

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

In re:

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Debtor,

IRVING H. PICARD, Trustee for the Liquidation of
Bernard L. Madoff Investment Securities LLC,

Plaintiff,

v.

SAUL B. KATZ, et al.,

Defendants.

Adv. Pro. No. 08-01789 (BRL)

SIPA LIQUIDATION

(Substantively Consolidated)

Adv. Pro. No. 10-05287 (BRL)

11 Civ. 03605 (JSR) (HBP)

DECLARATION OF
DR. STEVEN POMERANTZ

I, Dr. Steven Pomerantz, declare under penalty of perjury:

1. I am Dr. Steven Pomerantz, president of Steve Pomerantz LLC, and a retained expert in the above-captioned matter. I submit this Declaration in support of the opposition of Irving H. Picard, as trustee for the substantively consolidated liquidation of the business of Bernard L. Madoff Investment Securities LLC, under the Securities Investor Protection Act, and the estate of Bernard L. Madoff, to the Defendants' motion for summary judgment in the above-entitled matter.

2. A true and correct copy of my Initial Expert Report, dated November 22, 2011, and submitted to Defendants on or about November 22, 2011 (the "Expert Report"), is attached as Exhibit 159 to the Declaration of Fernando A. Bohorquez, Jr., dated February 9, 2012. I hereby incorporate by reference the contents of the Expert Report as my sworn testimony as if fully rewritten herein.

3. A true and correct description of my background and qualifications is set forth in the Expert Report at ¶¶ 2-7 and Appendix I.

4. The opinions rendered in the Expert Report and the bases thereof are detailed in various sections of my Expert Report, including, but not limited to, ¶¶ 18-24, 27-34 and Appendix II, which identify (a) the methodology that I employed and/or supervised in connection with the analyses performed, and (b) the sources of information and data that form the basis of my findings, conclusions and opinions.

5. I affirm that the findings, statements, conclusions and opinions in the Expert Report and in this Declaration are truthful and accurate.

6. The Defendants have had a full and fair opportunity to question me at my deposition on January 8, 2012 about my qualifications, methodology, and underlying source

materials, as well as about the findings, conclusions and opinions I rendered in my Expert Report at my deposition on January 8, 2012.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America, to the best of my knowledge, that the foregoing is true and correct.

Dated: New York, New York
February 9, 2012



Dr. Steven Pomerantz