

EXHIBIT I

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF WISCONSIN
MILWAUKEE DIVISION

IN RE REV GROUP, INC. SECURITIES LITIGATION	LEAD CASE NO. 2:18-CV-1268-LA
--	-------------------------------

**DECLARATION OF K. SCOTT WAGNER FILED ON BEHALF OF MALLERY, S.C. IN
SUPPORT OF APPLICATION FOR AWARD OF ATTORNEYS' FEES AND
EXPENSES**

I, K. Scott Wagner, declare as follows:

1. I am a shareholder in the firm Mallery, s.c. ("Mallery" or the "Firm"). I am submitting this declaration in support of my Firm's application for an award of attorneys' fees, expenses and charges ("expenses") in connection with services rendered in the above-entitled action (the "Action").

2. Mallery is counsel of record for Gabriel Yandoli and Bucks County Employees Retirement System ("State Court Plaintiffs") and court-appointed Interim Class Liaison Counsel in a consolidated securities class action pending in Waukesha County Circuit Court for the State of Wisconsin styled *Gabriel Yandoli et al. v. REV Group, Inc. et al.*, Consol. Case No. 2018CV001163. On May 19, 2021, State Court Plaintiffs and the Houston Municipal Employees Pension System, on behalf of itself and all others similarly situated, entered into a Stipulation and Agreement of Settlement with Defendants, which was filed in this Court. Prior to becoming part of Mallery, I was a shareholder at the law firm of Mallery & Zimmerman, S.C which also served

as liaison counsel for the Class. For a short period of time, my prior firm of Kerkman, Wagner & Dunn served as local counsel in the State Court action before I left that firm to join Mallery & Zimmerman. All of Kerkman, Wagner & Dunn's interest in the action has been conveyed to Mallery through my contractual agreement with that firm and all of Kerkman Wagner & Dunn's fees and expenses are included in this declaration as part of the time and expenses incurred by Mallery. Similarly, Mallery also has all rights and interests that formerly belonged to Mallery & Zimmerman regarding this matter and its fees and expenses.

3. The information in this declaration regarding the Firm's time and expenses is taken from time and expense reports and supporting documentation prepared and/or maintained by the Firm in the ordinary course of business. I am the shareholder who oversaw and/or conducted the day-to-day activities in the Action since its inception and I reviewed these reports (and backup documentation where necessary or appropriate) in connection with the preparation of this declaration. The purpose of this review was to confirm both the accuracy of the entries on the printouts as well as the necessity for, and reasonableness of, the time and expenses committed to the Action. As a result of this review, reductions were made to both time and expenses in the exercise of billing judgment. Based on this review and the adjustments made, I believe that the time reflected in the Firm's lodestar calculation and the expenses for which payment is sought herein are reasonable and were necessary for the effective and efficient prosecution and resolution of the Action. In addition, I believe that these expenses are reasonable and were necessary for the effective and efficient prosecution and resolution of the Action.

4. After the reductions referred to above, the number of hours spent on the Action by the Firm is 190.3. The lodestar amount for attorney/paraprofessional time based on the Firm's

2021 rates are \$79,827.50. The chart below accurately sets forth the lodestar calculation described herein:

<i>TIMEKEEPER</i>	<i>HOURS</i>	<i>RATE</i>	<i>LODESTAR</i>
K. Scott Wagner	176.90	\$425.00	\$75,182.50
Anne Plichta	12.40	\$350.00	\$4,340.00
Andy Robinson	1.00	\$305.00	\$305.00
	190.30	Total:	\$79,827.50

5. The hourly rates shown in the chart above are the Firm's current hourly rates as set by the Firm for each individual. These hourly rates are consistent with hourly rates charged by the Firm during 2021 to its clients and are well within the commercially reasonable range of rates for similar firms in the Metropolitan Milwaukee area. In cases where the listed personnel are no longer with the Firm, the hourly rate listed is the rate charged by that timekeeper immediately prior to their departure from the Firm.

6. The Firm seeks reimbursement of \$4,451.18 in expenses and charges in connection with the prosecution of the Action. Those expenses and charges are summarized by category as follows:


<i>EXPENSE</i>	<i>AMOUNT</i>
Postage Expense	\$251.27
Photocopy Expense .15 per page	\$379.05
Transcripts Fees	\$280.75
Courier	\$641.00
Printing & Binding	\$811.21
Pacer/Westlaw Research	\$501.20
Filing Fees	\$586.70
Pro Hac Vice Fees	\$1,000.00
Total:	\$4,451.18

7. The expenses pertaining to this case are reflected in the books and records of the Firm. These books and records are prepared from receipts, expense vouchers, check records and other documents and are an accurate record of the expenses.

8. The identification and background of my Firm and its shareholders is attached hereto as Exhibit A.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 25th day of October, 2021, at Milwaukee, Wisconsin.



K. Scott Wagner

EXHIBIT A

MALLERY^{SC}

A LIMITED LIABILITY SERVICE CORPORATION

ESTABLISHED 1990
731 North Jackson Street
Suite 900
Milwaukee, Wisconsin 53202
Telephone: (414) 271-2424
Facsimile: (414) 271-8678
www.mallerysc.com

FIRM PROFILE

Mallery S.C. provides the highest quality legal services in an efficient manner. The firm's clients range from individuals to multi-national corporations involved in complex commercial litigation. The firm offers its clients the personal attention of a small firm while providing the litigation experience, credibility and versatility of a large firm. Mallery S.C. has a reputation for excellence, integrity, fairness, and superior service to its clients. The firm is known for its innovative solutions to complex legal issues.

ATTORNEYS

SHAREHOLDERS

DOUGLAS G. FRENCH

e-mail: dfrench@mallerysc.com
Direct Dial: 414-727-6265

Doug practices in the areas of real estate, commercial finance and loan transactions, business organizations and financial institutions law. He represents a variety of real estate clients, including developers, property owners and managers, brokers, construction contractors and associations. Doug also regularly represents borrowers and lenders in real estate loan transactions, has organized a variety of entities and has provided counsel to financial institutions regarding various regulatory matters.

Doug is a frequent speaker at continuing education forums on real estate issues. He served as an Adjunct Associate Professor at Marquette University Law School, where he taught legal writing and lawyering skills and researched in the fields of zoning and municipal law. He is the author of an article entitled "Cities Without Soul: Standards for Architectural Controls With Growth

Management Objectives” which was published in a 1994 issue of the University of Detroit Mercy Law Review. Doug began his career with the law firm of Michael, Best & Friedrich.

Doug received a Bachelor of Arts degree in 1985 from Northwestern University and a Juris Doctor degree in 1988 from Northwestern University Law School. Doug was admitted to the State Bar of Wisconsin in 1988.

MICHAEL J. MCDONAGH

e-mail: mmcdonagh@mallerysc.com

Direct Dial: 414-727-6266

Michael uses his substantial legal and business experience to help business clients successfully navigate the complicated legal and regulatory environments involved in capital formation, transactions and ongoing operations. He represents for-profit and non-profit entities of all types and sizes, including manufacturers, medical practice groups, contractors, engineers, high-tech concerns, retailers, specialty service providers and distributors. Michael’s expertise in securities and health care regulations helps clients navigate successfully through some of the most difficult issues. Michael makes a significant effort to understand his clients’ businesses and become more than just legal counsel, but a valuable advisor.

Michael’s prior experience serving as general counsel to a NYSE-listed corporation and its family of private and publicly traded affiliates, as well as partner at Michael Best & Friedrich LLP in Milwaukee, provides him a background and training well suited to advise clients at the highest level.

JON S. HERREMAN

e-mail: jherreman@mallerysc.com

Direct Dial: 414-727-6262

Jon practices in the areas of commercial finance and loan transactions, business organizations, corporate and commercial real estate. He represents a variety of lending institutions and borrowers in loan transactions and loan workouts and other clients in connection with the formation of business entities, the structure of debt offerings and the purchase and sale of real estate, stock and business assets. He also handles a variety of compliance matters for business organizations.

Jon served as an Adjunct Associate Professor at Marquette University Law School, where he taught legal writing and lawyering skills. He has authored several published articles on business and real estate related matters. Jon began his career with the law firm of O’Neil, Cannon & Hollman, S.C.

Jon received a Bachelor of Arts degree in 1988 from Marquette University and a Juris Doctor degree with honors in 1991 from Drake University. Jon was a member of the Drake Law Review and received the Jeff Gilbert Memorial Writing Award for one of his articles. Jon was admitted to the State Bar of Wisconsin in 1991.

JACQUELINE G. HROVAT

e-mail: jhrovat@mallerysc.com

Direct Dial: 414-727-6271

Jackie practices in the areas of real estate, commercial finance and loan transactions and business organizations. She represents a variety of lending institutions and borrowers in loan transactions and other clients in connection with the purchase and sale of real estate, the leasing of office, industrial and retail properties, the formation of business organizations and the purchase and sale of business assets.

Jackie began her legal career in Chicago in 2001 and, prior to Mallery S.C., worked at DLA Piper in Chicago. Jackie received a Bachelor of Arts degree in 1997 from the University of Cincinnati and a Juris Doctor degree in 2001 from The John Marshall Law School in Chicago. Jackie was a Staff Editor for The John Marshall Journal of Computer and Information Law. Jackie was admitted to the State Bar of Illinois in 2001 and the State Bar of Wisconsin in 2009.

JOHN M. WIRTH

e-mail: jwirth@mallerysc.com

Direct Dial: 414-727-6276

John practices in the areas of real estate, commercial finance and loan transactions and debtors' and creditors' law. He represents a variety of real estate clients, including developers, property owners and managers, brokers, construction contractors and associations. He has represented clients before municipal bodies, organized condominiums, closed purchases and sales, negotiated development agreements, municipal revenue obligations, construction contracts and complex leases, established sophisticated ownership structures and resolved real estate-related disputes. He regularly represents financial institutions and borrowers in real estate, asset-based, corporate loan and bond transactions, and has closed well in excess of \$1 billion of loans. In debtors' and creditors' law proceedings, John frequently represents and has represented state court business receivers, a variety of creditors (including financial institutions, pension plans, trade creditors and equity holders), trustees, receivers and debtors, and has served as an operating bankruptcy trustee and a state court business receiver.

John is a frequent speaker at continuing legal education and other forums on real estate, business and creditors' rights issues. John currently serves as a member of both the Common Council and the Planning Commission for the City of Mequon. He received a Distinguished Service Award from the Milwaukee Bar Association in 2000 and at one point served as the Chair of its Bankruptcy Section. John began his career with the law firm of Reinhart, Boerner, Van Deuren, Norris & Rieselbach, s.c.

John received a Bachelor of Arts degree in 1985 from the University of Wisconsin and a Juris Doctor degree in 1988 from the University of Wisconsin Law School. He served as Articles Editor for the Wisconsin Law Review and studied international finance and business transactions

at Regent's College in London, England. John was admitted to the State Bar of Wisconsin in 1988 and is admitted to practice in the federal courts in both the Eastern and Western Districts of Wisconsin.

K. SCOTT WAGNER

e-mail: kwagner@mallerysc.com
Direct Dial: 414-727-6270

Since graduating from Marquette University Law School cum laude in 1989, Scott has been actively involved in handling complex commercial litigation. Scott has appeared in State and Federal Courts across Wisconsin (and other states) and has argued cases in the Wisconsin Court of Appeals, the Wisconsin Supreme Court, and the Seventh Circuit Court of Appeals.

Over the course of his career, Scott has handled a wide variety of commercial litigation matters including, but not limited to, anti-trust, contractual disputes, covenants not to compete, securities fraud and shareholder disputes involving both public and private entities. Scott has represented a wide range of clients including individuals, small businesses and large corporations. Scott frequently represents clients in "business divorces" when partners or shareholders are looking to end their relationship through a buy-out or similar type of transaction.

Scott also has considerable experience representing shareholders in derivative actions and has served as court-appointed counsel in numerous class actions with a particular focus on matters involving anti-trust, securities fraud and fiduciary breaches by majority shareholders. In his class action work, Scott has partnered with some of the most prestigious class action firms in the country to champion plaintiffs' rights. Scott has also served as a guest lecturer on class actions from the plaintiffs' perspective.

ADAM J. BARDOSY

e-mail: abardosy@mallerysc.com
Direct Dial: 414-727-6264

Adam practices in the areas of real estate, commercial finance and loan transactions, real estate foreclosure and loan workouts. Adam received a Bachelor of Arts degree in 2002 from the University of Minnesota and a Juris Doctor degree in 2005 from Marquette University Law School. Adam was admitted to the State Bar of Wisconsin in 2005.

MICHAEL A. MARX

e-mail: mmarx@mallerysc.com

Direct Dial: 414-727-6274

Michael practices in the areas of real estate, commercial finance and loan transactions, and business organizations. Michael received a Bachelor of Science degree in 2003 from Cornell University and a Juris Doctor degree in 2008 from Marquette University Law School. He served as Note and Comment Editor for the Marquette University Law Review. Michael was admitted to the State Bar of Wisconsin in 2008.

ANDREW G. FRANK

e-mail: afrank@mallerysc.com

Direct Dial: 414-727-6280

Andy advocates for both corporate and individual clients in a wide variety of civil matters in state and federal courts. Andy has substantial litigation experience defending national and international manufacturers, automobile companies and other companies from products liability claims, prosecuting and defending large-scale construction defect cases and defending trucking and bus companies in accident cases throughout Wisconsin. Andy also has substantial experience in securities litigation and general commercial litigation.

Andy has never lost a trial as lead counsel and has trial and appellate experience in state and federal courts nationwide.

Andy also participates in several pro bono activities, including advising and representing low income residents in landlord-tenant matters.

CATHERINE A. FAUGHT

e-mail: cfaught@mallerysc.com

Direct Dial: 414-727-6254

Cat is an accomplished litigator with over 20 years of experience. She has served on multiple trial teams and has extensive experience representing corporations and other entities in complex matters. Cat's litigation background is broad and diverse, having handled cases involving medical devices, pharmaceuticals, long-term care, and skilled nursing facilities, chemical exposure, toxic torts, asbestos, motorcycles, professional liability, and medical malpractice. Cat advocates for her clients with diligence, organization, loyalty, a personable disposition, and a dedication to acquiring positive results.

Cat supports her Milwaukee community by volunteering and working with groups involved with the arts, including the Milwaukee Art Museum and the Haggerty Museum of Art at Marquette University. The Friends of Art support group of the Milwaukee Art Museum honored Cat with its annual Volunteer Service Award in 2006, and she co-chaired Milwaukee's Lakefront Festival of Art with her sister in 2017.

ASSOCIATES

SHAUNA D. MANION

e-mail: smanion@mallerysc.com

Direct Dial: 414-727-6272

Shauna is a litigator and business/corporate attorney, and works hard to achieve her clients' goals. She uses her strong analytical skills and good judgment in every case she takes, and she is notable for driving her cases to a successful finish. Shauna represents clients in federal and state court at all stages of litigation, from early case assessment to trial and appeals. Shauna's jury trial experience includes the successful litigation of shareholder disputes, contract claims, and felony charges. She has authored numerous winning appellate briefs, and has experience filing successful petitions for certiorari review and interlocutory review.

Shauna has represented clients in a wide variety of civil matters, including matters of corporate control, covenants not to compete, corporate governance, statutory and contractual disputes, and breach of fiduciary duties. Shauna attended The Pennsylvania State University Dickinson School of Law, and served as the Articles Editor on the Editorial Board of The Penn State Law Review. Prior to joining Mallery s.c., Shauna clerked for the IRS Office of Chief Counsel in Washington, D.C., working with small businesses, pass-throughs and special industries, before returning to her hometown of Milwaukee for private practice.

MARGARET L. SEIFERT

e-mail: mseifert@mallerysc.com

Direct Dial: 414-727-6279

Maggie is an associate on the firm's real estate team. Her practice specialties include purchasing, selling, leasing, developing, and financing commercial real estate. Prior to joining Mallery s.c., Maggie worked in-house as claims counsel at a large title insurance company managing title and escrow litigation. She also worked in-house at a local title company assisting commercial clients in solving both title and closing issues on transactions.

Maggie completed her undergraduate studies at Creighton University in 2013, where she received her Bachelor of Science in Nursing with a minor in health administration and policy, graduating magna cum laude. She was admitted by the State of Wisconsin as a registered nurse (RN) in 2013. Maggie earned her Juris Doctor from the University of Wisconsin Law School in 2015. During her time at Wisconsin Law, she was involved in numerous organizations, such as the Association of Women Lawyers and the Student Bar Association, as well as being on the Wisconsin Journal of Law, Gender and Society serving as Deputy Symposium Editor. In that role, she worked to facilitate the annual symposium entitled Faster, Higher, Stronger, Fairer, Better? A Critical Analysis of Gender and the Olympic Movement.

CLASS ACTION EXPERIENCE

K. Scott Wagner has significant experience representing plaintiffs in shareholder and class action litigation in Wisconsin courts. Wagner was appointed as liaison counsel to represent plaintiffs on multiple occasions in the Eastern District of Wisconsin, including, but not limited to, *In re Lawnmower Engine Horsepower Marketing and Sales Practices Litigation*, Consolidated Case No. 08-md-1999; *In re Harley Davidson, Inc. Securities Litigation*, Consolidated Case No. 05-C-0547; *White v. Heartland High-Yield Municipal Bond Fund, et al.*, Consolidated Case No. 00-C-1388; *In re Cumulus Inc. Securities Litigation*, Master File No. 00-C-391, *Fond du Lac Bumper Exchange, Inc. v. Ju Li Exchange, Inc., et al* (09-C-0452), *In re Roadrunner Transportation Systems, Inc. Stockholder Divestiture Litigation* (17-CV-00893), *Steven Duncan, et al., Individually and on Behalf of All Others Similarly Situated v. Joy Global Inc., et al* (16-c-01229), and is currently serving as local counsel in *Milwaukee County v. Amerisourcebergen Drug Corporation, et al*; (N.D. Ohio-MDL 2804) and *Walworth County v. Amerisourcebergen, et al*; (W.D. Ohio-MDL 2804). Wagner also served as special counsel for the class to assist with issues regarding allocation of proceeds in *Paper Systems Inc. v. Mitsubishi Corp., et al.*, Case No. 96-C-0959; *Graphic Controls Corp. v. Mitsubishi Corp., et al.*, Consolidated Case No. 96-C-0412; and *Victor Paper Roll Products, Inc. v. Mitsubishi Corp., et al.*, Consolidated Case No. 96-C-0508.

Wagner has been appointed as local counsel in shareholder litigation, in Wisconsin courts, including, but not limited to, *In re Koss Corporation Shareholder Derivative Litigation*, Case No. 10-CV-2242 (Milwaukee County Circuit Court); *Buttonwood Tree Value Partners, LP, et al. v. Smith, et al.*, Case No. 08-CV-2963 (Milwaukee County Circuit Court); *In Re Wisconsin Energy Corporation Shareholder Litigation*, Master File No. 00-CV-006889 (Milwaukee County Circuit Court); *Harbor Finance Partners, et al. v. Martin, et al.*, Case No. 00-CV-000907 (Milwaukee County Circuit Court); *Allen v. ProVantage Health, Services, Inc., et al.*, Case No. 00-CV-938 (Waukesha County Circuit Court), and is currently serving as local class counsel in *In re Gabriel Yandoli, et al. v. REV Group, Inc. et al.*, Case No. 2018-CV-001163 (Waukesha County Circuit Court).

Wagner has also been appointed to serve on the Executive Committee in *In Re Shopko Stores, Inc. Shareholder Litigation*, Case No. 05-CV-677 (Brown County Circuit Court).

Wagner also served as lead class counsel in *Champine, et al. v. Milwaukee County*, Case No. 02-CV-2841 (Milwaukee County Circuit Court).

In addition to the class action and derivative experience described above, Wagner has extensive experience in litigation throughout state and federal courts of Wisconsin, in various areas including securities fraud, shareholder disputes, fair dealership law, unfair trade practices, construction law, and commercial litigation generally.