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

In re TALKSPACE, INC. SECURITIES : X
LITIGATION : Civil Action No. 1:22-cv-00163-PGG
: CLASS ACTION

X
DECLARATION OF MICHAEL E. CRIDEN
FILED ON BEHALF OF CRIDEN & LOVE,
P.A. IN SUPPORT OF APPLICATION FOR
AWARD OF ATTORNEYS' FEES AND
EXPENSES

I, Michael E. Criden, declare as follows:

1. I am the principal of Criden & Love, P.A. (the "Firm"). I am submitting this declaration in support of the application for an award of attorneys' fees and expenses/charges ("expenses") in connection with services rendered in the above-entitled action.

2. This Firm is counsel of record for plaintiff Ivan Baron.

3. The information in this declaration regarding the Firm's time and expenses is taken from time and expense reports and supporting documentation prepared and/or maintained by the Firm in the ordinary course of business. I am the partner who oversaw and/or conducted the day-to-day activities in the litigation and I reviewed these reports (and backup documentation where necessary or appropriate) in connection with the preparation of this declaration. The purpose of this review was to confirm both the accuracy of the entries as well as the necessity for, and reasonableness of, the time and expenses committed to the litigation. Based on this review, I believe that the time reflected in the Firm's lodestar calculation and the expenses for which payment is sought herein are reasonable and were necessary for the effective and efficient prosecution and resolution of the litigation.

4. The number of hours spent on the litigation by my Firm is 29.5. A breakdown of the lodestar is provided in Exhibit A. The lodestar amount for attorney time based on the Firm's current rates is \$25,075. The hourly rates shown in Exhibit A are consistent with hourly rates submitted by the Firm in other securities class action litigation. The Firm's rates are set based on periodic analysis of rates charged by firms performing comparable work both on the plaintiff and defense side.

5. My Firm seeks an award of \$1,077.08 in expenses and charges in connection with the prosecution of the litigation. Those expenses and charges are summarized by category in Exhibit B.

6. The expenses pertaining to this case are reflected in the books and records of this Firm. These books and records are prepared from receipts, expense vouchers, check records, and other documents and are an accurate record of the expenses.

7. The identification and background of my Firm and its partners is attached hereto as Exhibit D.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 18th day of September, 2023, at Miami, Florida.


MICHAEL E. CRIDEN

CERTIFICATE OF SERVICE

I hereby certify under penalty of perjury that on September 25, 2023, I authorized the electronic filing of the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the email addresses on the attached Electronic Mail Notice List, and I hereby certify that I caused the mailing of the foregoing via the United States Postal Service to the non-CM/ECF participants indicated on the attached Manual Notice List.

s/ Evan J. Kaufman

EVAN J. KAUFMAN

ROBBINS GELLER RUDMAN
& DOWD LLP
58 South Service Road, Suite 200
Melville, NY 11747
Telephone: 631/367-7100
631/367-1173 (fax)

Email: ekaufman@rgrdlaw.com

Mailing Information for a Case 1:22-cv-00163-PGG Baron v. Talkspace, Inc. et al

Electronic Mail Notice List

The following are those who are currently on the list to receive e-mail notices for this case.

- **Adam M. Apton**
aapton@zlk.com,ecf@zlk.com,jtash@zlk.com
- **Mark Stewart Cohen**
mcohen@cohengresser.com,managingclerksoffice@cohengresser.com,Mark-Cohen-1234@ecf.pacerpro.com,autodocket@cohengresser.com
- **Scott Alexander Edelman**
sedelman@milbank.com
- **Richard William Gonnello**
rgonnello@rgrdlaw.com,e_file_ny@rgrdlaw.com,e_file_sd@rgrdlaw.com
- **Evan Jay Kaufman**
ekaufman@rgrdlaw.com,e_file_ny@rgrdlaw.com,e_file_sd@rgrdlaw.com,ekaufman@ecf.courtdrive.com
- **Phillip C. Kim**
pkim@rosenlegal.com,pkrosenlaw@ecf.courtdrive.com
- **Jeremy Alan Lieberman**
jalieberman@pomlaw.com,mtjohnston@pomlaw.com,ahood@pomlaw.com,disaacson@pomlaw.com,ashmatkova@pomlaw.com,abarbosa@pomlaw.com
- **Gregory Bradley Linkh**
glinkh@glancylaw.com,info@glancylaw.com,greg-linkh-2000@ecf.pacerpro.com
- **David Lisner**
dlisner@cohengresser.com,managingclerksoffice@cohengresser.com,autodocket@cohengresser.com
- **Allison Samantha Markowitz**
amarkowitz@milbank.com,AutoDocketECF@milbank.com,allison-markowitz-1810@ecf.pacerpro.com
- **William A. Massa**
wmassa@rgrdlaw.com
- **Matthew Alain Peller**
mpeller@rksllp.com,cdeleon@rksllp.com
- **Bradley Philip Pollina**
brad@bflawoffice.com
- **Lawrence M. Rolnick**
lrolnick@rksllp.com,mhampson@rksllp.com,cdeleon@rksllp.com,docket@rksllp.com,clafferriere@rksllp.com
- **David Avi Rosenfeld**
drosenfeld@rgrdlaw.com,e_file_ny@rgrdlaw.com,e_file_sd@rgrdlaw.com,drosenfeld@ecf.courtdrive.com
- **Samuel Howard Rudman**
srudman@rgrdlaw.com,e_file_ny@rgrdlaw.com,mblasy@rgrdlaw.com,e_file_sd@rgrdlaw.com
- **Jed Mastren Schwartz**
jschwartz@milbank.com,jed-schwartz-8050@ecf.pacerpro.com,ggreen@milbank.com,AutoDocketECF@milbank.com
- **Ellen Anne Gusikoff Stewart**
elleng@rgrdlaw.com
- **Michael Saul Weinstein**
mweinstein@coleschotz.com

Manual Notice List

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

- (No manual recipients)

EXHIBIT A

EXHIBIT A

In re Talkspace, Inc. Sec. Litig., No. 1:22-cv-00163-PGG
CRIDEN & LOVE, P.A.
Inception through September 11, 2023

<i>NAME</i>		<i>HOURS</i>	<i>RATE</i>	<i>LODESTAR</i>
MICHAEL E. CRIDEN	(P)	29.5	\$850	\$25,075
<i>TOTAL</i>				<i>\$25,075</i>

(P) Partner

EXHIBIT B

EXHIBIT B

In re Talkspace, Inc. Sec. Litig., No. 1:22-cv-00163-PGG
CRIDEN & LOVE, P.A.
Inception through September 11, 2023

<i>CATEGORY</i>	<i>AMOUNT</i>
Transportation, Hotels & Meals	\$1,077.08
<i>TOTAL</i>	<i>\$1,077.08</i>

EXHIBIT C

EXHIBIT C

In re Talkspace, Inc. Sec. Litig., No. 1:22-cv-00163-PGG
CRIDEN & LOVE, P.A.

Transportation, Hotels & Meals: \$1,077.08

<i>NAME</i>	<i>DATE</i>	<i>DESTINATION</i>	<i>PURPOSE</i>
Michael E. Criden	01/16/2022	Miami, FL	Client Meeting; Case Status Update
Michael E. Criden	11/05/2022	Miami, FL	Client Meeting; Case Status Update

EXHIBIT D

EXHIBIT D

CRIDEN & LOVE, P.A.
ATTORNEYS AT LAW

CRIDEN & LOVE, P.A. is a litigation firm of experienced trial lawyers that devotes a substantial amount of its practice to class action litigation. Specifically, the Firm focuses on antitrust class action litigation, consumer protection class action litigation, securities litigation and complex commercial litigation. A brief biography on the attorneys in the Firm is set forth below.

Michael E. Criden graduated with honors from the University of Miami School of Law and was admitted to the Florida Bar in 1987. Mr. Criden has over thirty years of experience in class action litigation, including consumer fraud, antitrust and securities matters.

Below is a list of just some of the cases that Mr. Criden is currently involved in: *In re Vascepa Antitrust Litigation Indirect Purchaser Plaintiffs*, No. 21-cv-12061 (D.N.J.); *Mogollon v. The Bank of New York Mellon*, Case No. 19-cv-3070 (N.D. Tex.); *Surgical Instrument Service Company, Inc. v. Intuitive Surgical, Inc.*, Case No. 3:21-cv-03496 (N.D. Cal.); *Koza v. Mutual Fund Series Trust, et al.*, Case No. 20-CA-004929 (Lee County, Florida); *In re Infinity Q Diversified Alpha Fund Securities Litigation*, Case No. 651295/2021 (Supreme Court of New York); *Baron, et al. v. Syniverse Corp.*, Case No. 8:21-cv-02349 (M.D. Fla.); *Fadi Dahhan, et al. v. OvaScience, Inc., et al.*, Case No. 17-cv-10511 (D. Mass.); *In re: Foreign Exchange Benchmark Rates Antitrust Litigation*, Case No. 13-cv-07789 (S.D.N.Y.); *In re: LIBOR-Based Financial Instruments Antitrust Litigation*, MDL No. 2262 (S.D.N.Y.); and *In re: Disposable Contact Lens Antitrust Litigation*, Case No. 15-md-02626 (M.D. Fla.).

* * *

Criden & Love has served as Lead Counsel or in a leadership capacity in various cases including: *Leonard Sokolow v. LJM Funds Management, Ltd.*, Case No. 18-CH-11880 (Cook

County, Ill.); *Juan Carlos Macias, et al. v. TD Bank, N.A.*, Case No. 16-03420 (D.N.J.); *Jesse Aronstein et al. v. Massachusetts Mutual Life Insurance Co. et al*, Case No. 15-cv-12864 (D. Mass.); and *Vista Healthplan, Inc. v. Cephalon, Inc.*, Case No. 06-cv-01833 (E.D. Pa.) (“Provigil Antitrust Litigation”).

* * *

Kevin B. Love graduated *magna cum laude* from Boston University School of Law. After graduation, Mr. Love clerked for The Honorable Emmett R. Cox of the Eleventh Circuit Court of Appeals. Mr. Love then spent a year teaching Constitutional Law and Legal Writing at the University of Miami School of Law. Mr. Love began his practice with the law firm of Stearns, Weaver, Miller, Weissler, Alhadeff & Sitterson, and later became a shareholder in 1997. Mr. Love’s practice currently focuses on securities, consumer-fraud and antitrust class actions.

Mr. Love, as Lead Counsel in *Vista Healthplan, Inc. v. Bristol-Myers Squibb Co. and American Bioscience*, Case No. 01-1295 (D.D.C.), an antitrust class action, recovered \$15,000,000 in a settlement for a class of third-party payors. Additionally, Mr. Love, as Lead Counsel, recovered \$9,708,000 in *Johnson v. National Western Life Ins. Co.*, No. 01-032012-CP (Mich. Cir. Ct.), a consumer-fraud class action wherein it was alleged that National Western was selling inferior annuity products to the elderly. In addition, as Co-Lead Counsel in *DDAVP Indirect Purchaser Litigation*, No. 05-2237 (CLB) (S.D.N.Y.), Mr. Love was able to secure a \$4.75 million settlement.

Mr. Love has been instrumental in recovering additional millions of dollars in several antitrust and consumer fraud cases. *See, e.g., Best v. Wilmington Trust Company*, Case No. 99-889-Civ-Jordan (S.D. Fla.) (\$3,225,000); and *Gregersen v. One International Associates Limited Partnership*, C.A. No. 17274 (Del. Ch.) (\$2,000,000). Mr. Love also was Lead Counsel for Third-Party Payors in *In re Remeron Antitrust End-Payor Antitrust Litigation*, responsible for allocating

a \$36 million settlement fund with several State Attorneys General who represented consumers and state agencies. *See also In re: Ovcon Indirect Purchaser Litigation*, Case No. 05-2327 (D.D.C.) (Lead Counsel); *In re: Puerto Rican Cabotage Antitrust Litigation* (Steering Committee); *In re: Bananas Antitrust Litigation*, No.: 05-21962 (S.D. Fla.) (Executive Committee); and *In re: Insurance Brokerage Antitrust Litigation*, MDL No. 1663 (D.N.J.) (Steering Committee).

Mr. Love served as Co-Lead Counsel in *Vista Healthplan, Inc. v. Cephalon, Inc.*, 06-1833 (E.D. Pa.) (“*Provigil Antitrust Litigation*”). In addition, in January 2009, the Securities and Exchange Commission appointed Mr. Love to be the Distribution Agent for the K.W. Brown SEC Fair Funds Disgorgement Fund (\$6,500,000). Previously, in May 2005, Mr. Love was appointed by the SEC to be the Distribution Agent for the Spear & Jackson SEC Disgorgement Fund (\$7,500,000). And, in February 2007, Mr. Love was appointed by the SEC as the Distribution Agent for the SEC Grabarnick Disgorgement Fund.

* * *

Lindsey C. Grossman graduated *cum laude* from the University of Miami School of Law in 2013. During law school, Lindsey served on the International & Comparative Law Review. She also served as a judicial intern for the Honorable Edwin G. Torres in the United States District Court for the Southern District of Florida. Ms. Grossman’s practice currently focuses on securities, consumer-fraud and antitrust class actions.

Below is a list of just some of the cases that Ms. Grossman is currently involved in: *Mogollon v. The Bank of New York Mellon*, Case No. 19-cv-3070 (N.D. Tex.); *Koza v. Mutual Fund Series Trust, et al.*, Case No. 20-CA-004929 (Lee County, Florida); *In re Infinity Q Diversified Alpha Fund Securities Litigation*, Case No. 651295/2021 (Supreme Court of New York); *Fadi Dahhan, et al. v. OvaScience, Inc., et al.*, Case No. 17-cv-10511 (D. Mass.); *In re:*

Foreign Exchange Benchmark Rates Antitrust Litigation, Case No. 13-cv-07789 (S.D.N.Y.); and
In re: Disposable Contact Lens Antitrust Litigation, Case No. 15-md-02626 (M.D Fla.).