

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

ARTHUR L. BRASHER, <i>et al.</i> ,)	
)	
Plaintiffs,)	
)	Case No. 1:11-CV-00991
v.)	
)	Honorable James B. Zagel
BROADWIND ENERGY, INC., <i>et al.</i> ,)	
)	
Defendants.)	
)	

**[PROPOSED] ORDER AWARDING ATTORNEYS' FEES AND EXPENSES AND
LEAD PLAINTIFF'S REIMBURSEMENT AWARD**

This matter came having come before the Court on June 27, 2013, on the motion of Lead Plaintiff's for an award of attorneys' fees and expenses and Lead Plaintiff's reimbursement award; the Court, having considered all papers filed and proceedings conducted herein, having found the settlement of the Litigation 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 meaning as set forth in the Stipulation of Settlement dated as of March 6, 2013 (the "Stipulation").
2. The Court has jurisdiction over the subject matter of the Litigation and over all parties to the Litigation, including all Members of the Class.
3. Pursuant to Rule 23 of the Federal Rules of Civil Procedure, the Court hereby finds and concludes that due and adequate notice of Lead Plaintiff's motion for an award of attorneys' fees and expenses and Lead Plaintiff's reimbursement award was directed to Class Members, including, individual notice to those who could be identified with reasonable effort, advising them of the application for fees, expenses, and reimbursement award, and advising them of their right to object thereto, and a full and fair opportunity was accorded to all Class Members to be heard with respect to the motion for fees, expenses, and reimbursement award.
4. The Court hereby awards Lead Counsel attorneys' fees of 33% of the Settlement Fund and expenses of \$134,905.79 together with interest earned thereon. Said fees shall be allocated among plaintiffs' counsel by Lead Counsel in a manner which, in their good-faith judgment, reflects each counsel's contribution to the institution, prosecution, and resolution of the Litigation. The Court finds that the amount of fees awarded is fair and reasonable. The awarded fees and expenses shall be paid to Lead Counsel from the Settlement Fund pursuant to the terms of the Stipulation.

5. Pursuant to 15 U.S.C. §78u-4(a)(4), the Court awards Lead Plaintiff Brian M. Grothues \$3,000.00 for his time and expense in representing the Class. The reimbursement award shall be paid to Lead Plaintiff from the Settlement Fund pursuant to the terms of the Stipulation.

IT IS SO ORDERED.

DATED: _____

THE HONORABLE JAMES B. ZAGEL
UNITED STATES DISTRICT JUDGE