UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

GRACE MURRAY, GRACE ENGEN, JEANNE
TIPPET, STEPHEN BAUER, ROBIN
TUBESING, NIKOLE SIMECEK, MICHELLE
MCOSKER, JACQUELINE GROFF, and   Case No. 19-cv-12608-WGY
HEATHER HALL, on behalf of themselves and
others similarly situated,

       Plaintiff,

v.

GROCERY DELIVERY E-SERVICES USA
INC. DBA HELLO FRESH,

       Defendant.

AFFIDAVIT OF ANTHONY PARONICH IN SUPPORT OF PLAINTIFFS'
MOTION FOR PRELIMINARY APPROVAL OF A CLASS ACTION SETTLEMENT

       I, Anthony I. Paronich, declare under penalty of perjury:

       1.   I make this affidavit in support of Plaintiff's Motion for Preliminary Approval of

Class Action Settlement to state my opinion that the settlement represents an excellent result for

the Settlement Class and to advise the Court of my adequacy to be appointed as class counsel.

Except as otherwise noted, I have personal knowledge of the facts set forth in this declaration

and could testify competently to them if called upon to do so.

       2.   I am an attorney duly admitted to practice in the Commonwealth of Massachusetts,

I am over 18 years of age, am competent to testify and make this affidavit on personal

knowledge. I have extensive experience in the prosecution of class actions on behalf of

consumers, particularly claims under the TCPA.

Qualifications of Counsel

3.   I am a 2010 graduate of Suffolk Law School. In 2010, I was admitted to the Bar

in Massachusetts. Since then, I have been admitted to practice before the Federal District Court

for the District of Massachusetts. From time to time, I have appeared in other State and Federal

District Courts *pro hac vice*. I am in good standing in every court to which I am admitted to

practice.

4.   I was an associate at Broderick Law, P.C. in Boston, Massachusetts from 2010

through 2016.

5.   I was a partner at Broderick & Paronich, P.C. in Boston, Massachusetts from

2016 through 2019.

6.   In 2019, I started Paronich Law, P.C., focused on protecting consumers in class

action lawsuits.

7.   I have been appointed class counsel in more than 30 TCPA cases, including the

following:

i.   Desai and Charvat v. ADT Security Services, Inc., USDC, N.D. Ill., 11-CV-1925, a TCPA class settlement of $15,000,000 granted final approval on June 21, 2013.

ii.   Jay Clogg Realty Group, Inc. v. Burger King Corporation, USDC, D. Md., 13-cv-00662, a TCPA class settlement of $8,500,000 granted final approval on April 15, 2015.

iii. Charvat v. AEP Energy, Inc., USDC, N.D. Ill., 1:14-cv-03121, a TCPA class settlement of $6,000,000 granted final approval on September 28, 2015.

iv.   Bull v. US Coachways, Inc., USDC, N.D. Ill., 1:14-cv-05789, a TCPA class settlement finally approved on November 11, 2016 with an agreement for judgment in the amount of $49,932,375 and an assignment of rights against defendant's insurance carrier.

v.   Smith v. State Farm Mut. Auto. Ins. Co., et. al., USDC, N.D. Ill., 1:13-cv-02018, a

TCPA class settlement of $7,000,000.00 granted final approval on December 8, 2016.

vi.   Mey v. Frontier Communications Corporation, USDC, D. Conn., 3:13-cv-1191-MPS, a TCPA class settlement of $11,000,000 granted final approval on June 2, 2017.

vii.   Heidarpour v. Central Payment Co., USDC, M.D. Ga., 15-cv-139, a TCPA class settlement of $6,500,000 granted final approval on May 4, 2017.

viii.   Abante Rooter and Plumbing, Inc. v. Birch Communications, Inc., USDC, N.D. Ga., 1:15-CV-03562-AT, a TCPA class settlement of $12,000,000 granted final approval on December 14, 2017.

ix.   Abante Rooter and Plumbing, Inc. v. Pivotal Payments, Inc., USDC, N.D. Ca., 3:16-cv-05486-JCS, a TCPA class settlement of $9,000,000 granted final approval on October 15, 2018.

x.   In re Monitronics International, Inc., USDC, N.D.W. Va., 1:13-md-02493-JPB-JES, a TCPA class settlement of $28,000,0000 granted final approval on June 12, 2018.

xi.   Thomas Krakauer v. Dish Network, L.L.C., USDC, M.D.N.C., 1:14-CV-333 on September 9, 2015. Following a contested class certification motion, this case went to trial in January of 2017 returning a verdict of $20,446,400. On May 22, 2017, this amount was trebled by the Court after finding that Dish Network's violations were "willful or knowing", for a revised damages award of $61,339,200. (Dkt. No. 338). The Fourth Circuit Court of Appeals unanimously affirmed the judgment in May of 2019. *Krakauer v. Dish Network, L.L.C.,* 925 F.3d 643 (4th Cir. 2019). The United States Supreme Court rejected *certiorari* of this matter in December of 2019. *See DISH Network L.L.C. v. Krakauer,* 140 S. Ct. 676 (2019).

xii.   Abante Rooter and Plumbing, Inc. v. Alarm.com Incorporated, et. al., USDC, ND. CA., 4:15-cv-06314-YGR, a TCPA class settlement of $28,000,000 granted final approval on August 13, 2019.

xiii.   Charvat v. Carnival Corporation & PLC, et. al., USDC, ND. Ill., 1:13-cv-00042, a TCPA class settlement of $12,500,000 granted final approval in April of 2020.

xiv.   Loftus v. Sunrun, Inc., USDC, N.D. Ca.., 3:19-cv-1608, a TCPA class settlement of $5,500,000 granted preliminary approval on September 25, 2020.

Background of the Litigation and Discovery

9.   Defendant Grocery Delivery E-Services USA, Inc., d/b/a HelloFresh is a

subscription-based meal-kit delivery service based in New York, New York. HelloFresh

provides "an automatic, recurring weekly subscription" for meal kit delivery.

10.   In 2015, HelloFresh started a "win back" telephone campaign targeting plaintiffs

and other consumers who had deactivated, rather than paused, their HelloFresh accounts in the

previous two years. HelloFresh ran the campaign for approximately five years and contracted

with five vendors to make its calls: The Office Gurus, Ltd. ("TOG"), Akorbi BPO, LLC,

Innovative Vision Marketing, Inc., Talk2Rep, Inc. d/b/a Outplex, and RSVP (Media Response)

Ltd.

11.   During the campaign, these vendors placed millions of calls to consumers, and the

plaintiffs have alleged that the calls were without consent.

12.   Plaintiffs served extensive discovery requests on HelloFresh and a subpoena on

the third-party vendor HelloFresh identified in its initial disclosures.

13.   Plaintiffs also engaged in discovery through the New York Better Business

Bureau where HelloFresh is headquartered in the United States.

14.   Plaintiffs retained third-party digital forensics experts, Vestige Ltd., to analyze

relevant browser and website histories to evaluate the purchase process and Defendant's

disclosures.

15.   Through first-party and third-party discovery, the parties exchanged over 20,000

pages of documents.

16.   Plaintiffs analyzed the document productions and hired an outside expert, Aaron

Woolfson, to assist in evaluating the dialing system used by Hello Fresh and to identify putative

class members in the calling data produced.

17.   During discovery, the parties' counsel engaged in several settlement discussions,

which were not successful.

18.   After Plaintiffs discovered that HelloFresh hired additional third-party vendors to make its marketing calls, Plaintiffs filed a successful motion to compel Hello Fresh to identify those vendors. Plaintiffs then served third-party subpoenas on those vendors.

19.   At this point, the parties' mediated the cases with the Hon. George H. King of JAMS in October 2020.

Recommendation of Counsel

20.   In light of the risks inherent in class action litigation, as well as my experience litigating dozens of TCPA action settlements, it is my opinion that the pending settlement is an excellent result for consumers and members of the class. The settlement is well within the range of other TCPA settlements on a dollars-per-class-member basis.

PURSUANT TO 28 U.S.C. § 1746, I DECLARE SIGNED UNDER PENALTY OF PERJURY OF THE UNITED STATES OF AMERICA THAT THE FOREGOING IS TRUE AND CORRECT EXECUTED THIS THIS 4th DAY OF NOVEMBER, 2020 IN THE COMMONWEALTH OF MASSACHUSETTS.

/s/ Anthony I. Paronich
Anthony I. Paronich