

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF FLORIDA  
No. 08-01916-MD-MARRA/JOHNSON

IN RE: CHIQUITA BRANDS  
INTERNATIONAL, INC., ALIEN TORT  
STATUTE AND SHAREHOLDER  
DERIVATIVE LITIGATION

THIS DOCUMENT RELATES TO:

DERIVATIVE ACTIONS.

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ORDER AWARDING PLAINTIFFS' COUNSEL'S ATTORNEYS' FEES AND EXPENSES

This matter having come before the Court on October 15, 2010, on the motion of counsel for the Plaintiffs for an award of attorneys' fees and expenses pursuant to ¶2.5 of the Stipulation and Agreement of Settlement dated as of April 19, 2010 (the "Stipulation") (Docket No. 344) filed on August 5, 2010, the Court, having considered all papers filed and proceedings conducted herein, having found the settlement of this action to be fair, reasonable, and adequate and otherwise being fully informed in the premises and good cause appearing therefore;

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that:

1. All of the capitalized terms used herein shall have the same meanings as set forth in the Stipulation filed with the Court.

2. This Court has jurisdiction over the subject matter of this application and all matters relating thereto.

3. Paragraph 2.5 of the Stipulation provides that Plaintiffs' counsel may apply for an award of attorneys' fees and expenses in an amount not to exceed \$4,000,000.00.

4. In connection with the award of the requested fees and expenses, the Court has considered the factors set forth in *Johnson v. Ga. Highway Express, Inc.*, 488 F. 2d 714 (5th Cir. 1974), including the time and labor expended by Plaintiffs' counsel, the novelty and difficulty of the questions raised in the Derivative Litigation, the preclusion of other employment, the customary fee and awards in similar cases, the fact that the fee requested is contingent, the result achieved, and the experience, reputations, and ability of the attorneys for Plaintiffs. The Court has also taken into consideration the fact that the Notice of Proposed Settlement of Derivative Litigation and Hearing was sent to more than 42,000 Chiquita shareholders and that no Chiquita shareholder objected to the request for fees and expenses.

5. The Court hereby awards Plaintiffs' counsel attorneys' fees and expenses in the amount of \$4,000,000.00. The Court finds that the amount of fees and expenses awarded is appropriate in light of all of the circumstances present in the Derivative Litigation.

6. The fees shall be allocated among counsel for the Plaintiffs by Co-Lead Counsel in a manner that reflects each such counsel's contribution to the institution, prosecution, and resolution of the above-captioned action.

7. The awarded attorneys' fees and expenses shall be paid to Co-Lead Counsel in accordance with the provisions of ¶2.5 of the Stipulation.

**DONE AND ORDERED** in Chambers at West Palm Beach, Palm Beach County, Florida, this 15<sup>th</sup> day of October, 2010.



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KENNETH A. MARRA  
United States District Judge

Copies to:  
Counsel of record