

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLORADO**

Civil Action No. 1:12-cv-00292-RM-KMT

In re MOLYCORP, INC. SECURITIES LITIGATION

ORDER AWARDING ATTORNEYS' FEES AND EXPENSES

This matter is before the Court on Lead Counsel's Motion for an Award of Attorneys' Fees and Expenses, filed on May 5, 2017 (Dkt. No. 244). All capitalized terms used herein have the meanings set forth in the Stipulation of Settlement, dated October 27, 2016, and filed the same day (Dkt. No. 234). The Court having considered all papers filed and proceedings had herein and otherwise being fully informed of the matters hereto and good cause appearing therefore;

THE COURT HEREBY FINDS AND CONCLUDES that:

1. The Court has jurisdiction to enter this Order awarding attorneys' fees and expenses and over the subject matter of the Litigation and all parties to the Litigation, including all Class Members.

2. Pursuant to and in compliance with Rule 23 of the Federal Rules of Civil Procedure and the Court's Order Preliminarily Approving Settlement, Approving Notice to the Class, and Scheduling a Final Approval Hearing dated March 6, 2017 (Dkt. No. 239) (the "Preliminary Approval Order"), due and adequate notice was directed to all Class Members, including individual notice to those Class Members who could be identified through reasonable effort, advising them of Lead Counsel's requests for attorneys' fees and expenses and reimbursement of costs and expenses to Plaintiffs in connection with their representation of the Class, and of their right to object thereto, and a full and fair opportunity was accorded to Class Members to be heard with respect to the requests for attorneys' fees and expenses.

3. Lead Counsel are awarded attorneys' fees in the amount of 30% of the Settlement Amount and expenses in the amount of \$249,327.83, plus interest earned on both amounts at the same rate as earned on the Settlement Fund, which sums the Court finds to be fair and reasonable. The attorneys' fees and expenses awarded will be paid in accordance with the terms of the Stipulation.

4. In making this award of attorneys' fees and expenses to be paid from the Settlement Fund, the Court has considered and found that:

(a) The Settlement has created a fund of \$20,500,000 in cash that has been funded into escrow under the Stipulation, and numerous Class Members who submit acceptable Proofs of Claim will benefit from the Settlement that occurred because of the efforts of Plaintiffs' Counsel;

(b) The fee sought by Lead Counsel has been reviewed and approved as reasonable by Lead Plaintiffs, who were involved in overseeing the prosecution and resolution of the Litigation;

(c) Copies of the Notice were mailed to over 166,000 potential Class Members and nominees stating that Lead Counsel would apply to the Court for attorneys' fees of 30% of the Settlement Amount and expenses not to exceed \$600,000, plus interest thereon, to be paid from the Settlement Fund. The Notice advised Class Members of their right to object to Lead Counsel's motion for attorneys' fees and expenses, and a full and fair opportunity was accorded to persons who are Class Members to be heard with respect to the motion. There were two objections to the requested attorneys' fees and expenses which the Court has considered and found to be without merit;

(d) Plaintiffs' Counsel have conducted the Litigation and achieved the Settlement with skill, perseverance, and diligent advocacy;

(e) The Litigation involves complex factual and legal issues, and, in the absence of settlement, would involve further lengthy proceedings with uncertain resolution if the case were to proceed to trial;

(f) Lead Counsel pursued the Litigation on a contingent basis, having received no compensation during the Litigation, and any fee award has been contingent on the result achieved;

(g) Plaintiffs' Counsel have devoted over 7,000 hours to this Litigation, with a lodestar value of \$4,257,935.50, to achieve the Settlement;

(h) The amount of attorneys' fees is consistent with awards in similar cases; and

(i) The amount of expenses awarded is fair and reasonable and these expenses were necessary for the prosecution and settlement of the Litigation.

5. The Court awards the following amounts to be paid to Plaintiffs from the fees awarded to Lead Counsel, as reimbursement for the Plaintiffs' reasonable costs and expenses directly related to their representation of the Class: \$8,027.44 to Randall Duck; \$1,664.25 to Donald E. McAlpin; and \$560.00 to Iron Workers Mid-South Pension Fund.

6. Any appeal or any challenge affecting this Court's approval of any attorneys' fee and expense application will in no way disturb or affect the finality of the Judgment entered with respect to the Settlement.

7. The Court retains exclusive jurisdiction over the parties and the Class Members for all matters relating to this Litigation, including the administration, interpretation, effectuation, or enforcement of the Stipulation and this Order.

8. If the Settlement is terminated or the Effective Date of the Settlement otherwise fails to occur, this Order will be rendered null and void to the extent provided by the Stipulation.

SO ORDERED.

DATED this 16th day of June, 2017.

BY THE COURT:



RAYMOND P. MOORE
United States District Judge