

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

)	ECF Case
IN RE HERALD, PRIMEO, AND)	
THEMA FUNDS SECURITIES)	Case No. 09 Civ. 0289 (RMB)
LITIGATION)	
This Document Relates to:)	Class Action
)	
NEVILLE SEYMOUR DAVIS,)	
)	
Plaintiff,)	Case No. 09 Civ. 2558 (RMB)
)	
vs.)	Class Action
)	
ALBERTO BENBASSAT <i>et al.</i> ,)	
)	
Defendants.)	
)	

**DECLARATION OF NEVILLE SEYMOUR DAVIS
IN SUPPORT OF MOTION FOR PRELIMINARY APPROVAL
OF PARTIAL SETTLEMENT**

Under 28 U.S.C. § 1746, I, Neville Seymour Davis, state:

1. I am the court-appointed Lead Plaintiff representing all persons and entities who were registered or beneficial owners of shares of Thema International Fund plc or its sub-fund Thema Fund (collectively, “Thema”) on December 10, 2008. I submit this declaration in support of the motion for preliminary approval of the partial settlement with Defendants HSBC Securities Services (Ireland) Ltd. (“HSSI”), HSBC Institutional Trust Services (Ireland) Ltd., and HSBC Holdings plc, and proposed defendant HSBC Bank USA, N.A.

2. As stated in my certification submitted to the Court with the Amended Class Action Complaint, I purchased 4,466 Thema shares on May 24, 2006 through Rubicon International Limited, which was and is a registered shareholder of Thema. Since then, I have owned Thema shares at all times.

3. Attached as Exhibit 1 is a true and correct copy of an October 9, 2007 letter from Rubicon's president to me confirming that it held 3,898.11 Thema shares worth \$1,299,746.82 "on [my] behalf and to [my] order."

4. Attached as Exhibit 2 is a true and correct copy of an October 17, 2008 letter from Rubicon's president to me confirming that it held 3,813.4120 Thema shares worth \$1,373,896.08 "on [my] behalf and to [my] order."

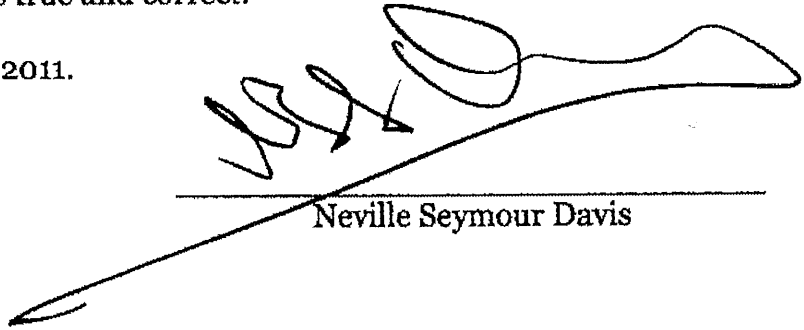
5. I learned in May 2011 that Rubicon claimed to have attempted to transfer some or all of the Thema shares it held to a third party in 2009 and that Rubicon claimed to have assigned its own rights of legal action to a third party. I note from the two attempted transfers that Rubicon sought to transfer 2,976.8386 and 2,547.0526 Thema shares on July 21, 2009. Neither of these purported transfers matches the number of Thema shares I owned on such date, which as noted above in ¶ 4 was 3,813.4120.

6. I have never assigned, transferred, or authorized anyone to assign or transfer my Thema shares to Rubicon or any third party. Nor have I assigned, transferred, or authorized anyone to assign or transfer my rights of legal action relating to Thema to Rubicon or any third party.

7. In June 2011, HSSI provided my counsel with copies of: (a) Rubicon's purported Notices of Transfer of Shares dated July 21, 2009 (attached as Exhibit 3); (b) Rubicon's Notice of Assignment of Rights of Legal Action (attached as Exhibit 4), which purports to assign all of Rubicon's legal claims to a third party, but does not purport to assign any of my legal claims; and (c) HSSI's February 22, 2010 letter refusing to process Rubicon's request to transfer Thema shares (attached as Exhibit 5).

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on June 17, 2011.



A handwritten signature in black ink, appearing to read 'Neville Seymour Davis', is written over a horizontal line. The signature is stylized and somewhat cursive.

Neville Seymour Davis