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August 24, 2017

VIA ECF AND HAND DELIVERY

The Honorable Naomi Reice Buchwald  
United States District Judge, 500 Pearl Street  
New York, New York 10007-1312

Re: *In re LIBOR-Based Fin. Instr. Antitrust Lit.*, 11-md-2262-NRB

Dear Judge Buchwald:

We write in connection with OTC Plaintiffs' Settlement with Barclays Bank plc. We previously submitted a Plan of Distribution for that Settlement, which this Court preliminarily approved. Dkt. 1948. We propose a slight amendment to the Plan of Distribution, as reflected in the attached redline. Ex. A. The sole change is to divide part of the formula by the current day's LIBOR, which ensures that class members' notional stakes are a product of the alleged suppression, and not how high LIBOR happens to be. As before, we do not seek Court approval of this Plan of Distribution. Rather, we seek permission to disseminate this revised plan to class members, so that they have a chance to comment or object in advance of the Final Approval hearing, when the fairness and adequacy of the Plan of Distribution will be evaluated.

The Notice Plan did not call for the Plan of Distribution to be sent directly to Class Members, but rather notified them that it would be posted on the website. Dkt. 1939-2. Accordingly, with the Court's permission, we will update the website with the amended Plan of Distribution. While not necessary, we also propose sending a post-card to Class Members who received direct notice under the Distribution Plan, alerting them to this change and reminding them of the upcoming deadlines. Ex. B. A Proposed Order reflecting this relief is attached. Ex. C.

Respectfully,

/s/ William Christopher Carmody

William Christopher Carmody

Interim Co-Lead Counsel for the OTC Class

# EXHIBIT A

**AMENDED PLAN OF DISTRIBUTION**  
**OVER-THE-COUNTER US DOLLAR LIBOR SETTLEMENT:**

**BARCLAYS BANK PLC**

1. **Settlement Fund.** The Settlement Fund for the Settlement with Barclays Bank PLC (“Barclays”) is \$120,000,000. The Settlement Agreement, and Supplements, describing this Settlement can be found at [www.BarclaysLiborSettlement.com](http://www.BarclaysLiborSettlement.com). All capitalized terms herein are used as defined in that Settlement Agreement.
  
2. **Net Settlement Fund.** The Settlement Fund, less all taxes, expenses of the Notice and administration of the Settlement, and other court-approved expenses, attorneys’ fees, and class representative enhancement awards (the “Net Settlement Fund”) shall be distributed to members of the Class who timely submit valid Proofs of Claim (“Authorized Claimants”) as described below.
  
3. **Qualifying LIBOR Transactions.** For purposes of this Plan of Distribution, a “qualifying LIBOR Transaction” is a U.S. Dollar LIBOR-Based Instrument that qualifies its holder to be a member of the Settlement Class, and for which a Proof of Claim has been filed. A “U.S. Dollar LIBOR-Based Instrument” is an instrument that includes any term, provision, obligation or right to be paid or to receive interest based upon the U.S. Dollar LIBOR rate, including but not limited to asset swaps, collateralized debt obligations, credit default swaps, forward rate agreements, inflation swaps, interest rate swaps, total return swaps, options or floating rate notes. *See* Settlement Agreement §1(qq) (defining U.S. Dollar LIBOR-Based Instrument). The Settlement Class includes, subject to certain exceptions set forth in the Settlement Agreement, all persons or entities (other than Defendants and their employees, affiliates, parents, and subsidiaries) that purchased in the United States, directly from a Defendant (or a Defendant’s subsidiaries or affiliates), a U.S. Dollar LIBOR-Based Instrument and

that owned the U.S. Dollar LIBOR-Based Instrument any time during the period August 2007 through May 2010 (the “Class Period”). *See id.* §3(a)(b) (defining Class).

4. **Proof of Claim.** In order for an instrument to be a qualifying LIBOR Instrument, and to earn benefits from the Settlement Fund, a Class Member must submit a timely Proof of Claim that is accepted in whole or in part by the Claims Administrator.

5. **Pro Rata Claim.** The Claims Administrator will determine the *Pro Rata* Claim of each Authorized Claimant by calculating each Authorized Claimant’s *pro rata* share of the Net Settlement Fund. This will be calculated in the following three steps:

a. First, each Authorized Claimant’s “overall notional stake” is calculated. The notional stake of a qualifying LIBOR Instrument equals the sum of the “suppressed daily underpayments” for that instrument. An Authorized Claimant’s overall notional stake equals the sum of the notional stakes for each of its qualifying LIBOR Instruments. The suppressed daily underpayments for an instrument are calculated as follows:

For each day during the class period when the Claimant had the right to be paid or to receive interest based upon the U.S. Dollar LIBOR rate, the suppressed daily underpayment equals: the dollar amount of the LIBOR-based payment that was due to the Claimant that day (using historical reported LIBOR rates and payment frequency) multiplied by the magnitude of suppression applicable for that day and then divided by the historical reported LIBOR rate for that day.<sup>1</sup>

For example, if an Authorized Claimant had a qualifying interest-rate swap, executed on

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<sup>1</sup> The magnitude of suppressions for a day is based on the weekly average of suppression for that tenor, as reported in the expert modelling offered on behalf of the OTC plaintiffs, and as adjusted to reflect tenors and periods not reported on in that report. Prior to the date when the Proof of Claim is due, a chart depicting the weekly averages of suppression for each tenor will be posted on the website. If the transaction requires both parties to make LIBOR-based payments (e.g., a basis swap), then the but-for payments will be calculated in both directions and netted.

January 1, 2007, paid annually, where it was due 3 LIBOR-based payments during the Class Period, measured for each day by the notional amount (\$1 million) multiplied by the historical 1-month USD LIBOR rate for that day (reported as 3%, 4%, and 3.5% respectively), then the dollar amount of the LIBOR-based payments due to the Claimant for each of those days was \$30,000, \$40,000, and \$35,000 respectively. If LIBOR was suppressed by .1%, .15%, and .2% during those 3 days respectively, then the notional stake of that instrument would be \$1604,500, calculated as follows:

Suppressed daily payment (Day 1): (LIBOR payment = \$30,000) \* (suppression: .001) / (1-month USD LIBOR rate for that day = 0.03) = \$1,000~~30~~

Suppressed daily payment (Day 2): (LIBOR payment = \$40,000) \* (suppression: .0015) / (1-month USD LIBOR rate for that day = 0.04) = \$1,500~~60~~

Suppressed daily payment (Day 3): (LIBOR payment = \$35,000) \* (suppression: .002) / (1-month USD LIBOR rate for that day = 0.035) = \$2,000~~70~~

Total suppressed daily payments: \$4,500~~160~~.

b. Second, each Authorized Claimants "*pro rata* share" is calculated. This is calculated by dividing each Authorized Claimant's overall notional stake by the sum of the overall notional stakes of all Authorized Claimants. For example, if an Authorized Claimant has an overall notional stake of \$20,000, and the total overall notional stake of all claimants combined is \$100 million, then that Authorized Claimant's *pro rata* share will be .0002.

c. Third, the *Pro Rata* Claim for each Authorized Claimant is calculated by multiplying the amount in the Net Settlement Fund by that Authorized Claimant's *pro rata* share.

6. **Distribution**. The Claims Administrator shall distribute the *Pro Rata* Claims to the Authorized Claimants from the Net Settlement Fund, upon application to the Court. In the opinion of Interim Co-Lead Class Counsel, this method of distributing funds represents the most appropriate way of distributing the Net Settlement Fund under the circumstances of this case. The Claims Administrator shall have the discretion to resolve any disputes regarding the meaning and application of this Distribution Plan, and subject to review by the Court as appropriate.

7. **De Minimis Amount**. In order to avoid paying claims in situations where the cost of processing the claim exceeds the payment made, no claim will be paid to any claimant if the total payment to that claimant would be \$10 or less; in such an event, the payment amount will revert back to the Net Settlement Fund.

8. **Rounding**. The distribution to each Authorized Claimant from the Net Settlement Fund will be rounded off to the nearest dollar. The -Plan of Distribution may be modified upon further order of the Court. Any updates to the Plan of Distribution will be published on the website [www.BarclaysLiborSettlement.com](http://www.BarclaysLiborSettlement.com), and Claimants should check the website for updates to this Distribution Plan regularly, including on the day of the final deadline for the filing of Proofs of Claim.

# EXHIBIT B

CLAIMS ADMINISTRATOR

PO BOX 0000

CITY, ST 00000

*Court-Ordered Legal Notice*

**Reminder Notice About  
U.S. Dollar LIBOR  
Settlement with Barclays**

**This notice is only a summary.**

**For detailed information:**

**1-888-568-7640**

**[www.BarclaysLiborSettlement.com](http://www.BarclaysLiborSettlement.com)**

PRESORTED  
FIRST-CLASS MAIL  
U.S. POSTAGE

NAME  
ADDRESS  
CITY STATE ZIP CODE

If You Owned a U.S. Dollar LIBOR-Based Instrument Between August 2007 and May 2010

***You May Be Eligible for a Payment from a \$120 Million Settlement***

You previously should have received a notice about a Settlement with Barclays that impacts individuals and institutions that entered into over-the-counter financial derivative and non-derivative instruments directly with Barclays or a Non-Settling Defendant that received payments tied to U.S. Dollar LIBOR.

This notice is to remind you of upcoming deadlines and to inform you about a change to the formula for calculating claims in the proposed Plan of Distribution, which is available in the Amended Plan of Distribution at [www.BarclaysLiborSettlement.com](http://www.BarclaysLiborSettlement.com). The distribution of funds from the Settlement will be made pursuant to a Plan of Distribution. The Court will consider any objections to the proposed Plan of Distribution at the October 23, 2017 hearing. Please continue to check the Settlement website for any further changes.

**Important Dates**

Submit a Claim	Postmarked no later than <b>December 21, 2017</b>
Object or Ask to be Excluded	Postmarked no later than <b>October 9, 2017</b>
Go to a Hearing	<b>October 23, 2017 at 10:30 A.M.</b> Daniel Patrick Moynihan United States Courthouse Southern District of New York, 500 Pearl St. New York, NY 10007, Courtroom 21A

# EXHIBIT C



2. The Claims Administrator shall send a post-card notice no later than September 8, 2017 to those Class Members to whom it sent direct notice of the Settlement under the notice program approved in the June 6, 2017 Order (Dkt. 1948), with costs payable from the Barclays Settlement Fund, in the form of Exhibit B to the August 24, 2017 Letter from OTC Counsel.

3. The remaining deadlines and rulings from the June 6, 2017 Order (Dkt. 1948) continue in effect and are unchanged.

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Hon. Naomi Reice Buchwald  
**UNITED STATES DISTRICT JUDGE**