EFiled: Aug 19 2013 11:36PM EDT Transaction ID 53790146 Case No. 7315-CS

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE CLEAR CHANNEL OUTDOOR HOLDINGS, INC. DERIVATIVE LITIGATION

C.A. No. 7315-CS

AFFIDAVIT OF STEVEN L. MYERS IN SUPPORT OF PLAINTIFFS' PROPOSED SETTLEMENT AND APPLICATION FOR ATTORNEYS' FEES AND REIMBURSEMENT OF EXPENSES

STATE OF ILLINOIS)
): SS
COUNTY OF MACON)

STEVEN L. MYERS, being duly sworn, does depose and say:

- 1. I am the Administrator for NECA-IBEW Pension Trust Fund ("NECA-IBEW") and am authorized to make this affidavit on behalf of NECA-IBEW, which is serving in a representative capacity in the above-captioned action ("Action"). I submit this affidavit in accordance with the requirements of Court of Chancery Rule 23.1(c) in support of final approval of the Settlement and the application for an award of attorneys' fees and reimbursement of expenses made by Plaintiffs' Counsel in this Action.
- 2. I affirm that NECA-IBEW has not received, been promised or offered, and will not accept any form of compensation, directly or indirectly, for prosecuting or serving as a representative party in this Action, except for (i) such fees, costs, or other payments as the Court expressly approves to be paid to or on behalf of NECA-IBEW, or (ii) reimbursement, paid by NECA-IBEW's counsel, of actual and reasonable out-of-pocket expenditures incurred directly in connection with the prosecution of this Action.
- 3. NECA-IBEW endorses the Settlement and recommends its approval by this Court, because we believe it to be a fair and reasonable resolution of the issues which would have been presented at trial of this Action. We also support the request for \$6,000,000 in fees

and expenses by our attorneys and the other counsel who contributed to the result achieved in this Action. We believe that their fee and expense request is fair and reasonable.

4. I declare under penalty of perjury that the foregoing statements are true and correct to the best of my knowledge.

Executed this 15th day of August 2013.

NECA-IBEW PENSION TRUST FUND

Steven L. Myers

Administrator

SWORN TO AND SUBSCRIBED

BEFORE ME this 15th day of August, 2013.

Notary Public

My Commission Expires: 10/10/15

OFFICIAL SEAL
ROBIN K HAMILTON
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMISSION EXPIRES:10/10/15