

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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|--|---|--------------------------------|
| ----- | x | |
| PASHA ANWAR, et al., |) | |
| |) | |
| Plaintiffs, |) | |
| |) | |
| v. |) | |
| |) | Master File No. 09-CV-118 (VM) |
| FAIRFIELD GREENWICH LIMITED, et al., |) | |
| |) | |
| Defendants. |) | |
| |) | |
| This Document Relates To: <i>Headway Investment</i> |) | |
| <i>Corp. v. American Express Bank Ltd.</i> No. 09-CV-08500; |) | |
| <i>Ricardo Lopez v. Standard Chartered Bank</i> |) | |
| <i>International (Americas) Ltd.</i> , No. 10-CV-00919; |) | |
| <i>Maridom Ltd. v. Standard Chartered Bank</i> |) | |
| <i>International (Americas) Ltd.</i> , No. 10-CV-00920; <i>Maria</i> |) | |
| <i>Akriby Valladolid v. American Express Bank Ltd.</i> , |) | |
| No. 10-CV-00918 |) | |
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DECLARATION OF PATRICK B. BERARDUCCI

I, PATRICK B. BERARDUCCI, make this declaration pursuant to 28 U.S.C. 1746. I hereby state as follows:

1. I am an attorney associated with the law firm of Sullivan & Cromwell LLP, counsel for Standard Chartered Bank International (Americas) Ltd., Standard Chartered International (USA) Ltd., Standard Chartered Bank and Standard Chartered PLC (collectively “Standard Chartered”) in the above-captioned actions, and am admitted to practice before this Court. I am fully familiar with the matters stated herein based on personal knowledge or review of files in the possession of my firm.

2. I make this declaration in support of Standard Chartered's Memorandum of Law in Support of their Motion to Dismiss Plaintiffs' Complaints.
3. Attached as Exhibit A is a true and correct copy of the Fairfield Sigma Limited Confidential Private Placement Memorandum, dated as of October 1, 2004.
4. Attached as Exhibit B is a true and correct copy of Abbot Capital Inc.'s Account Application and Agreement for Corporation or Other Organization with American Express Bank International, dated December 29, 2003.
5. Attached as Exhibit C is a true and correct copy of Caribetrans, S.A.'s Account Application and Agreement for Corporation or Other Organization with American Express Bank International, dated December 1, 2005.
6. Attached as Exhibit D is a true and correct copy of Maridom Ltd.'s Account Application and Agreement for Corporation or Other Organization with American Express Bank International, dated November 12, 1993.
7. Attached as Exhibit E is a true and correct copy of Maria Akriby Valladolid's ("Valladolid") Account Application and Agreement for Individuals with American Express Bank International, dated June 27, 2006.
8. Attached as Exhibit F is a true and correct copy of Ricardo Lopez and Piedad Casado's Account Application and Agreement for Individuals with American Express Bank International, dated February 12, 2004.
9. Attached as Exhibit G is a true and correct copy of Headway Investment Corporation's Account Application and Agreement for Corporation or Other

Organization with American Express Bank International, dated February 18, 1997 and canceled April 8, 2003.

10. Attached as Exhibit H is a true and correct copy of Headway Investment Corporation's Account Application and Agreement for Corporation or Other Organization with American Express Bank International, dated as of July 24, 2008.

11. Attached as Exhibit I is a true and correct copy of the Rules and Regulations Governing Accounts, dated as of December 2006.

12. Attached as Exhibit J is a true and correct copy of the Amended Rules and Regulations Governing Accounts, dated as of August 1, 2008.

13. Attached as Exhibit K is a true and correct copy of Ricardo Lopez and Piedad Casado's Addendum to American Express Bank International Account Application and Agreement Securities Transactions, dated November 11, 2003.

14. Attached as Exhibit L is a true and correct copy of Abbot Capital Inc.'s Addendum to American Express Bank International Account Application and Agreement Securities Transactions, dated December 29, 2003.

15. Attached as Exhibit M is a true and correct copy of Headway Investment Corporation's Addendum to American Express Bank Ltd. – Miami Agency Account Application and Agreement Securities Transactions, dated April 23, 1999.

16. Attached as Exhibit N is a true and correct copy of Valladolid's Nondiscretionary Investment Services Agreement, dated June 29, 2006.

17. Attached as Exhibit O is a true and correct copy of Valladolid's Nondiscretionary Investment Services Agreement, dated September 21, 2006.

18. Attached as Exhibit P is a true and correct copy of Abbot Capital Inc.'s Subscription Agreement for Fairfield Sentry Limited Class B Shares, dated March 24, 2004.
19. Attached as Exhibit Q is a true and correct copy of Caribetrans S.A.'s Subscription Agreement for Fairfield Sentry Limited shares.
20. Attached as Exhibit R is a true and correct copy of Headway Investment Corporation's Subscription Agreement for Fairfield Sentry Limited shares, dated June 21, 2005.
21. Attached as Exhibit S is a true and correct copy of Maridom Ltd.'s Subscription Agreement for Fairfield Sentry Limited shares, dated April 10, 2006.
22. Attached as Exhibit T is a true and correct copy of Valladolid's Subscription Agreement for Fairfield Sentry Limited shares, dated September 12, 2006.
23. Attached as Exhibit U a true and correct copy of Headway Investment Corporation's Subscription Agreement for Fairfield Sigma Limited shares.
24. Attached as Exhibit V is a true and correct copy of Ricardo Lopez's Subscription Agreement for Fairfield Sigma Limited shares.
25. Attached as Exhibit W is a true and correct copy of the Fairfield Sentry Limited Confidential Private Placement Memorandum, dated July 1, 2003.
26. Attached as Exhibit X is a true and correct copy of the Fairfield Sentry Limited Confidential Private Placement Memorandum, dated October 1, 2004.

27. Attached as Exhibit Y is a true and correct copy of *Baker v. Andover Associates Management Corp.*, No. 6179/09 (N.Y. Sup. Ct. Nov. 30, 2009).

I declare under penalty of perjury that the foregoing is true and correct.

/s/ Patrick B. Berarducci
Patrick B. Berarducci

March 10, 2010
New York, New York