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May 5, 2020  
Joshua H. Grabar, Esq.

Name:  
Title:  
On behalf of:  
Address:

**Re: Securities Litigation and Monitoring Services for the \_\_\_\_\_ Retirement System (System) \_\_\_\_\_**

Dear \_\_\_\_\_:

This letter sets forth the terms of an agreement for Grabar, LLC d/b/a the Grabar Law (“Counsel”) to act as counsel to the Anytown Retirement System (System) (the “Pension Plan”) to monitor the Pension Plan’s investment portfolios for possible legal claims, investigate potential litigation involving the Pension Plan’s investment holdings, advise the Pension Plan with respect to its legal rights and options relating thereto, and identify claims for recovery from existing class action settlements.

Counsel will assist the Pension Plan in assessing potential claims under United States federal and state securities, corporate, and related areas of law applicable to the investment holdings of the Pension Plan. Counsel will monitor and investigate market news and other information which may identify violations of law, instances of abuse by corporate management, breaches of fiduciary duties, or other misconduct affecting the Pension Plan.

For investigations that, in our opinion, give rise to meritorious claims, we will provide the Pension Plan, or an individual or group appointed by the Pension Plan, with a detailed analysis setting forth the nature of the claims, applicable facts, assessment of merits, potential for recovery, and other relevant matters. We will describe the available legal options. **The Pension Plan will not be charged for these services.**

The Pension Plan will have no obligation to Counsel to take any action with respect to potential claims that we bring to the attention of the Pension Plan. In the event the Pension Plan determines to take legal action, the Pension Plan agrees that it will consider retaining Counsel to represent the Pension Plan with respect to such action, but the Pension Plan is not obligated to retain Counsel and may utilize other firms or utilize Counsel and other firms of Client’s choice.

In addition, Counsel will notify the Pension Plan of any similar existing securities class action settlements to which the Pension Plan might be entitled to a monetary recovery. In such instances, Counsel will work with the Pension Plan and/or its designated agents to assist in any efforts to recover such sums.

The Pension Plan will provide Counsel with electronic access to its portfolio information for approximately the past five years for purposes of the services discussed above. All of this information is provided to Counsel (along with its employees and agents) on a strictly confidential basis to the extent protected by law and will be utilized by Counsel solely in connection with providing the services set forth in this Agreement.

**Counsel will not charge the Pension Plan any fees for the services (or expenses it incurs) described herein.** If the Pension Plan determines to utilize Counsel to take legal action on their behalf, such representation will be pursuant to the terms of a separate retainer agreement to be negotiated and executed with Counsel.

This Agreement is terminable by the Pension Plan or Counsel, upon written notice to the parties hereto. Upon termination of this Agreement, Counsel shall destroy all copies of the Pension Plan's monthly statements of equity holdings, and any electronic record of the Pension Plan's holdings and certify in writing that the records have been destroyed in compliance with this Agreement.

AGREED TO AND ACCEPTED BY:

Date \_\_\_\_\_  
\_\_\_\_\_  
Name:  
Title:  
On behalf of:  
Address:  
  
Tel:  
Email:

Date \_\_\_\_\_  
\_\_\_\_\_  
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