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10 Interim Class Counsel

11 SUPERIOR COURT OF THE STATE OF CALIFORNIA

12 COUNTY OF ORANGE

13 In re CERADYNE, INC. SHAREHOLDER) Lead Case No. 30-2012-00604001-CU-BT-CXC
14 LITIGATION) (Consolidated with
Case No. 30-2012-00604931-CU-SL-CXC)

15 This Document Relates To:)

16 ALL ACTIONS.)

CLASS ACTION

) Assigned to: Judge Thierry P. Colaw

17)
18) DECLARATION OF ROBERT WILLIAMS III
19) IN SUPPORT OF MOTION FOR FINAL
20) APPROVAL OF CLASS ACTION
21) SETTLEMENT

22) DATE: May 4, 2018

23) TIME: 10:30 a.m.

24) DEPT: CX105

25) DATE ACTION FILED: 10/09/12

26)
27)
28)
DECLARATION OF ROBERT WILLIAMS III IN SUPPORT OF MOTION FOR FINAL
APPROVAL OF CLASS ACTION SETTLEMENT

ELECTRONICALLY FILED
Superior Court of California,
County of Orange

02/15/2018 at 02:38:00 PM

Clerk of the Superior Court
By Sarah Loose, Deputy Clerk

1 I, Robert Williams, III, declare as follows:

2 1. I am the Chairman of the Board of Trustees for the City of Hialeah Employees'
3 Retirement System ("CHERS" or the "Fund"), one of the named plaintiffs in the above-captioned
4 consolidated stockholder class action (the "Action"). I submit this declaration in support of the
5 settlement and proposed service awards to the named plaintiffs. I am over twenty-one years of age,
6 have personal knowledge of the facts set forth in this declaration, and would testify competently thereto
7 if called upon to do so.

8 2. CHERS owned common stock of Ceradyne, Inc. ("Ceradyne" or the "Company") at the
9 time that the Agreement and Plan of Merger with 3M Company (the "Transaction") was publicly
10 announced on October 1, 2012 and held shares in the Company through the closing of the Transaction
11 on November 28, 2012.

12 3. CHERS has not received, been promised or offered, and will not accept any form of
13 compensation, directly or indirectly, for prosecuting or serving as a representative party in this Action
14 except for: (i) such damages or other relief as the Court may award me as a member of the class; (ii)
15 such fees, costs or other payments as the Court expressly approves to be paid to me as an service award;
16 and (iii) reimbursement, paid by my attorneys, of actual and reasonable out-of-pocket expenses incurred
17 directly in connection with prosecution of this Action.

18 4. CHERS does not have a business relationship with any of the defendants in this Action
19 (other than as an investor in Ceradyne), and I know of no claims or interests that CHERS has which are
20 contrary to the members of the class and Ceradyne's former public stockholders.

21 5. CHERS believes that the settlement is fair, reasonable and adequate and in the best
22 interests of the class. Accordingly, CHERS approved it. To the best of my knowledge, CHERS has
23 expended approximately 60 hours in connection with the prosecution of this Action. The Fund's
24 involvement has required CHERS to regularly confer with counsel regarding this Action, review
25 pleadings and motions, search for and/or collect records of stock ownership and other materials related
26 to Ceradyne as part of the discovery process, prepare for and have my deposition taken twice by
27 defendants' counsel, and discuss and consider a settlement of the Action.

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1 6. I am informed that Interim Class Counsel is requesting a service award of \$5,000 for
2 CHERS in connection with the time and effort that the Fund has put into this Action on behalf of the
3 class. Interim Class Counsel offered no assurance that CHERS would receive any compensation for
4 bringing this Action, and the prospect of the service award was not a factor in the Fund's decision to
5 pursue this Action or support the settlement.

6 I declare under penalty of perjury that the foregoing is true and correct. Executed this 6 day
7 of Feb, 2018 at Hialeah, Florida.

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Robert Williams III

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DECLARATION OF SERVICE BY MAIL

I, the undersigned, declare:

1. That declarant is and was, at all times herein mentioned, a citizen of the United States and a resident of the County of San Diego, over the age of 18 years, and not a party to or interested party in the within action; that declarant’s business address is 655 West Broadway, Suite 1900, San Diego, California 92101.

2. That on February 15, 2018, declarant served the DECLARATION OF ROBERT WILLIAMS III IN SUPPORT OF MOTION FOR FINAL APPROVAL OF CLASS ACTION SETTLEMENT by depositing a true copy thereof in a United States mailbox at San Diego, California in a sealed envelope with postage thereon fully prepaid and addressed to the parties listed on the attached Service List.

3. That there is a regular communication by mail between the place of mailing and the places so addressed.

I declare under penalty of perjury that the foregoing is true and correct. Executed on February 15, 2018, at San Diego, California.



JACLYN STARK

CERADYNE

Service List - 2/15/2018 (12-0157)

Page 1 of 1

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