

Exhibit 5

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF TEXAS
TYLER DIVISION**

ROBERTO RAMIREZ and THOMAS
IHLE,

Plaintiffs,

-against-

J.C. PENNEY CORPORATION, INC.,
MICHAEL DASTUGUE, JANET
DHILLON, KENNETH HANNAH,
MICHAEL KRAMER, RONALD
JOHNSON, and MYRON E. ULLMAN, III,

Defendants.

Civil Action No. 6:14-cv-00601-RWS-KNM

CLASS ACTION

**DECLARATION OF THOMAS IHLE IN SUPPORT OF
PLAINTIFFS' MOTIONS FOR (1) FINAL APPROVAL, AND (2) AWARD OF
ATTORNEYS' FEES, REIMBURSEMENT OF EXPENSES AND
CASE CONTRIBUTION AWARDS**

I, Thomas Ihle, declare, under penalty of perjury, as follows:

1. I am a named Plaintiff in the above-captioned action (the "Action"), and a former employee of J.C. Penney Corporation, Inc. ("J.C. Penney"). I was a participant in the J. C. Penney Corporation, Inc. Savings, Profit Sharing and Stock Ownership Plan (the "Plan") during the Class Period, as defined below.

2. I submit this Declaration in support of Plaintiffs' Motions for (1) final approval of the proposed Settlement, and (2) an award of attorneys' fees, reimbursement of expenses and case contribution awards.

3. I understand that this is a class action lawsuit brought on behalf of not only myself, but also other participants and beneficiaries of the Plan at any time from November 1, 2011 through

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May 31, 2016 (the “Class Period”), and whose Plan accounts also included investments in the
J. C. Penney Common Stock Fund (the “Settlement Class”).

4. During the Class Period, my Plan account included investments in the J. C. Penney
Common Stock Fund.

5. I have retained the law firm of Zamansky LLC to act as my counsel in this Action
and to litigate this Action on my and the Settlement Class’s behalf.

6. I understand that I am a proposed Settlement Class representative, and as such I
have agreed to act as a fiduciary for members of the Settlement Class. As a fiduciary I have a
responsibility to the entire Settlement Class to oversee the litigation and ensure that counsel for
Plaintiffs prosecute the case vigorously and in the interest of all class members equally.
I understand that one other former J.C. Penney employee is also a named Plaintiff in this action,
and has also agreed to act as a Settlement Class representative.

7. I believe this action to be meritorious.

8. I became a named Plaintiff in this case in approximately August 2014.

9. Since I first became involved in this action, I have regularly conferred with Samuel
Bonderoff and Justin Sauerwald of Zamansky LLC. Initially, I provided information and
documentation regarding my participation in the Plan and stated that I would appear for deposition
and testify at trial if necessary. I then reviewed and approved a draft of the First Amended
Complaint to be filed on my behalf in this Court. Over the course of the litigation I also reviewed
Defendants’ motion to dismiss and correspondence sent to me by my counsel. With the
instructions of my counsel, I diligently searched for documents responsive to the Court’s
controlling Discovery Order.

10. During the Settlement process, I regularly spoke with Zamansky LLC regarding the Settlement and nature of the negotiations. As part of that process, I approved of this Action being settled for \$4.5 million. I further understand that my counsel will request that they be awarded part of that amount in attorneys' fees and be reimbursed for expenses.

11. I recently received in the mail at my home address a copy of the Settlement notice which I understand was mailed to all members of the Settlement Class.

12. I have not kept daily or other time records which would document the amount of time which I have devoted to this Action. I believe, however, that I have spent more than fifty hours devoted to participating in and monitoring this litigation.

13. I am presently not planning to attend the Final Fairness Hearing which is to be held in Tyler, Texas on July 26, 2017. However, if my counsel or the Court requests that I attend the Hearing, I will do so.

I declare under penalty of perjury of the laws of the United States of America that the forgoing is true and correct.

Executed: June 27, 2017


Thomas Ihle