

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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 IN RE HERALD, PRIMEO AND THEMA : Master File No. 09 Civ. 289
 FUNDS SECURITIES LITIGATION : (RMB) (HBP)
 :
 This Document Relates to: All Actions : ECF Case
 : Electronically Filed
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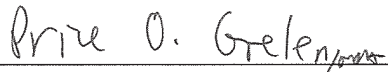
**DECLARATION OF PRICE O. GIELEN IN SUPPORT OF
MOTIONS TO DISMISS THE ABOVE-CAPTIONED ACTION**

I, Price O. Gielen, under penalty of perjury, declare as follows:

1. I am counsel to Sonja Kohn ("Kohn") in the above captioned-action. I am familiar with all facts and circumstances set forth in this declaration. I submit this declaration in support of Kohn's Motion to Dismiss.
2. Plaintiffs acknowledge that Kohn is a foreign citizen. (TC ¶ 21; HC ¶ 25).
3. Kohn does not consent to jurisdiction in the United States and was not served in the United States.
4. Kohn consents to jurisdiction in Ireland for the Thema Action, and Luxembourg for the Primeo and Herald Actions.
5. Plaintiffs' allegations that Kohn is subject to the Court's general and specific jurisdiction are deficient for the reasons stated in the Memorandum of Law in Support of Defendants' Joint Motion to Dismiss and in Opposition to Plaintiffs' Motion for Leave to Amend Complaints.

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

Executed on June 29, 2011, in Baltimore, Maryland.



 Price O. Gielen