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UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA

IN RE VERIFONE HOLDINGS, INC.  
SECURITIES LITIGATION.

Master File No. C-07-6140 EMC

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This Document Relates To:

**ORDER AWARDING ATTORNEYS’  
FEES AND EXPENSES**

ALL ACTIONS.  
\_\_\_\_\_ /

This matter having come before the Court, on the application of counsel for the Lead Plaintiff for an award of attorneys’ fees and expenses incurred in the captioned action, the Court, having considered all papers filed and proceedings conducted herein, having found the settlement of this action to be fair, reasonable, and adequate and otherwise being fully informed in the premises and good cause appearing therefore and for the reasons stated on the record;

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that:

1. All of the capitalized terms used herein shall have the same meanings as set forth in the Stipulation of Settlement dated as of August 9, 2013 (the “Stipulation”), and filed with the Court.
2. This Court has jurisdiction over the subject matter of this application and all matters relating thereto, including all Members of the Class who have not timely and validly requested exclusion.
3. The Court hereby awards Lead Counsel attorneys’ fees of 20% of the Settlement Fund (net of awarded expenses), plus expenses in the amount of \$278,689.44 together with the interest earned thereon for the same time period and at the same rate as that

**United States District Court**  
For the Northern District of California

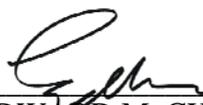
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earned on the Settlement Fund until paid. The Court finds that the amount of fees awarded is appropriate and that the amount of fees awarded is fair and reasonable under the “percentage-of-recovery” method given the substantial risks of non-recovery, the time and effort involved, and the result obtained for the Class, *see Vizcaino v. Microsoft Corp.*, 290 F.3d 1043, 1047 (9th Cir. 2002), and the cross-check against lodestar method. *Id.*

- 4. The fees shall be allocated among counsel for the Lead Plaintiff by Lead Counsel in a manner that reflects each such counsel’s contribution to the institution, prosecution, and resolution of the captioned action.
- 5. The awarded attorneys’ fees and expenses and interest earned thereon shall immediately be paid to Lead Counsel subject to the terms, conditions, and obligations of the Stipulation, and in particular ¶ 6.2 thereof which terms, conditions, and obligations are incorporated herein.

IT IS SO ORDERED.

Dated: February 25, 2014

  
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EDWARD M. CHEN  
United States District Judge