

NOTICE OF LAWSUIT

To: ALL FORMER AND CURRENT EMPLOYEES OF DELOITTE & TOUCHE LLP, WHO, AT ANY TIME DURING THE THREE (3) YEARS PRIOR TO THE DATE OF THIS NOTICE, (A) WERE EMPLOYED BY DELOITTE IN THE POSITION OF AUDIT ASSISTANT, AUDIT SENIOR ASSISTANT, AUDIT IN-CHARGE AND/OR AUDIT SENIOR (ALSO KNOWN AS STAFF 1, STAFF 2, OR SENIOR 1, SENIOR 2); AND (B) WERE NOT LICENSED AS CERTIFIED PUBLIC ACCOUNTANTS DURING THE TIME THAT THEY WORKED IN THE POSITION.

**THIS NOTICE MAY AFFECT YOUR RIGHTS.
PLEASE READ IT CAREFULLY.**

YOU ARE HEREBY NOTIFIED AS FOLLOWS:

Two former employees of Deloitte & Touche LLP ("Plaintiffs") have filed a lawsuit against Deloitte & Touche LLP and Deloitte LLP ("Deloitte") in the United States District Court for the Southern District of New York, claiming that Deloitte misclassified them as exempt employees and failed to pay them overtime for hours they worked over 40 in a workweek as required by law.

Deloitte denies the allegations made by Plaintiffs and asserts that the Plaintiffs were paid correctly and in accordance with law.

The lawsuit is now proceeding as a conditionally certified collective action on behalf of all Audit Assistants, Audit Senior Assistants, Audit In-Charge and Audit Seniors (also known as Staff 1, Staff 2, or Senior 1, Senior 2) (together, "Audit Employees") who work or worked for Deloitte and were not licensed as Certified Public Accountants at any time from April 11, 2008 through the present.

1. Why did I get this notice?

You are getting this notice because Deloitte's records show that you work or worked as an Audit Employee and were not licensed as a Certified Public Accountant during all or part of the relevant time period.

2. What is this lawsuit about?

This lawsuit is about whether Deloitte misclassified Audit Employees as exempt from the requirements of the federal overtime law and should have paid them overtime for the hours that they worked over 40 in a workweek. If the Plaintiffs prevail and you are a member of the class, you may be owed back pay.

A trial may be necessary to decide whether the claims being made against Deloitte are correct. The Honorable Richard M. Berman, United States District Court Judge in the Southern District of New York, is overseeing this collective action. The lawsuit is known as In re Deloitte & Touche LLP Overtime Litigation, No. 11 Civ. 2461.

3. What are the Plaintiffs asking for?

Plaintiffs are seeking to recover unpaid overtime wages. Plaintiffs also are seeking recovery of liquidated damages, attorneys' fees, and costs.

4. What will I get from this lawsuit?

If you choose to be included in this collective action, you may be entitled to participate in any monetary award or benefit that may come from a trial or a settlement in this lawsuit. If you participate, you give up any rights to separately sue Deloitte about the same legal claims in this lawsuit.

This notice does not mean you have a valid claim or are entitled to any monetary recovery. Any such determination must still be made by the Court.

5. What is a collective action and who is involved?

In a collective action lawsuit, one or more persons who have similar claims can bring a lawsuit that potentially includes others who have similar claims. All Audit Employees who decide to participate in the case are part of a "Collective" or are "Collective Action Members." The employees who brought this lawsuit and - all of the Collective Action Members - are called the Plaintiffs. The entities that they have sued - Deloitte & Touche LLP and Deloitte LLP - are called the Defendants. One Court resolves the issues for everyone who decides to join the case.

6. Why is this lawsuit a Collective Action?

The Court has conditionally authorized this case to proceed as a collective action under § 216(b) of the Fair Labor Standards Act ("FLSA"), 29 U.S.C. § 216(b). By conditionally authorizing this case to proceed as a collective action, the Court has not taken any position on the merits of this case. Moreover, since the case is only conditionally certified, the case may be decertified by the Court at a later stage.

7. What is Deloitte's position?

Deloitte denies all of the Plaintiffs' allegations and maintain that the Audit Employees were correctly paid in accordance with law.

8. What has the Court said?

The Court has not decided whether Deloitte or the Plaintiffs are ultimately correct. It has established the case is conditionally certified as a class action and authorized this notice.

9. Can I join this lawsuit?

To be eligible to join this lawsuit, you must have worked as an Audit Employee at Deloitte and not have been a licensed Certified Public Accountant at any time within three years of the date you file your consent form to join this lawsuit.

10. I'm still not sure if I am included.

If you are still not sure whether you are included, you can get free help by speaking to your own attorney or by calling or writing the Plaintiffs' lawyers in this case:

**Max Folkenflik, Folkenflik & McGerity
1500 Broadway, 21st Floor
New York, NY 10036
(212) 354-7800
deloittelawsuit@fmlaw.net**

If you call or write, you should refer to the Deloitte case.

11. What happens if I do nothing at all?

If you choose not to join this lawsuit, you will not be affected by any ruling, judgment or settlement rendered in this case. You will not be entitled to share any amounts that may be recovered by Plaintiffs as part of this lawsuit. You also will be free to independently retain your own counsel and to file your own individual lawsuit. You should be aware that your federal wage and hour claims are limited by a three-year statute of limitations. Delay in joining this action, or proceeding separately, may result in some or all of potential claims expiring as a matter of law.

12. What happens if I join the lawsuit?

If you choose to join this lawsuit, you will be bound by any ruling, settlement or judgment, whether favorable or unfavorable. You will also share in any proceeds from a settlement or judgment favorable to the Collective to the extent you are entitled to such proceeds. By joining this lawsuit, you designate the named Plaintiffs as your representatives, and you designate the named Plaintiffs to make decisions on your behalf concerning the case, the method and manner of conducting the case, the entering of an agreement with Plaintiffs' counsel regarding settlement and payment of attorneys' fees and court costs, and all other matters pertaining to this lawsuit. Decisions made and agreements entered into by the named Plaintiffs will be binding on you if you join the lawsuit. While this lawsuit is pending, you may be requested to provide documents or information relating to your employment with Deloitte, or otherwise participate in written and/or oral discovery proceedings and/or in a trial of this matter.

13. Can Deloitte or my current employer retaliate against me if I join the lawsuit?

It is a violation of federal law for Deloitte or any of its related entities or your current employer to fire, discipline, or in any manner discriminate or retaliate against you for taking part in this case. If you believe that you have been penalized, discriminated against, or disciplined in any way as a result of your receiving this notification, considering whether to join this lawsuit, or actually joining this lawsuit, you may contact Plaintiffs' lawyers or any other lawyers of your choosing.

14. How do I ask the Court to include me in the case?

Enclosed is a form called "Consent to Join." If you choose to join this lawsuit, it is extremely important that you read, sign, and promptly return the Consent to Join form. A self-addressed and postage-paid envelope is enclosed for your convenience. Should the enclosed envelope be lost or misplaced, the Consent to Join Form must be sent to:

**Deloitte Lawsuit, Folkenflik & McGerity
1500 Broadway, 21st Floor
New York, NY 10036
(212) 354-7800**

You can also fax the Consent to Join form to (212) 757-2010 or scan and email it to deloittelawsuit@fmlaw.net.

The signed Consent to Join form must be received by April 23, 2012. If the signed Consent to Join form is not filed by the deadline, you will not be allowed to participate in this lawsuit and you will not be entitled to participate in, and will not be bound by, any settlement or judgment of this FLSA claim.

15. Do I have a lawyer in this case?

If you choose to join this lawsuit, you will be represented by Max Folkenflik and other lawyers at Folkenflik & McGerity, 1500 Broadway, 21st Floor, New York, NY 10036, www.fmlaw.net, and Justin M. Swartz at Outten & Golden LLP, 3 Park Avenue, 29th Floor, New York, NY 10016, www.outtengolden.com.

16. Should I get my own lawyer?

You may hire your own attorney to represent you in this lawsuit if you choose.

17. How will the lawyers be paid?

The named Plaintiffs have entered into a contingency fee agreement with Plaintiffs' counsel. If you join the lawsuit and Plaintiffs do not win, there will be no attorneys' fees or costs charged to you. In the event there is a recovery by Plaintiffs, Plaintiffs' counsel will apply to the Court to receive either: (1) up to one-third of any settlement obtained or money judgment entered in favor of all members of the class, or (2) the actual value of the time they spend on the case, whichever is greater. The award of any legal fees must be reviewed and decided by the Court. The fees may be part of a settlement obtained or money judgment entered in favor of Plaintiffs, or may be separately paid by Deloitte, or may be a combination of the two. A copy of the contingency fee agreement executed by the named Plaintiffs may be obtained upon request from Plaintiffs' counsel identified above and may be found along with this notice at **www.DeloitteOvertimeSettlement.com**.

In summary, if you choose to be included in this collective action, you may be entitled to participate in any award or benefit that may come from a trial or a settlement in this lawsuit. If you participate, you give up any rights to separately sue Deloitte about the same legal claims in this lawsuit. **If you wish to be included, you must complete and return in timely fashion the "Consent to Join" form enclosed with this notice.**

By doing nothing, you will not be included in this collective action. You keep any rights to sue Deloitte separately about the same legal claims in this lawsuit.