

EXHIBIT B

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MARYLAND**

In re UNDER ARMOUR SECURITIES LITIGATION)	Civil No. RDB-17-388
)	
)	<u>CLASS ACTION</u>
)	
This Document Relates To:)	
)	
ALL ACTIONS.)	
)	
)	

**DECLARATION OF MICHAEL GRODI IN SUPPORT OF FINAL APPROVAL OF
PLAINTIFFS' PROPOSED CLASS ACTION SETTLEMENT**

I, Michael Grodi, declare as follows:

1. I am the Chairman of the Retirement Board for Class Representative Monroe County Employees' Retirement System (the "Retirement System"). As Chairman of the Retirement Board, I participate in, and oversee decisions regarding the administration of the Retirement System. I have overseen the Retirement System's participation in this matter since November 2018, when the Retirement System served as a named plaintiff in the Consolidated Second Amended Complaint for Violations of the Federal Securities Laws in this Action. I respectfully submit this declaration in support of final approval of the proposed settlement (the "Settlement").

2. The Retirement System is a defined benefit (pension) plan established under the authority of the State of Michigan's County Pension Plan Act to provide retirement benefits to employees, their families, and other eligible beneficiaries.

3. The Retirement System has participated in and monitored the progress of this Action since it became involved. Specifically, the Retirement System has participated in numerous meetings and conference calls with Robbins Geller Rudman & Dowd LLP (“Lead Counsel”), closely followed the procedural developments in the case, reviewed motions and briefs with the Court, responded to discovery requests, and participated in settlement discussions. For example, in my role as Chairman of the Retirement Board, I personally reviewed and produced hundreds of pages of documents and answered interrogatories. I also spent a considerable amount of time preparing for and providing deposition testimony.

4. As part of its duties as Class Representative, the Retirement System was committed to optimizing the outcome of this Action. The Retirement System believes that the proposed Settlement Amount of \$434 million represents an outstanding result for the Class and the proposed Settlement merits the Court’s approval.

5. While the Retirement System understands that the determination of attorneys’ fees is left to the Court, the Retirement System supports Lead Counsel’s application for 25.83% of the Settlement Amount and expenses in an amount not to exceed \$5 million. The Retirement System believes the request is fair, reasonable and appropriate as this Settlement would not have been possible without the diligent efforts of Lead Counsel, which vigorously litigated this case right up until the scheduled trial date.

6. The Retirement System also understands that payment of class representatives’ reasonable expenses is authorized under the Private Securities Litigation Reform Act of 1995, 15 U.S.C. §78u-4(a)(4). Accordingly, the Retirement System seeks reimbursement for the time I spent on this Action, including the time I spent in oversight and direction of the Action that I would otherwise have devoted to the daily operation of the Retirement System. Although other

employees, including support staff, were also involved in discovery and monitoring of this case, the Retirement System has limited its request for reimbursement for the time expended by me. A summary of the minimum time expended by the Retirement System is as follows:

Name	Hours
Michael Grodi Chairman of the Retirement Board for Monroe County Employees' Retirement System	36 hours Review of pleadings, relevant documents, prepare for and provide deposition testimony, correspondence, meetings and discussions regarding case strategy and oversight and settlement negotiations.

7. The Retirement System respectfully requests that the Court grant final approval of the Settlement and approve Lead Counsel's application for an award of attorneys' fees and expenses. The Retirement System also respectfully requests that the Court approve payment of \$2,160.00 to the Retirement System, which, based upon my compensation during the period of the Action, represents an average rate of \$60 per hour for the time I expended representing class members in this Action.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 17th day of September, 2024, at Monroe, Michigan.



MICHAEL GRODI