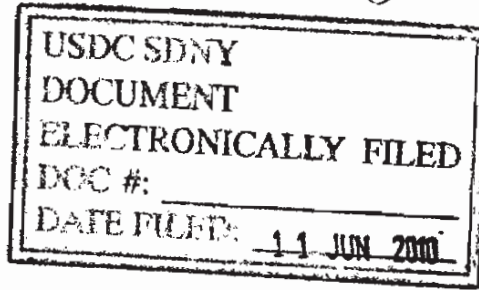


Exhibit 32

Swain

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK



_____ X
In re TELETECH LITIGATION :

This Document Relates To: :
ALL ACTIONS. :
_____ X

Master File No. 1:08-cv-00913-LTS

CLASS ACTION

[Signature]

[PROPOSED] ORDER AWARDING LEAD COUNSEL'S ATTORNEYS' FEES AND EXPENSES

This matter having come before the Court on June 11, 2010, on the motion of Lead Counsel for an award of attorneys' fees and expenses incurred in the Litigation, the Court, having considered all papers filed and proceedings conducted herein, having found the settlement of this action 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 meanings as set forth in the Stipulation of Settlement dated October 21, 2009 (the "Stipulation"), and filed with the Court.

2. This Court has jurisdiction over the subject matter of this application and all matters relating thereto, including all members of the Class who have not timely and validly requested exclusion.


3. The Court hereby awards Lead Counsel attorneys' fees of 30% of the Settlement Fund, plus litigation expenses in the amount of \$108,156.05, together with the interest earned on both amounts for the same time period and at the same rate as that earned on the Settlement Fund until paid, pursuant to 15 U.S.C. §78u-4(a)(6). The Court finds that the amount of fees awarded is fair and reasonable under the "percentage-of-recovery" method.

4. The fees and expenses shall be allocated among Lead Plaintiff's counsel in a manner which, in Lead Counsel's good-faith judgment, reflects each such counsel's contribution to the institution, prosecution, and resolution of the Litigation.


5. The awarded attorneys' fees and expenses and interest earned thereon shall immediately be paid to Lead Counsel subject to the terms, conditions, and obligations of the Stipulation, and in particular ¶6.2 thereof which terms, conditions, and obligations are incorporated herein.

IT IS SO ORDERED.

DATED: June 11, 2010



THE HONORABLE LAURA TAYLOR SWAIN
UNITED STATES DISTRICT JUDGE



CERTIFICATE OF SERVICE

I hereby certify that on June 4, 2010, I submitted the foregoing to orders and judgments@nysd.uscourts.gov and e-mailed to the e-mail addresses denoted on the Court's Electronic Mail Notice List, and I hereby certify that I have mailed the foregoing document or paper via the United States Postal Service to the non-CM/ECF participants indicated on the attached Manual Notice List.

I certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on June 4, 2010.

s/ Ellen Gusikoff Stewart

ELLEN GUSIKOFF STEWART

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