

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

DAVID RONGE, Individually and on Behalf)	Case No. 1:18-cv-07030
of All Others Similarly Situated,)	(Consolidated)
)	
Plaintiff,)	<u>CLASS ACTION</u>
)	
vs.)	Judge Rebecca R. Pallmeyer
)	
CAMPING WORLD HOLDINGS, INC., et al.,)	
)	
Defendants.)	
)	
_____)	

DECLARATION OF SHELDON ALBRITTON IN SUPPORT OF SETTLEMENT AND
AWARD OF ATTORNEYS' FEES AND EXPENSES

I, Sheldon Albritton, declare as follows:

1. I am the Chairman of the Board of Trustees of the City of Pontiac General Employees' Retirement System (the "Retirement System"). The Retirement System, along with the Oklahoma Police Pension & Retirement System and the City of Omaha Police & Fire Retirement System, was appointed one of the Lead Plaintiffs in this action. The Retirement System is a 70-year-old pension fund that was established to provide pensions to general employees of the City of Pontiac, Michigan. The fund serves over 1,200 retirees and beneficiaries and has approximately \$500 million in combined assets. I respectfully submit this declaration in support of: (a) Lead Plaintiffs' motion for final approval of the \$12,500,000 settlement (the "Settlement") reached between the Lead Plaintiffs and the Defendants; and (b) Lead Counsel's motion for an award of attorneys' fees and expenses.

2. The Retirement System understands that the Private Securities Litigation Reform Act of 1995 was enacted to encourage institutional investors with large losses to manage and direct securities fraud class actions. In seeking appointment as Lead Plaintiff, the Retirement System understood its duty to serve the interests of Class Members by supervising the management and prosecution of the litigation and at all times during this litigation was and is committed to its diligent prosecution. Ultimately, we agreed to settle the case only after balancing the risks of a trial and appeal, if we prevailed, against the immediate benefit of a \$12,500,000 recovery.

3. Throughout this litigation, the Retirement System kept fully informed regarding case developments and procedural matters over the course of the litigation, including engagement with Robbins Geller Rudman & Dowd LLP ("Robbins Geller") concerning the litigation strategy in connection with the lead plaintiff process, the ongoing investigation and development of the case, the filing of the Consolidated Complaint and the Amended Consolidated Complaint, the briefing of Defendants' motions to dismiss, and the potential resolution of the litigation. In its capacity as Lead

Plaintiff, the Retirement System also: (a) reviewed pleadings and briefs and detailed correspondence concerning the status of the litigation; and (b) participated in conference calls with Robbins Geller throughout the litigation.

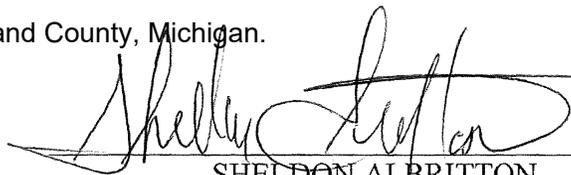
4. The Retirement System has also evaluated the significant risks and uncertainties of continuing litigation, including the possibility of a nominal recovery or even no recovery at all and authorized Robbins Geller to settle this litigation for \$12,500,000. The Retirement System believes this Settlement is fair and reasonable, represents a very good recovery, and is in the best interests of Class Members.

5. The Retirement System takes very seriously its representative role to ensure that the attorneys' fees are fair in light of the result achieved for the Class. While the Retirement System recognizes that any determination of attorneys' fees and expenses is left to the Court, the Retirement System believes that Lead Counsel's request for fees of 30% of the Settlement Amount and expenses not to exceed \$165,000, plus interest on both amounts, is fair and reasonable, as this Settlement would not have been possible without their diligent and aggressive prosecutorial efforts.

6. The Retirement System respectfully requests that the Court grant final approval of the Settlement and approve Lead Counsel's motion for an award of attorneys' fees and expenses.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct to the best of my knowledge and belief, and that this declaration was executed this

28 day of May, 2020, in Oakland County, Michigan.


SHELDON ALBRITTON

CERTIFICATE OF SERVICE

I hereby certify that on July 1, 2020, I caused the foregoing DECLARATION OF SHELDON ALBRITTON IN SUPPORT OF SETTLEMENT AND AWARD OF ATTORNEYS' FEES AND EXPENSES to be served electronically through the Court's ECF system upon all registered ECF participants.

s/ James E. Barz

JAMES E. BARZ

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
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Plaintiff,)	<u>CLASS ACTION</u>
vs.)	Judge Rebecca R. Pallmeyer
CAMPING WORLD HOLDINGS, INC., et al.,)	
Defendants.)	
_____)	

DECLARATION OF GINGER SIGLER IN SUPPORT OF SETTLEMENT AND
AWARD OF ATTORNEYS' FEES AND EXPENSES

I, Ginger Sigler, declare as follows:

1. I am the Executive Director of the Oklahoma Police Pension & Retirement System (the "Retirement System"). The Retirement System, along with the City of Pontiac General Employees' Retirement System and the City of Omaha Police & Fire Retirement System, was appointed one of the Lead Plaintiffs in this action. The Retirement System was established by legislative act on January 1, 1981, and is the administrator of a multi-employer, cost-sharing defined benefit pension plan that provides participants with retirement, death, and disability benefits as established by the State of Oklahoma. The Retirement System covers substantially all police officers employed by the 146 participating municipalities and state agencies within the State of Oklahoma and the mission of the Retirement System is to provide secure retirement benefits for its members and their beneficiaries. The Retirement System has approximately \$2.6 billion in combined assets. I respectfully submit this declaration in support of: (a) Lead Plaintiffs' motion for final approval of the \$12,500,000 settlement (the "Settlement") reached between the Lead Plaintiffs on behalf of the Class and the Defendants; and (b) Lead Counsel's motion for an award of attorneys' fees and expenses.

2. The Retirement System understands that the Private Securities Litigation Reform Act of 1995 was enacted to encourage institutional investors with large losses to manage and direct securities fraud class actions. In seeking appointment as Lead Plaintiff, the Retirement System understood its duty to serve the interests of Class Members by supervising the management and prosecution of the litigation and at all times during this litigation was and is committed to its diligent prosecution. Ultimately, we agreed to settle the case only after balancing the risks of a trial and appeal, if we prevailed, against the immediate benefit of a \$12,500,000 recovery.

3. Throughout the course of this litigation, the Retirement System kept fully informed regarding case developments and procedural matters, including engagement with Robbins Geller Rudman & Dowd LLP ("Robbins Geller") concerning the litigation strategy in connection with the

lead plaintiff process, the ongoing investigation and development of the case, the filing of the Consolidated Complaint and the Amended Consolidated Complaint, the briefing of Defendants' motions to dismiss, and the potential resolution of the litigation. In its capacity as Lead Plaintiff, the Retirement System also: (a) reviewed pleadings and briefs and detailed correspondence concerning the status of the litigation; and (b) participated in conference calls with Robbins Geller throughout the litigation.

4. The Retirement System has also evaluated the significant risks and uncertainties of continuing litigation, including the possibility of a nominal recovery or even no recovery at all and authorized Robbins Geller to settle this litigation for \$12,500,000. The Retirement System believes this Settlement is fair and reasonable, represents a very good recovery, and is in the best interests of Class Members.

5. The Retirement System takes very seriously its representative role to ensure that the attorneys' fees are fair in light of the result achieved for the Class. While the Retirement System recognizes that any determination of attorneys' fees and expenses is left to the Court, the Retirement System believes that Lead Counsel's request for fees of 30% of the Settlement Amount and expenses not to exceed \$165,000, plus interest on both amounts, is fair and reasonable, as this Settlement would not have been possible without their diligent and aggressive prosecutorial efforts.

6. The Retirement System respectfully requests that the Court grant final approval of the Settlement and approve Lead Counsel's motion for an award of attorneys' fees and expenses.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct to the best of my knowledge and belief, and that this declaration was executed this

18th day of June, 2020, in OKC, OK.


GINGER SIGLER

CERTIFICATE OF SERVICE

I hereby certify that on July 1, 2020, I caused the foregoing DECLARATION OF GINGER SIGLER IN SUPPORT OF SETTLEMENT AND AWARD OF ATTORNEYS' FEES AND EXPENSES to be served electronically through the Court's ECF system upon all registered ECF participants.

s/ James E. Barz

JAMES E. BARZ

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
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DAVID RONGE, Individually and on Behalf)	Case No. 1:18-cv-07030
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Plaintiff,)	<u>CLASS ACTION</u>
)	
vs.)	Judge Rebecca R. Pallmeyer
)	
CAMPING WORLD HOLDINGS, INC., et al.,)	
)	
Defendants.)	
)	

DECLARATION OF JAMES SKLENAR ON BEHALF OF
THE CITY OF OMAHA POLICE & FIRE RETIREMENT SYSTEM

I, JAMES SKLENAR, declare as follows:

1. I am the Chairman of the City of Omaha Police & Fire Retirement System (“Omaha Police & Fire” or the “System”) and am authorized to submit this declaration on its behalf. I respectfully submit this declaration in support of final approval of the proposed settlement of the above-captioned class action for \$12.5 million (the “Settlement”), approval of the proposed Plan of Allocation for distributing the proceeds of the Settlement, and approval of Lead Counsel’s request for attorneys’ fees and expenses. I have personal knowledge of the statements herein and, if called as a witness, could competently testify thereto.

2. Omaha Police & Fire is a defined benefit pension plan based in the City of Omaha, Nebraska. The System manages approximately \$700 million in assets on behalf of its retirees and their beneficiaries. As set forth in the certification of Omaha Police & Fire previously filed with the Court, the System purchased Camping World common stock during the Class Period and suffered damages as a result.

3. On January 17, 2019, the Court issued an Order adopting a stipulation appointing Omaha Police & Fire, Pontiac and Oklahoma Retirement Systems as Lead Plaintiffs. Since that time, I, and other staff members, have assisted Lead Counsel with the litigation of the Action. In that regard, we regularly consulted with Lead Counsel Labaton Sucharow LLP regarding the litigation and the Settlement; and reviewed material pleadings and memoranda filed by Lead Counsel.

4. As one of the three Lead Plaintiffs, the System authorized Lead Counsel to settle the Action. In making the determination that the Settlement represented a fair, reasonable, and adequate result for the class, we weighed the substantial benefits to the class against the significant risks and uncertainties of continued litigation. After doing so, we believe that the Settlement represents a

favorable recovery, and believe that final approval of the Settlement is in the best interest of the class.

5. Omaha Police & Fire also believes that Lead Counsel's request for an award of attorneys' fees in the amount of 30% of the Settlement Fund is fair and reasonable under the circumstances of this case. The System has evaluated Lead Counsel's request in light of the effort required to pursue the case to date, the risks and challenges in the litigation, as well as the recovery obtained for the class. Omaha Police & Fire understands that Lead Counsel will also devote additional time in the future to administering the Settlement. We further believe that the litigation expenses requested are reasonable and represent the costs and expenses that were necessary for the successful prosecution and resolution of this case. Based on the foregoing, Omaha Police & Fire fully supports Lead Counsel's motion for attorneys' fees and payment of litigation expenses.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 26th day of June, 2020.



JAMES SKLENAR

CERTIFICATE OF SERVICE

I hereby certify that on July 1, 2020, I caused the foregoing DECLARATION OF JAMES SKLENAR ON BEHALF OF THE CITY OF OMAHA POLICE & FIRE RETIREMENT SYSTEM to be served electronically through the Court's ECF system upon all registered ECF participants.

s/ James E. Barz

JAMES E. BARZ

UNITED STATES DISTRICT COURT
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)	
Defendants.)	
)	
_____)	

DECLARATION OF DANIEL GEIS IN SUPPORT OF SETTLEMENT

I, DANIEL GEIS, declare as follows:

1. I am the named plaintiff in the class action pending in the Circuit Court of Cook County, Illinois County Department, Chancery Division captioned: *Daniel Geis et al. v. Camping World Holdings, Inc. et al.*, No. 2019CH02404 (the “*Geis Action*”). I am also a named plaintiff in the instant class action (the “*Action*”). As set forth in my certification, previously filed with this Court (ECF No. 117), I purchased Camping World common stock pursuant or traceable to Camping World Holdings’ (“Camping World” or the “Company”) initial public offering (the “*IPO*”), as well as during the Class Period, and suffered damages as a result.

2. I respectfully submit this declaration on my own behalf in support of final approval of the proposed settlement of the Action for \$12.5 million (the “*Settlement*”), approval of the proposed Plan of Allocation for distributing the proceeds of the Settlement, and approval of Lead Counsel’s request for attorneys’ fees and expenses. I also respectfully submit this declaration in support of my request for an award, pursuant to the Private Securities Litigation Reform Act of 1995 (the “*PSLRA*”), for the time I dedicated to the above-captioned Action (and in connection with my work on the *Geis Action*, the claims of which were ultimately incorporated into and settled through the Action) on behalf of the proposed class. I have personal knowledge of the statements herein and, if called as a witness, could competently testify thereto.

3. On June 24, 2019, I caused to be filed a Class Action Complaint commencing the *Geis Action*, which is a securities class action for violations of §§11, 12(a)(2) and 15 of the Securities Act of 1933 (the “*Securities Act*”) on behalf of all purchasers of Camping World common stock in and/or traceable to the IPO against (1) Camping World; (2) certain of Camping World’s senior executives and directors who signed the October 3, 2016 Registration Statement issued in connection with Camping World’s IPO of 11.3 million shares of common stock (including exercise of the over-allotment) (the “*Offering*”); and (3) each of the underwriters of the

Offering. These claims were not initially included in the Action, but were subsequently resolved and added to the Action via the filing of an Amended Complaint on or about March 12, 2020. *See* ECF No. 117.

4. Since the filing of the *Geis* Action, I have assisted counsel as follows: (i) researching a cause of action against the defendants based off of their statements and omissions in documents filed with the SEC in connection with the Offering; (ii) drafting and filing a Class Action complaint in the *Geis* Action; (iii) opposing defendants' motions to dismiss filed in the *Geis* Action; and (iv) working with my counsel to incorporate the claims alleged in the *Geis* Action into the instant case, to file an amended complaint, and to resolve those claims before this Court on behalf of the class.

5. As a named plaintiff, I have authorized my individual counsel, and Lead Counsel, to settle the Action. In making the determination that the Settlement represented a fair, reasonable, and adequate result for the class, I weighed the substantial benefits to the class against the significant risks and uncertainties of continued litigation. After doing so, I believe that the Settlement represents a favorable recovery, and believe that final approval of the Settlement is in the best interest of the class. I understand that through this settlement, the claims alleged in the *Geis* Action will be resolved.

6. I believe that Lead Counsel's request for an award of attorneys' fees in the amount of 30% of the Settlement Fund is fair and reasonable under the circumstances of this case. I have evaluated Lead Counsel's request in light of the effort required to pursue the case to date, the risks and challenges in the litigation, as well as the recovery obtained for the class. I understand that Lead Counsel will also devote additional time in the future to administering the Settlement. I further believe that the litigation expenses requested are reasonable and represent the costs and expenses that were necessary for the successful prosecution and resolution of this case. Based on

the foregoing, I fully support Lead Counsel’s motion for attorneys’ fees and payment of litigation expenses.

7. I understand the Court may make an award of reasonable costs and expenses (including lost wages) relating to the representation of the class, pursuant to the PSLRA. Accordingly, I am requesting the amount of \$5,000 in connection with my efforts in the Action. This request is based on the conservative estimate that I devoted approximately 50 hours to litigation-related activities described above, at an effective hourly rate of \$100. Prior to my retirement, I owned and operated a financial services and insurance business, and the hourly rate above represents a fair and accurate hourly rate for my services on behalf of the Class based off of the amounts I earned during my working career. Specifically, during my working career, I earned a full-time salary typically at or in excess of \$250,000 per year, which translates to an effective wage of approximately \$125/hr.

I declare under penalty of perjury that the foregoing is true and correct. Executed
6/24/2020
_____ at Wood Ridge, NJ.

DocuSigned by:
Daniel Geis
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DANIEL GEIS

CERTIFICATE OF SERVICE

I hereby certify that on July 1, 2020, I caused the foregoing DECLARATION OF DANIEL GEIS IN SUPPORT OF SETTLEMENT to be served electronically through the Court's ECF system upon all registered ECF participants.

s/ James E. Barz

JAMES E. BARZ

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

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vs.)	Judge Rebecca R. Pallmeyer
CAMPING WORLD HOLDINGS, INC., et al.,)	
Defendants.)	
_____)	

DECLARATION OF WILL WELSH AND CHUCK DANIEL IN SUPPORT OF
SETTLEMENT; AWARD OF ATTORNEYS' FEES AND EXPENSES;
AND AWARD TO PLAINTIFF PLUMBERS & STEAMFITTERS
LOCAL UNION #486 PURSUANT TO THE
PRIVATE SECURITIES LITIGATION REFORM ACT

We, Will Welsh and Chuck Daniel, declare as follows:

1. We are two of the Trustees of the Plumbers & Steamfitters Local Union #486 Pension Fund (the "Fund"). The Fund is a named plaintiff and class representative in this case. The Fund is a multiemployer defined benefit plan maintained according to the collective bargaining agreement between Local Union No. 486 of the United Association of Journeymen and Apprentices of the Plumbing and Pipefitting Industry of the United States and Canada (AFL-CIO) and the employers who have signed the agreement. The Fund has over \$200 million in combined assets. We respectfully submit this declaration in support of: (a) Lead Plaintiffs' motion for final approval of the \$12,500,000 settlement (the "Settlement") reached between the Lead Plaintiffs, on behalf of the Class, and the Defendants; (b) Lead Counsel's motion for an award of attorneys' fees and expenses; and (c) the Fund's request for an award of \$3,500.00 pursuant to the applicable provisions of the Private Securities Litigation Reform Act of 1995 (the "PSLRA") in connection with its representation of the Class.

2. The Fund understands that the PSLRA was enacted to encourage institutional investors and others with meaningful losses to manage and direct securities fraud class actions. The Fund is such a sophisticated institutional investor, and at all times during this action was and is committed to its diligent prosecution.

3. Throughout the course of this litigation, the Fund kept fully informed regarding case developments and procedural matters, including engagement with Robbins Geller Rudman & Dowd LLP ("Robbins Geller") concerning the ongoing investigation and development of the case, the filing of the Consolidated Complaint and the Amended Consolidated Complaint, the briefing of Defendants' motions to dismiss, and the potential resolution of the litigation. In its capacity as a named plaintiff and class representative, the Fund also: (a) reviewed pleadings and briefs and

detailed correspondence concerning the status of the litigation; and (b) participated in conference calls with Robbins Geller throughout the litigation.

4. The Fund has also evaluated the significant risks and uncertainties of continuing litigation, including the possibility of a nominal recovery or even no recovery at all, and believes the \$12,500,000 Settlement is fair and reasonable, represents a very good recovery, and is in the best interests of Class Members.

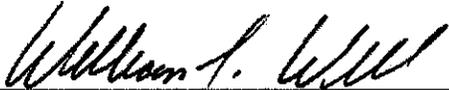
5. The Fund takes very seriously its representative role to ensure that the attorneys' fees are fair in light of the result achieved for the Class. While the Fund recognizes that any determination of attorneys' fees and expenses is left to the Court, the Fund believes that Lead Counsel's request for fees of 30% of the Settlement Amount and expenses not to exceed \$165,000, plus interest on both amounts, is fair and reasonable, as this Settlement would not have been possible without their diligent and aggressive prosecutorial efforts.

6. The Fund further understands that the Court may grant a class representative's request for an award of reasonable costs and expenses incurred in representing the class. The Fund incurred an expense of \$3,500.00, which amount was or will be paid by the Fund to outside fund counsel for its work on behalf of the Fund in this case. Fund counsel's hours were mindfully kept to a minimum and were incurred, in the Fund's view, as a reasonable and necessary expense directly related to the Fund's service as a named plaintiff in this matter.

7. The Fund respectfully requests that the Court grant final approval of the Settlement, approve Lead Counsel's motion for an award of attorneys' fees and expenses, and award the Fund

\$3,500.00 pursuant to the applicable provisions of the PSLRA in connection with its representation of the Class.

I, Will Welsh, declare under penalty of perjury under the laws of the United States that the foregoing is true and correct to the best of my knowledge and belief, and that this declaration was executed this 26 day of June, 2020, in Balto Md.



WILL WELSH

I, Chuck Daniel, declare under penalty of perjury under the laws of the United States that the foregoing is true and correct to the best of my knowledge and belief, and that this declaration was executed this 26th day of June, 2020, in Baltimore MD



CHUCK DANIEL

CERTIFICATE OF SERVICE

I hereby certify that on July 1, 2020, I caused the foregoing DECLARATION OF WILL WELSH AND CHUCK DANIEL IN SUPPORT OF SETTLEMENT; AWARD OF ATTORNEYS' FEES AND EXPENSES; AND AWARD TO PLAINTIFF PLUMBERS & STEAMFITTERS LOCAL UNION #486 PURSUANT TO THE PRIVATE SECURITIES LITIGATION REFORM ACT to be served electronically through the Court's ECF system upon all registered ECF participants.

s/ James E. Barz

JAMES E. BARZ