



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE HANDY & HARMAN, LTD.  
STOCKHOLDERS LITIGATION

:  
: CONSOLIDATED  
: C.A. No. 2017-0882-TMR  
:

**AFFIDAVIT OF MATTHEW SCIABACUCCHI**

COMMONWEALTH OF PENNSYLVANIA :  
: ss.  
COUNTY OF LUZERNE :

I, Matthew Sciabacucchi, being duly sworn, depose and state:

1. I am the Lead Plaintiff in the above-captioned stockholder class action (the "Action"). I respectfully submit this affidavit in support of the proposed settlement of the Action, the requested award of attorneys' fees and expenses and my request for an incentive award of \$10,000, to be paid to me from any award of attorneys' fees, for the work I did as a representative plaintiff in this Action.

2. I am a former stockholder of Handy & Harman Ltd. (the "Company") and continuously held shares from the time the Transaction was first announced through closing.

3. As the Lead Plaintiff in this Action, I have monitored the work of counsel and have been kept apprised of the status of the litigation. I have communicated with counsel regarding significant developments, status updates, and major decisions in the litigation. Further, I discussed with my counsel and/or



reviewed my counsel's views regarding the pleadings and relevant documents in this Action.

4. I have accepted and authorized the Settlement because I believe that it is a fair, adequate, and reasonable compromise that is in the best interest of the Class. I believe that, balanced against the risks, duration, and uncertainty of continued litigation, the Settlement's guarantee of meaningful monetary benefits to the Class justified settling this Action on the agreed terms.

5. I have not received, been promised or offered and will not accept any form of compensation, directly or indirectly, for prosecuting or for serving as a representative party in this Action except: (i) such damages or other relief as the Court may award me as a member of the Class; (ii) such fees, costs or other payments as the Court expressly approves to be paid to me or on my behalf, or (iii) reimbursement, paid by my attorneys, of actual and reasonable out-of-pocket expenditures in connection with the prosecution of this Action.

6. From March 2017 through the present, my involvement in this litigation included:

- a. Reviewing, discussing with counsel and verifying a demand for books and records prior to filing the Complaint, which resulted in the production of documents that informed the Complaint;
- b. Reviewing, discussing with counsel and verifying the Complaint;


- c. Working with counsel to ensure that my responses to Defendants' interrogatories were accurate and truthful;
- d. Working with my counsel to collect and produce documents to Defendants in response to their requests for production of documents;
- e. Driving several hours from my home in Luzerne County, Pennsylvania to meet with my counsel in Philadelphia to prepare for my deposition, staying overnight and returning the following day after my deposition;
- f. Meeting with my counsel for several hours to prepare for my deposition;
- g. Testifying at my deposition for several hours; and
- h. Communicating with my counsel throughout the litigation about strategic direction of the litigation, significant developments, status updates, and major decisions in the litigation.

7. In consideration of the time and effort I have expended on behalf of the Class and the burden I have experienced as a result of serving as Lead Plaintiff, I respectfully request a special award of \$10,000, to be paid to me from any award of attorneys' fees in this Action.

8. I make this Affidavit under penalty of perjury that the foregoing is true and correct.




Executed this 11<sup>th</sup> day of October, 2019.

  
Matthew Sciabacucchi

Sworn to and subscribed before me

this 17<sup>th</sup> day of October, 2019

  
Notary Public

My commission expires September 9, 2023

Commonwealth of Pennsylvania - Notary Seal  
Jennifer Ann Shumbris, Notary Public  
Luzerne County  
My Commission Expires September 09, 2023  
Commission Number 1355668

