



IN THE COURT OF CHANCERY IN THE STATE OF DELAWARE

IN RE GREENLIGHT BIO MERGER
STOCKHOLDER LITIGATION

Lead C.A. No. 2024-1020-KSJM

This Document Relates To:
ALL ACTIONS.

TRANSMITTAL AFFIDAVIT OF TIFFANY GEYER LYDON

I, Tiffany Geyer Lydon, being duly affirmed, depose and say:

1. I am Senior Counsel at the law firm of Ashby & Geddes, P.A. (“A&G”) and a member in good standing of the bar of the Supreme Court of the State of Delaware. A&G served as counsel for plaintiffs Susan Serven and Lawrence Serven in the above-captioned action (the “Action”). I make this Affidavit in support of the proposed settlement and application for an award of fees and expenses in connection with services rendered during this action.

2. Attached hereto are true and correct copies of the following documents:

Exhibit 1: Declaration of Tina Chiango

Exhibit 2: Excerpts from Definitive Proxy Statement

Exhibit 3: Affidavit of Oscar Pardo Planas

Exhibit 4: Affidavit of Keith W. Meyer

Exhibit 5: Affidavits of Susan Serven and Lawrence Serven

Exhibit 6: Affidavit of Michael Palestina

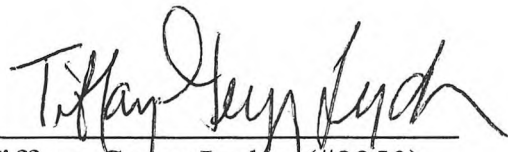
Exhibit 7: Affidavit of Juan Monteverde

Exhibit 8: Affidavit of Donald Enright

Exhibit 9: Affidavit of Tiffany Geyer Lydon

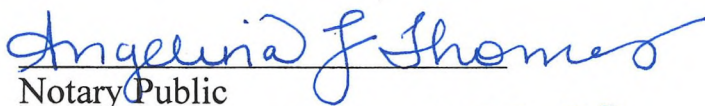
I declare under penalty of perjury under the laws of Delaware that the foregoing statements are true and correct.

Executed this 1st day of June, 2026.



Tiffany Geyer Lydon (#3950)
ASHBY & GEDDES, P.A.
500 Delaware Ave., 8th Floor
Wilmington, DE 19801
(302) 654-1888

Sworn to and subscribed before me
this 1 day of June, 2026.



Notary Public

My Commission Expires 4-25-28





EXHIBIT 1

IN THE COURT OF CHANCERY IN THE STATE OF DELAWARE

IN RE GREENLIGHT BIO MERGER
STOCKHOLDER LITIGATION

Lead C.A. No. 2024-1020-KSJM

This Document Relates To:
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**DECLARATION OF TINA CHIANGO REGARDING DISSEMINATION
OF NOTICE TO THE CLASS**

1. I am the Director of Claims Administration for RG/2 Claims Administration LLC (“RG/2 Claims”), whose address is 30 South 17th Street, Philadelphia, PA 19103. I am over the age of 18, have personal knowledge of the matters set forth herein, and if called upon to do so, could testify competently to them.

2. RG/2 Claims is a full service class action settlement administrator offering notice, claims processing, allocation, distribution, tax reporting, and class action settlement consulting services. RG/2 Claims’ experience includes the provision of notice and administration services for settlements arising from antitrust, consumer fraud, civil rights, employment, negligent disclosure, and securities fraud allegations. Since 2000, RG/2 Claims has administered and distributed in excess of \$2.1 billion in class action settlement proceeds.

Notice Dissemination

3. On March 13, 2026, RG/2 Claims received two listings from Plaintiffs' Counsel. One list contained a list of Greenlight Biosciences Holdings, PBC ("Greenlight") stockholders who owned shares before the tender and the other list contained the Greenlight stockholders who tendered shares that were converted.

4. RG/2 Claims combined the lists and removed any duplication and created a mailing file.

5. On April 8, 2026, RG/2 Claims mailed a Notice of Pendency of Stockholder Class Actions and Proposed Settlement, Settlement Hearing, and Right to Appear, along with a Proof of Claim and Release (together referred to as the "Notice and Claim Form") to 118 stockholders identified in the file referenced above. A copy of the Notice and Claim Form is attached hereto as **Exhibit "A"**.

6. Also on April 8, 2026, RG/2 Claims mailed a Notice and Claim Form, along with a cover letter to 286 nominee firms and claims filers which are part of RG/2 Claims' internal nominee contact file. The cover letter informed nominees and claim filers to review their files and notify RG/2 Claims of the number of potential Class Members they had on record. Nominees were able to request Notice and Claim Forms in bulk so they could perform their own mailing to their clients or could provide RG/2 Claims with the names and addresses of their clients so RG/2 Claims could mail the Notice and Claim Forms.

7. In addition to mailing the Notice and Claim Forms to nominees on the RG/2 Claims' contact file, RG/2 Claims caused the Notice to be posted to the Depository Trust & Clearing Corporation Legal Notice System ("DTCC LENS") on April 8, 2026. A copy of the submitted Notice receipt is attached hereto as **Exhibit "B"**.

8. Subsequent to April 8, 2026, and as a result of the responses from Nominees, RG/2 Claims has mailed an additional 81 Notice and Claim Forms to potential Class Members and provided 2,550 Notice and Claim Forms in bulk for nominees to mail the Notice to the clients directly. As a result, RG/2 has arranged for the mailing of 2,749 Notice and Claim Forms to potential Class Members.

Summary Publication Notice

9. RG/2 worked with Class Counsel, who arranged for the Summary Notice to be released on the PR Newswire on April 10, 2026. A copy of the release is attached hereto as **Exhibit "C"**.

Settlement Website

10. The Settlement website, www.rg2claims.com/greenlight.html was created by RG/2 Claims and went live on April 6, 2026. The website enables potential Class Members to obtain information about the Settlement. The Settlement website consists of a Homepage, a Court Documents page, a Contact Information Page, and a Notice/Claim Form Filing page, which provided a pdf version of the

Notice and the Claim Form, as well as a link to the online claims portal. The claims portal allowed Class Members the ability to file a claim electronically. A toll free number of 866-742-4955 was provided to Class Members, which has live operators during regular business hours, as well as an option to leave a message after hours.

Objections

11. The Notice and Claim Form advised Class Members of their right to object to the Settlement, the proposed Plan of Allocation, or the Fee and Expense Award, provided that they do so by June 15, 2026. To date, RG/2 has not received or been made aware of any objections.

Fees & Expenses

12. In connection with the above, RG/2 has estimated that the fees and costs needed to administer this Settlement would be \$68,902. RG/2 does not anticipate that additional funds will be needed for the administration and distribution of the Settlement Fund (if approved).

I declare under penalty of perjury that the foregoing is true and correct. Executed on this 26th day of May 2026.


Tina Chiango

EXHIBIT A

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE GREENLIGHT BIO MERGER
STOCKHOLDER LITIGATION

Lead C.A. No. 2024-1020-KSJM

This Document Relates To:
ALL ACTIONS.

**NOTICE OF PENDENCY OF STOCKHOLDER CLASS ACTION AND PROPOSED SETTLEMENT,
SETTLEMENT HEARING, AND RIGHT TO APPEAR**

The Delaware Court of Chancery authorized this Notice. This is not a solicitation from a lawyer.

NOTICE OF PENDENCY OF CLASS ACTION: Please be advised that your rights will be affected by the above-captioned stockholder class action (the “Action”) pending in the Court of Chancery of the State of Delaware (the “Court”) if you were a public stockholder of Greenlight Biosciences Holdings, PBC (“Greenlight”) at any time during the pendency of the Tender Offer involving Greenlight and Fall Line Capital, LLC (“Fall Line”) (from June 21, 2023 through July 20, 2023) and had your shares exchanged for \$0.30 per share in connection with the closing of the Merger (on July 24, 2023).

NOTICE OF SETTLEMENT: Please also be advised that Plaintiffs Oscar Pardo Planas, Keith W. Meyer, Susan Serven, and Lawrence Serven (together, “Plaintiffs”), on behalf of themselves and the Class (defined in paragraph 32 below), and Defendants Andrey Zarur, Matthew Walker, Ganesh Kishore, Eric O’Brien, Clay Mitchell, Fall Line Capital, Fall Line Endurance Fund, LP, Fall Line Endurance GP, LLC, S2G Ventures Fund I, L.P., S2G Ventures Fund II, L.P., S2G Builders Food & Agriculture Fund III, LP, Cormorant Global Healthcare Master Fund, LP, Cormorant Private Healthcare Fund II, LP, Morningside Venture Investments Ltd., and MVIL LLC (collectively, “Defendants,” and, together with Plaintiffs, the “Settling Parties”), have reached a proposed settlement for \$2,000,000.00 in cash (the “Settlement”). The proposed Settlement, if approved, will resolve all claims in the Action as against Defendants.

PLEASE READ THIS NOTICE CAREFULLY AND IN ITS ENTIRETY. This Notice explains how Class Members will be affected by the Settlement. The following table provides a brief summary of the rights you have as a Class Member and the relevant deadlines, which are described in more detail later in this Notice. To claim your portion of the settlement proceeds, you must submit a valid Proof of Claim and Release Form (“Proof of Claim”) postmarked or submitted online on or before July 29, 2026.¹

YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT	
SUBMIT A PROOF OF CLAIM	The only way to receive a payment. Proofs of Claim must be postmarked or submitted online on or before July 29, 2026 .
OBJECT	Write to the Court about why you oppose the Settlement, the Plan of Allocation, the request for Co-Lead Counsel’s attorneys’ fees, and/or the time and expenses of Co-Lead Plaintiffs. You will still be a Class Member. Objections must be received by the Court or postmarked on or before June 15, 2026 .
GO TO A HEARING	Ask to speak in Court about the fairness of the Settlement. Requests to speak must be received by the Court on or before June 15, 2026 . You are not required to attend the hearing. The Settlement Hearing will be held on June 29, 2026, at 1:30 p.m. , either in person at the Court of Chancery of the State of Delaware, New Castle County, Leonard L. Williams Justice Center, 500 North King Street, Wilmington, Delaware 19801, or remotely by Zoom (in the Court’s discretion).
DO NOTHING	Receive no payment from the Settlement. Members of the Class who do nothing remain bound by the terms of the Settlement.

¹ Any capitalized terms used in this Notice that are not otherwise defined in this Notice shall have the meanings given to them in the Stipulation and Agreement of Settlement, Compromise and Release between Plaintiffs and Defendants, dated March 10, 2026 (the “Stipulation”). A copy of the Stipulation is available at www.rg2claims.com/greenlight.html.

WHAT THIS NOTICE CONTAINS

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WHAT IS THE PURPOSE OF THIS NOTICE?

1. This Notice is intended to notify Class Members of the existence of the Action, the terms of the proposed Settlement, and how to submit a Proof of Claim. The Notice is also intended to inform Class Members of a hearing that the Court has scheduled to consider the fairness, reasonableness, and adequacy of the Settlement, the proposed Plan of Allocation for the Settlement proceeds, and the application by Plaintiffs' Co-Lead Counsel for an award of attorneys' fees and litigation expenses as well as any incentive award in connection with the Settlement (the "Settlement Hearing").

2. The Court directed that this Notice be mailed to you because you may be a Class Member. The Court has directed us to send you this Notice because, as a potential Class Member, you have a right to know about your options before the Court rules on the proposed Settlement. Additionally, you have the right to understand how the Action and the proposed Settlement generally affects your legal rights. Please Note: The Court may approve the proposed Settlement with such modifications as the Settling Parties may agree to, if appropriate, without further notice to the Class.

3. The issuance of this Notice is not an expression by the Court of any findings of fact or any opinion concerning the merits of any claim in the Action, and the Court has not yet decided whether to approve the Settlement. If the Court approves the Settlement, then payments to *eligible* Class Members will be made after any appeals are resolved.

PLEASE NOTE: Receipt of this Notice does not mean that you are a Class Member or that you will be entitled to receive a payment from the Settlement.

SUMMARY OF CLAIMS, ISSUES, DEFENSES, AND RELIEF SOUGHT IN THE ACTION

4. This Action arises out of Defendants' alleged breaches of fiduciary duty in connection with the acquisition of Greenlight by a buyer group led by Fall Line (the "Buyer Consortium", and as to Defendants Fall Line, Fall Line LP, Fall Line GP, Eric O'Brien, and Clay Mitchell, the "Fall Line Group") via a Tender Offer to acquire all of the outstanding shares of common stock of GreenLight, other than certain excluded shares, for consideration of \$0.30 per share (the "Merger") pursuant to an Agreement and Plan of Merger dated May 29, 2023 (the "Merger Agreement"). Plaintiffs allege that the Defendants, as GreenLight's directors, officers, or controlling stockholders (as to the Buyer Consortium), were duty bound to provide Greenlight stockholders with all material information related to the Tender Offer in an honest and forthright manner. Plaintiffs asserted claims based on: (i) alleged material misrepresentations in the Form SC 13E-3, Offer to Purchase, and Recommendation Statement filed in connection with the Merger (collectively, including as amended and/or supplemented, the "Transaction Disclosures"); and (ii) the Buyer Consortium's alleged failure to ensure that the Merger was entirely fair to GreenLight stockholders. Defendants, in turn, contend, among other things, that the Transaction Disclosures were not materially misleading, that Defendants did not breach their fiduciary duties, that GreenLight did not have a controlling stockholder and that none of the Buyer Consortium, Fall Line, or the Fall Line Group were controlling stockholders of GreenLight, and that the Merger was entirely fair to GreenLight stockholders. In this Action, Plaintiffs sought an award of damages to themselves and the Class.

5. Defendants deny any and all allegations of wrongdoing, fault, liability, or damages whatsoever

alleged in the Action, including, but not limited to, any allegations that Defendants have committed any violations of law or breach of any duty owed to GreenLight stockholders, that the Merger was not entirely fair to, or in the best interests of, GreenLight stockholders, that GreenLight had a controlling stockholder or that the Buyer Consortium, Fall Line, or the Fall Line Group were GreenLight's controlling stockholders, that Defendants have acted improperly in any way, that Defendants have any liability or owe any damages of any kind to Plaintiffs and/or the Class, and/or that Defendants were unjustly enriched in the Merger. Defendants maintain that their conduct was at all times proper, in the best interests of GreenLight and its stockholders, and in compliance with applicable law. Defendants also deny that GreenLight's stockholders were harmed by any conduct of Defendants that was alleged, or could have been alleged, in the Action. Each of the Defendants asserts that, at all relevant times, such Defendant acted in good faith and in a manner believed to be in the best interests of GreenLight and all of its stockholders.

WHAT IS THIS ACTION ABOUT?

THE FOLLOWING RECITATION DOES NOT CONSTITUTE FINDINGS OF THE COURT. THE COURT HAS MADE NO FINDINGS WITH RESPECT TO THE FOLLOWING MATTERS AND THESE RECITATIONS SHOULD NOT BE UNDERSTOOD AS AN EXPRESSION OF ANY OPINION OF THE COURT AS TO THE MERITS OF ANY OF THE CLAIMS OR DEFENSES RAISED BY ANY OF THE SETTLING PARTIES.

6. On May 30, 2023, GreenLight issued a press release announcing that it had entered into the Merger Agreement dated May 29, 2023 to be acquired by the Buyer Consortium pursuant to a Tender Offer to acquire all of the outstanding shares of common stock of GreenLight, other than certain excluded shares, for consideration of \$0.30 per share.

7. On June 21, 2023, GreenLight filed a Form SC 13E-3 ("Transaction Statement") and Form SC 14D-9 (the "Recommendation Statement") (defined above as the "Transaction Disclosures") in connection with the Merger.

8. On June 28, 2023, June 30, 2023, and July 5, 2023, respectively, Plaintiffs Meyer, the Servens, and Planas sent separate and independent demands for books and records to GreenLight pursuant to 8 *Del. C.* § 220 ("Section 220") in connection with the Merger.

9. On July 6, 2023, July 12, 2023, and July 17, 2023, respectively, GreenLight responded by letter to the Section 220 demands transmitted by Plaintiffs Meyer, Planas, and the Servens, but did not at that point produce responsive books and records.

10. On July 18, 2023, Plaintiff Planas commenced an action to compel inspection of books and records pursuant to Section 220.

11. The tender offer expired one minute after 11:59 p.m., New York City time, on July 19, 2023, with a sufficient number of shares tendered to consummate the Merger.

12. On July 24, 2023, the Merger closed.

13. On August 25, 2023 and multiple subsequent dates, GreenLight produced over 20,000 pages of documents to Plaintiffs in separate productions to Plaintiffs Meyer, the Servens, and Planas pursuant to confidentiality agreements they had entered into with GreenLight.

14. On October 3, 2024, Plaintiffs Susan Serven and Lawrence Serven, on behalf of themselves and all other similarly situated shareholders of GreenLight, filed a Verified Class Action Complaint in the Court, C.A. No. 2024-1020-KSJM (the "Serven Action"), against Defendants Fall Line Capital, LLC, Fall Line Endurance Fund, LP, Fall Line Endurance Fund GP, LLC, Eric O'Brien, Clay Mitchell, Andrey Zarur, Matthew Walker, and Ganesh Kishore.

15. On November 26, 2024, Plaintiffs Oscar Pardo Planas and Keith W. Meyer, on behalf of themselves and all other similarly situated shareholders of GreenLight, filed a similar Verified Class Action Complaint in this Court, C.A. No. 2024-1215-KSJM (the "Planas Action"), against Defendants Fall Line Capital, LLC, Fall Line Endurance Fund, LP, Fall Line Endurance Fund GP, LLC, Eric O'Brien, Clay Mitchell, Andrey Zarur, Matthew Walker, and Ganesh Kishore.

16. On October 29, 2024, Defendants Fall Line Capital, LLC, Fall Line Endurance Fund, LP, Fall Line Endurance Fund GP, LLC, Eric O'Brien, and Clay Mitchell moved to dismiss the Serven Action.
17. On November 7, 2024, Defendants Andrey Zarur, Matthew Walker, and Ganesh Kishore moved to dismiss the Serven Action.
18. On December 27, 2024, Plaintiffs and Defendants entered into and filed a Stipulation and Proposed Order Regarding Consolidation, Appointment of Co-Lead Counsel, and Case Schedule.
19. On January 2, 2025, the Court granted the stipulation, which, among other things, consolidated the Serven Action and Planas Action under Lead C.A. No. 2024-1020-KSJM (the "Action"), designated the complaint in the Planas Action as the operative consolidated complaint (the "Consolidated Complaint"), and appointed Monteverde & Associates PC, Kahn Swick & Foti, LLC, and Levi & Korsinsky, LLP as Co-Lead Counsel ("Co-Lead Counsel").
20. On February 13, 2023, Defendants filed their opening briefs in support of their motions to dismiss.
21. On May 2, 2025, Plaintiffs filed a Verified Consolidated Amended Class Action Complaint against Defendants Fall Line Capital, LLC; Fall Line Endurance Fund, LP; Fall Line Endurance Fund GP, LLC; S2G Venture Fund I, L.P.; S2G Ventures Fund II, LP; S2G Builders Food & Agriculture Fund III; LP; Cormorant Global Healthcare Master Fund, LP; Cormorant Private Healthcare Fund II, LP; Morningside Venture Investments Ltd.; MVIL LLC; Eric O'Brien, Clay Mitchell, Andrey Zarur, Matthew Walker, and Ganesh Kishore (the "Consolidated Amended Complaint").
22. Subsequently, the Settling Parties began discussing a potential settlement of the Action.
23. On July 17, 2025, GreenLight, in coordination with Defendant Zarur, produced documents to Plaintiffs for the purposes of settlement discussions.
24. On August 22, 2025, the Settling Parties agreed to attempt to settle the action via mediation.
25. On August 30, 2025, GreenLight produced additional documents to Plaintiffs in advance of mediation. Over 1,700 pages of documents were produced to Plaintiffs prior to mediation in total.
26. On November 10, 2025, in preparation for mediation with Mediator Jed D. Melnick, the Settling Parties submitted and exchanged their mediation briefs and supporting exhibits.
27. On November 20, 2025, the Settling Parties mediated the Action before Mediator Melnick, discussing the merits and risks of the Consolidated Action in detail and exchanging multiple proposals and counter-proposals regarding a potential settlement.
28. Following the mediation, the Settling Parties continued to negotiate a potential settlement, and on November 25, 2023, the Settling Parties reached an agreement in principle to settle the Consolidated Action for \$2,000,000.00 (as further defined herein, the "Settlement Amount").
29. On December 17, 2025, the Settling Parties fully executed a term sheet memorializing the terms of their agreement (the "Term Sheet"). The Term Sheet set forth, among other things, the Settling Parties' agreement to settle and release all claims against Defendants in return for a cash payment on behalf of Defendants of the Settlement Amount for the benefit of the Class, subject to certain terms and conditions and the execution and Court approval of a customary "long form" stipulation and agreement of settlement and related papers.
30. On March 10, 2026, the Settling Parties fully executed the Stipulation that reflects the final and binding agreement between the Settling Parties with regard to the Settlement and supersedes the Term Sheet.
31. On March 18, 2026, the Court entered a Scheduling Order directing that notice of the Settlement be provided to potential Class Members, and scheduling the Settlement Hearing to, among other things, consider whether to grant final approval of the Settlement.

HOW DO I KNOW IF I AM AFFECTED BY THE SETTLEMENT?

32. If you are a Class Member, you are subject to the Settlement. The Class preliminarily certified by the Court for purposes of the Settlement consists of:

All persons or entities who held shares of the common stock of GreenLight, either of record or beneficially, at any time during the pendency of the Tender Offer (from June 21, 2023 through July 20, 2023) and had their shares exchanged for \$0.30 per share in connection with the closing of the Merger (on July 24, 2023), including any and all of their respective successors in interest, predecessors, representatives, trustees, executors, administrators, heirs, assigns, or transferees, immediate or remote, and any person or entity acting on behalf of, or claiming under, any of them and each of them.

Excluded from the Class are: (i) Defendants and their affiliates; (ii) any entity in which Defendants have or had a controlling interest; (iii) the officers and directors of GreenLight and members of their Immediate Families; and (iv) the legal representatives, heirs, successors or assigns of each officer and director of GreenLight.

PLEASE NOTE: The Class is a non-“opt-out” class pursuant to Delaware Court of Chancery Rules 23(a), 23(b)(1), and 23(b)(2). Accordingly, Class Members do not have the right to exclude themselves from the Class.

WHAT ARE THE TERMS OF THE SETTLEMENT?

33. In consideration of the Settlement of the Plaintiffs’ Released Claims (defined in paragraph 48 below) against Defendants and the other Released Defendants’ Persons (defined in paragraph 48 below), GreenLight, on behalf of Defendants, will or will cause \$2,000,000.00 in cash (the “Settlement Amount”) to be deposited into an interest-bearing Escrow Account for the benefit of the Class.

34. Neither GreenLight nor Defendants shall have any role in, and shall bear no responsibility for, the allocation, distribution, or payment of funds from the Settlement Fund.

WHAT ARE THE SETTLING PARTIES’ REASONS FOR THE SETTLEMENT?

35. Plaintiffs and Co-Lead Counsel thoroughly considered the facts and law underlying the claims asserted in the Action. Although Plaintiffs and Co-Lead Counsel believe that the claims asserted have merit, the Court could have adopted Defendants’ view of the applicable legal standards or of the underlying evidence, and could have entered judgment for Defendants, either dismissing the claims against Defendants prior to trial or after trial. Plaintiffs and Co-Lead Counsel also considered the expense and length of continued proceedings necessary to pursue Plaintiffs’ claims against Defendants through trial, the uncertainty of appeals, and the collectability of any potential judgment.

36. In light of the monetary recovery achieved, and based upon their investigation and prosecution of the case, and the information available to them through discovery and the settlement negotiations, Plaintiffs and Co-Lead Counsel have concluded that the terms and conditions of the Stipulation are fair, reasonable, and adequate to Plaintiffs and the Class, and in their best interests. The Settlement provides an immediate benefit in the form of a \$2 million cash payment without the risk that continued litigation could result in no recovery or a smaller recovery from Defendants after continued extensive and expensive litigation, including trial and appeals.

37. Defendants deny any and all allegations of wrongdoing, fault, liability, violations of law, or damages arising out of or related to any of the conduct, statements, acts, or omissions alleged in the Action, and maintain that their conduct (to the extent they owed any duties to GreenLight or GreenLight’s stockholders) was at all times proper, in the best interests of GreenLight and its stockholders, and in compliance with applicable law. Defendants deny that GreenLight had a controlling stockholder or that Fall Line, the Fall Line Group, or the Buyer Consortium were GreenLight’s controlling stockholders. Defendants further deny any breach of fiduciary duties (to the extent any specific Defendant owed fiduciary duties to GreenLight or its stockholders). Defendants affirmatively assert that the Merger was the best available transaction for GreenLight and its stockholders, was entirely fair to GreenLight and its stockholders, and has provided GreenLight and its stockholders with substantial benefits. Defendants also deny that GreenLight or its stockholders were harmed by any conduct of Defendants alleged in the Action or that could have been alleged therein. Each Defendant asserts that, at all relevant times, he/she/it acted in good faith and in a manner reasonably believed to be in the best interests of GreenLight and all of its stockholders.

38. Nevertheless, Defendants wish to eliminate the uncertainty, risk, burden, and expense of further

litigation. Defendants have therefore determined to settle the Action on the terms and conditions set forth in the Stipulation solely to put the Plaintiffs' Released Claims to rest, finally and forever, without in any way acknowledging any wrongdoing, fault, liability, or damages. Nothing in the Settlement and the Stipulation shall be construed as, or deemed to be, evidence of or an admission or concession on the part of any of the Released Defendants' Persons with respect to any claim or factual allegation or of any fault or liability or wrongdoing or damage whatsoever or any infirmity in the defenses that any of Defendants have or could have asserted.

HOW CAN I RECEIVE A PAYMENT? HOW MUCH WILL MY PAYMENT BE?

39. **Please Note:** If you are eligible to receive a payment from the Net Settlement Fund, **you must submit a claim form in order to receive your payment.**

40. To qualify for a payment, you must submit a Proof of Claim. A Proof of Claim is provided and may also be downloaded at www.rg2claims.com/greenlight.html. Read the instructions carefully, fill out the Proof of Claim, include all the documents the form asks for, sign it, and return it so that it is postmarked, if mailed, to the address listed in Proof of Claim, or received, if submitted online, no later than July 29, 2026. Pursuant to its directions, the Proof of Claim may also be submitted online at www.rg2claims.com/greenlight.html.

41. As stated above, the \$2,000,000.00 Settlement Amount will be deposited into an interest-bearing Escrow Account for the benefit of the Class. If the Settlement is approved by the Court and the Effective Date of the Settlement occurs, the Net Settlement Fund (that is, the Settlement Amount plus any and all interest earned thereon, less: (i) any Taxes and Tax Expenses; (ii) any Notice and Administration Costs; (iii) any Fee and Expense Award awarded by the Court; and (iv) any other costs or fees approved by the Court) will be distributed in accordance with the proposed Plan of Allocation stated below or such other plan of allocation as the Court may approve.

42. The Net Settlement Fund will not be distributed unless and until the Court has approved the Settlement and a Plan of Allocation, and the time for any petition for rehearing, appeal, or review has expired. Approval of the Settlement is independent from approval of a Plan of Allocation. Any determination with respect to a Plan of Allocation will not affect the Settlement, if approved.

43. The Court may approve the Plan of Allocation as proposed or it may modify the Plan of Allocation without further notice to the Class. Any Orders regarding any modification of the Plan of Allocation will be posted on the Settlement website, www.rg2claims.com/greenlight.html.

Proposed Plan of Allocation

44. As stated above, the Settlement Amount is \$2,000,000. Under the proposed Plan of Allocation, only Class Members who submit a valid Proof of Claim to the Claims Administrator, may share in the recovery, pro rata with their stock holdings (the proposed "Plan of Allocation").

45. Your actual recovery will be a proportion of the Net Settlement Fund determined by your claim as compared to the total claims of all eligible Class Members who submit acceptable Proofs of Claim. You may receive more or less than the estimated average amount provided below depending on the number of claims submitted. The Court may approve this proposed Plan of Allocation, or modify it, without additional notice to the Class. Any order modifying the Plan of Allocation will be posted on the Settlement website, www.rg2claims.com/greenlight.html.

46. As of June 14, 2023, days prior to the filing of the Recommendation Statement, 151,681,314 shares of GreenLight common stock were issued and outstanding. Rollover shareholders owned 120,521,038 of those shares, leaving the Class with 31,160,276 shares at the time of the expiration of the Tender Offer. Assuming that all of the shares outstanding at the time of the expiration of the Tender Offer participate in this Settlement, the average distribution will be approximately \$0.06 per share of GreenLight common stock before the deduction of Court-approved fees and expenses, as described in Question 9 above (estimated to be approximately \$0.02 per share), and the cost of notice and claims administration. Historically, less than all eligible investors submit claims, resulting in higher average distributions per share. The Net Settlement Fund will be distributed to Class Members who submit valid, timely Proof of Claim forms ("Claimants") on a pro rata basis. However, no distributions will be made to Claimants who would otherwise receive a distribution of less than \$10.00.

47. Payments shall be conclusive against all Authorized Claimants. No Person shall have any claim against Class Counsel, Class Representatives, the Claims Administrator, Defendants, Released Defendants' Persons,

or any Person designated by Class Counsel based on distributions made substantially in accordance with the Stipulation and the Settlement contained therein, or further order(s) of the Court. No Class Member shall have any claim against Defendants or Released Defendants' Persons for any of Plaintiffs' Released Claims. All Class Members who fail to complete and submit a valid and timely Proof of Claim shall be barred from participating in distributions from the Net Settlement Fund (unless otherwise ordered by the Court), but otherwise shall be bound by all of the terms of the Stipulation, including the terms of any judgment entered and the releases given.

WHAT WILL HAPPEN IF THE SETTLEMENT IS APPROVED?
WHAT CLAIMS WILL THE SETTLEMENT RELEASE?

48. If the Settlement is approved, the Court will enter a judgment (the "Judgment"). Pursuant to the Judgment, the claims asserted against Defendants in the Action will be dismissed with prejudice and the following releases will occur:

(i) **Release of Claims by Plaintiffs and the Class:** As of the Effective Date, Plaintiffs and all Class Members, on behalf of themselves, their legal representatives, heirs, executors, administrators, estates, predecessors, successors, predecessors-in-interest, successors-in-interest, affiliates, and assigns, and any Person acting for or on behalf of, or claiming under, any of them, and each of them, together with their respective officers, directors, employees, and agents, in their respective capacities as such, shall thereupon fully, finally, and forever, release, settle, and discharge the Released Defendants' Persons from and with respect to every one of the Plaintiffs' Released Claims on the terms set forth herein, and shall thereupon be forever barred and enjoined from commencing, instituting, prosecuting, or continuing to prosecute any Plaintiffs' Released Claims against any of the Released Defendants' Persons.

"Plaintiffs' Released Claims" means any and all direct, representative, individual or class claims, causes of action, or liability whatsoever, pleaded or unpleaded, suspected or unsuspected, including Unknown Claims, whether arising under federal, state, common, or foreign law, for compensatory, punitive, or other damages or any other relief (monetary, injunctive, or otherwise) that Plaintiffs or any or all other members of the Class (in their capacities as GreenLight shareholders) ever had, now have, or may have against Defendants and/or their Related Persons arising out of, relating to, or in connection with the facts, matters, events, transactions, acts, occurrences, statements, representations, misrepresentations, disclosures, and/or omissions that were or could have been alleged in this Action regarding the Merger, including any tender, cancellation/conversion, or any other disposition, by any member of the Settlement Class, of GreenLight common stock.

"Released Defendants' Persons" means Defendants and each of a Defendant's past, present, or future parents, subsidiaries and affiliates, and their respective directors, officers, employees, partners, members, principals, agents, underwriters, insurers, co-insurers, reinsurers, controlling shareholders, attorneys, accountants or auditors, financial or investment advisors or consultants, banks or investment bankers, personal or legal representatives, predecessors, successors, assigns, spouses, heirs, related or affiliated entities, any entity in which a Defendant has a controlling interest, any member of an individual Defendant's Immediate Family, or any trust of which any individual Defendant is the settlor or which is for the benefit of any Defendant and/or member(s) of his family.

(ii) **Release of Claims by Defendants:** As of the Effective Date, the Defendants shall thereupon fully, finally, and forever release, settle, and discharge the Released Plaintiffs' Persons from and with respect to every one of the Defendants' Released Claims, and shall thereupon be forever barred and enjoined from commencing, instituting, or prosecuting any of the Defendants' Released Claims against the Released Plaintiffs' Persons.

"Defendants' Released Claims" means all claims and causes of action against all Released Plaintiffs' Persons, including Co-Lead Counsel, for all claims, sanctions, penalties, liabilities, and causes of action of every nature and description, including Unknown Claims, whether arising under federal, state, common, or foreign law, that arise out of or relate in any way to their investigation, institution, prosecution, or settlement of the Action, except for claims relating to the enforcement of the Settlement.

"Released Plaintiffs' Persons" means (i) Plaintiffs and their respective attorneys, including Co-Lead Counsel, and all other Class Members.

"Unknown Claims" means, as appropriate, (i) any and all Plaintiffs' Released Claims that

Plaintiffs or any other Class Member does not know or suspect to exist in his, her, or its favor at the time of the release of the Released Defendants' Persons, which, if known by him, her, or it, might have affected his, her, or its decision(s) with respect to the Settlement, or (ii) any Defendants' Released Claims that any member of the Released Defendants' Persons does not know or suspect to exist in his, her, or its favor at the time of the release of the Released Plaintiffs' Persons, which, if known by him, her, or it, might have affected his, her, or its decision(s) with respect to the Settlement. With respect to any and all Released Claims, the Settling Parties stipulate and agree that Plaintiffs and the Released Defendants' Persons shall expressly waive, and each of the other Class Members by operation of law shall be deemed to have waived, any and all provisions, rights, and benefits conferred by any law of any state or territory of the United States or other jurisdiction, or principle of common law or foreign law, which is similar, comparable, or equivalent to Cal. Civ. Code § 1542, which provides:

A GENERAL RELEASE DOES NOT EXTEND TO CLAIMS THAT THE CREDITOR OR RELEASING PARTY DOES NOT KNOW OR SUSPECT TO EXIST IN HIS OR HER FAVOR AT THE TIME OF EXECUTING THE RELEASE AND THAT, IF KNOWN BY HIM OR HER, WOULD HAVE MATERIALLY AFFECTED HIS OR HER SETTLEMENT WITH THE DEBTOR OR RELEASED PARTY.

The Settling Parties acknowledge, and each of the other Class Members by operation of law are deemed to acknowledge, that they may discover facts in addition to or different from those now known or believed to be true with respect to the Released Claims, but that it is the intention of the Settling Parties, and by operation of law the other Class Members, to completely, fully, finally, and forever extinguish any and all Released Claims, known or unknown, suspected or unsuspected, which now exist, or heretofore existed, or may hereafter exist, and without regard to the subsequent discovery of additional or different facts. The Settling Parties also acknowledge, and each of the other Class Members by operation of law are deemed to acknowledge, that the inclusion of "Unknown Claims" in the definition of Plaintiffs' Released Claims and Defendants' Released Claims is separately bargained for and is a material element of the Settlement.

49. By Order of the Court, all proceedings against Defendants in the Action, except for those related to the Settlement, have been stayed, and Plaintiffs and all other Class Members are barred and enjoined from commencing, instituting, or prosecuting any other proceedings against Defendants or Released Defendants' Persons asserting any Plaintiffs' Released Claims pending final determination of whether the Settlement should be approved.

50. If the Settlement is approved and the Effective Date occurs, no GreenLight stockholder or Class Member will be able to bring another action asserting the Plaintiffs' Released Claims against any of the Released Defendants' Persons on behalf of GreenLight or individually.

HOW WILL PLAINTIFFS' CO-LEAD COUNSEL BE PAID?

51. Co-Lead Counsel have not received any payment for their services in pursuing claims in the Action on behalf of the Class, nor have they been paid for their litigation expenses incurred in connection with the Action. Before final approval of the Settlement, Co-Lead Counsel will apply to the Court for an award of attorneys' fees and litigation expenses to Co-Lead Counsel in connection with achieving the creation of the Settlement Fund (the "Fee and Expense Award") in an amount of up to 1/4 of the Settlement Fund plus expenses in the amount of up to \$100,000, including up to a \$3,000 incentive award for each Plaintiff paid from the Fee and Expense Award (the "Incentive Award"). The Court will determine the amount of the Fee and Expense Award and any Incentive Award. The Fee and Expense Award will be paid solely from (and out of) the Settlement Fund in accordance with the terms of the Stipulation. To be clear, any incentive award shall be paid from the Fee and Expense Award. Class Members are not personally liable for any such fees or expenses.

WHEN AND WHERE WILL THE SETTLEMENT HEARING BE HELD? DO I HAVE TO COME TO THE HEARING? MAY I SPEAK AT THE HEARING IF I DO NOT LIKE THE SETTLEMENT?

52. **Class Members do not need to attend the Settlement Hearing. The Court will consider any submission made in accordance with the provisions below even if a Class Member does not attend the Settlement Hearing. Class Members can recover from the Settlement without attending the Settlement Hearing.**

53. Please Note: The date and time of the Settlement Hearing may change without further written notice to Class Members. In addition, the Court may decide to conduct the Settlement Hearing remotely by Zoom, or otherwise allow Class Members to appear at the hearing remotely by video or phone, without further written notice to

Class Members. **In order to determine whether the date and time of the Settlement Hearing have changed, or whether Class Members must or may participate remotely by video or phone, it is important that you monitor the Court's docket and the Settlement website, www.rg2claims.com/greenlight.html, before making any plans to attend the Settlement Hearing. Any updates regarding the Settlement Hearing, including any changes to the date or time of the hearing or updates regarding in-person or remote appearances at the hearing, will be posted to the Settlement website, www.rg2claims.com/greenlight.html. Also, if the Court requires or allows Class Members to participate in the Settlement Hearing remotely by video or telephone conference, the information needed to access the conference will be posted to the Settlement website, www.rg2claims.com/greenlight.html.**

54. The Settlement Hearing will be held on June 29, 2026, at 1:30 p.m., either in person at the Court of Chancery of the State of Delaware, New Castle County, Leonard L. Williams Justice Center, 500 North King Street, Wilmington, Delaware 19801, or remotely by Zoom (in the discretion of the Court), to, among other things: (a) determine whether the Action may be finally maintained as a non-opt out class action and whether the Class should be finally certified, for purposes of the Settlement, pursuant to Court of Chancery Rules 23(a), 23(b)(1), and 23(b)(2); (b) determine whether Plaintiffs may be finally appointed as representatives for the Class and Plaintiffs' Co-Lead Counsel finally appointed as counsel for the Class, and whether Plaintiffs and Co-Lead Counsel have adequately represented the interests of the Class in the Action; (c) determine whether the proposed Settlement on the terms and conditions provided for in the Stipulation is fair, reasonable, and adequate to the Class, and should be approved by the Court; (d) determine whether a Judgment should be entered dismissing the Action with prejudice as against Defendants and releasing all Released Claims; (e) determine whether the proposed Plan of Allocation of the Net Settlement Fund is fair and reasonable, and should therefore be approved; (f) determine whether Co-Lead Counsel's requested Fee and Expense Award and/or Incentive Award should be approved; (g) hear and rule on any objections to the Settlement, the proposed Plan of Allocation, and/or to Co-Lead Counsel's requested Fee and Expense Award and/or Incentive Award; and (h) consider any other matters that may properly be brought before the Court in connection with the Settlement.

55. Any Class Member may object to the Settlement, the proposed Plan of Allocation, or the Fee and Expense Award ("Objector"); *provided, however*, that no Objector shall be heard or entitled to object unless, **on or before June 15, 2026**, such person (1) files their written objection, together with copies of all other papers and briefs supporting the objection specified in paragraph 56 below, with the Register in Chancery at the address set forth below; (2) serves such papers (electronically by File & ServeXpress, by hand, by first-class U.S. Mail, or by express service) on Co-Lead Counsel and Defendants' Counsel at the addresses set forth below; and (3) emails a copy of the written objection to the attorneys set forth below.

REGISTER IN CHANCERY	
<p>Register in Chancery Court of Chancery of the State of Delaware New Castle County Leonard L. Williams Justice Center 500 North King Street Wilmington, Delaware 19801</p>	
PLAINTIFFS' CO-LEAD COUNSEL	
<p>MONTEVERDE & ASSOCIATES PC Juan E. Monteverde The Empire State Building 350 Fifth Avenue, Suite 4740 New York, NY 10118 Tel.: (212) 971-1341 jmonteverde@monteverdelaw.com</p>	
<p>KAHN SWICK & FOTI, LLC Michael J. Palestina 1100 Poydras Street, Suite 960 New Orleans, LA 70163 Tel.: (504) 455-1400 michael.palestina@ksfcounsel.com</p>	<p>LEVI & KORSINSKY, LLP Donald J. Enright 101 Vermont Ave, N.W., Suite 800 Washington, D.C. 20005 Tel: (202) 524-4290 denright@zlk.com</p>
DEFENDANTS' COUNSEL	
<p>WILMER CUTLER PICKERING HALE AND DORR LLP Michael G. Bongiorno 7 World Trade Center 250 Greenwich Street New York, NY 10007 Tel: (212) 937-7220 michael.bongiorno@wilmerhale.com</p>	<p>WILMER CUTLER PICKERING HALE AND DORR LLP Daniel W. Halston 60 State Street Boston, MA 02109 Tel: (617) 526-6654 daniel.halston@wilmerhale.com</p>
<p>O'MELVENY & MYERS LLP Amy S. Park 2765 Sand Hill Road Menlo Park, CA 94025 Tel: (650) 473-2680 apark@omm.com</p>	<p>GIBSON, DUNN & CRUTCHER LLP Brian M. Lutz One Embarcadero Center, Suite 2600 San Francisco, CA 94111 Tel: (415) 393-8379 blutz@gibsondunn.com</p>

56. Any objections must: (i) identify the case name and civil action number, “*In re GreenLight Bio Merger Stockholder Litigation*, Lead C.A. No. 2024-1020-KSJM”; (ii) state the name, address, and telephone number of the Objector and, if represented by counsel, the name, address, and telephone number of the Objector’s counsel; (iii) be signed by the Objector; (iv) contain a specific, written statement of the objection(s) and the specific reason(s) for the objection(s), including any legal and evidentiary support the Objector wishes to bring to the Court’s attention, and, if the Objector has indicated that he, she, or it intends to appear at the Settlement Hearing, the identity of any witnesses the Objector may call to testify and any exhibits the Objector intends to introduce into evidence at the hearing; and (v) include documentation sufficient to prove that the Objector is a Class Member (*i.e.*, held shares of GreenLight common stock at any time during the pendency of the Tender Offer (from June 21, 2023 through July 20, 2023) and had their shares exchanged for \$0.30 per share in connection with the closing of the Merger (on July 24, 2023). Documentation establishing that an Objector is a Class Member must consist of copies of monthly

brokerage account statements or an authorized statement from the Objector's broker containing the transactional and holding information found in an account statement.

57. You may file a written objection without having to appear at the Settlement Hearing. You may not, however, appear at the Settlement Hearing to present your objection unless you first file and serve a written objection in accordance with the procedures described above, unless the Court orders otherwise.

58. If you wish to be heard orally at the Settlement Hearing in opposition to the approval of the Settlement, the Plan of Allocation, or the Fee and Expense Award and/or Incentive Award, assuming you timely file and serve a written objection as described above, you must also file a notice of appearance with the Register in Chancery and serve it on Co-Lead Counsel and on Defendants' Counsel at the mailing and email addresses set forth in paragraph 55 above so that the notice is **received on or before June 15, 2026**. Persons who intend to object and desire to present evidence at the Settlement Hearing must include in their written objection or notice of appearance the identity of any witnesses they may call to testify and exhibits they intend to introduce into evidence at the hearing. Such persons may be heard orally at the discretion of the Court.

59. You are not required to hire an attorney to represent you in making written objections or in appearing at the Settlement Hearing. However, if you decide to hire an attorney, it will be at your own expense, and that attorney must file a notice of appearance with the Court and serve it on Co-Lead Counsel and Defendants' Counsel at the mailing and email addresses set forth in paragraph 55 above so that the notice is **received on or before June 15, 2026**.

60. The Settlement Hearing may be adjourned by the Court without further written notice to Class Members. If you intend to attend the Settlement Hearing, you should confirm the date and time with Co-Lead Counsel.

61. **Unless the Court orders otherwise, any Class Member who does not object in the manner described above will be deemed to have waived any objection (including the right to appeal) and shall be forever foreclosed from making any objection to the proposed Settlement, the proposed Plan of Allocation, or the Fee and Expense Award and/or Incentive Award, or any other matter related to the Settlement or the Action, and will otherwise be bound by the Judgment to be entered and the Releases to be given. Class Members do not need to appear at the Settlement Hearing or take any other action to indicate their approval.**

CAN I SEE THE COURT FILE? WHOM SHOULD I CONTACT IF I HAVE QUESTIONS?

62. This Notice contains only a summary of the terms of the proposed Settlement. For more detailed information about the matters involved in the Action, you are referred to the papers on file in the Action, including the Stipulation, which may be inspected during regular office hours at the Office of the Register in Chancery in the Court of Chancery of the State of Delaware, New Castle County, Leonard L. Williams Justice Center, 500 North King Street, Wilmington, Delaware 19801. Additionally, copies of the Stipulation, the Consolidated Amended Complaint, and any related orders entered by the Court will be posted on the Settlement website, www.rg2claims.com/greenlight.html. If you have questions regarding the Settlement, you may contact the Settlement Administrator: RG/2 Claims Administration, LLC P.O. Box 59479 Philadelphia, PA 19102-9479 Phone (866) 742-4955 Fax: (215) 827-5551 Email: info@rg2claims.com or contact Plaintiffs' Co-Lead Counsel at the contact information for Plaintiffs' Co-Lead Counsel provided at paragraph 55.

WHAT IF I HELD SHARES ON SOMEONE ELSE'S BEHALF?

63. If you are a broker or other nominee that held shares of GreenLight common stock for a beneficial owner at any time from June 21, 2023 through July 20, 2023 and such shares were exchanged for \$0.30 per share in connection with the closing of the Merger (on July 24, 2023), you are requested to either: (i) within seven (7) calendar days of receipt of this Notice, request from the Settlement Administrator sufficient copies of this Notice to forward to all such beneficial owners and within seven (7) calendar days of receipt of those Notices forward them to all such beneficial owners; or (ii) within seven (7) calendar days of receipt of this Notice, provide a list of the names, addresses, and, if available, email addresses of all such beneficial owners to RG/2 Claims Administration, LLC P.O. Box 59479 Philadelphia, PA 19102-9479 Phone (866) 742-4955 Fax: (215) 827-5551 Email: info@rg2claims.com If you choose the second option, the Settlement Administrator will send a copy of the Notice to the beneficial owners.

64. Upon full compliance with these directions, such nominees may seek reimbursement of their reasonable expenses actually incurred by providing the Settlement Administrator with proper documentation supporting the expenses for which reimbursement is sought. A copy of this Notice may also be obtained from the

Settlement website, www.rg2claims.com/greenlight.html by calling the Settlement Administrator toll free at 1-866-742-4955, or by emailing the Settlement Administrator at info@rg2claims.com

**DO NOT CALL OR WRITE THE COURT OR THE OFFICE OF THE REGISTER IN CHANCERY
REGARDING THIS NOTICE.**

Dated: April 8, 2026

BY ORDER OF THE COURT OF
CHANCERY OF THE STATE OF
DELAWARE

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE GREENLIGHT BIO MERGER
STOCKHOLDER LITIGATION

Lead C.A. No. 2024-1020-KSJM

This Document Relates To:
ALL ACTIONS.

PROOF OF CLAIM AND RELEASE

I. GENERAL INSTRUCTIONS

1. You are a Class Member if you are a record holder or beneficial holder of GreenLight Biosciences Holdings, PBC (“GreenLight”) common stock who held such stock at any time during the pendency of the Tender Offer involving GreenLight and Fall Line Capital, LLC (“Fall Line”) (from June 21, 2023 through July 20, 2023) and had your shares exchanged for \$0.30 per share in connection with the closing of the Merger (on July 24, 2023). To recover as a Class Member based on your claims in the action entitled *In re Greenlight Bio Merger Stockholder Litigation*, Lead C.A. No. 2024-1020-KSJM (the “Litigation”), you must complete and, on page 3 hereof, sign this Proof of Claim and Release. If you fail to submit a properly addressed (as set forth in paragraph 3 below) Proof of Claim and Release, postmarked or received by the date shown below, your claim may be rejected and you may be precluded from any recovery from the Net Settlement Fund created in connection with the proposed Settlement of the Litigation.

2. Submission of this Proof of Claim and Release, however, does not assure that you will share in the proceeds of the Settlement.

3. YOU MUST MAIL OR SUBMIT ONLINE YOUR COMPLETED AND SIGNED PROOF OF CLAIM AND RELEASE, ACCOMPANIED BY COPIES OF THE DOCUMENTS REQUESTED HEREIN IF READILY AVAILABLE, NO LATER THAN **JULY 29, 2026** TO THE COURT-APPOINTED CLAIMS ADMINISTRATOR IN THIS CASE, AT THE FOLLOWING ADDRESS:

In re GreenLight Bio Merger Stockholder Litigation
RG/2 Claims Administration LLC
P.O. Box 59479
Philadelphia, PA 19102-9479
Toll-Free: (866) 742-4955
Facsimile: (215) 827-5551
Email: info@rg2claims.com

Online Submissions: www.rg2claims.com/greenlight.html

If you are NOT a Member of the Class (as defined in the Notice of Pendency and Proposed Settlement of Class Action (the “Notice”)), DO NOT submit a Proof of Claim and Release.

4. If you are a Class Member, you will be bound by the terms of any judgment entered in the Litigation, including the releases provided therein, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM AND RELEASE.

II. CLAIM FORM

Pursuant to the proposed Plan of Allocation, Class Members who submit a valid Proof of Claim to the Claims Administrator, may share in the recovery, *pro rata* with their stock holdings (the proposed “Plan of Allocation”). Your actual recovery will be a proportion of the Net Settlement Fund determined by your claim as compared to the total claims of all eligible Class Members who submit acceptable Proofs of Claim.

Please complete the entire form below. Use this form to state the number of shares of GreenLight common stock that you held at the expiration of the Tender Offer on **July 20, 2023**, which were cashed out via the Tender Offer in connection with the closing of the Merger (July 24, 2023). If readily available, please provide copies of broker confirmations or other documentation, such as trade confirmations or screen shots, of your holdings in GreenLight stock, as attachments to your claim. If any such documents are not in your possession, please obtain a copy or equivalent documents from your broker because these documents are helpful to prove and expedite processing your claim. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim.

III. CLAIMANT IDENTIFICATION

PROOF OF CLAIM AND RELEASE

**Must Be Postmarked or Received No Later Than:
July 29, 2026**

PART I: CLAIMANT IDENTIFICATION

Name:		
Address:		
City:	State:	Zip or Postal Code:
Foreign Province:	Foreign Country:	
Day Phone:	Evening Phone:	
Email:		
Claimant Type (Individual, Joint, Corporation, etc.): _____		
Record Owner's Name: (If different from beneficial owner listed above)		
Social Security Number (for individuals):	OR	Taxpayer Identification Number (for estates, trusts, corporations, etc.)

PART II: HOLDINGS IN GREENLIGHT COMMON STOCK

- A. Number of shares of GreenLight common stock you held at the time of expiration of the Tender Offer which were cashed out via the Tender Offer in connection with the closing of the Merger (on July 24, 2023):

Proof enclosed? _____ Yes _____ No

YOUR SIGNATURE ON PAGE 3 WILL CONSTITUTE YOUR ACKNOWLEDGMENT OF THE RELEASE DESCRIBED IN THE NOTICE ISSUED WITH THIS PROOF OF CLAIM FORM.

SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS

I (We) submit this Proof of Claim and Release under the terms of the Stipulation of Settlement described in the Notice. I (We) also submit to the jurisdiction of the Court of Chancery of the State of Delaware with respect to my (our) claim as a Class Member and for purposes of enforcing the release set forth herein. I (We) further acknowledge that I am (we are) bound by and subject to the terms of any judgment that may be entered in the Litigation. I (We) agree to furnish additional information to the Claims Administrator to support this claim if requested to do so. I (We) have not submitted any other claim in connection with my (our) holding of GreenLight common stock during the period from and including June 21, 2023, the beginning of the Tender Offer, through and including July 20, 2023, the date the Tender Offer expired, and know of no other person having done so on my (our) behalf.

I (We) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any claim or matter released pursuant to this release or any other part or portion thereof.

I (We) hereby warrant and represent that I (we) have included information (including supporting documentation if readily available) about the number of shares of GreenLight stock held by me (us) at the time of expiration of the Tender Offer on July 20, 2023.

I (We) hereby warrant and represent (i) that I (we) held GreenLight shares during the pendency of the Tender Offer involving GreenLight and Fall Line (*i.e.*, at any time from June 21, 2023 through July 20, 2023) and (ii) that I (We) had our shares exchanged for \$0.30 per share in connection with the closing of the Merger on or about July 24, 2023.

I (We) hereby warrant and represent that I am (we are) not a Defendant or other person excluded from the Class.

I declare under penalty of perjury under the laws of the United States of America that the foregoing information supplied by the undersigned is true and correct.

Executed this _____ day of _____ (Month/Year)

in _____

(City)

(State/Country)

(Sign your name here)

(Type or print your name here)

(Capacity of person(s) signing, *e.g.*, Beneficial Purchaser or Acquirer, Executor or Administrator)

Reminder Checklist:

1. Please sign the above release and declaration.
2. Remember to attach copies of supporting documentation, if readily available.
3. Do not send originals of stock certificates or other documentation as they will not be returned.
4. Keep a copy of your Proof of Claim and Release and all supporting documentation for your records.
5. If you desire an acknowledgment of receipt of your Proof of Claim and Release, please send it Certified Mail, Return Receipt Requested.
6. If you move, please send your new address to the address below.
7. Do not use red pen or highlighter on the Proof of Claim and Release or supporting documentation.

THIS PROOF OF CLAIM AND RELEASE MUST BE SUBMITTED ONLINE AT www.rg2claims.com/greenlight.html BY JULY 29, 2026 OR, IF MAILED, POSTMARKED NO LATER THAN JULY 29, 2026, ADDRESSED AS FOLLOWS:

In re GreenLight Bio Merger Stockholder Litigation
RG/2 Claims Administration LLC
P.O. Box 59479
Philadelphia, PA 19102-9479
Toll-Free: (866) 742-4955
Facsimile: (215) 827-5551
Email: info@rg2claims.com

Online Submissions: www.rg2claims.com/greenlight.html

EXHIBIT B

Submitted Notices

Input Form	Single CUSIP/Multiple CUSIP	Notice Title	CUSIP	Submitting Firm Name	Notice Sub Type	Contact Person or Group	Contact Email Address	Contact Phone Number	Contact Website URL	Created Date/Time(UTC)	Submission Date/Time(UTC)
Legal Notice	Single CUSIP	Greenlight Bio Merger Stockholder Litigation Notice	39538G105	RG2 Claims Administration	Notices to Security Holders	RG2 Claims Administration	info@rg2claims.com	+1 866-742-4955		2026-04-08 15:03:50	2026-04-08 15:03:50

EXHIBIT C

Monteverde & Associates PC, Kahn Swick & Foti, LLC, and Levi & Korsinsky, LLP Announce Proposed Class Action Settlement on Behalf of All Owners of Greenlight Biosciences Holdings, PBC Common Stock



NEWS PROVIDED BY

Monteverde & Associates PC →

Apr 10, 2026, 10:38 ET

NEW YORK, April 10, 2026 /PRNewswire/ -- TO: ALL RECORD HOLDERS AND ALL BENEFICIAL HOLDERS OF GREENLIGHT BIOSCIENCES HOLDINGS, PBC ("GREENLIGHT" OR THE "COMPANY") COMMON STOCK WHO HELD SUCH STOCK AT ANY TIME DURING THE PENDENCY OF THE TENDER OFFER INVOLVING GREENLIGHT AND FALL LINE CAPITAL, LLC ("FALL LINE") (FROM JUNE 21, 2023 THROUGH JULY 20, 2023) AND HAD THEIR SHARES EXCHANGED FOR \$0.30 PER SHARE IN CONNECTION WITH THE CLOSING OF THE MERGER (ON JULY 24, 2023)

The purpose of this notice (the "Summary Notice") is to inform you of: (i) the class action lawsuit captioned *In re GreenLight Bio Merger Stockholder Litigation*, pending in the Court of Chancery of the State of Delaware (the "Court") with Lead Civil Action Number 2024-1020-KSJM (the "Action"); (ii) the proposed settlement of this Action between Plaintiffs and Defendants for \$2 million (the "Settlement"); and (iii) the hearing to be held by the Court in connection with the proposed Settlement. The hearing will be held in the

Court, Leonard L. Williams Justice Center, 500 North King Street, Wilmington, Delaware 19801, or remotely by Zoom (in the discretion of the Court), on June 29, 2026, at 1:30 p.m. (the "Settlement Hearing") for the purposes of determining, among other things: (a) whether the Action may be finally maintained as a non-opt out class action and whether the Class should be finally certified, for purposes of the Settlement, pursuant to Court of Chancery Rules 23(a), 23(b)(1), and 23(b)(2); (b) determine whether Plaintiffs may be finally appointed as representatives for the Class and Plaintiffs' Co-Lead Counsel finally appointed as counsel for the Class, and whether Plaintiffs and Co-Lead Counsel have adequately represented the interests of the Class in the Action; (c) whether the proposed Settlement on the terms and conditions provided for in the Stipulation is fair, reasonable, and adequate to the Class, and should be approved by the Court; (d) whether the Order and Final Judgment should be entered dismissing the Action with prejudice as against Defendants and releasing all Plaintiffs' Released Claims against Defendants and all Released Defendants' Persons; (e) whether the proposed Plan of Allocation of the Net Settlement Fund is fair and reasonable, and should therefore be approved; and (f) whether the application by Co-Lead Counsel for an award of attorneys' fees and expenses and any incentive award should be approved; and (g) hear and rule on any objections to the Settlement, the proposed Plan of Allocation, and/or to the application by Co-Lead Counsel for an award of attorneys' fees and expenses.¹

IF YOU HELD GREENLIGHT COMMON STOCK AT ANY TIME DURING THE PENDENCY OF THE TENDER OFFER INVOLVING GREENLIGHT AND FALL LINE (FROM JUNE 21, 2023 THROUGH JULY 20, 2023) AND HAD YOUR SHARES EXCHANGED FOR \$0.30 PER SHARE IN CONNECTION WITH THE CLOSING OF THE MERGER (ON JULY 24, 2023), YOUR RIGHTS MAY BE AFFECTED BY THE SETTLEMENT OF THIS LITIGATION, INCLUDING THE RELEASE AND EXTINGUISHMENT OF CLAIMS YOU MAY POSSESS RELATING TO YOUR HOLDING(S) OF GREENLIGHT COMMON STOCK DURING THE CLASS PERIOD. If you have not received the Notice of Pendency of Stockholder Class Action and Proposed Settlement, Settlement Hearing, and Right to Appear ("Notice") and the Proof of Claim and Release form, you may obtain copies by writing to *In re GreenLight Bio Merger Stockholder Litigation*, RG/2 Claims Administration LLC, P.O. Box 59479, Philadelphia, PA 19102-9479, or info@rg2claims.com, by telephone at 1-866-742-4955, or on the Internet at www.rg2claims.com/greenlight.html. If you are a member of the Class ("Class Member"), in order to share in the distribution of the Net Settlement Fund, **you must submit a Proof of Claim and Release by mail, postmarked no later than July 29, 2026, or online at www.rg2claims.com/greenlight.html no later than July 29, 2026, establishing that you are entitled to recovery.**

Any Class Member who objects to the Stipulation, the Settlement, the Judgment to be entered in the Action, Co-Lead Counsel's application for attorneys' fees and expenses, or the application for an incentive award ("Objector"), or who otherwise wishes to be heard, may appear in person or by such Class Member's attorney at the Settlement Hearing and present evidence or argument that may be proper and relevant; provided, however, that, except for good cause shown or as the Court otherwise directs, no Objector shall be heard and no papers, briefs, pleadings, or other documents submitted by any Person shall be considered by the Court unless, not later than June 15, 2026 (fourteen (14) calendar days prior to the Settlement Hearing), such Objector files with the Register in Chancery, Court of Chancery of the State of

Delaware, New Castle County, Leonard L. Williams Justice Center, 500 North King Street, Wilmington, Delaware 19801, and serves upon counsel (listed below) a written objection that: (i) identifies the case name and civil action number, "*In re GreenLight Bio Merger Stockholder Litigation*, Lead C.A. No. 2024-1020-KSJM"; (ii) states the name, address, and telephone number of the Objector and, if represented by counsel, the name, address, and telephone number of the Objector's counsel; (iii) is signed by the Objector; (iv) contains a specific, written statement of the objection(s) and the specific reason(s) for the objection(s), including any legal and evidentiary support the Objector wishes to bring to the Court's attention, and, if the Objector has indicated that he, she, or it intends to appear at the Settlement Hearing, the identity of any witnesses the Objector may call to testify and any exhibits the Objector intends to introduce into evidence at the hearing; and (v) includes documentation sufficient to prove that the Objector is a Class Member (*i.e.*, held shares of GreenLight common stock at any time during the period from June 21, 2023 through July 20, 2023 and had their shares exchanged for \$0.30 per share in connection with the closing of the Merger on July 24, 2023).

PLEASE DO NOT CONTACT THE COURT OR THE COURT'S CLERK'S OFFICE REGARDING THIS NOTICE. If you have any questions about the Settlement, you may contact Co-Lead Counsel at the addresses listed on the left below:

MONTEVERDE & ASSOCIATES PC WILMER CUTLER PICKERING HALE

Juan E. Monteverde

The Empire State Building
350 Fifth Avenue, Suite 4740
New York, New York 10118

Tel: (212) 971-1341

jmonteverde@monteverdelaw.com

AND DORR LLP

Michael G. Bongiorno
7 World Trade Center
250 Greenwich Street
New York, NY 10007

Tel: (212) 937-7220

michael.bongiorno@wilmerhale.com

KAHN SWICK & FOTI, LLC

Michael J. Palestina
1100 Poydras Street, Suite 960
New Orleans, Louisiana 70163

Tel: (504) 455-1400

michael.palestina@ksfcounsel.com

O'MELVENY & MYERS LLP

Amy S. Park
2765 Sand Hill Road
Menlo Park, CA 94025

Tel: (650) 473-2680

apark@omm.com

LEVI & KORSINSKY, LLP

Donald J. Enright
101 Vermont Ave, N.W., Suite 800
Washington, D.C. 20005

Tel: (202) 524-4290

denright@zlk.com

GIBSON, DUNN & CRUTCHER LLP

Brian M. Lutz
One Embarcadero Center, Suite 2600
San Francisco, CA 94111

Tel: (415) 393-8379

blutz@gibsondunn.com

Dated: April 10, 2026 BY ORDER OF THE COURT OF
CHANCERY OF THE STATE OF
DELAWARE



¹ Any capitalized terms used in this Summary Notice that are not otherwise defined in this Summary Notice shall have the meanings given to them in the Stipulation and Agreement of Settlement, Compromise and Release Between Plaintiffs and Defendants, dated March 4, 2026 (the "Stipulation"). A copy of the Stipulation is available at www.rg2claims.com.

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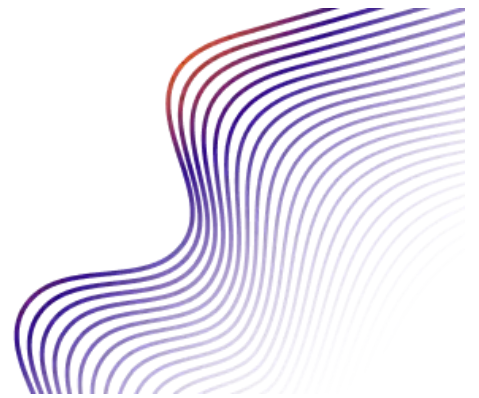
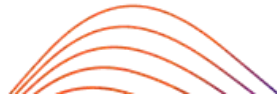


EXHIBIT 2

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

SCHEDULE 14D-9

**SOLICITATION/RECOMMENDATION STATEMENT
UNDER SECTION 14(d)(4) OF THE SECURITIES EXCHANGE ACT OF 1934**

GreenLight Biosciences Holdings, PBC
(Name of Subject Company)

GreenLight Biosciences Holdings, PBC
(Name of Person(s) Filing Statement)

Common Stock, par value \$0.0001 per share
(Title of Class of Securities)

39536 G105
(CUSIP Number of Class of Securities)

Nina Thayer
General Counsel, Chief Compliance Officer & Corporate Secretary
29 Hartwell Avenue
Lexington, Massachusetts 02421
(617) 616-8188
(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications
on Behalf of the Person(s) Filing Statement)

With a copy to:

Jeffrey A. Letalien
R. Kirkie Maswoswe
Goodwin Procter LLP
The New York Times Building
620 Eighth Avenue
New York, New York 10018
(212) 813-8800

Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

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Item 1. Subject Company Information.

Name and Address

The name of the subject company is GreenLight Biosciences Holdings, PBC, a Delaware corporation (“**GreenLight**” or the “**Company**”). Unless the context indicates otherwise, we use the terms “**us**,” “**we**” and “**our**” to refer to GreenLight. The address of GreenLight’s principal executive office is 29 Hartwell Avenue, Lexington, Massachusetts 02421. The telephone number of GreenLight’s principal executive office is (617) 616-8188.

Securities

This Solicitation/Recommendation Statement on Schedule 14D-9 (this “**Schedule 14D-9**”) relates to the common stock, par value \$0.0001, of GreenLight (referred to as the “**common stock**,” the “**Company Common Stock**” or the “**GreenLight Common Stock**” and each such share, a “**Share**” and collectively, the “**Shares**”). As of the close of business on June 14, 2023, (i) 151,681,314 Shares issued and outstanding, (ii) no Shares were held in treasury by the Company, (iii) 21,934,382 Shares were subject to outstanding Company options, (iv) 46,730 Shares were subject to outstanding Company restricted stock unit awards, and (v) 12,383,304 Shares were issuable upon full exercise of Company warrants.

Item 2. Identity and Background of Filing Person.

Name and Address

GreenLight, the subject company, is the person filing this Schedule 14D-9. The name, business address and business telephone number of GreenLight are set forth in “*Item 1. Subject Company Information — Name and Address*” above.

Tender Offer

This Schedule 14D-9 relates to the cash tender offer (the “**Offer**”) by SW MergerCo, Inc., a Delaware corporation (“**Merger Sub**”) and a wholly-owned subsidiary of SW ParentCo, Inc., a Delaware corporation (“**Parent**”), to purchase all of the issued and outstanding Shares, other than certain excluded Shares, at an offer price of \$0.30 per Share, net to the holder of such Share, in cash, without interest and subject to any applicable withholding taxes (the “**Offer Price**”). Parent and Merger Sub are affiliates of investment funds advised by Fall Line Capital, LLC (“**Fall Line**”).

The Offer is being made upon the terms and subject to the conditions set forth in the Offer to Purchase, dated June 21, 2023 (as it may be amended or supplemented from time to time, the “**Offer to Purchase**”), and the related Letter of Transmittal (as it may be amended or supplemented from time to time, the “**Letter of Transmittal**”), pursuant to the Agreement and Plan of Merger (as it may be amended from time to time, the “**Merger Agreement**”), dated as of May 29, 2023, by and among GreenLight, Parent and Merger Sub. A more complete description of the Merger Agreement can be found in Section 12 of the Offer to Purchase under the caption “The Merger Agreement; Other Agreements” and a copy of the Merger Agreement has been filed as Exhibit (e)(1) to this Schedule 14D-9 and is incorporated herein by reference. The Offer is described in a Tender Offer Statement on Schedule TO (as it may be amended or supplemented from time to time, the “**Schedule TO**”), filed by Merger Sub and Parent with the Securities and Exchange Commission (the “**SEC**”) on June 21, 2023. The Offer to Purchase and form of Letter of Transmittal are filed as Exhibits (a)(1)(A) and (a)(1)(B) to this Schedule 14D-9, respectively, and are incorporated herein by reference.

Pursuant to the Merger Agreement, upon the terms of and subject to the conditions thereof, Merger Sub shall (and Parent shall cause Merger Sub to) (i) promptly after the Expiration Date (as defined below), accept for payment (the time of such acceptance, the “**Offer Acceptance Time**”) all Shares validly tendered (and not validly withdrawn) pursuant to the Offer, and (ii) as promptly as practicable following the Offer Acceptance

EXHIBIT 3

IN THE COURT OF CHANCERY IN THE STATE OF DELAWARE

IN RE GREENLIGHT BIO MERGER)	Lead C.A. No. 2024-1020-KSJM
STOCKHOLDER LITIGATION)	
_____)	<u>CLASS ACTION</u>
)	
This Document Relates To:)	
)	
ALL ACTIONS.)	
_____)	

**UNSWORN VERIFICATION AND DECLARATION OF
OSCAR PARDO PLANAS**

Pursuant to the Delaware Uniform Unsworn Foreign Declarations Act, 10 *Del. C. § 5351 et. seq.*, I, Oscar Pardo Planas, do hereby declare and state under oath and penalty of perjury under the law of Delaware that:

1. My name is Oscar Pardo Planas. I am a Co-Lead Plaintiff in the above-entitled action (“Action”). Upon personal knowledge, I make this Affidavit in support of settlement approval, class certification, and an award of fees and expenses in the Action.

2. I was a stockholder of Greenlight Biosciences Holdings, PBC since prior to the transaction and the events that were the subject of the Action and held such shares continuously at all times relevant thereto until the transaction was consummated.

3. In connection with my role as a Co-Lead Plaintiff in the Action, I have discussed with my counsel and/or reviewed the pleadings and relevant documents in this Action, monitored the work of counsel, and been kept apprised of the status of this litigation. I have regularly communicated with my counsel regarding the strategic direction, significant developments, status updates, and major decisions in the litigation, including the mediation and settlement of the Action. I have also discussed the Settlement Agreement with my counsel and accepted and authorized the Settlement Agreement because I believe that it is a fair, reasonable, and adequate compromise that is in the best interest of the Class. I believe that, balanced against the risks, duration, and uncertainty of continued litigation, the Settlement Agreement's guarantee of significant benefits to the Class is an excellent result and supports settling the Action on the agreed terms.

4. I never had any business or social relationship with my counsel or his firm prior to the pendency of this action or with any of the defendants during the pendency of this action, nor do I have any conflict of interest of any kind that would preclude me from bringing or prosecuting the Action.

5. I have not received, been promised or offered, and will not accept any form of compensation, directly or indirectly, for prosecuting or serving as a representative party in the Delaware Action except for (a) such damages or other

relief as the Court may award me as a member of the Class; (b) such fees, costs, or other payments as the Court expressly approved to be paid to me; or (c) reimbursement, paid by my attorneys, of actual reasonable out-of-pocket expenses incurred by me directly in connection with the prosecution of the Delaware Action.

6. I am familiar with the terms of the Settlement and believe them to be fair, reasonable, and adequate.

7. My counsel has requested a \$3,000 service award to be paid solely out of any attorneys' fee awarded in consideration of the time and effort I have expended on behalf of the Class.

Pursuant to 10 *Del. C.* § 5351 *et. seq.*, I declare under penalty of perjury under the law of Delaware that the foregoing is true and correct, and that I am physically located outside the geographic boundaries of the United States, Puerto Rico, the United States Virgin Islands, and any territory or insular possession subject to the jurisdiction of the United States.

DATED: 5/21/2026, in Spain

Signed by:

Oscar Pardo Planas

988959F B055D405
OSCAR PARDO PLANAS

EXHIBIT 4

IN THE COURT OF CHANCERY IN THE STATE OF DELAWARE

IN RE GREENLIGHT BIO MERGER
STOCKHOLDER LITIGATION

) Lead C.A. No. 2024-1020-KSJM

)

) CLASS ACTION

)

This Document Relates To:

)

ALL ACTIONS.

)

)

)

AFFIDAVIT OF KEITH W. MEYER

I, Keith W. Meyer, being duly affirmed, depose and say:

1. My name is Keith W. Meyer. I am a Co-Lead Plaintiff in the above-entitled action ("Action"). Upon personal knowledge, I make this Affidavit in support of settlement approval, class certification, and an award of fees and expenses in the Action.

2. I was a stockholder of Greenlight Biosciences Holdings, PBC since prior to the transaction and the events that were the subject of the Action and held such shares continuously at all times relevant thereto until the transaction was consummated.

3. In connection with my role as a Co-Lead Plaintiff in the Action, I have discussed with my counsel and/or reviewed the pleadings and relevant documents in this Action, monitored the work of counsel, and been kept apprised of the status of this litigation. I have regularly communicated with my counsel regarding the strategic direction, significant developments, status

updates, and major decisions in the litigation, including the mediation and settlement of the Action. I have also discussed the Settlement Agreement with my counsel and accepted and authorized the Settlement Agreement because I believe that it is a fair, reasonable, and adequate compromise that is in the best interest of the Class. I believe that, balanced against the risks, duration, and uncertainty of continued litigation, the Settlement Agreement's guarantee of significant benefits to the Class is an excellent result and supports settling the Action on the agreed terms.

4. I never had any business or social relationship with my counsel or his firm prior to the pendency of this action or with any of the defendants during the pendency of this action, nor do I have any conflict of interest of any kind that would preclude me from bringing or prosecuting the Action.

5. I have not received, been promised or offered, and will not accept any form of compensation, directly or indirectly, for prosecuting or serving as a representative party in the Delaware Action except for (a) such damages or other relief as the Court may award me as a member of the Class; (b) such fees, costs, or other payments, as the Court expressly approved to be paid to me; or (c) reimbursement, paid by my attorneys, of actual reasonable out-of-pocket expenses incurred by me directly in connection with the prosecution of the Delaware Action.

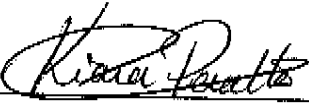
6. I am familiar with the terms of the Settlement and believe them to be fair, reasonable, and adequate.

7. My counsel has requested a \$3,000 service award to be paid solely out of any attorneys' fee awarded in consideration of the time and effort I have expended on behalf of the Class.

I declare under penalty of perjury under the laws of Delaware that the foregoing statements are true and correct.


Keith W. Meyer

Sworn to before me this
20 day of May, 2026


Notary Public
My commission expires: 07/19/2029

KIARA ARONES SR.
NOTARY PUBLIC
State of New Jersey
ID # 50223747
My Commission Expires 7/19/2029

EXHIBIT 5A

updates, and major decisions in the litigation, including the mediation and settlement of the Action. I have also discussed the Settlement Agreement with my counsel and accepted and authorized the Settlement Agreement because I believe that it is a fair, reasonable, and adequate compromise that is in the best interest of the Class. I believe that, balanced against the risks, duration, and uncertainty of continued litigation, the Settlement Agreement's guarantee of significant benefits to the Class is an excellent result and supports settling the Action on the agreed terms.

4. I never had any business or social relationship with my counsel or his firm prior to the pendency of this action or with any of the defendants during the pendency of this action, nor do I have any conflict of interest of any kind that would preclude me from bringing or prosecuting the Action.

5. I have not received, been promised or offered, and will not accept any form of compensation, directly or indirectly, for prosecuting or serving as a representative party in the Delaware Action except for (a) such damages or other relief as the Court may award me as a member of the Class; (b) such fees, costs, or other payments as the Court expressly approved to be paid to me; or (c) reimbursement, paid by my attorneys, of actual reasonable out-of-pocket expenses incurred by me directly in connection with the prosecution of the Delaware Action.

6. I am familiar with the terms of the Settlement and believe them to be fair, reasonable, and adequate.

7. My counsel has requested a \$3,000 service award to be paid to me solely out of any attorneys' fee awarded in consideration of the time and effort I have expended on behalf of the Class.

I declare under penalty of perjury under the laws of Delaware that the foregoing statements are true and correct.

Executed on the day of May, 2025

Susan Serven (Printed Name)

Susan Serven (Signature)

State of Texas
County of Jefferson

AFFIRMED and SUBSCRIBED before me on: May 21, 2026 by Susan G. Serven who produced Massachusetts DL as identification.

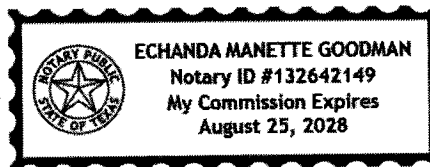
E'Chanda Manette Goodman

Notary Public

My Commission Expires: 08/25/2028

E'Chanda Manette Goodman

Remote Online Notary Public



This notarial act was an online notarization along with multi-factor authentication and using audio/video recording.

EXHIBIT 5B

IN THE COURT OF CHANCERY IN THE STATE OF DELAWARE

IN RE GREENLIGHT BIO MERGER) Lead C.A. No. 2024-1020-KSJM
STOCKHOLDER LITIGATION)
_____) CLASS ACTION
This Document Relates To:)
ALL ACTIONS.)
_____)

AFFIDAVIT OF LAWRENCE SERVEN

I, Lawrence Serven, being duly affirmed, depose and say:

1. My name is Lawrence Serven. I am a Co-Lead Plaintiff in the above-entitled action (“Action”). Upon personal knowledge, I make this Affidavit in support of settlement approval, class certification, and an award of fees and expenses in the Action.

2. Through a joint account with my wife Susan Serven, I was a stockholder of Greenlight Biosciences Holdings, PBC since prior to the transaction and the events that were the subject of the Action and held such shares continuously at all times relevant thereto until the transaction was consummated.

3. In connection with my role as a Co-Lead Plaintiff in the Action, I have discussed with my counsel and/or reviewed the pleadings and relevant documents in this Action, monitored the work of counsel, and been kept apprised of the status of this litigation. I have regularly communicated with my counsel regarding the strategic direction, significant developments, status

updates, and major decisions in the litigation, including the mediation and settlement of the Action. I have also discussed the Settlement Agreement with my counsel and accepted and authorized the Settlement Agreement because I believe that it is a fair, reasonable, and adequate compromise that is in the best interest of the Class. I believe that, balanced against the risks, duration, and uncertainty of continued litigation, the Settlement Agreement's guarantee of significant benefits to the Class is an excellent result and supports settling the Action on the agreed terms.

4. I never had any business or social relationship with my counsel or his firm prior to the pendency of this action or with any of the defendants during the pendency of this action, nor do I have any conflict of interest of any kind that would preclude me from bringing or prosecuting the Action.

5. I have not received, been promised or offered, and will not accept any form of compensation, directly or indirectly, for prosecuting or serving as a representative party in the Delaware Action except for (a) such damages or other relief as the Court may award me as a member of the Class; (b) such fees, costs, or other payments as the Court expressly approved to be paid to me; or (c) reimbursement, paid by my attorneys, of actual reasonable out-of-pocket expenses incurred by me directly in connection with the prosecution of the Delaware Action.


6. I am familiar with the terms of the Settlement and believe them to be fair, reasonable, and adequate.

7. My counsel has requested a \$3,000 service award to be paid to me solely out of any attorneys' fee awarded in consideration of the time and effort I have expended on behalf of the Class.

I declare under penalty of perjury under the laws of Delaware that the foregoing statements are true and correct.

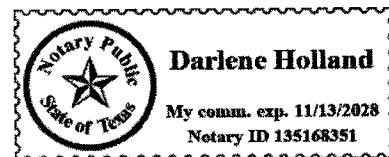
Executed on the 29th day of May, 2026

Lawrence
Serven (Printed Name)

 (Signature)

State of Texas, County of Eastland
AFFIRMED and SUBSCRIBED before me on:

Darlene Holland
Notary Public Darlene Holland
My Commission Expires: 11-13-2028



This notarial act was an online notarization along with multi-factor authentication and using audio/video recording.

Lawrence Serven appeared before me by means of online notarization and produced a Massachusetts driver's license as identification on 5/29/26.

EXHIBIT 6

IN THE COURT OF CHANCERY IN THE STATE OF DELAWARE

IN RE GREENLIGHT BIO MERGER
STOCKHOLDER LITIGATION

Lead C.A. No. 2024-1020-KSJM

This Document Relates To:
ALL ACTIONS.

AFFIDAVIT OF MICHAEL J. PALESTINA

I, Michael J. Palestina, being duly affirmed, depose and say:

1. I am a partner of the firm of Kahn Swick & Foti, LLC (“KSF”), which served as counsel for Plaintiff Planas and as Co-Counsel to the putative Class in the above-captioned action (the “Action”). I have personal knowledge of the facts stated herein. I make this Affidavit in support of the proposed settlement and application for an award of fees and expenses in connection with services rendered during this Action.

2. KSF was actively engaged in the prosecution of the Action on behalf of Plaintiffs and the Class. The services undertaken by my firm in connection with this litigation include, but are not limited to: communicating with Plaintiffs and their counsel; researching the underlying facts and drafting a Section 220 Demand and enforcement action on behalf of Plaintiff Planas; reviewing books and records (including emails) produced pursuant to the 220 Demand; researching claims to be asserted in the litigation; drafting the Verified Complaint on behalf of Plaintiff

Planas; drafting the Consolidated Amended Complaint; drafting Plaintiffs' mediation statement; participating in mediation; negotiating settlement; and negotiating and revising drafts of documents related to the settlement, including the Settlement Term Sheet, the Stipulation of Settlement and all exhibits thereto, and the motion for approval thereof.

3. My firm's compensation for services rendered in the Action was wholly contingent on the success of the Action and was totally at risk. The fees and unreimbursed expenses described herein have not been paid from any source and have not been the subject of any prior request, or prior award, in any litigation or other proceeding.

4. The chart below is a summary indicating the number of hours spent by the professionals at my firm on this litigation, their respective current hourly rates, and the resulting lodestar calculation. The chart was prepared from daily time records regularly prepared and maintained by my firm. The hourly rates reflected in the chart are the usual and customary rates currently charged for each individual in our cases. As set forth in the chart, my firm spent a total of 487.8 hours prosecuting the Action, representing a total lodestar of \$371,307.50, divided as follows:

- 454.9 hours from inception until November 25, 2025 (the date on which the parties agreed to a settlement in principle), representing a lodestar of \$345,742.50, and
- 32.9 hours from November 26, 2025 until the present (negotiating and revising drafts of the settlement Term Sheet and Stipulation of Settlement,

administering notice, and drafting the motion for approval of the Settlement), representing a lodestar of \$25,565.00.

5. A breakdown of the lodestar is as follows:

Pre-Settlement in Principle (Inception through November 25, 2025)

ATTORNEY	HOURS	RATE	LODESTAR
Michael Palestina (P)	72.1	\$1,000	\$72,100.00
Gina Palermo (A)	23.0	\$750	\$17,250.00
Rhosean Scott (A)	119.3	\$750	89,475.00
Brian Mears (A)	236.0	\$700	\$165,200.00
Angela Petrillo (ST)	3.4	\$400	\$1,360.00
Bronwyn Gibson (ST)	1.1	\$325	\$357.50
TOTALS	454.9		\$345,742.50

P – Partner; A - Associate; SA- Staff Attorney; ST – Support Staff

Post-Settlement in Principle (November 26, 2025 through Present)

ATTORNEY	HOURS	RATE	LODESTAR
Michael Palestina (P)	11.6	\$1,000	\$11,600.00
Rhosean Scott (A)	0.3	\$750	\$225.00
Brian Mears (A)	17.8	\$700	\$12,460.00
Angela Petrillo (ST)	3.2	\$400	\$1,280.00
TOTALS	32.9		\$25,565.00

P – Partner; A - Associate; SA- Staff Attorney; ST – Support Staff

6. In addition, my firm has expended a total of \$9,016.47 in expenses in connection with the prosecution of the Action, broken down as follows:

CATEGORY	AMOUNT
Copies and Delivery Fees	\$71.75
Filing Fees and Court Costs	\$1,763.05
Mediation	\$7,181.67
TOTAL	\$9,016.47

The expense information shown therein accurately summarizes information contained in the financial records of my firm, kept in the ordinary course of business.

7. For the reasons stated in Plaintiffs' Motion for Settlement Approval, Class Certification, and For an Award of Fees and Expenses, I believe that the settlement is fair and reasonable and should be approved.

8. Attached hereto as Exhibit 1 is KSF's firm resume.

I declare under penalty of perjury under the laws of Delaware that the foregoing statements are true and correct.

Executed on the 25th day of May, 2026

Michael Palermo (Printed Name)

 (Signature)

AFFIRMED and SUBSCRIBED before me on:



Notary Public

My Commission Expires:

Gina M. Palermo, Esq.
Notary Public
State of Louisiana
La. Bar Roll No. 33307
La. Notary No. 92682
My Commission is for Life





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New York, NY 10177

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Chicago, Illinois

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Chicago, IL 60602

Luxembourg *

11 Rue Kaltacht
2510 Luxembourg
Grand Duchy of Luxembourg

Toll Free: (866) 467-1400

Phone: (504) 455-1400

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www.ksfcounsel.com

** For representative purposes only.*

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The Firm

Kahn Swick & Foti, LLC (“KSF”) (www.ksfcounsel.com) is a boutique law firm with offices in New York City, Delaware, Los Angeles, Chicago, New Orleans, and a representative office in Luxembourg¹. KSF focuses predominantly on class actions, in the areas of securities and mergers & acquisitions, and on shareholder derivative and other complex litigation. Since its inception in 2000, KSF has recovered hundreds of millions of dollars for its clients.

KSF’s Lawyers have extensive experience litigating complex cases in the following practice areas: (i) securities litigation; (ii) corporate governance and derivative litigation; (iii) consumer protection litigation; (iv) shareholder merger and acquisition class action litigation; and (v) antitrust litigation. A sampling of the firm’s current cases and recent recoveries is set forth below.

“[Kahn Swick & Foti] earned my unyielding admiration and respect in this case for the efficient and exceptionally reasonable way in which they found a prompt, fair, and equitable solution to the complex problems their clients faced...”

Hon. Mark W. Bennett,
United States District Judge
In Re: Elgaouni v. Meta Financial Group,
Inc.

Securities Litigation

SETTLED CASES

In re Petrobras Securities Litigation, No. 1:14-cv-9662 (S.D.N.Y.). Member of Plaintiffs’ Steering Committee for the Individual Actions (“PSC”), federal securities class action against Brazil’s state-controlled petrochemical company arising from “Operação Lava Jato,” the largest corruption scandal in the history of Latin America, whereby Plaintiffs alleged Defendants deliberately overpaid on various construction contracts in return for kickbacks. The Class action settled in 2018 for **\$3 billion** and, as a member of the PSC, KSF was found by the Court to have “made a substantial contribution to the class,” June 22, 2018 Opinion and Order at 39 (D.E. 834).

¹ For representative purposes only.

Dicker v. TuSimple Holdings, Inc. et al., NO. 22-CV-1300 (S.D. Cal.). *Co-Class Counsel*. On December 18, 2024, the Hon. Roger T. Benitez entered a Final Judgment approving a **\$189 million** settlement of the Class's claims. KSF obtained this extraordinary result – the largest ever settlement of a securities class action in the Southern District of California – after filing a detailed and thorough consolidated complaint, opposing seven separate motions to dismiss, negotiating an agreement with TuSimple to prevent the dissipation of its U.S. assets, and moving for a temporary restraining order to ensure that TuSimple's cash remained in the U.S.

Pearlstein v. BlackBerry Ltd., et al., No. 1:13-CV-07060-CM (S.D.N.Y.). *Lead Counsel*. The Hon. Colleen McMahon, United States District Judge for the Southern District of New York, entered a Final Judgment in this federal securities class action, approving a **\$165 million** settlement between Lead Plaintiffs, represented by Lead Counsel KSF, and BlackBerry, Limited. The settlement, one of the largest securities litigation recoveries of 2022 and achieved on the eve of trial, resolved Plaintiffs' claims that BlackBerry made materially false and misleading statements and omissions regarding the sales of, and accounting relating to, its BB10 smartphones.

Erica P. John Fund, Inc. v. Halliburton Co., et al., No. 3:02-cv-1152 (N.D. Tex.). *Co-Class Counsel*, federal securities class action against oilfield services company and a high-level officer, in which Class Counsel obtained a unanimous decision by the U.S. Supreme Court in *Erica P. John Fund, Inc. v. Halliburton Co., et al.*, 563 U.S. 804 (2011) vacating and remanding a decision of the Fifth Circuit, and then successfully defeated Defendants' attack on the *Basic v. Levinson* presumption of reliance in *Halliburton Co. v. Erica P. John Fund, Inc.*, 134 S. Ct. 2398 (2014). These two Supreme Court decisions led to certification of the class, and ultimately resulted in a cash settlement of **\$100 million** for investors.

In re Chicago Bridge & Iron Secs. Litig., Case No. 1:17-cv-1580-LGS (S.D.N.Y.). On August 2, 2022, the Hon. Lorna G. Schofield, United States District Judge for the Southern District of New York, entered a Final Judgment in this federal securities class action, approving a **\$44 million** settlement obtained by Plaintiffs and KSF, as Lead Counsel, against a large engineering, procurement, and construction company, and certain officers and directors. The lawsuit alleged that Defendants made materially false and misleading statements and omissions regarding the performance of, and accounting relating to, CBI's nuclear business.

In re Pilgrim's Pride Corporation Securities Litigation, No. 1:16-cv-02611-RBJ (D. Col.). *Lead Counsel*. The Hon. R. Brooke Jackson, United States District Judge for the District of Colorado, entered a Final Judgment in this federal securities class action, approving a **\$41.5 million** settlement between Lead Plaintiff, represented by Lead Counsel KSF, and Defendants Pilgrim's Pride Corporation and William W.

Lovette. The settlement was achieved after nearly a decade of litigation, which included a successful appeal to the Tenth Circuit, and resolved Plaintiff's claims that Defendants made materially false and misleading statements and omissions about the competitiveness of the broiler chicken industry while Defendants were simultaneously involved in an alleged, illegal price-fixing scheme.

Farrar v. Workhorse Group, Inc., et al., No. 2:21-cv-02072-CJC-PVC (C.D. Cal.). On July 28, 2023, after more than two years of hard-fought litigation, the Hon. Cormac J. Carney entered a Final Judgment approving a **\$35 million** settlement of the Class' claims. Lead Counsel KSF achieved this excellent result after defeating Defendants' motion to dismiss and engaging in substantial fact discovery.

Moradpour v. Velodyne Lidar, Inc., et al., No. 3:21-cv-01486-SI (N.D. Cal.), Lead Counsel, federal securities class action against a company that develops and markets lidar solutions for autonomous vehicles, driver assistance, delivery, robotics, navigation, mapping, and other uses, resulting in an all-cash settlement of **\$27.5 million** for investors.

Dr. Joseph F. Kasper, et. al. v. AAC Holdings, Inc., et. al., 3:15-cv-00923 (Consolidated) (M.D. Tenn.). Co-Lead Counsel, federal securities class action against a for-profit substance abuse treatment provider, and certain officers and directors, arising from Defendants' misleading statements regarding a criminal investigation into the death of a patient, resulting in a settlement of **\$25 million** for investors.

In re Virgin Mobile USA IPO Litigation, 2:07-cv-05619-SDW-MCA (D.N.J.), Co-Lead Counsel, federal securities IPO-related class action against a company providing wireless communication services, certain officers and directors, certain controlling shareholder entities, and Virgin's underwriters, resulting in a cash settlement of **\$19.5 million** for investors.

Dougherty v. Esperion Therapeutics, Inc., et al., No. 2:16-cv-10089 (E.D. Mich.). Co-Lead Counsel, federal securities action against a pharmaceutical company and its chief executive officer, arising from misleading statements assuring the market that its sole drug candidate would not require a completed (and costly) cardiovascular outcomes trial prior to approval, resulting in a settlement of **\$18.25 million** for investors.

In Re Eletrobras Securities Litigation, Case No. 1:15-cv-05754 (Consolidated) (S.D.N.Y.). Co-Lead Counsel, federal securities class action against Centrais Eletricas Brasileiras S.A. and several of its former directors and officers, by U.S. investors after the company reported large losses related to a sprawling corruption scandal in Brazil. Nearly three years of protracted litigation resulted in a settlement of **\$14.75 million** for investors.

Abramson v. NewLink Genetics Corp., et al., 1:16-cv-03545-AJN (S.D.N.Y.). Lead Counsel, federal securities action against a pharmaceutical company and certain officers arising from Defendants' misleading statements regarding the about the scientific literature and the design of their clinical trial for a pancreatic cancer treatment candidate, resulting in a settlement of **\$13.5 million** for investors.

In re CarLotz, Inc. Securities Litigation, No. 1:21-cv-05906-AS (S.D.N.Y.). *Lead Counsel*. The Hon. Arun Subramanian, United States District Judge for the Southern District of New York, entered a Final Judgment in this federal securities class action approving a **\$13 million** settlement between Lead Plaintiff, represented by Lead Counsel KSF, and CarLotz, Inc. The settlement was achieved after the amended complaint survived in part despite a change in law during the pendency of the case that narrowed Plaintiff's path forward.

The settlement resolves Plaintiff's claims that CarLotz, Inc. made materially false and misleading statements and omissions concerning its business operations and financial condition as a consignment-to-used car marketplace following its "de-SPAC" merger in 2021.

In re Tesco PLC Securities Litigation, 14 Civ. 8495 (RMB) (S.D.N.Y.), *Lead Counsel*, federal securities class action against one of the world's largest grocery and general merchandise retailers based in the U.K., resulting in an all-cash settlement of **\$12 million** for investors in ADRs and F shares in the United States.

Corporate Governance and Derivative Litigation

SETTLED CASES

Orrego v. Lefkofsky (Groupon, Inc. Derivative Litigation), No. 12 CH 12420 (Ill. Cir. Ct, Cook Cnty., Ch. Div.). KSF acted as Co-Lead Counsel in the consolidated shareholder derivative action filed in the Chancery Division of the Cook County Circuit Court in Illinois, which was brought derivatively on behalf of Groupon, Inc. against certain of its current and former directors and officers for allegedly breaching their fiduciary duties by, among other things, causing Groupon to issue or make materially false and misleading statements and failing to implement necessary controls over Groupon's accounting function. KSF facilitated a settlement comprising of comprehensive corporate governance reforms with an estimated value of **\$159 million**, including changes to the Compensation Committee Charter, implementation of director education requirements, enhanced Independent Director meeting obligations, augmentations to the Audit Committee and Disclosure Committee rules and procedures,

creation of a new Director of Compliance position, and the retention of an independent auditing firm to conduct an assessment of the company's internal audit department.

In re Bank of America Corp. Securities, Derivative, & Employment Retirement Income Security Act (ERISA) Litigation, 09 Civ.580 (DC) (S.D.N.Y.). KSF served as court appointed Co-Lead Counsel in the Southern District of New York, and sued current and former executive officers and directors of the company, on behalf of shareholders. The substance of this action focused on Bank of America's January 1, 2009, acquisition of Merrill Lynch & Co., Inc. in a stock-for-stock transaction. This action alleged, among other things, that certain material information was omitted from the proxy statement filed with the Securities and Exchange Commission and mailed to stockholders on November 3, 2008. This proxy was critical in allowing defendants to obtain shareholder consent for the issuance of shares necessary to consummate the Merger. KSF was successful in resolving this action after defeating motions to dismiss by multiple defendants. In addition to major corporate governance reforms, KSF was also able to recover over **\$62.5 million** for the company.

Bassett Family Trust v. Costolo, et al. (Twitter, Inc. Derivative Litigation), C.A. No. 2019-0806 (Del. Ch.). As counsel for the plaintiff in this demand wrongfully-refused shareholder derivative action, KSF brought breach of fiduciary claims derivatively on behalf of Twitter, Inc. ("Twitter") against certain of its current and former directors and officers for breaches of duties involving false and misleading statements about Twitter's user engagement and growth and for insider trading. Plaintiffs were able to secure a settlement providing that Twitter's board of directors will pay **\$38 million** in cash to Twitter. Twitter's board will also adopt a series of corporate governance reforms, which include (among other things): (i) enhanced board independence and oversight reforms, including amendments to the charters for the Disclosure Committee and the Audit Committee; (ii) enhancements to oversight of corporate strategy and risk, internal controls, and disclosures, including the creation of the Independent Chief Compliance Officer; and (iii) enhancements to corporate policies regarding compliance training, compensation, insider trading, and recapture of cash-based incentive compensation.

Brunson v. Otworth, et al. (PureCycle Technologies, Inc. Derivative Litigation), C.A. No. 2024-0326 (Del. Ch.). As counsel for the plaintiff in this demand wrongfully-refused shareholder derivative action, KSF brought breach of fiduciary duty and aiding and abetting claims derivatively on behalf of PureCycle Technologies, Inc. ("PureCycle") against certain of its current and former directors and officers and others in connection with false and misleading statements regarding PureCycle's recycling technology and its management's experience. KSF obtained a settlement providing the company with a cash payment of **\$3 million** and the Board's agreement to implement comprehensive corporate governance reforms with an estimated value of **\$33.8 million**, including adding two new independent directors to

the Board, creating a Board-level Operational Excellence Committee responsible for overseeing the manufacturing and delivering of PureCycle's products, and creating the position of Chief Compliance Officer to manage and oversee the company's ethics and compliance programs.

In re Barnes & Noble Stockholder Derivative Litigation, C.A. No. 4813 (Del. Ch.). As Co-Lead Counsel in this shareholder derivative action filed in the Court of Chancery of the State of Delaware on behalf of Barnes & Noble, Inc. against certain of its officers and directors, including Chairman Leonard Riggio, related to the company's 2009 acquisition of Mr. Riggio's private company Barnes & Noble College Booksellers, Inc., alleging that the purchase price, and the process by which it was agreed to, was not entirely fair to Barnes & Noble, Inc. and harmed shareholders, KSF helped obtain a settlement resulting in the recovery of **\$29 million** for Barnes & Noble, Inc. in the form of reductions to the principal and interest payable to Mr. Riggio.

Weil v. Baker (ArthroCare Corporation Derivative Litigation), No. 08-CA-00787 (W.D. Tex.). As Co-Lead Counsel in the consolidated federal derivative action on behalf of ArthroCare Corporation against certain of its officers and directors arising from alleged improprieties in the company's marketing of spine wands, KSF helped obtain a cash settlement of **\$8 million**, along with important corporate governance changes.

In re Fitbit, Inc. Stockholder Derivative Litigation, Consolidated C.A. No. 2017-0402 (Del. Ch.). As Co-Lead Counsel in this shareholder derivative action filed in the Court of Chancery of the State of Delaware on behalf of Fitbit, Inc. ("Fitbit") against certain of its officers and directors, KSF alleged that certain insiders made stock sales in the company's initial public offering and—after agreeing to release the insiders from lock-up agreements that barred them from trading for 180 days after the initial public offering—an early secondary offering, taking take advantage of an artificially positive market response to Fitbit's flagship PurePulse heartrate monitoring technology. KSF was successful in resolving this action after defeating the defendants' motion to dismiss, recovering **\$5 million** for Fitbit.

Khoury v. Williams, et al. (Groupon, Inc. Derivative Litigation), C.A. No. 2022-0077 (Del. Ch.). As counsel for the plaintiff in this demand wrongfully-refused shareholder derivative action, KSF brought breach of fiduciary duty claims derivatively on behalf of Groupon, Inc. ("Groupon") against certain of its current and former directors and officers in connection with false and misleading statements regarding the growth and compatibility of Groupon's business segments, the success of Groupon's "Select" program which offered members discounts in exchange for a monthly membership fee, and Groupon's earnings guidance. KSF obtained a settlement involving extensive corporate governance reforms, including adding a new independent director to the Board, enhancing the duties and responsibilities of the Board's

Executive Committee to require monitoring the company's strategic initiatives, and adding a misconduct trigger to Groupon's Clawback Policy whereby compensation may be clawed back from executives who have engaged in intentional acts of fraud or dishonesty.

In re Conduent Incorporated Shareholder Derivative Litigation, Lead Case No. 650903/2021 (N.Y. Sup. Ct., N.Y. Cnty., Ch. Div.). KSF acted as Co-Lead Counsel in the consolidated shareholder derivative action filed in the New York Supreme Court, New York County, which was brought derivatively on behalf of Conduent Incorporated against certain of its current and former directors and officers for allegedly breaching their fiduciary duties by (i) failing to oversee its electronic tolling line of business, resulting in fines, government complaints, and revenue withholding and (ii) causing the Company to make materially false and misleading statements in press releases and SEC filings about the known issues with its legacy information technology infrastructure that was impacting the Company's financial guidance and growth. KSF facilitated a settlement comprising of robust and fulsome corporate governance reforms, including Board refreshment, formation of the Corporate Social Responsibility and Public Policy Committee, separation of the Chief Executive Officer and Chairperson positions, enhancements to the duties and responsibilities of the Audit Committee regarding financial reporting and internal controls, creation of a Board-level Risk Oversight Committee, addition of the Chief Risk Officer to the management-level Disclosure Committee, adoption of an enhanced Amended Compensation Recoupment Policy.

Butcher-Weber, et al. v. Polk, et al. (Newell Brands Inc. Derivative Litigation), No. 1:20-cv-1792 (D. Del.). As counsel for the plaintiffs in this demand wrongfully-refused shareholder derivative action, KSF brought breach of fiduciary duty claims derivatively on behalf of Newell Brands Inc. ("Newell") against certain of its current and former directors and officers in connection with false and misleading statements regarding Newell's acquisition of Jarden Corporation and the failure to integrate Jarden's assets thereafter, certain repurchases of Newell stock at artificially inflated prices, and insider trading. KSF obtained a settlement involving numerous corporate governance reforms, including a requirement that at least three quarters of the Board be independent non-executive directors, a pre-authorization and quarterly review process by the Board of any stock repurchase program to ensure that the proposed repurchases are in the company's best interest, and amendments to the company's Securities Transaction Policy governing insider trading.

In re Fifth Street Finance Corp. Stockholder Litigation, Consolidated C.A. No. 12157 (Del. Ch.). As Co-Lead Counsel in this shareholder derivative action filed in the Delaware Court of Chancery on behalf of Fifth Street Finance Corporation ("FSC") against certain current and former directors of FSC, its investment advisor, Fifth Street Asset Management Inc. ("FSAM"), and current and former directors and officers of FSAM, KSF alleged that certain FSC and FSAM officers and directors caused FSC to pursue reckless

asset growth strategies, to employ aggressive accounting and financial reporting practices, and to pay excessive fees under FSC's investment advisory agreement with FSAM, in order to inflate the perceived value of FSAM in the lead up to FSAM's initial public filing. KSF was instrumental in obtaining a settlement consisting of certain changes to FSC's investment advisory agreement and governance enhancements. The changes to the investment advisory agreement include a waiver by FSAM of fees equal to \$10 million and an acknowledgment that plaintiffs were a substantial and remedial factor in the reduction of base management fees from 2% to 1.75%. The governance enhancements include additional Board governance provisions, enhanced policies, practices and procedures regarding FSC's valuation of its investments, increased disclosure of relevant issues, and increased consultation with outside advisors and independent third parties.

In re Moody's Corporation Shareholder Derivative Litigation, No. 1:08-CV-9323 (S.D.N.Y.). As Lead Counsel for the demand-excused shareholder derivative actions filed on behalf of Moody's Corporation against current and former executive officers and directors of the company, asserting various claims, including for breach of fiduciary duty, in connection with, inter alia, Moody's credit ratings on various mortgage-backed securities, KSF helped obtain a settlement in which the settling defendants agreed that Moody's had implemented or will adopt, enhance and/or maintain certain governance, internal control, risk management and compliance provisions, designed to identify, monitor and address legal, regulatory and internal compliance issues throughout the business and operations of Moody's Investors Service, Inc., the credit rating agency operating subsidiary of the company.

Consumer Protection Litigation

SETTLED CASES

In re: General Motors Corp. Speedometer Products Liability Litigation, MDL No. 1896, Co-Lead Counsel. Appointed co-lead counsel for national class of 4.2 million purchasers of certain GM trucks with defective speedometers. The case was resolved successfully by GM agreeing to fix defective speedometers for free and to reimburse class members for all past repair costs.

Rose Goudeau, et. al. v. The Administrators of the Tulane Educational Fund, et. al., No. 2004-04758, Sec. 13, Div. J (Civil District Court for the Parish of Orleans), Class Co-Counsel. Nationwide class action certified on behalf of near relatives of individuals who donated their bodies to the Tulane Willed Body Program. The complaint alleged that the Tulane Willed Body Program sold the donated bodies and/or body parts to third parties. A settlement of **\$8,300,000** was obtained for the class members.

Barbara Thomas, et. al. v. ClearCredit, et. al., No. 03-2580 (E.D. La.). Co-Lead Counsel in national class action involving violations of the Fair Credit Reporting Act. Settled for approximately **\$6 million** in benefits to the consumer class along with injunctive relief.

Sterling Savings Bank v. Poleline Self-Storage LLC, No. CV-09-10872 (Idaho Dist. Ct.), *Class Counsel*. In this putative class action, a borrower alleged that the Bank improperly used the 365/360 method of interest calculation on several commercial loans. A settlement of **\$3.5 million** was recovered for bank customers.

Shareholder M&A Class Action Litigation

SETTLED CASES

Helen Moore v. Macquarie Infrastructure and Real Assets, et al. (Cleco Corporation Merger), No. 251,417 c/w Nos. 251,456; 251,515; 252,446; 252,458; and 252,459, (9th JDC, Louisiana). Co-Lead Counsel. Class action for breach of fiduciary duties to shareholders relating to a proposed merger of utility company. Settlement consisted of **\$37 million** common fund, just one month from trial. Counsel also secured a landmark Louisiana appellate decision finding that merger-related challenges are direct, and not derivative, in nature.

In re Aimmune Therapeutics, Inc. Securities Litigation (Aimmune Merger), No. 3:209-CV-06733-MMC (N.D.Ca.). Co-Lead Counsel. Class action for breach of fiduciary duties to shareholders relating to a merger (tender offer) of a biomedical company. Settlement consisted of **27.5 million** common fund, just two months from trial.

In re Saba Software, Inc. Stockholder Litigation, Consol. Case No. 10697 (Delaware Court of Chancery 2015). *Member of Executive Committee*. Class action for breach of fiduciary duties to shareholders relating to a proposed merger of software company. Settlement consisted of **\$19.5 million** common fund.

In re American Capital, Ltd. Shareholder Litigation, Case No. 422598-V (Circuit Court for Montgomery County, Maryland 2016). *Co-Lead Counsel*. Class action for breach of fiduciary duties to shareholders against both the target board and senior management and an activist investor fund (as a controller) relating to a proposed merger of a publicly traded private equity company. Settlement consisted of **\$17.5 million** common fund from the target's board and the activist investor.

Kurt Ziegler, et al. v. GW Pharm., PLC, et al., No. 3:21-cv-01019-BAS-MSB (S.D. Cal). *Co-Lead Counsel*. Class action for breach of federal securities laws relating to a proposed merger of pharmaceutical company. Settlement consisted of **\$7.75 million** common fund.

Kenneth Riche, et al v. James C. Pappas, et al., C.A. No. 2018-0177 (Del. Ch). *Co-Lead Counsel*. Class action for breach of fiduciary duties to shareholders against the target board and activist investors relating to a proposed merger of a publicly traded geothermal company. Settlement consisted of **\$6.5 million** common fund, which represented a significant 7.7% premium to the \$84 million adjusted enterprise value of the merger to the non-defendants shareholders/class members.

Rice v. Genworth Financial Incorporated, et al., Consol. Case No. 3:17-cv-00059 (Eastern District of Virginia 2017). *Co-Lead Counsel*. Class action for violation of Section 14(a) relating to a proposed merger of insurance company. Settlement consisted of additional material disclosures to proxy statements.

Wojno v. FirstMerit Corp., et al., Case No. 5:16-cv-00461 (Northern District of Ohio 2016). *Co-Lead Counsel*. Class action for violation of Section 14(a) relating to a proposed merger of bank holding company. Settlement consisted of additional material disclosures to proxy statements.

In re BTU International, Inc. Stockholders Litigation, Consol. C.A. No. 10310-CB (Delaware Court of Chancery 2014). *Co-Lead Counsel*. Class action for breach of fiduciary duties to shareholders relating to a proposed merger of electronics and solar goods companies. Settlement consisted of additional material disclosures to proxy statements. First known settlement to pass the exacting Trulia standards articulated by the Court of Chancery.

In re EnergySolutions, Inc. Shareholder Litigation, C.A. 8203 (Delaware Court of Chancery 2014). *Plaintiff's Co-Lead Counsel*. Class action for breach of fiduciary duties to shareholders relating to a proposed merger of nuclear energy related companies worth \$1.1 billion (\$375 million in proposed shareholder consideration). Settlement consisted of \$0.40 price bump which increased the consideration to shareholders by more than 10% or approximately \$38 million. Settlement also included over 20 pages of additional disclosures to proxy statement relating to process and pricing claims.

Hill v. Cohen, et al. (Summit Financial Services Group, Inc.), 2013 CA 017640 (15th Judicial Circuit Court, Florida). *Co-lead Counsel*. Class action for breach of fiduciary duties to shareholders relating to a proposed merger of a financial services company. Contingent and delayed aspects of the proposed merger consideration, worth several million dollars, were accelerated and paid to shareholders ahead of schedule and settlement involved several pages of additional disclosures were made to the proxy statement.

In re InSite Vision Inc. Consolidated Shareholder Litigation, Lead Case No. RG-15774540 (c/w Case No. RG-15777471). *Counsel for Plaintiffs*. Class action for breach of fiduciary duties to shareholders relating to a proposed merger of medical companies. Litigation was followed by a public bidding war that resulted in a \$30 million increase in merger compensation.

In re Medtox Scientific, Inc. Shareholders Litigation, Court File No. 62-CV-12-5118 (Minnesota District Court 2013). *Plaintiffs' Lead Counsel*. Class action for breach of fiduciary duties to shareholders relating to a proposed merger of medical technology companies. Settlement consisted of additional material disclosures to proxy statement.

Heron v. International Rectifier Corporation, et al., Case No. BC556078 (Superior Court of the State of California, County of Los Angeles). *Co-Lead Counsel*. Class action for breach of fiduciary duties to shareholders relating to a proposed merger of electronics companies. Settlement consisted of additional material disclosures to proxy statements.

Sachs Investment Group v Sun Healthcare Group, Inc., et al. 30-2012-580354-CU-SL (Superior Court of the State of California 2013). *Plaintiffs' Counsel*. Class action for breach of fiduciary duties to shareholders relating to a proposed merger of healthcare companies. Settlement consisted of additional material disclosures to proxy statement.

In re Susser Holdings Corp. Stockholders Litigation, C.A. 9613 (Delaware Court of Chancery 2014). *Co-Lead Counsel*. Class action for breach of fiduciary duties to shareholders relating to a proposed merger of convenience store and gas station companies. Settlement consisted of additional material disclosures to proxy statements regarding hidden value of individual distribution rights in limited partnership.

Antitrust Litigation

RECENT VICTORIES

Oliver, et al. v. American Express Company, et al., No. 1:19-cv-00566-NGG-SMG (E.D.N.Y.). On April 30, 2020, the Hon. Nicholas G. Garaufis, United States District Court Judge for the Eastern District of New York, entered an Order denying, in part, defendants' motion to dismiss. This matter, in which Kahn Swick & Foti, LLC is a member of Plaintiffs' Executive Committee, seeks damages, restitution, and injunctive relief against the American Express Company and American Express Travel Related Services Company, Inc. (collectively, "Amex"), on behalf of persons that used an electronic form of payment other than an

Amex charge or credit card to purchase goods and services sold by merchants across the country at prices allegedly inflated by Amex's non-discrimination provisions. Judge Garaufis ruled that plaintiffs adequately pled violations of 22 state antitrust and/or consumer protection laws and allowed plaintiffs' case to proceed against Amex for these violations.

Attorneys

PARTNERS

Lewis S. Kahn

Lewis Kahn is a founding partner of KSF and serves as the firm's managing partner. Mr. Kahn's practice is devoted to representing institutional and retail investors in connection with damages suffered as a result of securities fraud, breaches of fiduciary duties by corporate boards, and other egregious corporate conduct.



Mr. Kahn oversees the firm's securities practice, which has been responsible for settlements including the long-running securities class action against Halliburton where KSF was Co-Class Counsel with David Boies, a case in which the firm twice beat back [Halliburton's attempt in the United States Supreme Court to eviscerate shareholder rights](#), and obtained a **\$100 million** settlement for the Class after prior and subsequently replaced national securities counsel attempted to settle the case for \$6 million. Most recently, Mr. Kahn negotiated settlement of *Pearlstein v. Blackberry Ltd., et al.*, No. 1:13-CV-07060-CM (S.D.N.Y.), for **\$165 million**, one of the largest securities litigation recoveries of 2022 and achieved on the eve of trial, resolving Plaintiffs' claims that BlackBerry made materially false and misleading statements and omissions regarding the sales of, and accounting relating to, its BB10 smartphones. Other matters have included *In re Virgin Mobile USA IPO Litigation*, 2:07-cv-05619-SDW-MCA (**\$19.5 million settlement**), *In re Tesco PLC Securities Litigation*, 14 Civ. 8495 (**\$12 million settlement**), *In re BigBand Networks, Inc. Securities Litigation*, 3:07-CV-05101-SBA (**\$11 million settlement**), *In re U.S. Auto Parts Networks, Inc. Securities Litigation*, 2:07-cv-02030-GW-JC (**\$10 million settlement**), *In re Bank of America Corp. Securities, Derivative, and Employment Retirement Income Security Act (ERISA) Litigation*, 09 Civ.580 (DC) (S.D.N.Y.) (**\$62.5 million** cash payment to Bank of America o/b/o Board), *In re Barnes & Noble Stockholder Derivative Litigation*, C.A. No. 4813-VCS (Del. Ch. Ct.) (recovery of **\$29 million** for Barnes & Noble, Inc. in the form of reductions to the principal and interest payable to CEO), and *In re EnergySolutions, Inc.*

Kahn Swick & Foti, LLC

Shareholder Litigation, C.A. 8203-VCG (Del. Ch. 2014) (\$0.40 price bump which increased the consideration to shareholders by more than 10% or approximately **\$38 million**).

In addition to securities lawsuits, Mr. Kahn has significant experience with consumer fraud and mass tort class actions. Mr. Kahn has been appointed to various leadership positions in federal class action litigation over the years.

Mr. Kahn holds a Bachelor's degree from New York University in 1990 and received a Juris Doctor from Tulane Law School in 1994. Mr. Kahn is a member of the Louisiana Bar and is licensed to practice in all Louisiana state courts, as well as the United States Supreme Court, the United States Courts of Appeal for the Second, Fifth and Ninth Circuits, and the United States District Courts for the Eastern, Middle and Western Districts of Louisiana.

Michael A. Swick

Michael A. Swick is a co-founding partner of KSF and heads the firm's case starting department, overseeing case evaluation and initiation in the firm's securities, shareholder derivative and mergers & acquisitions practice groups. Prior to founding KSF, Mr. Swick had a distinguished career working at several of the nation's premiere class action litigation firms.



Relying on analytical skills honed at Tulane Law School and Columbia University's Graduate program of Arts & Sciences, throughout his career, Mr. Swick has played an important role in investigating large securities frauds and in developing and initiating litigations against the nation's largest corporations. Over his career, Mr. Swick has also participated in the litigation of cases that have resulted in hundreds of millions of dollars in recoveries for aggrieved shareholders and institutional investors.

Mr. Swick also works closely with the firm's institutional investor clients and participates in the management and development of KSF's portfolio monitoring systems.

In addition to his unique educational background, following law school, Mr. Swick also worked on the New York Mercantile Exchange, where he was involved first-hand, in the open-outcry trading of crude oil and natural gas futures and options contracts.

Mr. Swick received a Juris Doctor from Tulane Law School in 1994, and a Master of Political Philosophy from Columbia University Graduate School of Arts & Sciences in 1989 as well as a joint B.A. in Philosophy and Political Science from State University of New York at Albany in 1988. Mr. Swick was

admitted to the State Bar of New York in 1997 and is admitted to practice before the United States District Court for the Southern District of New York, and the United States Supreme Court.

Charles C. Foti, Jr.

Charles C. Foti, Jr. served as the Attorney General for the state of Louisiana from 2004-2008, after serving for 30 years as one of the most innovative law enforcement officials in the United States as Orleans Parish Criminal Sheriff. Throughout his career, General Foti has remained committed to public service.



As Attorney General for the state of Louisiana, General Foti's achievements include:

- Recovering over **\$24 million** for Louisiana consumers in consumer fraud matters, **\$8 million** in anti-trust litigation, **\$9.1 million** for state employees through Office of Group Benefits, over **\$2 million** for auto complaints, over **\$33 million** in Medicaid Fraud.
- Investigating and apprehending numerous contractor fraud criminals in the wake of one of the worst natural disasters in United States history, Hurricane Katrina.
- Doubling the number of arrests for crime against children through the Louisiana Internet Crimes Against Children Task Force.

Prior to serving as Louisiana Attorney General, over the course of a distinguished career spanning decades, General Foti took countless cases to trial. General Foti served as the head of the criminal division of the city of New Orleans Attorney's Office. He served as the police attorney for the city of New Orleans and prosecuted federal cases including prisoner overcrowding cases. He also served as an assistant District Attorney for Orleans Parish. Even early in his career, he tried cases as in house counsel for the nationally-known insurance carrier, Allstate.

In his tenure as Orleans Parish Criminal Sheriff, General Foti oversaw the enormous expansion of the parish jail, growing from 800 prisoners in 1973 to more than 7,000 currently. As the prison expanded, so did the need for education and rehabilitation skills for prisoners. As Sheriff, General Foti started the first reading and GED programs, work release programs, drug treatment programs and the nation's first boot camp at the local level, all to prepare prisoners for a future without crime. Administratively, General Foti managed a multi-million dollar budget and a complex organization of more than 1,400 employees.

General Foti has for many years been an advocate for the elderly. As Sheriff, he and a small army of volunteers provided Thanksgiving meals for senior citizens in the New Orleans area. He started a back-to-work program for senior citizens that helps people over the age of 55 get back into the workforce.

General Foti received his Juris Doctor degree from Loyola University Law School in 1965, after serving his country in the United States Army from 1955 through 1958.

Kim E. Miller

Kim E. Miller is a KSF partner who specializes in securities and other complex class action litigation. Ms. Miller supervises KSF's New York City office. Prior to joining KSF in 2006, Ms. Miller was a partner at one of the nation's leading plaintiff class action firms. Ms. Miller also spent time early in her career as a securities litigator in the defense bar.

“One of the best lawyers to appear in front of me in a long time...”

*Hon. Charles R. Breyer,
United States District Judge
In Re:ShoreTel, Inc. Sec. Litig.*

Recently, Ms. Miller was the lead plaintiff's lawyer for *Pearlstein v. BlackBerry Limited, et al.*, No. 13-cv-7060 (S.D.N.Y.), and *In re Chicago Bridge & Iron N.V. Securities Litigation*, No. 1:17-cv-1580 (S.D.N.Y.), which resulted in settlement agreements on the eve of trial for \$165 million and \$44 million, respectively. She was also the lead plaintiff's lawyer in *Farrar v. Workhorse Group, Inc., et al.*, No. 2:21-cv-02072-CJC-PVC (C.D. Cal.). On July 28, 2023, after more than two years of hard-fought litigation, the Hon. Cormac J. Carney entered a Final Judgment approving a **\$35 million** settlement of the Class' claims. She was also the firm's lead attorney in the *Halliburton* litigation (**\$100M settlement**).

In a relatively recent Order and Final Judgment in an action where the Firm served as Lead Counsel, the Federal District Court noted:

"Indeed, I find that this action has been a model of how complex class actions should be conducted. Counsel for the Lead Plaintiff, Kim Miller, and her firm, Kahn Swick & Foti, L.L.C., and [Defense Counsel] showed the utmost professionalism and civility, required very limited court intervention while diligently pursuing their objectives, and sought and obtained a fair and reasonable settlement before incurring substantial costs for discovery and trial preparation, all to the benefit of the Lead Plaintiff, Class Members, and the Defendants....I applaud their skill, expertise, zealousness, judgment, civility, and professionalism in putting the best interests of their respective clients first and not only foremost, but exclusively ahead of their law firms' financial interests. Ms.

Miller and [Defense Counsel] and their respective law firms earned my unyielding admiration and respect in this case for the efficient and exceptionally reasonable way in which they found a prompt, fair, and equitable solution to the complex problems their clients faced in this litigation, and they accomplished all of this with virtually no judicial intervention. In sum, my only deeply held regret in this case is that bioscience has not sufficiently advanced to allow the cloning of Ms. Miller and [Defense Counsel] for lead counsel roles in all complex civil class action litigation in the Northern District of Iowa.”

Elgaouni v. Meta Financial Group, Inc., 10-4108-MWB (N.D. Iowa)
(June 29, 2012) (Bennett, J.)

At another settlement hearing where Ms. Miller served as Lead Counsel for KSF, *In re ShoreTel, Inc. Sec. Litig.*, 3:08-cv-00271-CRB (N.D. Cal.), the District Court (Breyer, J.) noted: “You're one of the best lawyers to appear in front of me in a long time...”

Ms. Miller’s class action trial experience includes participating as a trial team member in a four-month jury trial involving fraud-based claims that resulted in a jury verdict in favor of the class.

Earlier in her career, Ms. Miller was involved in a variety of other cases in which large settlements were obtained, including:

- **Settlement value of \$127.5 million.** *Spahn v. Edward D. Jones & Co., L.P.*, 04-cv-00086-HEA (E.D. Mo.)
- **\$110 Million Recovery.** *In re StarLink Corn Prods. Liab. Litig.*, MDL No. 1403 (N.D. Ill.)
- **\$100 Million Recovery.** *In re American Express Financial Advisors, Inc. Sec. Litig.*, 1:04-cv-01773-DAB (S.D.N.Y.)

After graduating with honors from Stanford University in 1992 with a double major in English and Psychology, Ms. Miller earned her Juris Doctor degree from Cornell Law School, cum laude, in 1995. While at Cornell, Ms. Miller was the Co-Chair of the Women’s Law Symposium, Bench Brief Editor of the Moot Court Board, and a member of the Board of Editors of the *Cornell Journal of Law & Public Policy*. She was also a judicial intern for The Honorable David V. Kenyon in the Central District of California. Her pro bono work includes representing families of 9/11 victims at *In re September 11 Victim Compensation Fund* hearings. Ms. Miller also has served as a fundraiser for the New York Legal Aid Society.

Melinda A. Nicholson

Melinda A. Nicholson, a partner in KSF's Louisiana office, focuses on shareholder derivative and class action litigation, representing institutional and individual shareholders in corporate governance litigation and securities fraud actions, antitrust, and ERISA matters. Ms. Nicholson also oversees KSF's shareholder derivative practice.



Ms. Nicholson has been involved in a number of significant derivative and class action cases throughout the country seeking recovery for harmed shareholders and individuals, obtaining seminal decisions in shareholders' favor, including:

- *Oliver, et al. v. American Express Company, et al.*, No. 1:19-cv-00566 (E.D.N.Y.). On April 30, 2020, the Hon. Nicholas G. Garaufis, United States District Court Judge for the Eastern District of New York, entered an Order denying, in part, defendants' motion to dismiss. This matter, in which Kahn Swick & Foti, LLC is a member of Plaintiffs' Executive Committee, seeks damages, restitution, and injunctive relief against the American Express Company and American Express Travel Related Services Company, Inc. (collectively, "Amex"), on behalf of persons that used an electronic form of payment other than an Amex charge or credit card to purchase goods and services sold by merchants across the country at prices allegedly inflated by Amex's non-discrimination provisions. Judge Garaufis ruled that plaintiffs adequately pled violations of 22 state antitrust and/or consumer protection laws and allowed plaintiffs' case to proceed against Amex for these violations.
- *In re Fitbit, Inc. Stockholder Derivative Litigation*, Consolidated C.A. No. 2017-0402 (Del. Ch.). On December 14, 2018, Vice Chancellor Joseph R. Slights III of the Delaware Chancery Court rejected a motion to dismiss a stockholder derivative suit alleging insider trading and breach of fiduciary duty claims against executive officers and directors of Fitbit, Inc. ("Fitbit"). The lawsuit, in which Ms. Nicholson serves as co-lead counsel, alleges that certain insiders made \$385 million in stock sales in the company's initial public offering and—after agreeing to release the insiders from lock-up agreements that barred them from trading for 180 days after the initial public offering—an early secondary offering, taking take advantage of an artificially positive market response to Fitbit's flagship PurePulse heartrate monitoring technology. Vice Chancellor Slights held that the plaintiffs' complaint—bolstered by internal company documents obtained by KSF and its co-counsel—reasonably alleges that, while Fitbit was actively promoting its PurePulse technology, the company internally was struggling to correct and contain news about serious problems with the accurate functioning of their devices containing PurePulse. In the opinion, Vice Chancellor Slights further

held that the complaint adequately pled that the directors and officers who sold stock traded on inside information, and “designed the secondary offering to accommodate sellers’ interests.”

- *Dougherty v. Esperion Therapeutics, Inc., et al.*, No. 16-10089 (E.D. Mich.). On September 27, 2018, the Sixth Circuit Court of Appeals reversed and remanded the lower court’s dismissal of the securities class action filed on behalf of a putative class of Esperion Therapeutics, Inc. investors. In a decision written by Senior Circuit Judge Eugene Edward Siler, Jr., the Sixth Circuit held that the district court erred by concluding that lead plaintiffs had not adequately alleged scienter, stating that, “Esperion has offered no innocent inference stronger than Plaintiffs’ inference that Esperion knowingly or recklessly made material misrepresentations or omissions in its [] communications with investors.” The Court further held that defendants’ “innocent inference” explanations were either implausible or actually supported lead plaintiffs’ allegation of recklessness.

Since joining KSF, Ms. Nicholson has also been involved in a number of cases which ultimately resulted in successful settlements, including:

- *Orrego v. Lefkofsky (Groupon, Inc. Derivative Litigation)*, No. 12 CH 12420 (Ill. Cir. Ct, Cook Cnty., Ch. Div.) (settlement consisting of broad corporate governance reforms with an estimated value of **\$159 million**);
- *In re Bank of America Corporation Securities, Derivative, & Employee Retirement Income Security Act (ERISA) Litigation*, No. 09-MD-2058 (S.D.N.Y.) (Court-approved settlement including **\$62.5 million cash recovery** and substantial corporate governance changes);
- *Bassett Family Trust v. Costolo, et al. (Twitter, Inc. Derivative Litigation)*, A. No. 2019-0806 (Del. Ch.) (settlement resulted **\$38 million** payment and targeted corporate governance reforms);
- *Brunson v. Otworth, et al. (PureCycle Technologies, Inc. Derivative Litigation)*, C.A. No. 2024-0326 (Del. Ch.) (settlement included **\$3 million cash recovery** for company and corporate governance reforms valued at **\$33.8 million**);
- *In re Fifth Street Finance Corp. Stockholder Litigation*, Consolidated C.A. No. 12157 (Del. Ch.) (settlement resulted in governance enhancements and advisory fee reductions worth an estimated **\$30 million**);
- *In re Fitbit, Inc. Stockholder Derivative Litigation* Consolidated C.A. No. 2017-0402 (Del. Ch.) (settlement resulted in **\$5 million recovery** for the company);
- *Butcher-Weber, et al. v. Polk, et al. (Newell Brands Inc. Derivative Litigation)*, No. 1:20-cv-1792 (D. Del.) (settlement involving extensive corporate governance reforms); and

- *In re Moody's Corporation Shareholder Derivative Litigation*, 1:08-CV-9323 (S.D.N.Y.) (settlement involving comprehensive corporate governance reforms).

Prior to joining the firm in 2010, Ms. Nicholson worked for defense firms in New York, handling complex commercial litigations and regulatory investigations involving a variety of legal issues, including fiduciary obligations, securities violations, contractual breaches, antitrust and insurance coverage. Ms. Nicholson received a B.A. in Political Science, with a concentration in American Politics and Policies and a minor in Economics, from Tulane in 2003 and a J.D. from Tulane in 2005. While at Tulane Law School, Ms. Nicholson served as a Notes and Comments Managing Editor for the Tulane Law Review, which published her comment, *The Constitutional Right to Self-Representation: Proceeding Pro Se and the Requisite Scope of Inquiry When Waiving Right to Counsel*, 79 TUL. L. REV. 755 (2005). She has received numerous awards, including the Dean's Medal for attaining the highest grade point average during the third year, the George Dewey Nelson Memorial Award for attaining the highest grade point average in common law subjects throughout the three years of law study, and Order of the Coif. She graduated from the law school *summa cum laude* and ranked second in her class.

Ms. Nicholson is regularly asked to give presentations and conduct CLEs addressing her practice areas.

Ms. Nicholson is admitted to practice in Louisiana, New York, and Texas, the United States Courts of Appeal for the Fifth Circuit, and before the United States District Courts for the Eastern District of Texas, Western District of Texas, Southern District of Texas, Northern District of Texas, Eastern District of Louisiana, Western District of Louisiana, Southern District of New York, Eastern District of New York, District of Colorado, and Eastern District of Michigan.

Michael J. Palestina

Mr. Palestina practices securities and other complex class action litigation. He focuses his practice on securities litigation involving mergers and acquisitions. In his capacity as a KSF partner, Mr. Palestina currently serves as lead, co-lead, or executive committee counsel in several ongoing M&A cases and has previously served in the same capacity in several successfully resolved M&A cases.



For example, Mr. Palestina took part in the successful resolution of *In re EnergySolutions, Inc. Shareholder Litigation*, Consol. C.A. 8203-YCG (Del. Ch. 2013), a securities class action involving claims for breach of fiduciary duties to shareholders relating to a proposed merger of nuclear energy related companies worth \$1.1 billion (\$375 million in proposed shareholder

consideration), where there was a \$0.40 price increase, which increased the consideration to shareholders by more than 10%, or approximately \$38 million, and over 20 pages of additional disclosures to the proxy statement relating to process and pricing claims. Mr. Palestina also served as one of three co-lead counsel in *In re American Capital, Ltd. Shareholder Litigation*, Case No. 422598-V (Circuit Court for Montgomery County, Maryland 2016), a securities class action involving claims for breach of fiduciary duty in connection with the sale of American Capital Ltd. against both American Capital's board and senior officers and Elliott Management Corporation, the activist investor fund that agitated for the sale. Therein, Mr. Palestina was instrumental in obtaining a **\$17.5 million settlement** from American Capital's board members and officers and Elliott, in so doing defeating a motion to dismiss by Elliott and obtaining an unprecedented ruling that Elliott may be considered a controller and subject to entire fairness review at trial. More recently, in March 2020, after litigating the matter **to the eve of trial**, Mr. Palestina obtained a \$6.5 million settlement recovery for former U.S. Geothermal Inc. shareholders in connection with its merger with Ormat Technologies, Inc; this recovery represented a 7.7% premium to the adjusted enterprise value of the buyout.

Several of Mr. Palestina's current cases also implicate evolving and novel areas of corporate merger law. For example, in *Helen Moore v. Macquarie Infrastructure and Real Assets, et al. (Cleco Corporation Merger)*, Case No. 251,417, c/q 251,456 and 251,515, Div. "C" (9th JDC, Louisiana, 2014), in which Mr. Palestina serves as one of two Interim Co-Lead Counsel, he was instrumental in securing a landmark Louisiana appellate decision finding that merger-related challenges are direct, and not derivative, in nature. Mr. Palestina is also currently litigating several similar cases that touch on the same direct-vs-derivative issue under Maryland law.

Prior to joining KSF, Mr. Palestina clerked for the honorable Catherine D. Kimball, former Chief Justice of the Louisiana Supreme Court, and practiced law at a well-respected New Orleans litigation firm. While there, Mr. Palestina gained valuable trial experience, focused on complex commercial litigation, and represented a number of judges and his fellow lawyers regarding ethical issues before the State's judicial and attorney disciplinary systems.

Mr. Palestina graduated from Tulane University in 2005 with a Bachelor of Arts in Political Science. He earned his J.D. in 2008 from Loyola University of New Orleans College of Law, where he graduated *magna cum laude*, was a William L. Crowe, Sr. Scholar, and was inducted into the Order of Barristers. While in law school, Mr. Palestina was a member of the Loyola Law Review and Loyola Moot Court, was the first place oralist in the Loyola Intramural Moot Court Competition, and represented Loyola at the Stetson International Environmental Moot Court Competition (where he was the fourth place oralist overall) and on the National Team at the New York Bar Association's National Moot Court

Competition (where his team advanced to the finals). Mr. Palestina also served as a research assistant to the Leon Sarpy Professor of Law Professor Kathryn Venturatos Lorio, whom he assisted in a revision of her Westlaw treatise on Louisiana Succession and Donations, and as a Judicial Intern to Magistrate Joseph C. Wilkinson, Jr. of the United States Federal District Court for the Eastern District of Louisiana. Mr. Palestina's Law Review article, *Of Registry: Louisiana's Revised Public Records Doctrine*, was published in the *Loyola Law Review*.

Mr. Palestina is licensed to practice in Louisiana state and federal courts.

J. Ryan Lopatka

J. Ryan Lopatka, a partner in KSF's Chicago office, focuses primarily on federal securities class action litigation.

Mr. Lopatka was a member of the team that litigated against Halliburton Company in one of the most closely followed securities cases of all time. The litigation, which spanned more than a decade, included two landmark decisions from the Supreme Court. The first, *Erica P. John Fund, Inc. v. Halliburton*, 1331 S.Ct. 2179 (2011), a 9-0 unanimous opinion, reversed the rulings of the district court and Fifth Circuit Court of Appeals denying the investors' motion for class certification on loss causation grounds. The second, *Halliburton Co. v. Erica P. John Fund, Inc.*, 134 S.Ct. 2389 (2014), preserved the fraud-on-the-market doctrine, and helped pave the way towards a **\$100 million recovery** for the class.



More recent successes include *Pearlstein v. BlackBerry Limited, et al.*, No. 13-cv-7060 (S.D.N.Y.) and *In re Chicago Bridge & Iron N.V. Securities Litigation*, No. 1:17-cv-1580 (S.D.N.Y.), which resulted in settlement agreements on the eve of trial for **\$165 million** and **\$44 million**, respectively.

Mr. Lopatka successfully argued before the United States Court of Appeals for the Second Circuit to vacate an order from the Southern District of New York granting motion to dismiss in a securities class action against NewLink Genetics Corp. The 26-page ruling from the three-judge panel in *Abramson v. NewLink Genetics Corp.*, 2020 U.S. App. LEXIS 21545 (2d Cir. July 13, 2020) revitalized investors' claims against the bio-pharmaceutical company, and further developed the law of the Second Circuit with regard to loss causation and the actionability of opinion statements under the Supreme Court's 2015 decision in *Omnicare, Inc. v. Laborers Dist. Council Const. Industry Pension Fund*, 575 U.S. 175 (2015). After remand, KSF secured a **\$13.5 million** settlement for the class, an achievement the late Hon. William H. Pauley commended: "you turned a case that was a loser in the district court into a victory for plaintiffs...."

Kahn Swick & Foti, LLC

Before a three-judge panel of the Tenth Circuit in *Hogan v. Pilgrim's Pride Corp.*, 73 F. 4th 1150 (10th Cir. 2023), Mr. Lopatka successfully appealed the dismissal of a putative securities class action on repose grounds. The case, currently pending in the District of Colorado, involves allegations that Defendants misled investors regarding Pilgrim Pride's operations and finances amid a years-long collusive scheme to fix chicken prices, and is the only one of three securities class actions involving similar claims against poultry producers to still survive.

Mr. Lopatka also dedicates his time to promote best practices in complex litigation. For example, Mr. Lopatka served alongside attorneys representing both plaintiffs and defendants as a project member with the Electronic Discovery Reference Model (EDRM) to identify common problems and solutions (including potential amendments to the Federal Rules of Civil Procedure) related to the process of recording documents withheld from production on a claim that they contain attorney-client communication or work product.

Mr. Lopatka received his J.D. from Tulane University Law School in 2010. During the summer of 2009, he studied international capital markets and securities law at Cambridge University and Queen Mary School of Law in London, England. He received his B.A. with honors in history from Loyola University New Orleans in 2004.

Mr. Lopatka is admitted to practice in Louisiana and Illinois.

Craig J. Geraci

Craig J. Geraci, Jr. is a partner in KSF's Louisiana office and focuses on federal securities litigation and other complex class action litigation. He is actively involved in cases pending before federal courts across the United States.

Mr. Geraci has litigated numerous securities matters and helped recover more than **\$325 million** for shareholders allegedly defrauded by publicly traded companies and their officers. For example, Mr. Geraci was a member of the litigation team in *Halliburton Co. v. Erica P. John Fund, Inc.*, 134 S.Ct. 2389 (2014), a landmark securities-fraud class action, where the U.S. Supreme Court ruled for KSF's client on the most important issue in the case, and in *Erica P. John Fund, Inc. v. Halliburton*, 131 S.Ct. 2179 (2011), where the Court ruled unanimously for KSF's client. The *Halliburton* case ultimately resulted in a **settlement of \$100 million**. More recently, Mr. Geraci was a member of the litigation teams in *In re Chicago Bridge & Iron Company N.V. Securities Litigation*, No. 1:17-cv-1580 (S.D.N.Y.) and *Pearlstein v. BlackBerry Limited*,



et al., No. 1:13-cv-7060 (S.D.N.Y.), both of which settled on the eve of a jury trial for **\$44 million** and **\$165 million**, respectively.

Mr. Geraci received his J.D. from Tulane University Law School in 2009 and received a B.S. with a major in finance from the University of New Orleans in 2005.

Prior to joining KSF, Mr. Geraci focused his practice on complex commercial and corporate litigation, primarily for clients in the energy industry. In that role, he litigated numerous matters in state and federal courts across the country, including a case where he helped obtain a unanimous verdict in a three-week jury trial, awarding more than \$4 million in contract damages and \$2.7 million in fraud and punitive damages. He also presented oral argument, as a second-year associate, before the U.S. Court of Appeals for the Federal Circuit.

Mr. Geraci is admitted to practice in Louisiana, Mississippi, Alabama, and Texas, and he is a member of those states' bar associations. Further, Mr. Geraci is admitted to practice before the United States Court of Appeals for the Second Circuit, Fifth Circuit, and Federal Circuit and the United States District Courts for the Eastern, Middle, and Western Districts of Louisiana, the Northern, Eastern, and Southern Districts of Texas, and the Northern and Southern Districts of Mississippi.

Chris Quinn

Chris Quinn is a partner in the Delaware office of Kahn Swick & Foti, LLC. Mr. Quinn focuses his practice on the prosecution of stockholder class and derivative actions for breach of fiduciary duty in the Delaware Court of Chancery and Delaware Supreme Court.

Mr. Quinn has significant experience in all stages of litigation in the Court of Chancery, from case generation through trial, particularly in stockholder class and derivative actions arising from mergers and acquisitions and other significant transactions. After starting his career at a large Delaware firm best known for its defense work, Chris worked prior to KSF at two plaintiff-side, boutique Delaware firms, where he was a key member of trial and litigation teams that recovered collectively more than **\$1.0 billion** for stockholders and derivative plaintiffs.



While in law school, Chris was a summer associate at a prominent Delaware firm and served as a judicial intern for the Honorable J. Curtis Joyner of the United States District Court for the Eastern District of Pennsylvania.

Mr. Quinn earned his J.D. in 2012 from Villanova University School of Law, where he graduated *cum laude* and was an Associate Editor of *Villanova Law Review*, and earned bachelor's degrees in Finance and Economics from the University of Delaware in 2009.

Bruno Rosenbaum

Bruno Rosenbaum is a partner in KSF's New York office and Head of Non-U.S. Litigation, based in Luxembourg. He assists institutional investors on navigating complex cross-border disputes, shareholder litigation, and corporate governance matters, ensuring clients maximize their legal remedies in both domestic and global markets.



With deep expertise in securities litigation, arbitration, and passive claims filing, Mr. Rosenbaum works closely with asset managers, pension funds, and sovereign wealth funds. He assists clients in evaluating opportunities to recover investment losses through a range of legal avenues, including U.S. class actions, opt-out cases, and non-U.S. collective actions across North America, Europe, Asia, Australia, and Brazil.

Mr. Rosenbaum has played an integral role in a number of high-profile cases, guiding clients through litigation strategies tailored to their specific jurisdictions and regulatory environments. Before joining KSF, he practiced at leading international law firms in New York, Paris, Luxembourg, and Miami, focusing on securities litigation, international arbitration, and corporate transactions. His multilingual proficiency—he speaks seven languages—allows him to effectively bridge legal and cultural differences when advising a global client base.

Mr. Rosenbaum is a frequent speaker at investor conferences throughout Europe, where he provides insights on shareholder litigation, corporate governance, and investment loss recovery. He regularly engages with institutional investors, asset managers, and pension funds to discuss emerging trends, cross-border litigation strategies, and the evolving regulatory landscape affecting investor rights.

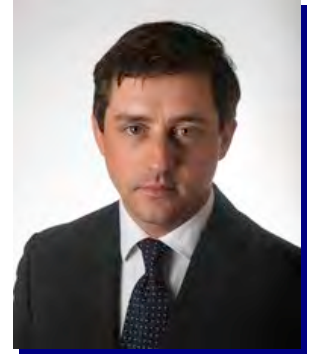
A graduate of Columbia Law School, where he served as an editor for the *Columbia Journal of European Law*, Mr. Rosenbaum also holds an MBA and a Master II from Panthéon-Assas Paris II and a Master I from Panthéon-Sorbonne Paris I.

Bruno Rosenbaum has been named to Pension & Investments' list of 2025 Rising Stars, recognizing individuals who are reshaping the future of institutional investment. He was additionally appointed to the publication's 2026 Ambassador Council, which is composed of the top group of honorees.

Matthew P. Woodard

Matthew P. Woodard is a partner at KSF's New Orleans office, where his practice focuses on prosecuting complex securities fraud class actions.

Matthew played a key role in securing KSF's appointment as Lead and Co-Lead Counsel in actions against Credit Suisse Group AG, Workhorse Group, Inc., CarLotz, Inc., Pareteum Corporation, Honeywell International, Inc., IntelliPharmaceuticals International, Inc., Pilgrim's Pride Corporation, and Chicago Bridge & Iron Company N.V.



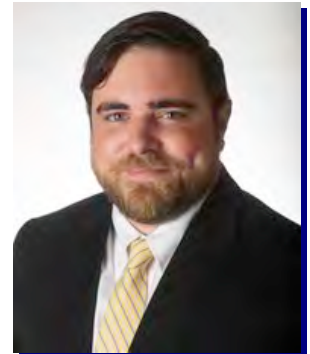
He is as a member of a litigation team that has helped recover more than \$386 million for shareholders. *Pearlstein et al. v. BlackBerry et al.* (\$165 million settlement); *Erica P. John Fund, Inc. v. Halliburton* (\$100 million settlement); *In re Chicago Bridge & Iron Co. N.V. Sec. Litig.* (\$44 million settlement); *Farrar et al. v. Workhorse Group, Inc. et al.* (\$35 million settlement) *Abramson et al. v. NewLink Genetics Corp. et al.* (\$13.5 million settlement); *In re Tesco PLC Sec. Litig.* (\$12 million settlement); *Kanefsky et al. v. Honeywell Int'l Inc. et al.* (\$10 million settlement); *In re Pareteum Sec. Litig.* (\$5.65 million settlement); *Shanawaz et al. v. IntelliPharmaceuticals Int'l Inc. et al.* (\$1.6 million settlement).

Matthew received his Bachelor of Arts degree in English, cum laude with honors, from The University of the South: Sewanee and his Juris Doctor degree from Tulane University School of Law. During law school, Matthew served as the Senior Managing Editor for the Tulane Journal of Law & Sexuality: Volume 21.

Mr. Woodard is admitted to practice in Louisiana and is a member of the Louisiana State Bar Association.

Nicolas Kravitz

Nicolas Kravitz is a partner in KSF's New Orleans office who focuses on shareholder derivative and ERISA lawsuits to redress breaches of fiduciary duty and other wrongdoing by public companies' boards of directors and executive officers. To date, Mr. Kravitz has been involved in litigation that has benefited shareholders by successfully recovering more than \$50 million and implementing robust corporate governance reforms worth millions more, including:



Kahn Swick & Foti, LLC

- **\$46.75 million** recovery plus substantial corporate governance reforms obtained in settlement on behalf of Twitter, Inc. shareholders in the action *Bassett Family Trust v. Costolo, et al.*, No. 2019-0806-PAF (Del. Ch.);
- **\$5 million** recovery obtained in settlement on behalf of Fitbit, Inc. shareholders in the action *In re Fitbit, Inc. Stockholder Derivative Litigation*, No. 2017-0402-JRS (Del. Ch.);
- Substantial corporate governance reforms obtained in settlement on behalf of Surgalign Holdings, Inc. shareholders in the action *In re RTI Surgical Derivative Litigation*, No. 1:20-cv-3347 (MFK) (N.D. Ill.); and
- Substantial corporate governance reforms obtained on behalf of GoPro, Inc. shareholders in the action *In re GoPro Stockholder Derivative Litigation*, No. 4:18-cv-00920-CW (N.D. Cal.).

Mr. Kravitz received his J.D., *cum laude*, from Georgetown University Law Center in 2014. Prior to joining KSF, he practiced corporate litigation in Wilmington, Delaware focusing on complex matters in the Delaware Court of Chancery, where he served as trial counsel in numerous matters and gained specialized experience in fiduciary duty litigation.

Mr. Kravitz is admitted to practice in Louisiana, Delaware, and the United States District Court for the District of Delaware.

OF COUNSEL

Melissa Harris

Melissa Harris, Of Counsel in KSF's New Orleans office, practices securities and other complex commercial and class action litigation. Ms. Harris has successfully litigated numerous securities matters in which shareholders stand to recover more than **\$100 million** for shareholders allegedly defrauded by publicly traded companies and their officers. For example, Ms. Harris was a member of the litigation team in *Pearlstein v. Blackberry*, No. 13-7060 (S.D.N.Y.) (**\$165 million settlement**), and *In re Chicago Bridge & Iron Company N.V. Securities Litigation*, No. 17-1580 (SD.N.Y.) (**\$44 million settlement**) has been granted. Ms. Harris is also litigating several pending securities fraud cases that have survived motions to dismiss and are now settlement stage, including *Farrar v. Workhorse*, No. 21-cv-2072, pending in the Central District of California, and *In re Pareteum Securities Litigation*, No. 19-



9767, pending in the Southern District of New York. Ms. Harris also has substantial experience in shareholder derivative suits and securities litigation involving mergers and acquisitions.

Prior to joining KSF, Ms. Harris worked at a well-respected regional law firm in New Orleans, where she handled defense of complex commercial litigation, government contracts disputes, and government investigations in state and federal courts around the country, as well as before federal agencies, including the Consumer Financial Protection Bureau, Federal Trade Commission, and United States Department of Justice. Ms. Harris also represented financial institutions and other companies in lawsuits under the federal False Claims Act and related state and local false claims laws. Ms. Harris has extensive experience with ESI and e-discovery and has presented and published on this topic numerous times.

Before moving to New Orleans, Ms. Harris clerked in federal court for four years in Hattiesburg, Mississippi for the Honorable M. Keith Starrett and the Honorable Michael T. Parker. A native New Yorker, Ms. Harris began her career at a large, prestigious defense firm in New York City where she handled complex commercial litigation, including antitrust, securities, and white-collar criminal matters, and regulatory investigations.

Ms. Harris graduated from Fordham Law School *magna cum laude*, in the top 2% of her class. Ms. Harris was a member of the *Fordham Law Review*, was Order of the Coif, and received the Archibald R. Murray Public Service Award and the West Award for Outstanding Academic Achievement. Ms. Harris received her undergraduate degree from Vassar College *cum laude*, with a major in Classics and a minor in Religion.

Ms. Harris is admitted to practice in Louisiana and New York state courts, as well as in the United States District Courts for the Eastern, Middle, and Western Districts of Louisiana and the Southern and Eastern Districts of New York, and the United States Court of Federal Claims. She is a member of the Federal Bar Association, American Bar Association, Louisiana State Bar Association, and New Orleans Bar Association.

Dennis White

Dennis White, Of Counsel in KSF's Chicago office, works with the firm's Institutional Investors. In addition to over twenty plus years of legal experience in regulatory compliance, public policy, procurement, and legislative approval, Dennis brings significant public pension administration experience.



Prior to joining KSF, Dennis most recently served as the Executive Director of the Municipal Employees' Annuity and Benefit Fund of Chicago, a \$3.5 Billion pension fund. He also has served as a Trustee and the Interim Executive Director of the Cook County Pension Fund (the "CCPF"), a \$14.3 Billion pension fund that provides pension, disability and other benefits to employees of both Cook County and the Forest Preserve District of Cook County. He initially was elected to serve on the Board of Trustees as the Forest Preserve District's representative on the CCPF Board, while serving as the Chief Attorney of the Forest Preserve District of Cook County.

Prior to leading the Forest Preserve District's legal department as the Chief Attorney, Dennis began his legal career as a staff attorney in the legal division of the Board of Governors of the Federal Reserve System in Washington, D.C. Subsequently, he joined the Washington, D.C. office of Rudnick and Wolfe law firm (now known as DLA Piper); worked as a staff attorney and business executive for General Motors Corporation in Detroit, Michigan; and joined the Chicago office of Holland & Knight, LLP law firm as Senior Counsel.

Dennis earned his B.S. in Mechanical Engineering from the University of Illinois at Urbana-Champaign, his J.D. from Northwestern University Law School, and his M.B.A. from the University of Chicago Booth School of Business.

Daniel Kuznicki

Daniel Kuznicki, Of Counsel in KSF's New York office, focuses on securities litigation, representing shareholders in class actions concerning allegations of securities fraud and breaches of fiduciary duties in connection with corporate governance and mergers and acquisitions.



Before turning his attention to class action litigation, Mr. Kuznicki's practice focused on litigation and corporate matters involving trademarks, licensing, contracts, securities and real estate.

Kahn Swick & Foti, LLC

Mr. Kuznicki earned his juris doctorate from New York University School of Law in 2008 and graduated summa cum laude in 2005 with a bachelor's degree in Talmudic Law from Yeshiva Bnei Torah Institute.

Mr. Kuznicki is admitted to practice law in the State of New York, and the United States District Court for the Southern District of New York, as well as the United States Court of Appeals for the Second Circuit.

Andrew J. Gibson

Andrew Gibson, Of Counsel in KSF's New Orleans office, focuses his practice on merger and acquisition litigation, shareholder derivative actions, and other complex class action litigation.

Mr. Gibson is also responsible for the formation and management of the firm's Business Loss Claim division, wherein he represents hundreds of businesses and non-profit organizations in claims under the Deepwater Horizon Economic and Property Damage Settlement. He also has broad experience representing clients in commercial and casualty litigation in Louisiana state and federal courts and has obtained a consistently successful record for his clients.



Mr. Gibson received his J.D. from Loyola University New Orleans College of Law in 2004. While in school, he served as a Teaching Assistant and Staff member for the Moot Court program, was twice elected to the Executive Board of the Student Bar Association, and clerked at a nationally recognized law firm. During the summer of 2003, he studied Latin American civil law systems and international arbitration at the University of Costa Rica School of Law in San Jose, Costa Rica. He earned a Bachelor of Science degree in Business with a concentration in Pre-Law from the E.J. Ourso College of Business at Louisiana State University in 1997 and went on to work as a manager in the marketing department of a regional telecommunications company.

Mr. Gibson is a proud veteran of the United States Marine Corps where he served in the infantry as a Non-Commissioned Officer.

Mr. Gibson is very active in the local business community and has served on the Board of Directors and as Chairman of the Governmental Affairs Committee for the Saint Tammany West Chamber of Commerce, as a member of the St. Tammany Parish Home Rule Charter Committee (2014-15) and as a member of the St. Tammany Parish Inspector General Task Force (2013-2014).

ASSOCIATES

Alexander L. Burns

Alexander L. Burns is an associate in KSF's Louisiana office, bringing two decades of combined experience in public accounting and hard-fought litigation to KSF. Over the course of the past ten years, he has been instrumental in helping KSF recover more than **\$280 million** in securities fraud cases on behalf of investors, among them: *Dicker v. TuSimple Holdings, Inc., et al.*, No. 3:22-cv-1300 (S.D. Cal.) (**\$189 million**); *Moradpour v. Velodyne Lidar, Inc., et al.*, No. 3:21-cv-01486 (N.D. Cal.) (**\$27.5 million**); *Khoja v. Orexigen Therapeutics, Inc., et al.*, No. 3:15-cv-00540 (S.D. Cal.) (**\$4.8 million**); *Dougherty v. Esperion Therapeutics, Inc., et al.*, No. 2:16-cv-10089 (E.D. Mich.) (**\$18.25 million**); *Kasper v. AAC Holdings, Inc., et al.*, No. 3:15-cv-923 (M.D. Tenn.) (**\$25 million**); and *In re Eletrobras Securities Litigation*, No. 1:15-cv-5754 (S.D.N.Y.) (**\$14.75 million**). His current practice primarily focuses on shareholder rights and corporate governance reforms. As a member of the firm's analytics group, he also provides damages analyses for the firm's retail and institutional investor clients.



Mr. Burns holds a bachelor's degree in accounting and a Master of Professional Accountancy from the University of Southern Mississippi and has been a licensed certified public accountant since 2003. As an auditor with a prestigious Big Four accounting firm, between 2001 and 2004 Mr. Burns audited the financial statements and regulatory compliance practices for a variety of companies, including casino gaming, health care, insurance, and energy. Following the Enron scandal, and anticipating the need for attorneys with a strong understanding of accounting issues, Mr. Burns pursued his law degree at Louisiana State University's Paul M. Hebert Law Center, where he was awarded the CALI Award for Academic Excellence in Contracts, served as Treasurer of the Trial Advocacy Board, held an externship with the Special Investigations Division of the East Baton Rouge Parish District Attorney's office, and competed on various interschool mock trial teams. He graduated in 2007.

Mr. Burns is a licensed Certified Public Accountant in Louisiana. As an attorney, he is admitted to practice in Louisiana, the related Federal District Courts, the United States District Court for the Eastern District of Michigan, the United States Fifth Circuit Court of Appeals, and the United States Ninth Circuit Court of Appeals.

John A. Carriel

John A. Carriel is an associate attorney with KSF. His practice focuses on shareholder derivative and class action litigation, representing institutional and individual shareholders in corporate governance, ERISA, securities fraud, and antitrust litigation. Mr. Carriel has significant experience in all stages of litigation, including pre-suit investigation, case initiation, pre-trial motion practice and hearings, discovery, class certification, settlement approval, trial, and appellate proceedings.



Prior to joining KSF, Mr. Carriel practiced plaintiff's side litigation at two national firms, where he represented clients in complex financial matters, including antitrust, class action, cryptocurrency, derivative, and securities matters. He has represented clients in significant matters seeking recovery for harmed investors, market participants, and individuals, including:

- *In re LIBOR-Based Financial Instruments Antitrust Litig.*, No. 11-md-2262-NRB (S.D.N.Y.) (Represented Freddie Mac and the FDIC as Receiver for Closed Banks, alleging that the LIBOR Panel Banks unlawfully manipulated the U.S. Dollar LIBOR rate.).
- *Rensel v. Centra Tech, Inc.*, 2 F.4th 1359 (11th Cir. 2021) (Successfully argued before the Eleventh Circuit Court of Appeals, securing a significant victory when the Panel vacated the district court's order denying plaintiffs' motion for class certification upon finding that both of the court's alternative grounds for denying the motion were abuses of discretion. The Eleventh Circuit's opinion: (i) established the standard of review for trial courts considering the timeliness of a motion for class certification; (ii) reaffirmed that plaintiffs should typically be permitted discovery prior to moving for class certification; (iii) made clear that a district court's failure to enter a scheduling order violated both the Federal Rules of Civil Procedure and the Local Rules for the Southern District of Florida; and (iv) further rejected the heightened ascertainability requirement for obtaining class certification adopted by other Circuits, including the Third Circuit.).
- *Campbell v. Vilsack*, EEOC No. 570-2018-00277X (Represented, on a *pro bono* basis, a class of deaf and hard of hearing employees of the United States Department of Agriculture (USDA) working in the metropolitan Washington, D.C. area in a disability discrimination action challenging inconsistent, unreliable, and increasingly scrutinized access to sign language interpreting services, co-counseling with the civil rights association the National Association of

the Deaf. Following eight years of litigation, the parties reached a [settlement](#) pursuant to which all USDA deaf and hard of hearing employees in the Washington, D.C. region are now able to access sign language interpreting services through a centralized system.).

Mr. Carriel received a J.D. from The George Washington University School of Law in 2017. During law school, he interned for the Enforcement and Investment Management Divisions of the Securities and Exchange Commission and the Legal Division of the Consumer Protection Financial Bureau. He is affiliated with the Hispanic Bar Association of the District of Columbia and has been named a Washington, DC “Rising Star” for 2021-2024 (Antitrust Litigation, Securities Litigation & Class Action & Mass Torts) by *Super Lawyers* magazine.

James Fetter

Mr. Fetter is an associate attorney at KSF and primarily focuses on securities litigation.

Prior to joining KSF, Mr. Fetter was an associate at a prominent civil rights law firm in Baltimore, Maryland. Mr. Fetter clerked on the U.S. Court of Appeals for the Fourth Circuit for the Honorable Albert Diaz. Mr. Fetter also worked as an associate at a AmLaw100 firm, where he focused on commercial litigation, products liability, and ADA compliance.



Mr. Fetter graduated *magna cum laude* and Order of the Coif from The Ohio State University Moritz College of Law, where he was an executive articles editor for the Ohio State Law Journal. During his time in law school, Mr. Fetter served as an extern at the U.S. District Court for the Southern District of Ohio and the Ohio Supreme Court. Mr. Fetter was also a legal intern at Disability Rights Ohio and a summer associate at an AmLaw100 firm. Mr. Fetter also served as a nonvoting board member for the ACLU of Ohio. Mr. Fetter received his undergraduate degree from Emory University and a Ph.D. in Political Science from the University of Notre Dame.

Mr. Fetter is admitted to practice in Maryland, Ohio, the U.S. Court of Appeals for the Fourth Circuit, the U.S. District Court for the District of Maryland, the U.S. District Court for the Southern District of West Virginia, and the U.S. District Court for the Eastern District of Michigan.

Samuel M. Gagnon

Sam Gagnon is an associate in KSF's New York office and focuses primarily on securities litigation. Prior to joining KSF, Mr. Gagnon worked at a consumer protection law firm representing individuals in federal class action lawsuits for claims of unfair, fraudulent, and deceptive acts and practices.



Mr. Gagnon received his J.D. from the University of Connecticut School of Law in 2023, where he graduated with honors. While in law school, he was a member of the Moot Court Board, served as Notes and Comments Editor for the Connecticut Law Review, and was a judicial intern in the District of Connecticut for the Honorable Magistrate Judge S. Dave Vatti. Mr. Gagnon also completed the New York Pro Bono Scholars Program by interning at the Hartford Public Defender's office representing indigent clients in bond arraignment hearings. Mr. Gagnon received his B.S. in business administration at Eastern Connecticut State University where he graduated magna cum laude and was a member of the baseball team.

Mr. Gagnon is admitted to practice in New York, Connecticut, United States District Court for the Southern District of New York, United States District Court for the Eastern District of New York, and United States District Court for the District of Connecticut.

Jyoti Kehl

Jyoti Kehl is an associate in KSF's Louisiana office and focuses primarily on federal securities class action litigation.



Since joining the firm in 2018, Jyoti has materially contributed to the prosecution of a number of securities class actions, including *Pearlstein v. BlackBerry Ltd.* (\$165 million settlement achieved on the eve of trial, pending final approval); *In re Chicago Bridge & Iron Company N.V. Sec. Litig.* (\$44 million settlement, pending final approval); and *Kanefsky v. Honeywell International Inc.* (\$10 million settlement). Recently, she collaborated on drafting an amended complaint in *Farrar v. Workhorse Group, Inc.*, which survived in substantial part Defendants' motion to dismiss.

Jyoti received her J.D. cum laude from Tulane University School of Law in 2018, where she was a member of the International Criminal Court appellate moot court team and a Rule XX Student Attorney

with the Tulane Criminal Justice Clinic. She received her B.A. in political science with an emphasis in international political economy from the University of California, Santa Barbara.

Ms. Kehl is admitted to practice in Louisiana.

Brian C. Mears

Brian C. Mears is an Associate Attorney in KSF's New Orleans office and focuses on securities litigation involving mergers and acquisitions. Mr. Mears has helped KSF secure material proxy disclosures, and, when necessary, monetary relief when shareholders were deprived of the fair value of their investment as a result of M&A transactions. For example, in March 2020, KSF helped secure a **\$6.5 million** common fund for U.S Geothermal Inc. shareholders after the company was acquired by Ormat Technologies, Inc.



Mr. Mears received his J.D. and M.B.A. from Tulane University Law School. Prior to joining KSF, Mr. Mears completed a judicial clerkship and worked at a boutique civil litigation firm in New Orleans where his practice focused on employment and maritime personal injury matters in federal and state courts. During his time in law school, Mr. Mears was a member of the Sports Lawyers Journal, and he interned with the general counsel's office at Octagon, Inc., one of the world's largest sports agencies, and with the San Antonio Spurs. Prior to attending law school, Mr. Mears was a member of the women's basketball coaching staff at Tulane University.

Mr. Mears is admitted to practice in all Louisiana state courts and the United States District Court for the Eastern District of Louisiana.

Mr. Mears is a member of the Federal Bar Association, the American Bar Association, the American Association for Justice, the New Orleans Bar Association, and the Academy of New Orleans Trial Lawyers.

Gina Palermo

Gina Palermo is an Associate Attorney in KSF's New Orleans office and focuses on securities litigation involving mergers and acquisitions.

Prior to joining KSF, Ms. Palermo worked at two boutique civil litigation firms in New Orleans, representing both individuals and businesses in complex commercial litigation, securities actions, construction disputes, and personal injury matters in federal and state courts. She also served as Assistant General Counsel to the Port of New Orleans and New Orleans Public Belt Railroad for three years, where she drafted and negotiated contracts and commercial leases and oversaw litigation for both entities.



Ms. Palermo received her J.D. from Louisiana State University Paul M. Hebert Law School in 2010, where she graduated cum laude. During her time in law school, Ms. Palermo was a Senior Editor of the Louisiana Law Review and interned with Chief Judge Burrell J. Carter at the First Circuit Court of Appeals. Her article, "Waking the Neighbors: Determining a Landowner's Liability for Rowdy Tenants Under Louisiana Law," was published in the Louisiana Law Review. Ms. Palermo received her B.A. in journalism from Louisiana State University in 2007, where she graduated summa cum laude and was awarded the University Medal for academic achievement.

Ms. Palermo is admitted to practice in all Louisiana state and federal courts.

Alexandra Pratt

Alexandra Pratt is an associate attorney for the firm and focuses primarily on securities litigation.

Prior to joining KSF, Ms. Pratt clerked in federal court in the Eastern District of Texas for the Honorable John D. Love and in the Supreme Court of Virginia for the Honorable Senior Justice Charles S. Russell. While at the Supreme Court of Virginia, Ms. Pratt also served as the law clerk for the Office of the Chief Staff Attorney.



Ms. Pratt received her J.D., *cum laude*, from William & Mary Law School, where she was a member of the Bill of Rights Journal. During her time in law school, Ms. Pratt served as the chief of staff of the Center for Legal and Court Technology and interned with the United States Attorney's Office in the Eastern District of Virginia and the general counsel's office of Huntington Ingalls, the largest military

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shipbuilding company in the United States. She received her undergraduate degrees from the University of Virginia.

Ms. Pratt is admitted to practice in Virginia.

Rhosean Scott

Rhosean Scott is a staff attorney for the firm and focuses primarily on federal securities class action litigation.

Prior to joining KSF, Ms. Scott worked at several New York litigation boutiques representing plaintiffs in complex securities class actions. She has extensive experience investigating and conducting discovery in securities fraud and antitrust matters on behalf of individual and institutional investors. As part of the KSF team, Ms. Scott is currently prosecuting *In re Parateum Securities Litigation*, *Sam Farrar v. Workhorse Group Inc. et al.*, and *Pearlstein v. Blackberry Ltd., et al.*



Ms. Scott is a graduate of Tulane University Law School and served as a judicial law clerk to the Hon. Charles R. Jones of the Louisiana Fourth Circuit Court of Appeal. She received a B.A. in Economics from Emory University.

Ms. Scott is admitted to practice in New York.

Amrita P. Vyas

Amrita P. Vyas is an associate in KSF's New York office. Her practice focuses on securities and consumer protection litigation. Prior to joining KSF, Ms. Vyas worked on transactional corporate, mergers & acquisitions, banking & finance, and securities law matters at Indian boutique law firms for close to five years. She is licensed to practice law in Connecticut, California, and India, and is a member of the South Asian Bar Association of Connecticut (SABAC).



Ms. Vyas earned her LL.M. with an emphasis in Business Law from the Sandra Day O'Connor College of Law at Arizona State University in 2025, where she received the Outstanding LLM Student Award. She obtained her B.L.S. LL.B. (2015) and a Post Graduate Diploma in Securities Law (2014) from Government Law College, Mumbai (India). At law school, she served as a member of the Student Editorial Board for

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the GLC Law Review, Vol. 8 and a student editor for the textbook 'Environmental Law' by Professor H.D. Pithawalla.

Ms. Vyas is fluent in English and Hindi and conversational in Punjabi and Marwadi. Outside of work, she enjoys scrapbooking, cooking, and dabbling in planetary science.

EXHIBIT 7

on behalf of Mr. Meyer, thereafter, assisted with drafting a plenary complaint and was involved in coordinating efforts and sharing work assignments with Co-Lead counsel. Monteverde also actively led settlement negotiations and assisted in drafting the Settlement papers.

4. The information in this affidavit regarding Monteverde's time and expenses is taken from time and expense records maintained by the firm in the ordinary course of business. I reviewed my firm's time and expense entries in connection with preparation of this affidavit. The purpose of this review was to confirm both the accuracy of the entries as well as the necessity for, and reasonableness of, the time and expenses committed to the litigation. I believe that the time reflected in my lodestar calculation and the expenses for which payment is sought as set forth in this affidavit are reasonable in amount and were necessary for the prosecution and resolution of the Action.

5. The chart below is a summary indicating the number of hours spent by the professionals at my firm on this litigation, their respective current hourly rates, and the resulting lodestar calculation. The chart was prepared from daily time records regularly prepared and maintained by my firm. The hourly rates reflected in the chart are the usual and customary rates currently charged for each individual in our cases. As set forth in the chart, my firm spent a total of 445.60 hours prosecuting the Action, representing a total lodestar of \$289,072.50, divided as follows:

- 352.60 hours from inception until November 25, 2025 (the date on which the parties agreed to a settlement in principle), representing a lodestar of \$228,472.50, and
- 93 hours from November 26, 2025 until the present (negotiating and revising drafts of the settlement Term Sheet and Stipulation of Settlement, administering notice, and drafting the motion for approval of the Settlement), representing a lodestar of \$60,600.00.

6. A breakdown of the lodestar is as follows:

Pre-Settlement in Principle (Inception through November 25, 2025)

Timekeeper	Total Hours	Rate	Total Lodestar
Partner			
Juan E. Monteverde	19.40	\$1,100	\$21,340.00
Associates			
Miles D. Schreiner	55.80	\$850	\$47,430.00
Beth Keller	68.50	\$800	\$54,800.00
Jonathan T. Lerner	45.40	\$600	\$27,240.00
Rossella Scarpa	38.00	\$475	\$18,050.00
Carter Overbey	125.50	\$475	\$59,612.50
TOTAL	352.60		\$228,472.50

Post-Settlement in Principle (November 26, 2025 through Present)

Timekeeper	Total Hours	Rate	Total Lodestar
Partner			
Juan E. Monteverde	9.60	\$1,100	\$10,560.00
Associate			
Jonathan T. Lerner	83.40	\$600	\$50,040.00
TOTAL	93.00		\$60,600.00

7. During the course of this Action, Monteverde also incurred and disbursed \$7,237.16 in expenses necessary to the prosecution of the Action through the present. These expenses are as follows:

Monteverde Disbursements	
Printing & FedEx	\$70.50
Mediation	\$7,166.66
TOTAL	\$7,237.16

8. The \$7,237.16 in expenses incurred and paid by Monteverde pertaining to this Action are reflected in the books and records of my firm. These books and records are prepared from receipts, expense vouchers, check records and other documents and are an accurate record of the expenses.

9. I believe that the settlement is fair and reasonable and should be approved. Accordingly, I respectfully request that the Court approve the settlement and award the attorneys' fees and expense reimbursement requested for the reasons set forth in Plaintiffs' briefs.

10. Attached hereto as Exhibit 1 is Monteverde's firm resume.

I declare under penalty of perjury under the laws of Delaware that the foregoing statements are true and correct.

Dated: May 28, 2026

Juan E. Monteverde

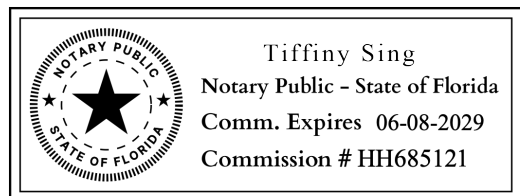
 Juan E. Monteverde

State of Florida
 County of St. Lucie

Sworn to and subscribed to (or affirmed) before me
 this 28th day of May 2026

TS

 Notary Public Tiffany Sing Remote Online Notary
 My Commission Expires: 06/08/2029



Juan Monteverde appeared and signed electronically and presented his New York Drivers License as identification.

This notarial act was an online notarization

EXHIBIT 1

MONTEVERDE & ASSOCIATES PC
ATTORNEYS AT LAW

Firm Résumé

NEW YORK CITY OFFICE

**The Empire State Building
350 Fifth Avenue, Suite 4740
New York, NY 10118
Tel: (212) 971-1341
Fax: (212) 202-7880**

WESTCHESTER OFFICE

**100 South Bedford Road
Suite 340
Mt. Kisco, NY 10549
Tel: (914) 514-2350
Fax: (212) 202-7880**

CALIFORNIA OFFICE

**600 Corporate Pointe
600 W. Corporate Pointe, Suite 1170
Culver City, CA 90230
Tel: (213) 446-6652
Fax: (212) 202-7880**

MONTEVERDE & ASSOCIATES PC

ATTORNEYS AT LAW

Monteverde & Associates PC was founded in 2016 and is a national class action law firm committed to protecting shareholders from corporate wrongdoing. The firm has significant experience litigating Mergers & Acquisitions and Securities Class Actions, protecting investors, and recovering damages. The legal team at the firm is passionate about all its cases and works tirelessly to obtain the best possible outcome for its clients and all shareholders. The firm is recognized as a preeminent securities firm listed in the Top 50 ISS Securities Class Action Services Report.

The attorneys at Monteverde & Associates have been involved in a number of cases recovering substantial amounts of money for shareholders or investors, including the selected cases below:

TARGET COMPANY ACQUIRED	INCREASED CONSIDERATION OR SETTLEMENT FUND
Aimmune (2025)	\$27.5 million
Anworth (2023)	\$3 million
American Capital (2018)	\$17.5 million
Apollo Education (2017)	\$54 million
ClubCorp (2019)	\$5 million
Comverge (2017)	\$5.9 million
Covisint (2024)	\$9 million
Education Realty Trust (2022)	\$10 million
Envision Healthcare (2021)	\$17.4 million
Force Protection (2012)	\$11 million
GW Pharmaceuticals (2024)	\$7.75 million
Hansen Medical (2019)	\$7.5 million
Harvest Capital (2024)	\$3.85 million
Jaguar Animal (2021)	\$2.6 million
Mavenir Systems (2016)	\$3 million
MRV Communications (2021)	\$1.9 million
Oclaro (2024)	\$15.25 million
Orchard Enterprises (2014)	\$10.725 million
Papa Murphy's Holdings (2022)	\$2.4 million
Syntrolem (2016)	\$2.8 million
Transgenomic (2020)	\$1.95 million
US Geothermal (2020)	\$6.5 million
West Marine (2020)	\$2.5 million

Monteverde & Associates has also changed the law in the 9th Circuit, by lowering the standard of liability under Section 14(e) of the Exchange Act from scienter to negligence to better protect shareholders. *Varjabedian v. Emulex Corp.*, 888 F.3d 399 (9th Cir. 2018). Thereafter, the firm preserved this victory (after oral argument) by obtaining dismissal of a writ of certiorari as improvidently granted at the United States Supreme Court. *Emulex Corp. v. Varjabedian*, 139 S. Ct. 1407 (2019).

Juan E. Monteverde

Mr. Monteverde is the founder and managing partner for the firm. Mr. Monteverde has over a decade of experience advocating shareholder rights. Mr. Monteverde regularly handles high profile M&A cases seeking damages or to maximize shareholder value and has obtained monetary relief for shareholders.

Mr. Monteverde has also broken new ground when it comes to challenging proxies related to compensation issues post Dodd-Frank Act. *Knee v. Brocade Comm's Sys., Inc.*, No. 1-12-CV-220249, slip op. at 2 (Cal. Super. Ct. Santa Clara Cnty. Apr. 10, 2012) (Kleinberg, J.) (enjoining the 2012 shareholder vote related to executive compensation proxy disclosures). Mr. Monteverde also argued successfully before the 9th Circuit to change the law and lowered the standard of liability under Section 14(e) of the Exchange Act from scienter to negligence to better protect shareholders. *Varjabedian v. Emulex Corp.*, 888 F.3d 399 (9th Cir. 2018).

Mr. Monteverde has been selected by Super Lawyers as a New York Metro Rising Star in 2013, 2017-2019 and a Super Lawyer in 2022-2024, and by Martindale-Hubbell as a Top-Rated Lawyer 2017-2024.

Mr. Monteverde has been a keynote speaker at ABA, PLI, ACI and other conferences regarding merger litigation or executive compensation issues. Below is a list of published articles by Mr. Monteverde:

- Fair To Whom? Examining Delaware's Fair Summary Standard
- A Review of Trados and Its Impact
- Emerging Trends in Say-on-Pay Disclosure
- Battling for Say on Pay Transparency

Mr. Monteverde graduated from California State University of Northridge (B.S. Finance) and St. Thomas University School of Law (J.D., *cum laude*), where he served as a Law Review Staff Editor.

Mr. Monteverde is admitted to practice law in the State of New York, 2007.

David E. Bower

Mr. Bower is of counsel with the firm since 2016 and has extensive experience in securities and consumer class actions as well as corporate litigation and complex commercial litigation matters.

Mr. Bower has been in the private practice of law since 1981. Prior to forming his own law firm, Law Offices of David E. Bower, in 1996, Mr. Bower practiced for two years with the law firm Hornberger & Criswell where he supervised and coordinated complex business litigation. From 1989 to 1994, he was a partner with the law firm Rivers & Bower where he handled business, construction, real estate, insurance, and personal injury litigation and business and real estate transactions. From 1984 to 1989, he practiced in the insurance bad faith defense and complex litigation department of the Los Angeles, California based law firm of Gilbert, Kelley, Crowley & Jennett. From 1981 to 1984, he practiced law in New York as a partner with the law firm Boysen, Scheffer & Bower. Mr. Bower has extensive trial experience and has tried over 100 cases.

Mr. Bower is a graduate of the Mediation Training Program at UCLA and has a certification in Advanced Mediation Techniques. He has presided in over 200 mediations since becoming certified and is currently on the Los Angeles Superior Court Pay Panel of mediators and arbitrators. He was previously the President of the Board of A New Way of Life Reentry Project, a non-profit serving ex-convicts seeking reentry into society as productive citizens.

Mr. Bower is admitted to practice law in the State of New York, 1982, and California, 1985.

Beth Keller

Ms. Keller is of counsel with the firm since 2018 and has extensive experience in securities class actions as well as corporate governance reform.

For more than two decades, she has focused her legal practice on shareholder rights litigation. Prior to working with Monteverde & Associates, Ms. Keller was a Partner at Faruqi & Faruqi, LLP, a nationally recognized securities firm based in New York City, where she litigated shareholder class and derivative actions, and served as head of the firm's Shareholder Derivative Litigation Department. She later became a founding Member of the boutique securities firm, Hynes Keller & Hernandez, LLC, where she was involved in all aspects of the firm's shareholder advocacy practice.

Ms. Keller has extensive litigation experience and has served as lead or co-lead counsel in numerous complex cases in which she has achieved substantial corporate governance measures and/or financial recoveries for the corporation and its stockholders.

Ms. Keller is admitted to practice law in the State of New York, 2003 and New Jersey, 2002.

Miles D. Schreiner

Mr. Schreiner is a senior associate with the firm from its inception in 2016. He is experienced in securities and consumer class action litigation, and has been an integral part of litigation teams that have recovered tens of millions of dollars for shareholders and consumers across the country.

Mr. Schreiner also has significant experience in appellate litigation. Mr. Schreiner successfully argued before the U.S. Court of Appeals for the Eighth Circuit in *Campbell v. Transgenomic, Inc.*, 916 F.3d 1121 (8th Cir. 2019), where he obtained reversal of a district court's order dismissing a Section 14(a) action and prompted the Eighth Circuit to clarify the standard governing misleading statements under the Exchange Act. Moreover, in *Murphy v. Inman*, No. 161454, 2022 Mich. LEXIS 733 (Mich. Apr. 5, 2022), Mr. Schreiner obtained a landmark victory for shareholders by persuading the Michigan Supreme Court to hold that shareholders have standing to bring direct claims for breaches of fiduciary duty when challenging unfair cash-out mergers. And in *Varjabedian v. Emulex Corp.*, 888 F.3d 399 (9th Cir. 2018), Mr. Schreiner was a key member of the team that persuaded the Ninth Circuit to split from five other circuits and adopt a lower culpability standard for claims under Section 14(e) of the Exchange Act.

Mr. Schreiner has also had multiple legal articles published, set forth below:

- Fair To Whom? Examining Delaware's Fair Summary Standard
- The Delaware Courts' Increasingly Laissez Faire Approach To Directorial Oversight
- Money-Back Guarantees Unlikely to Satisfy 'Superiority'
- A Deadly Combination: The Legal Response to America's Prescription Drug Epidemic

Mr. Schreiner is a *cum laude* graduate of Brooklyn Law School, where he was a Dean's Merit Scholar and served as a Law Review Editor. He obtained his undergraduate degree in Political Science from Tulane University, where he graduated *cum laude*.

Mr. Schreiner has been selected by Super Lawyers as a New York Metro Rising Star for 2018-2022 and a Super Lawyer 2023-2024. He is admitted to practice law in the State of New York (2013) and New Jersey (2012).

Jonathan T. Lerner

Mr. Lerner is an experienced class action and civil litigation attorney who currently represents shareholders in cases nationwide.

Before joining the firm in 2021, Mr. Lerner worked for a real estate and commercial litigation firm. He has a successful track record in New York State appellate courts on novel points of law and also has transactional experience in a variety of real estate and commercial contexts.

Mr. Lerner is a graduate of St. John's University School of Law, where he was a St. Thomas More Scholar. He obtained his undergraduate degree in Philosophy from the University of St Andrews in Scotland, where he graduated with First Class Honors, the highest academic honor conferred by universities in the United Kingdom.

Mr. Lerner is admitted to practice law in the State of New York, 2019.

Christopher Rienzi

Mr. Rienzi joined the firm in 2025. Prior to joining the firm, he worked at a real estate litigation and transactional firm in Westchester County, where he gained experience handling commercial disputes and property-related matters.

Mr. Rienzi graduated *cum laude* from the Elisabeth Haub School of Law at Pace University in 2023. During law school, he served as a Senior Associate of the Pace Environmental Law Review and interned for the New York State Supreme Court, New York County. He received his B.A. in Political Science from the University of Central Florida in 2020.

Mr. Rienzi was admitted to practice law in the State of New York in 2024.

EXHIBIT 8

the underlying facts; preparing a Section 220 demand and a books and records complaint on behalf of the Serven Plaintiffs; reviewing all books and records (including emails) produced pursuant to the 220 Demand; researching claims to be asserted in the litigation; drafting the Verified Complaint on behalf of the Serven Plaintiffs; preparing the Consolidated Amended Complaint; preparing Plaintiffs' mediation statement; participating in mediation; negotiating settlement; and negotiating and revising drafts of documents relating to the settlement, including the Settlement Term Sheet, the Stipulation of Settlement and all exhibits thereto, and the motion for approval thereof.

3. My firm's compensation for services rendered in the Action was wholly contingent on the success of the Action and was totally at risk. The fees and unreimbursed expenses described herein have not been paid from any source and have not been the subject of any prior request, or prior award, in any litigation or other proceeding.

4. The chart below is a summary indicating the number of hours spent by the professionals at my firm on this litigation, their respective current hourly rates, and the resulting lodestar calculation. The chart was prepared from time records regularly prepared and maintained by my firm. The hourly rates reflected in the chart are the usual and customary rates currently charged for each individual in our cases.

As set forth in the chart, my firm spent a total of 449.71 hours prosecuting the Action, representing a total lodestar of \$347,367.25 divided as follows:

- 428.16 hours from inception until November 25, 2025 (the date on which the parties agreed to a settlement in principle), representing a lodestar of \$325,041, and
- 21.55 hours from November 26, 2025 until the present (negotiating and revising drafts of the settlement Term Sheet and Stipulation of Settlement, administering notice, and drafting the motion for approval of the Settlement), representing a lodestar of \$22,326.25.

5. A breakdown of the lodestar is as follows:

Pre-Settlement in Principle (Inception through November 25, 2025)

ATTORNEY	HOURS	RATE	LODESTAR
Donald J. Enright (P)	122.75	\$1075	\$131,956.25
Elizabeth K. Tripodi (P)	12.21	\$975	\$11,904.75
Noah R. Gemma (A)	286.30	\$625	\$178,937.50
Gaynor Mugar (ST)	6.9	\$325	\$2,242.50
TOTALS	428.16		\$325,041

P – Partner; A - Associate; SA- Staff Attorney; ST – Support Staff

Post-Settlement in Principle (November 26, 2025 through Present)

ATTORNEY	HOURS	RATE	LODESTAR
Donald N. Enright (P)	18.75	\$1075	\$20,156.25
Elizabeth K. Tripodi (P)	1.2	\$975	\$1,170
Noah R. Gemma (A)	1.6	\$625	\$1000
TOTALS	21.55		\$22,326.25

P – Partner; A - Associate; SA- Staff Attorney; ST – Support Staff

6. In addition, my firm has expended a total of \$999.50 in expenses in connection with the prosecution of the Action, broken down as follows:

CATEGORY	AMOUNT
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Research	\$141.34
Notary	\$25.00
Travel	\$415.26
eDiscovery	\$417.90
TOTAL	\$999.50

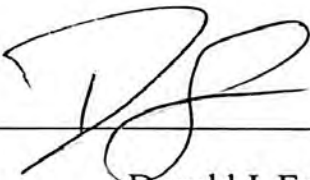
The expense information shown herein accurately summarizes information contained in the financial records of my firm, kept in the ordinary course of business.

7. For the reasons stated in Plaintiffs' Motion for Settlement Approval, Class Certification, and For an Award of Fees and Expenses, I believe that the settlement is fair and reasonable and should be approved.

8. Attached hereto as Exhibit A is LK's firm resume.

I declare under penalty of perjury under the laws of Delaware that the foregoing statements are true and correct.

Executed on the 28th day of May, 2026 in Montgomery County, Maryland.

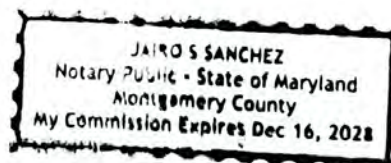


Donald J. Enright, Esq.

AFFIRMED and SUBSCRIBED before me on:



Notary Public
My Commission Expires: 12/16/2028





LEVI&KORSINSKY
Shareholder Advocates

Firm Resume

**Representation.
Where & When you need it.**

New York

33 Whitehall Street
27th Floor
New York, NY 10004
Tel : 212-363-7500
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Tel: 202-524-4290
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Connecticut

1111 Summer Street,
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Stamford, CT 06905
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Los Angeles

515 South Flowers Street
18th and 19th Floors
Los Angeles, CA 90071
Tel: 213-985-7290

San Francisco

1160 Battery Street East,
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Tel: 415-373-1671
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 Levi & Korsinsky, LLP

 Merger Alerts

 www.ZLK.com

Contents

About the Firm

Practice Areas

Securities Fraud Class Actions

Derivative, Corporate Governance &
Executive Compensation

Mergers & Acquisitions

Consumer Litigation

Our Attorneys

Managing Partners

- EDUARD KORSINSKY
 - JOSEPH E. LEVI
-

Partners

- ADAM M. APTON
- DONALD J. ENRIGHT
- SHANNON L. HOPKINS
- GREGORY M. NESPOLE
- NICHOLAS I. PORRITT
- GREGORY M. POTREPKA
- MARK S. REICH
- DANIEL TEPPER
- ELIZABETH K. TRIPODI

Counsel

- ANDREW E. LENCYK
 - BRIAN STEWART
-

Senior Associates

- JORDAN A. CAFRITZ
 - MORGAN EMBLETON
 - DAVID C. JAYNES
 - CORREY A. SUK
-

Associates

- CHRISTOPHER DEVIVO
 - AMANDA FOLEY
 - NOAH GEMMA
 - DEVYN R. GLASS
 - GARY ISHIMOTO
 - TRAVIS JOHNSON
 - JOSHUA KLUGER
 - ALEXANDER KROT
 - TYLER LITKE
 - MELISSA MEYER
 - CINAR ONEY
 - DEVAN PAYNE
 - MICHAEL POLLACK
 - P. COLE VON RICHTHOFEN
 - MAX WEISS
 - TRENTON B. WEIS
 - TYLER WINTERICH
 - AZLYNE ZHENG
-

Staff Attorneys

- PHILIP AHWESH
- KATHY AMES-VALDIVIESO
- KAROLINA CAMPBELL
- LEAH FARRAR
- CHRISTINA FUHRMAN
- RUBEN MARQUEZ
- LEEANN MONTEVERDE
- CATHERINE SOO

About the Firm

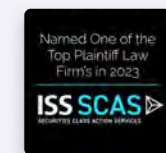
Levi & Korsinsky, LLP is a national law firm with decades of combined experience litigating complex securities, class, and consumer actions in state and federal courts throughout the country. Our main office is located in New York City and we also maintain offices in Connecticut, California, and Washington, D.C.

We represent the interests of aggrieved shareholders in class action and derivative litigation through the vigorous prosecution of corporations that have committed securities fraud and boards of directors who have breached their fiduciary duties. We have served as Lead and Co-Lead Counsel in many precedent-setting litigations, recovered hundreds of millions of dollars for shareholders via securities fraud lawsuits, and obtained fair value, multi-billion dollar settlements in merger transactions.

We also represent clients in high-stakes consumer class actions against some of the largest corporations in America. Our legal team has a long and successful track record of litigating high-stakes, resource-intensive cases and consistently achieving results for our clients.

Our attorneys are highly skilled and experienced in the field of securities class action litigation. They bring a vast breadth of knowledge and skill to the table and, as a result, are frequently appointed Lead Counsel in complex shareholder and consumer litigations in various jurisdictions. We are able to allocate substantial resources to each case, reviewing public documents, interviewing witnesses, and consulting with experts concerning issues particular to each case. Our attorneys are supported by exceptionally qualified professionals including financial experts, investigators, and administrative staff, as well as cutting-edge technology and e-discovery systems. Consequently, we are able to quickly mobilize and produce excellent litigation results. Our ability to try cases, and win them, results in substantially better recoveries than our peers.

We do not shy away from uphill battles – indeed, we routinely take on complex and challenging cases, and we prosecute them with integrity, determination, and professionalism.





Practice Areas

- **Securities Fraud Class Actions**
- **Derivative, Corporate Governance & Executive Compensation**
- **Mergers & Acquisitions**
- **Consumer Litigation**



Securities Class Action

Over the last several years, Levi & Korsinsky has been lead or co-lead counsel in more than 50 securities class actions that have resulted in over \$200 million in recoveries for investors. Currently, the Firm is actively litigating numerous securities class actions, as either sole or co-lead counsel, claiming billions of dollars in damages suffered by injured investors. Since 2020, Levi & Korsinsky has consistently ranked in the Top 10 in terms of number of settlements achieved for shareholders each year, according to reports published by ISS. Levi & Korsinsky was also ranked as one of the Top 5 Securities Firms for the period from 2018 to 2020 in Lex Machina's Securities Litigation Report. Law360 dubbed Levi & Korsinsky one of the "busiest securities firms" in what is "on track to be one of the busiest years for federal securities litigation" in 2018. Since 2019, Lawdragon Magazine has ranked multiple members of Levi & Korsinsky among the 500 Leading Plaintiff Financial Lawyers in America.

Some of the Firm's recent settlements include:

In **In re Grab Holdings Securities Litigation**, No. 1:22-cv-02189-JLR (S.D.N.Y.), the Firm served as co-Lead Counsel and obtained an \$80 million recovery on behalf of investors. There, co-Lead Plaintiffs alleged that Defendants made false and misleading statements concerning Grab's driver supply and incentive spending during its public debut. Co-Lead Counsel achieved this excellent result after prevailing against Defendants' Motion to Dismiss and while in the midst of discovery. On January 13, 2025, the U.S. District Court for the Southern District of New York granted preliminary approval of the settlement. The hearing on the Motion for Final Approval is scheduled for May 15, 2025.

In **In re QuantumScape Securities Clas Action**, No. 3:21-cv-00058-WHO (N.D. Cal.), the Firm attained a \$47.5 million recovery on behalf of a class of investors who sustained damages in connection with claims alleging that QuantumScape misled the public about its prototype battery during its December 8, 2020 Solid-State Battery Showcase and in subsequent public statements. This significant recovery was achieved after over three years of vigorous litigation during which counsel defeated Defendants' motion to dismiss and obtained class certification. The Court granted final approval on January 22, 2025.



Securities Class Action

In **In re U.S. Steel Consolidated Cases**, No. 2:17-579-CB (W.D. Pa.), the Firm obtained a \$40 million recovery on behalf of a certified class of U.S. Steel investors who sustained damages in connection with false and materially misleading statements about its Carnegie Way initiative. The settlement followed years of hard-fought discovery and class certification litigation.

In **Kohl v. Loma Negra Industrial Argentina Sociedad Argentina, Index**, No. 653114/2018 (Sup. Ct., N.Y. Cty.), the Firm secured a \$24.6 million recovery on behalf of a class of investors who sustained damages in connection with materially false, misleading and incomplete statements made during Loma Negra's November 2017 IPO concerning: (i) bribery and other corruption-related wrongdoing by Loma's parent company and its construction subsidiary; and (ii) the Argentine government's cutbacks of funding for public works, from which Loma derived substantial revenues. This hard-won result was achieved after Plaintiff prevailed against Defendants' motion to dismiss, survived Defendant's appeal of the motion to dismiss order, defeated Defendant's motion for summary judgment, obtained class certification, and overcame appeals of both the motion for summary judgment and class certification orders.

“ I find the firm to be well-qualified to serve as Lead Counsel.”

The Honorable Andrew L. Carter, Jr. In *Snyder v. Baozun Inc.*, No. 1:19-cv-11290-ALC-KNF (S.D.N.Y. Sept. 8, 2020)

In **Rougier v. Applied Optoelectronics, Inc.**, No. 4:17-cv-2399-GHC-CAB (S.D. Tex.), the Firm served as sole Lead Counsel, prevailed against Defendants' Motion to Dismiss, and achieved class certification before the Parties reached a settlement. The Court granted final approval of a \$15.5 million settlement on November 24, 2020. In *Martin v. Altisource Residential Corp.*, No. 15- cv- 00024 (AET) (GWC) (D.V.I.) the Firm acted as sole Lead Counsel and successfully defeated multiple motions to dismiss directed at the amended class complaints alleging that Defendants misrepresented aspects of its relationship with mortgage servicer Ocwen Financial Corp. After engaging in substantial discovery, the Firm obtained a \$15.5 million recovery for the class of Altisource Residential investors.

“ lead counsel achieved a very good result in this case”

The Honorable Lewis J. Liman in *In re AppHarvest Securities Litigation*, No. 1:21-cv-7985 (S.D.N.Y July 11, 2024)



Securities Class Action

In **Ferraro Family Foundation, Inc. et al. v. Corcept Therapeutics Incorporated, et al.**, No. 3:19-cv-01378-JD (N.D. Cal.), the Firm served as sole Lead Counsel and obtained a \$14 million recovery on behalf of a class investors who suffered damages in connection with false and misleading statements related to Corcept's marketing of its prescription medicine, Korlym. The settlement followed years of hard-fought litigation and extensive discovery.

In **Pratyush v. Full Truck Alliance Co. Ltd., at el.**, No. 1:21-cv-03903-LDH-MMH (E.D.N.Y.), the Firm obtained a \$10.25 million settlement that globally resolved both the above-cited federal action and the state action, *In re Full Truck Alliance Co. Ltd. Sec. Litig.*, No. 654232/2021 (Sup. Ct. N.Y. Cnty.). Both actions concerned false and misleading statements relating to Full Truck's compliance with orders by Chinese government regulators to modify its business practices, which were made in connection with the company's public debut. This settlement was reached at a time when motions to dismiss filed by the Defendants were still pending in both actions and as such, posed a risk to the classes.

“Plaintiffs’ selected Class Counsel, the law firm of Levi & Korsinsky, LLP, has demonstrated the zeal and competence required to adequately represent the interests of the Class. The attorneys at Levi & Korsinsky have experience in securities and class actions issues and have been appointed lead counsel in a significant number of securities class actions across the country.”

The Honorable Christina Bryan in *Rougier v. Applied Optoelectronics, Inc.*, No. 4:17-cv-02399-GHC-CAB (S.D. Tex. Nov. 13, 2019)

In **In re Nano-X Securities Litigation**, No. 1:21-cv-05517-RPK-PK (E.D.N.Y.), the Firm obtained a \$8 million recovery to globally resolve federal securities claims alleged against Nano-X Imaging Ltd. in the above-referenced *In re Nano-X* action and in *White v. Nano-X Imaging Ltd.*, No. 1-20-cv-04355-WFK-MMH (E.D.N.Y.). The *In re Nano-X* action concerned false and misleading statements relating to Nano-X's claims that its imaging system could be manufactured at costs far lower than current systems and claims that such technology would work at least as well as existing technologies. This global settlement was reached at a time when a motion to dismiss filed by the Defendants were still pending in the *In re Nano-X* action and as such, posed a risk of dismissal.



Securities Class Action

Levi & Korsinsky has been appointed lead or co-lead counsel in the following securities actions:

- **Jeremy Stout v. Skye Bioscience, Inc., et al.**,
3:25-cv-03177-WQH-DEB (S.D. Cal. March 9, 2026)
- **Jeremy Stout v. Skye Bioscience, Inc., et al.**,
3:25-cv-03177-WQH-DEB (S.D. Cal. March 9, 2026)
- **Eric Barta v. Novo Nordisk A/S, et al.**,
3:25-cv-14045-ZNQ-JBD (D.N.J. February 17, 2026)
- **Keller v. Tronox Holdings PLC, et al.**,
No. 3:25-cv-01441-KAD (D. Conn. January 22, 2026)
- **Morand v. Tesla, Inc., et al.**,
No. 1:25-cv-01213-RP (W.D. Tex. December 9, 2025)
- **Omar Abdul-Hameed v. Snap Inc., et al.**,
No. 2:25-cv-07844-RGK-RAO (C.D. Cal. December 5, 2025)
- **Bhagavan v. Nutex health Inc., et al.**,
No. 4:25-cv-03999 (S.D. Tex. November 19, 2025).
- **Kalera v. ModivCare, Inc., et al.**,
No. 1:25-cv-00306-GPG-KAS (D. Colo. October 27, 2025)
- **Leong v. Capricor Therapeutics, Inc., et al.**,
No. 3:25-cv-01815-GPC-AHG (S.D. Cal. October 14, 2025)
- **Savant v. iRobot Corporation, et al.**,
No. 1:25-ocv-05563 (S.D.N.Y. October 3, 2025)
- **Cesar Torres v. Vestis Corporation, et al.**,
No. 1:25-cv-04844 (S.D.N.Y. August 25, 2025)
- **Jeremy Lin v. Civitas Res., Inc.**,
No. 25-cv-03791-ES-JRA (D.N.J. August 18, 2025).
- **Franciso Barnes v. Perpetua Resources Corp. et al.**,
No. 1:25-cv-00160-DKG (D. Idaho June 16, 2025)



In appointing the Firm Lead Counsel, the Honorable Analisa Torres noted our “extensive experience” in securities litigation.

White Pine Invs. v. CVR Ref., LP, No. 1:20-CV-2863-AT (S.D.N.Y. Jan. 5, 2021)

- **Drew Cohen v. Quantum Computing Inc. et al.**,
No. 2:25-cv-01457-MEF-JSA (D.N.J. June 13, 2025)
- **In Re Geron Corp. Securities Lit.**,
No. 3:25-cv-02507-CRB (N.D. Cal., May 29, 2025)
- **Macaria Meza v. Constellation Brands, Inc., et al.**,
No. 6:25-cv-06107-EAW (W.D.N.Y. May 28, 2025)
- **Marcos Gonzalez v. Intellia Therapeutics, Inc., et al.**,
No. 1:25-cv-10353-DJC (D. Mass. May 26, 2025)
- **In re Transocean Ltd. Securities Litigation**,
No. 1:24-cv-00964-AT (S.D.N.Y. April 23, 2025)
- **Sarria v. Telus International (CDA) Inc., et al.**,
No. 1:25-cv-00889-DM (S.D.N.Y. April 11, 2025)
- **Shim v. DZS Inc., et al.**,
No. 4:23-CV-549-SDJ (E.D. Tex. February 26, 2025)
- **Walker v. Chidambaran et al.**,
No. 8:24-cv-02900-DKC (D. Md. February 27, 2025)
- **Wilson v. Xerox Holdings Corp.**,
No. 1:24-cv-08809-DH (S.D.N.Y., February 18, 2025)
- **Khajerian v. Seastar Med. Holding Corp., et al.**,
No. 1:24-cv-01873-RMR (D. Colo. December 27, 2024)
- **Holzer v. Bumble Inc., et al.**,
No. 1:24-cv-01131-RP (W.D. Tex. December 19, 2024)



Securities Class Action

- **In re New Fortress Energy Inc. Securities Litigation**,
No. 1:24-cv-07032-JGK (S.D.N.Y. December 17, 2024)
- **Stary v. Teladoc, Inc. et al.**,
No. 7:24-cv-03849-KMK (S.D.N.Y. December 10, 2024)
- **Hoare V. Oddity Tech Ltd. et al.**,
No. 1:24-cv-06571-MMG (S.D.N.Y. December 5, 2024)
- **In re American Airlines Group Inc. Securities Litigation**
No. 4:24-cv-00673-O (N.D. Tex. November 22, 2024)
- **Beaumont v. Paucek, et al.**,
No. 8:24-cv-01723-DLB (D. Md. September 13, 2024)
- **Li V. Roblox Corp. et al.**,
No. 3:24-cv-03484-MMC (N.D. Cal. August 27, 2024)
- **Edward M. Doller v. Hertz Global Holdings, Inc. et al.**,
No. 2:24-cv-00513-JLB-KCD (M.D. Fla. August 14, 2024)
- **Targgart V. Next Bridge Hydrocarbons, Inc. et al.**,
No. 1:24-cv-01927-FB-JAM (E.D.N.Y. August 3, 2024)
- **Stephens v. Maplebear Inc., et al.**,
No. 5:24-cv-00465-EJD (N.D. Cal. July 1, 2024)
- **Blum v. Anavex Life Sciences Corporation et al.**,
No. 1:24-cv-01910-CM (S.D.N.Y. June 13, 2024)
- **Lucid Alternative Fund, LP v. Innoviz Technologies Ltd., et al.**,
No. 1:24-cv-01971-AT (S.D.N.Y. June 4, 2024)
- **Neilsen v. Lantronix, Inc., et al.**,
No. 8:24-cv-00385-FWS-JDE (C.D. Cal. May 7, 2024)

“I find the firm to be well-qualified to serve as Lead Counsel.”

The Honorable Andrew L. Carter, Jr. In *Snyder v. Baozun Inc.*, No. 1:19-CV-11290 (S.D.N.Y. Sept. 8, 2020)

- **Ventrillo et al v. Paycom Software Inc et al**,
No. 5:23-cv-01019 (W.D. Okla. April 23, 2024)
- **Shih v. Amylyx Pharmaceuticals, Inc. et al**,
No. 1:24-cv-00988-AS (S.D.N.Y. April 17, 2024)
- **Olmstead v. Biovie, Inc. et al**,
No. 3:24-cv-00035-LRH-CSD (D. Nev. April 15, 2024)
- **Wilhite v. Expensify, Inc., et al.**,
No. 3:23-cv-01784-JR (D. Or. February 29, 2024)
- **Walling v. Generac Holdings, Inc., et al.**,
No. 3:23-cv-0808 (W.D. Wis. February 7, 2024)
- **Hubacek v. ON Semiconductor Corporation et al.**,
No. 1:23-cv-01429-GBW (D. Del. February 29, 2024)
- **Ragan v. Farfetch Limited, et al.**,
No. 8:23-cv-2857-MJM (D. Md. January 19, 2024)
- **Gurevitch v. KeyCorp et al.**,
No. 1:23-cv-01520-DCN (N.D. Ohio December 26, 2023)
- **Lowe v. Tandem Diabetes Care, Inc. et al.**,
No. 3:23-cv-01657-H-BLM (S.D. Cal. December 5, 2023)
- **Perez v. Target Corporation et al.**,
No. 0:23-cv-00769-PJS-TNL (D. Minn. November 13, 2023)
- **Thant v. Rain Oncology Inc. et al.**,
No. 5:23-cv-03518-EJD (N.D. Cal. November 1, 2023)



Securities Class Action

- **Villanueva v. Proterra Inc. et al.**,
No. 5:23-cv-03519-BLF (N.D. Cal. October 23, 2023)
- **Martin v. BioXcel Therapeutics, Inc. et al.**,
No. 3:23-cv-00915-SVN (D. Conn. October 4, 2023)
- **Scott Petersen v. Stem, Inc., et al.**,
No. 3:23-cv-02329-MMC (N.D. Cal. August 22, 2023)
- **Solomon v. Peloton Interactive, Inc. et al.**,
No. 1:23-cv-04279-MKB-JRC (E.D.N.Y. September 7, 2023)
- **Thant v. Veru, Inc., et al.**,
No. 1:22-cv-23960-KMW (S.D. Fla. July 27, 2023)
- **Zhang V. Gaotu Techedu Inc., et al.**,
No. 1:22-cv-07966-PKC-CLP (E.D.N.Y. July 16, 2023)
- **Jaramillo v. Dish Network Corporation, et al.**,
No. 1:23-cv-00734-GPG-SKC (D. Colo. July 16, 2023)
- **Howard M. Rensin, Trustee Of The Rensin Joint Trust v. United States Cellular Corporation, et al.**,
No. 1:23-cv-02764-MMR (N.D. Ill. July 11, 2023)
- **Holland v. Rite Aid Corporation, et al.**,
No. 1:23-cv-00589-JG (N.D. Ohio June 22, 2023)
- **Baylor v. Honda Motor Co., Ltd., et al.**,
No. 2:23-cv-00794-GW-AGR (C.D. Cal. May 8, 2023)
- **Olsson v. PLDT Inc. et al.**,
No. 2:23-cv-00885-CJC-MAA (C.D. Cal. April 26, 2023)
- **Ryan v. FIGS, Inc. et al.**,
No. 2:22-cv-07939-ODW (C.D. Cal. February 14, 2023)
- **Schoen v. Eiger Biopharmaceuticals, Inc., et al.**,
No. 3:22-cv-6985-RS (N.D. Cal. February 3, 2023)



“Class Counsel have demonstrated that they are skilled in this area of the law and therefore adequate to represent the Settlement Class as

The Honorable Barry Ted Moskowitz in *In re Regulus Therapeutics Inc. Sec. Litig.*, No. 3:17-CV-182-BTM-RBB (S.D. Cal. Oct. 30, 2020)

- **Fernandes v. Centessa Pharmaceuticals plc, et al.**,
No. 1:22-cv-08805-GHW-SLC (S.D.N.Y. December 12, 2022)
- **Gilbert v. Azure Power Global Limited, et al.**,
No. 1:22-cv-07432-GHW (S.D.N.Y. December 8, 2022)
- **Pugley v. Fulgent Genetics, Inc. et al.**,
No. 2:22-cv-06764-CAS-KLS (C.D. Cal. November 30, 2022)
- **Michalski v. Weber Inc., et al.**,
No. 1:22-cv-03966-EEB (N.D. Ill. November 29, 2022)
- **Edge v. Tupperware Brands Corporation, et al.**,
No. 6:22-cv-1518-RBD-LHP (M.D. Fla. September 16, 2022)
- **Carpenter v. Oscar Health, Inc., et al.**,
No. 1:22-cv-03885-VSB-VF (S.D.N.Y. September 27, 2022)
- **In re Nano-X Imaging Ltd. Securities Litigation**,
No. 1:20-cv-04355-WFK-MMH (E.D.N.Y. August 30, 2022)
- **Patterson v. Cabaletto Bio, Inc., et al.**,
No. 2:22-cv-00737-JMY (E.D. Pa. August 10, 2022)



Securities Class Action

- **Rose v. Butterfly Network, Inc., et al.**,
No. 2:22-cv-00854-MEF-JBC (D.N.J. August 8, 2022)
- **Winter v. Stronghold Digital Mining, Inc., et al.**,
No. 1:22-cv-03088-RA (S.D.N.Y. August 4, 2022)
- **Poirer v. Bakkt Holdings, Inc.**,
No. 1:22-cv-02283-EK-PK (E.D.N.Y. August 3, 2022)
- **In re Meta Materials Inc. Securities Litigation**,
No. 1:21-cv-07203-CBA-JRC (E.D.N.Y. July 15, 2022)
- **Deputy v. Akebia Therapeutics, Inc. et al.**,
No. 1:22-cv-01411-AMD-VMS (E.D.N.Y. June 28, 2022)
- **In re Grab Holdings Limited Securities Litigation**,
No. 1:22-cv-02189-JLR (S.D.N.Y. June 7, 2022)
- **In re AppHarvest Securities Litigation**,
No. 1:21-cv-07985-LJL (S.D.N.Y. December 13, 2021)
- **In re Coinbase Global, Inc. Securities Litigation**,
No. 3:21-cv-05634-TLT (N.D. Cal. November 5, 2021)
- **Miller v. Rekor Systems, Inc. et al.**,
No. 1:21-cv-01604-GLR (D. Md. September 16, 2021)
- **Zaker v. Ebang International Holdings Inc. et al.**,
No. 1:21-cv-03060-KPF (S.D.N.Y. July 21, 2021)
- **Valdes v. Kandi Technologies Group, Inc. et al.**,
No. 2:20-cv-06042-LDH-AYS (E.D.N.Y. April 20, 2021)
- **John P. Norton, On Behalf Of The Norton Family Living Trust UAD 11/15/2002 V. Nutanix, Inc. Et Al**,
No. 3:21-cv-04080-WHO (N.D. Cal. September 8, 2021)
- **The Daniels Family 2001 Revocable Trust v. Las Vegas Sands Corp., et al.**,
No. 1:20-cv-08062-JMF (D. Nev. Jan. 5, 2021)

“ The Court of Chancery approved the settlement on April 4, 2024, and remarked that it was “strong” and a “great settlement.”

Vice Chancellor Lori W. Will in *Karsan Value Fund v. Kostecki Brokerage Pty, Ltd. et al.*, Case No. C.A. No. 2021-0899-LW/W (Delaware Chancery)

- **In re QuantumScape Securities Class Action Litigation**,
No. 3:21-cv-00058-WHO (N.D. Cal. April 20, 2021)
- **In re Minerva Neurosciences, Inc. Sec. Litig.**,
No. 1:20-cv-12176-GAO (D. Mass. March 5, 2021)
- **White Pine Investments v. CVR Refining, LP, et al.**,
No. 1:20-cv-02863-AT (S.D.N.Y. Jan. 5, 2021)
- **Yaroni v. Pintec Technology Holdings Limited, et al.**,
No. 1:20-cv-08062-JMF (S.D.N.Y. Dec. 15, 2020)
- **Nickerson v. American Electric Power Company, Inc., et al.**,
No. 2:20-cv-04243-SDM-EPD (S.D. Ohio Nov. 24, 2020)
- **Ellison v. Tufin Software Technologies Ltd., et al.**,
No. 1:20-cv-05646-GHW (S.D.N.Y. Oct. 19, 2020)
- **Hartel v. The GEO Group, Inc., et al.**,
No. 9:20-cv-81063-RS-SMM (S.D. Fla. Oct. 1, 2020)
- **Posey v. Brookdale Senior Living, Inc., et al.**,
No. 3:20-cv-00543-AAT (M.D. Tenn. Sept. 14, 2020)



Securities Class Action

- **Snyder v. Baozun Inc.,**
No. 1:19-cv-11290-ALC-KNF (S.D.N.Y. Sept. 8, 2020)
- **In re Dropbox Sec. Litig.,**
No. 5:19-cv-06348-BLF-SVK (N.D. Cal. Jan. 16, 2020)
- **Zhang v. Valaris plc,**
No. 1:19-cv-7816-NRB (S.D.N.Y. Dec. 23, 2019)
- **In re Sundial Growers Inc. Sec. Litig.,**
No. 1:19-cv-08913-ALC-SN (S.D.N.Y. Dec. 20, 2019)
- **Ferraro Family Foundation, Inc. v. Corcept Therapeutics Incorporated,**
No. 5:19-cv-1372-LHK-SVK (N.D. Cal. Oct. 7, 2019)
- **Roberts v. Bloom Energy Corp.,**
No. 4:19-cv-02935-HSG (N.D. Cal. Sept. 3, 2019)
- **Luo v. Sogou Inc.,**
No. 1:19-cv-00230-LJL (S.D.N.Y. Apr. 2, 2019)
- **In re Aphria Inc. Sec. Litig.,**
No. 1:18-cv-11376-GBD-JEW (S.D.N.Y. Mar. 27, 2019)
- **Chew v. MoneyGram International, Inc.,**
No. 1:18-cv-07537-MMP (N.D. Ill. Feb. 12, 2019)
- **Tung v. Dycom Industries, Inc.,**
No. 9:18-cv-81448-RS-WM (S.D. Fla. Jan. 11, 2019)
- **Guyer v. MGT Capital Investments, Inc.,**
No. 1:18-cv-09228-ER (S.D.N.Y. Jan. 9, 2019)



Derivative, Corporate Governance & Executive Compensation

As a leader in achieving important corporate governance reforms for the benefit of shareholders, the Firm protects shareholders by enforcing the obligations of corporate fiduciaries. Our efforts include the prosecution of derivative actions in courts around the country, making pre-litigation demands on corporate boards to investigate misconduct, and taking remedial action for the benefit of shareholders. In situations where a company's board responds to a demand by commencing its own investigation, we frequently work with the board's counsel to assist with and monitor the investigation, ensuring that the investigation is thorough and conducted in an appropriate manner.

We have also successfully prosecuted derivative and class action cases to hold corporate executives and board members accountable for various abuses and to help preserve corporate assets through longlasting and meaningful corporate governance changes, thus ensuring that prior misconduct does not reoccur. We have extensive experience challenging executive compensation and recapturing assets for the benefit of companies and their shareholders. We have secured corporate governance changes to ensure that executive compensation is consistent with shareholder-

approved compensation plans, company performance, and federal securities laws.

In **Franchi v. Barabe**, No. 2020-0648-KSJM (Del. Ch.), the Firm secured \$6.7 million in economic benefits for Selecta Biosciences, Inc. in connection with insiders' participation in a private placement while in possession of material non-public information as well as the adoption of significant governance reforms designed to prevent a recurrence of the alleged misconduct.

The Firm was lead counsel in the derivative action styled **Police & Retirement System of the City of Detroit et al. v. Robert Greenberg et al.**, C.A No. 2019-0578-MTZ (Del. Ch.). The action resulted in a settlement where Skechers Inc. cancelled approximately \$20 million in equity awards issued to Skechers' founder Robert Greenberg and two top officers in 2019 and 2020. Also, under the settlement, Skechers' board of directors must retain a consultant to advise on compensation decisions going forward.



Derivative, Corporate Governance & Executive Compensation

In **In re Google Inc. Class C Shareholder Litigation**, C.A. No. 7469-CS (Del. Ch.), we challenged a stock recapitalization transaction to create a new class of nonvoting shares and strengthen the corporate control of the Google founders. We helped achieve an agreement that provided an adjustment payment to existing shareholders harmed by the transaction as well as providing enhanced board scrutiny of the Google founders' ability to transfer stock. Ultimately, Google's shareholders received payments of \$522 million.

In **In re Activision, Inc. Shareholder Derivative Litigation**, No. 06-cv-04771-MRP-JTL (C.D. Cal.), we were Co-Lead Counsel and challenged executive compensation related to the dating of options. This effort resulted in the recovery of more than \$24 million in excessive compensation and expenses, as well as the implementation of substantial corporate governance changes.

“...a model for how [the] great legal profession should conduct itself.”

Justice Timothy S. Driscoll in *Grossman v. State Bancorp, Inc.*, Index No. 600469/2011 (N.Y. Sup. Ct. Nassau Cnty. Nov. 29, 2011)

In **Pfeiffer v. Toll** (Toll Brothers Derivative Litigation), No. 4140-VCL (Del. Ch.), we prevailed in defeating defendants' motion to dismiss in a case seeking disgorgement of profits that company insiders reaped through a pattern of insider-trading. After extensive discovery, we secured a settlement returning \$16.25 million in cash to the company, including a significant contribution from the individuals who traded on inside information.

In **Rux v. Meyer**, No. 11577-CB (Del. Ch.), we challenged the re-purchase by Sirius XM of its stock from its controlling stockholder, Liberty Media, at an inflated, above-market price. After defeating a motion to dismiss and discovery, we obtained a settlement where SiriusXM recovered \$8.25 million, a substantial percentage of its over-payment.

In **In re EZCorp Inc. Consulting Agreement Derivative Litig.**, C.A. No. 9962-VCL (Del. Ch.), we challenged lucrative consulting agreements between EZCorp and its controlling stockholders. After surviving multiple motions to dismiss. We obtained a settlement where EZCorp was repaid \$6.45 million it had paid in consulting fees, or approximately 33% of the total at issue and the consulting agreements were discontinued.



Derivative, Corporate Governance & Executive Compensation

In **Scherer v. Lu** (Diodes Incorporated), No. 13-358-GMS (D. Del.), we secured the cancellation of \$4.9 million worth of stock options granted to the company's CEO in violation of a shareholder-approved plan, and obtained additional disclosures to enable shareholders to cast a fullyinformed vote on the adoption of a new compensation plan at the company's annual meeting.

In **MacCormack v. Groupon, Inc.**, No. 13-940-GMS (D. Del.), we caused the cancellation of \$2.3 million worth of restricted stock units granted to a company executive in violation of a shareholder-approved plan, as well as the adoption of enhanced corporate governance procedures designed to ensure that the board of directors complies with the terms of the plan; we also obtained additional material disclosures to shareholders in connection with a shareholder vote on amendments to the plan.

In **Edwards v. Benson** (Headwaters Incorporated), No. 13-cv-330 (D. Utah), we caused the cancellation of \$3.2 million worth of stock appreciation rights granted to the company's CEO in violation of a shareholder-approved plan and the adoption of enhanced corporate governance procedures designed to ensure that the board of directors complies with the terms of the plan.

In **Pfeiffer v. Begley** (DeVry, Inc.), No. 12-CH-5105 (Ill. Cir. Ct. DuPage Cty.), we secured the cancellation of \$2.1 million worth of stock options granted to the company's CEO in 2008-2012 in violation of a shareholder-approved incentive plan.

In **Basch v. Healy** (EnerNOC), No. 13-cv-766 (D. Del.), we obtained a cash payment to the company to compensate for equity awards issued to officers in violation of the company's compensation plan and caused significant changes in the company's compensation policies and procedures designed to ensure that future compensation decisions are made consistent with the company's plans, charters and policies. We also impacted the board's creation of a new compensation plan and obtained additional disclosures to stockholders concerning the board's administration of the company's plan and the excess compensation.

In **Kleba v. Dees**, No. 3-1-13 (Tenn. Cir. Ct. Knox Cty.), we recovered approximately \$9 million in excess compensation given to insiders and the cancellation of millions of shares of stock options issued in violation of a shareholder-approved compensation plan. In addition, we obtained the adoption of formal corporate governance procedures designed to ensure that future compensation decisions are made independently and consistent with the plan.



Derivative, Corporate Governance & Executive Compensation

In **Lopez v. Nudelman** (CTI BioPharma Corp.), No. 14-2-18941-9 SEA (Wash. Super. Ct. King Cty.), we recovered approximately \$3.5 million in excess compensation given to directors and obtained the adoption of a cap on director compensation, as well as other formal corporate governance procedures designed to implement best practices with regard to director and executive compensation.

In **In re Corinthian Colleges, Inc. Shareholder Derivative Litigation**, No. 06-cv-777-AHS (C.D. Cal.), we were Co-Lead Counsel and achieved a \$2 million benefit for the company, resulting in the re-pricing of executive stock options and the establishment of extensive corporate governance changes.

In **In re Corinthian Colleges, Inc. Shareholder Derivative Litigation**, No. 06-cv-777-AHS (C.D. Cal.), we were Co-Lead Counsel and achieved a \$2 million benefit for the company, resulting in the re-pricing of executive stock options and the establishment of extensive corporate governance changes.

In **Pfeiffer v. Alpert (Beazer Homes Derivative Litigation)**, No. 10-cv-1063-PD (D. Del.), we successfully challenged certain aspects of the company's executive compensation structure, ultimately forcing the company to improve its compensation practices.

In **In re Cincinnati Bell, Inc., Derivative Litigation**, No. A1105305 (Ohio, Hamilton Cty. C.P.), we achieved significant corporate governance changes and enhancements related to the company's compensation policies and practices in order to better align executive compensation with company performance. Reforms included the formation of an entirely independent compensation committee with staggered terms and term limits for service.

In **Woodford v. Mizel** (M.D.C. Holdings, Inc.), No. 1:11-cv-879 (D. Del.), we challenged excessive executive compensation, ultimately obtaining millions of dollars in reductions of that compensation, as well as corporate governance enhancements designed to implement best practices with regard to executive compensation and increased shareholder input.

Mergers & Acquisitions

Levi & Korsinsky has achieved an impressive record in winning multi-million dollar recoveries and injunctions in merger-related litigation. We are one of the premier law firms engaged in this field, consistently striving to maximize stockholder value. In these cases, we fight to enforce stockholder rights and increase their consideration in connection with the underlying transactions.

We have served in lead roles in landmark cases that have altered the landscape of mergers & acquisitions law, and have won numerous injunctions and recovered hundreds of millions of dollars for aggrieved stockholders. Some examples include:

In **Karsan Value Fund v. Kostecki Brokerage Pty, Ltd. et al.**, Case No. C.A. No. 2021-0899-LWW (Del. Ch.), we served as lead counsel for the class of former minority stockholders of Alloy Steel, and recovered a \$9.5 million common fund – a \$1.90 per share (75%) increase on top of the original merger consideration of \$2.55 per share. The Court of Chancery approved the settlement on April 4, 2024, and remarked that it was “strong” and a “great settlement.”

“ Vice Chancellor Sam Glasscock, III said “it’s always a pleasure to have counsel who are articulate and exuberant...” and referred to our approach to merger litigation as “wholesome” and “a model of... plaintiffs’ litigation in the merger arena.”

Ocieczanek v. Thomas Properties Group, C.A. No. 9029-VCG (Del. Ch. May 15, 2014)

In **In re Schuff International, Inc. Stockholders Litigation**, No. 10323-VCZ (Del. Ch.), we served as Co-Lead Counsel for the plaintiff class in achieving the largest recovery as a percentage of the underlying transaction consideration in Delaware Chancery Court merger class action history, obtaining an aggregate recovery of more than \$22 million -- a 114% increase from \$31.50 to \$67.45 in total consideration per share for tendering stockholders.

In **In re Bluegreen Corp. Shareholder Litigation**, No. 502011CA018111 (Cir. Ct. for Palm Beach Cty., FL), as Co-Lead Counsel, we achieved a common fund recovery of \$36.5 million for minority shareholders in connection with a management-led buyout, increasing gross consideration to shareholders in connection with the transaction by 25% after three years of intense litigation.

Mergers & Acquisitions

In **Reith v. Lichtenstein, et al.**, Case NO. 2018-0277-MTZ (Del. Ch.), we served as lead counsel on behalf of the class and derivatively on behalf of Steel Connect, Inc. and recovered a \$6 million fund to be distributed to common stockholders of Steel Connect, the majority of which going to the minority stockholders. In granting approval on December 13, 2024, the Court of Chancery called the result an “excellent settlement.”

In **Robinson v. Fortress Acquisition Sponsor II, et al., LLC**, C.A. No. 2023-0142-NAC (Del. Ch.), we served as plaintiff’s counsel and achieved a \$6 million recovery for a class of ATI Physical Therapy, Inc. stockholders in connection with the company’s June 2021 de-SPAC merger.

In **Makris v. Ionis Pharmaceuticals, Inc.**, C.A. No. 2021-0681-LWW (Del. Ch.), we served as Co-Lead Counsel and achieved a \$12.5 million common fund settlement for a class of Akcea Therapeutics, Inc. stockholders in connection with its October 2020 acquisition by Ionis.

“I think you’ve done a superb job and I really appreciate the way this case was handled.”

Justice Timothy S. Driscoll in *Grossman v. State Bancorp, Inc.*, Index No. 600469/2011 (N.Y. Sup. Ct. Nassau Cnty. Nov. 29, 2011)

“Mr. Enright, the way you laid out your argument ... is extraordinarily helpful to a Court, and it’s a textbook of how oral arguments should be done. “

Vice Chancellor Sam Glasscock in *Adam Turnbull v. Adam Klein*, C.A. No. 1125-SG (Del. Ch. 2024)

In **In re CNX Gas Corp. Shareholder Litigation**, No. 5377-VCL (Del. Ch.), as Plaintiffs’ Executive Committee Counsel, we obtained a landmark ruling from the Delaware Chancery Court that set forth a unified standard for assessing the rights of shareholders in the context of freeze-out transactions and ultimately led to a common fund recovery of over \$42.7 million for the company’s shareholders.

In **Chen v. Howard-Anderson**, No. 5878-VCL (Del. Ch.), we represented shareholders in challenging the merger between Occam Networks, Inc. and Calix, Inc., obtaining a preliminary injunction against the merger after showing that the proxy statement by which the shareholders were solicited to vote for the merger was materially false and misleading. Post-closing, we took the case to trial and recovered an additional \$35 million for the shareholders.

Mergers & Acquisitions

In **In re Sauer-Danfoss Stockholder Litig.**, No. 8396 (Del. Ch.), as one of plaintiffs' co-lead counsel, we recovered a \$10 million common fund settlement in connection with a controlling stockholder merger transaction.

In **In re Yongye International, Inc. Shareholders' Litigation**, No. A-12-670468-B (District Court, Clark County, Nevada), as one of plaintiffs' co-lead counsel, we recovered a \$6 million common fund settlement in connection with a management-led buyout of minority stockholders in a China-based company incorporated under Nevada law.

In **In re Great Wolf Resorts, Inc. Shareholder Litigation**, No. 7328-VCN (Del. Ch.), we achieved tremendous results for shareholders, including partial responsibility for a \$93 million (57%) increase in merger consideration and the waiver of several "don't-ask-don't-waive" standstill agreements that were restricting certain potential bidders from making a topping bid for the company.

In **In re Talecris Biotherapeutics Holdings Shareholder Litigation**, C.A. No. 5614-VCL (Del. Ch.), we served as counsel for one of the Lead Plaintiffs, achieving a settlement that increased the merger consideration to Talecris shareholders by an additional 500,000 shares of the acquiring company's stock and providing shareholders with appraisal rights.

In **In re Minerva Group LP v. Mod-Pac Corp.**, Index No. 800621/2013 (N.Y. Sup. Ct. Erie Cty.), we obtained a settlement in which defendants increased the price of an insider buyout from \$8.40 to \$9.25 per share, representing a recovery of \$2.4 million for shareholders.

In **Stephen J. Dannis v. J.D. Nichols**, No. 13-CI-00452 (Ky. Cir. Ct. Jefferson Cty.), as Co-Lead Counsel, we obtained a 23% increase in the merger consideration (from \$7.50 to \$9.25 per unit) for shareholders of NTS Realty Holdings Limited Partnership. The total benefit of \$7.4 million was achieved after two years of hard-fought litigation.

Additionally, we have a successful track record of winning injunctions in connection with shareholder M&A litigation, including:

- **In re Portec Rail Products, Inc. S'holder Litig.**, G.D. 10-3547 (Ct. Com. Pleas Pa. 2010)
- **In re Craftmade International, Inc. S'holder Litig.**, C.A. No. 6950-VCL (Del. Ch. 2011)
- **Dias v. Purches**, C.A. No. 7199-VCG (Del. Ch. 2012)
- **In re Complete Genomics, Inc. S'holder Litig.**, C.A. No. 7888-VCL (Del. Ch. 2012)
- **In re Integrated Silicon Solution, Inc. Stockholder Litig.**, Lead Case No. 115CV279142 (Sup. Ct. Santa Clara, CA 2015)



Consumer Litigation

Levi & Korsinsky works hard to protect consumers by holding corporations accountable for defective products, false and misleading advertising, unfair or deceptive business practices, antitrust violations, and privacy right violations.

Our litigation and class action expertise combined with our in-depth understanding of federal and state laws enable us to fight for consumers who have been aggrieved by deceptive and unfair business practices and who purchased defective products, including automobiles, appliances, electronic goods, and other consumer products. The Firm also represents consumers in cases involving data breaches and privacy right violations. The Firm's attorneys have received a number of leadership appointments in consumer class action cases, including multidistrict litigation ("MDL"). Recently, Law.com identified the Firm as one of the top firms with MDL leadership appointments in the article titled, "There Are New Faces Leading MDLs. And They Aren't All Men" (July 6, 2020). Representative settled cases include:

Doe v. Roblox Corporation, Case No. 3:21-cv-03943 (N.D. Cal.): Represented individuals who experienced moderation and removal of content on the Roblox platform without compensation, resulting in \$10 million settlement.

Lash Boost Cases, JCCP No. 4981 (Cal. Super. Ct., S.F. Cty.): Represented consumers who purchased Rodan + Fields' Lash Boost product which plaintiffs alleged failed to disclose material information relating to potential adverse reactions, resulting in \$38 million settlement.

Goldstein v. Henkel Corporation et al., Case No. 3:22-cv-00164 (D. Conn.): Represented purchasers of aerosol and spray antiperspirant products sold under the Right Guard brand which contain or risk containing benzene, resulting in \$1.95 million settlement.

Kholyusev et al. v. Welfare & Pension Administration Service, Inc. Case No. 22-2-04152 (Wash. Sup. Ct.): Co-lead counsel in data breach class action resulting in a settlement valued up to \$1,750,000.

Goldstein v. Henkel Corporation et al., Case No. 3:22-cv-00164 (D. Conn.): Represented purchasers of aerosol and spray antiperspirant products sold under the Right Guard brand which contain or risk containing benzene, resulting in \$1.95 million settlement.



Consumer Litigation

NV Security, Inc. v. Fluke Networks, No. CV05-4217 GW (SSx) (C.D. Cal. 2005): Negotiated a settlement on behalf of purchasers of Test Set telephones in an action alleging that the Test Sets contained a defective 3-volt battery. We benefited the consumer class by obtaining the following relief: free repair of the 3-volt battery, reimbursement for certain prior repair, an advisory concerning the 3-volt battery on the outside of packages of new Test Sets, an agreement that defendants would cease to market and/or sell certain Test Sets, and a 42-month warranty on the 3-volt battery contained in certain devices sold in the future.

Sung, et al. v. Schurman Retail Group, No. 3:17-cv-02760- LB (N.D. Cal.): Co-Lead Class Counsel in nationwide class action that alleged unauthorized disclosure of employee financial information; obtained final approval of nationwide class action settlement providing credit monitoring and identity theft restoration services through 2022 and cash payments of up to \$400.

In re: Apple Inc. Device Performance Litig., No. 5:18-md-02827-EJD (N.D. Cal.): Plaintiffs' Executive Committee member in class action lawsuit alleging that Apple purposefully throttled iPhone resulting in a \$310 million non-reversionary settlement fund.

In re: EpiPen (Epinephrine Injection, USP) Marketing, Sales Practices and Antitrust Litig., No. 2:17-MD-02785 (D. Kan.): Plaintiffs' Executive Committee in action that alleged that Mylan and Pfizer violated antitrust laws and committed other violations relating to the sale of EpiPens which resulted in \$609 million in total recovery.

Scott, et al. v. JPMorgan Chase Bank, N.A., No. 1:17-cv- 00249-APM (D.D.C.): Co-Lead Class Counsel in nationwide class action settlement of claims alleging improper fees deducted from payments awarded to jurors; 100% direct refund of improper fees collected.

In re: Citrix Data Breach Litig., No. 19-cv-61350-RKA-PMH (S.D. Fla.): Interim Class Counsel in action alleging company failed to implement reasonable security measures to protect employee financial information; resulted in common fund settlement of \$2,275,000.

Bustos v. Vonage America, Inc., No. 2:06-cv-2308-HAA-ES (D.N.J.): Common fund settlement of \$1.75 million on behalf of class members who purchased Vonage Fax Service in an action alleging that Vonage made false and misleading statements in the marketing, advertising, and sale of Vonage Fax Service by failing to inform consumers that the protocol defendant used for the Vonage Fax Service was unreliable and unsuitable for facsimile communications.

Masterson v. Canon U.S.A., No. BC340740 (Cal. Super. Ct. L.A. Cty.): Settlement providing refunds to Canon SD camera purchasers for certain broken LCD repair charges and important changes to the product warranty.



LEVI&KORSINSKY
Shareholder Advocates

Our Attorneys

Managing Partners

- **EDUARD KORSINSKY**
- **JOSEPH E. LEVI**

EDUARD KORSINSKY

Managing Partner



Eduard Korsinsky is the Managing Partner and Co-Founder of Levi & Korsinsky, LLP, a national securities firm that has recovered billions of dollars for investors since its formation in 2003. For more than 24 years Mr. Korsinsky has represented investors and institutional shareholders in complex securities matters. He has achieved significant recoveries for stockholders, including a \$79 million recovery for investors of E-Trade Financial Corporation and a payment ladder indemnifying investors of Google, Inc. up to \$8 billion in losses on a ground-breaking corporate governance case. His firm serves as lead counsel in some of the largest securities matters involving Tesla, US Steel, Kraft Heinz and others. He has been named a New York "Super Lawyer" by Thomson Reuters and is recognized as one of the country's leading practitioners in class action and derivative matters.

Mr. Korsinsky is also a co-founder of CORE Monitoring Systems LLC, a technology platform designed to assist institutional clients more effectively monitor their investment portfolios and maximize recoveries on securities litigation.

Cases he has litigated include:

- **E-Trade Financial Corp. Sec. Litig.**, No. 07-cv-8538 (S.D.N.Y. 2007), \$79 million recovery
- **In re Activision, Inc. S'holder Derivative Litig.**, No. 06-cv-04771-MRP (JTLX)(C.D. Cal. 2006), recovered \$24 million in excess compensation
- **Corinthian Colleges, Inc., S'holder Derivative Litig.**, No. SACV-06-0777-AHS (C.D. Cal. 2009), obtained repricing of executive stock options providing more than \$2 million in benefits to the company
- **Pfeiffer v. Toll**, No. 4140-VCL (Del. Ch. 2010), \$16.25 million in insider trading profits recovered
- **In re Net2Phone, Inc. S'holder Litig.**, No. 1467-N (Del. Ch. 2005), obtained increase in tender offer price from \$1.70 per share to \$2.05 per share
- **In re Pamrapo Bancorp S'holder Litig.**, No. C-89-09 (N.J. Ch. Hudson Cty. 2011) & No. HUD-L-3608-12 (N.J. Law Div. Hudson Cty. 2015), obtained supplemental disclosures following the filing of a motion for preliminary injunction, pursued case post-closing, secured key rulings on issues of first impression in New Jersey and defeated motion for summary judgment

EDUARD KORSINSKY

Managing Partner

Cases he has litigated include:

- **In re Google Inc. Class C S'holder Litig.**, No. 19786 (Del. Ch. 2012), obtained payment ladder indemnifying investors up to \$8 billion in losses stemming from trading discounts expected to affect the new stock
- **Woodford v. M.D.C. Holdings, Inc.**, No. 1:2011cv00879 (D. Del. 2012), one of a few successful challenges to say on pay voting, recovered millions of dollars in reductions to compensation

PUBLICATIONS

- "Board Diversity: The Time for Change is Now, Will Shareholders Step Up?," National Council on Teacher Retirement. FYI Newsletter May 2021
- "The Dangers of Relying on Custodians to Collect Class Action Settlements.," The Texas Association of Public Employee Retirement Systems (TEXPERS) Investment Insights April-May Edition (2021)
- "The Dangers of Relying on Custodians to Collect Class Action Settlements.," Michigan Association of Public Employee Retirement Systems (MAPERS) Newsletter (2021)
- "The Dangers of Relying on Custodians to Collect Class Action Settlements.," Florida Public Pension Trustees Association (FPPTA) (2021)
- "NY Securities Rulings Don't Constitute Cyan Backlash", Law360 (March 8, 2021)
- "Best Practices for Monitoring Your Securities Portfolio in 2021.," Building Trades News Newsletter (2020-2021)

- **Pfeiffer v. Alpert (Beazer Homes)**, No. 10-cv-1063-PD (D. Del. 2011), obtained substantial revisions to an unlawful executive compensation structure
- **In re NCS Healthcare, Inc. Sec. Litig.**, No. CA 19786, (Del. Ch. 2002), case settled for approximately \$100 million
- **Paraschos v. YBM Magnex Int'l, Inc.**, No. 98-CV-6444 (E.D. Pa.), United States and Canadian cases settled for \$85 million Canadian

- "Best Practices for Monitoring Your Securities Portfolio in 2021.," The Texas Association of Public Employee Retirement Systems (TEXPERS) Monitor (2021)
- "Best Practices for Monitoring Your Securities Portfolio in 2021.," Michigan Association of Public Employee Retirement Systems (MAPERS) Newsletter (2021)
- "Best Practices for Monitoring Your Securities Portfolio in 2021.," Florida Public Pension Trustees Association (FPPTA) (2021)
- Delaware Court Dismisses Compensation Case Against Goldman Sachs, ABA Section of Securities Litigation News & Developments (Nov. 7, 2011)
- SDNY Questions SEC Settlement Practices in Citigroup Settlement, ABA Section of Securities Litigation News & Developments (Nov. 7, 2011)
- New York Court Dismisses Shareholder Suit Against Goldman Sachs, ABA Section of Securities Litigation News & Developments (Oct. 31, 2011)

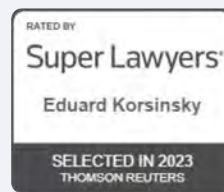
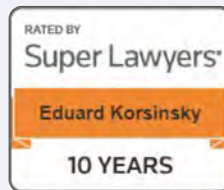
EDUARD KORSINSKY

Managing Partner

EDUCATION

- New York University School of Law, LL.M. Master of Law(s) Taxation (1997)
- Brooklyn Law School, J.D. (1995)
- Brooklyn College, B.S., Accounting, summa cum laude (1992)

AWARDS



ADMISSIONS

- New York (1996)
- New Jersey (1996)
- United States District Court for the Southern District of New York (1998)
- United States District Court for the Eastern District of New York (1998)
- United States Court of Appeals for the Second Circuit (2006)
- United States Court of Appeals for the Third Circuit (2010)
- United States District Court for the Northern District of New York (2011)
- United States District Court of New Jersey (2012)
- United States Court of Appeals for the Sixth Circuit (2013)
- Arizona (2024)
- Michigan (2024)
- United States Court of International Trade bar (2026)

JOSEPH E. LEVI

Managing Partner



Joseph E. Levi is a central figure in shaping and managing the Firm's securities litigation practice. Mr. Levi has been lead or co-lead in dozens of cases involving the enforcement of shareholder rights in the context of mergers & acquisitions and securities fraud. In addition to his involvement in class action litigation, he has represented numerous patent holders in enforcing their patent rights in areas including computer hardware, software, communications, and information processing, and has been instrumental in obtaining substantial awards and settlements.

Mr. Levi and the Firm achieved success on behalf of the former shareholders of Occam Networks in litigation challenging the Company's merger with Calix, Inc., obtaining a preliminary injunction against the merger due to material representations and omissions in the proxy solicitation. **Chen v. Howard-Anderson**, No. 5878-VCL (Del. Ch.). Vigorous litigation efforts continued to trial, resulting in a \$35 million recovery for shareholders.

Mr. Levi and the Firm served as lead counsel in **Weigard v. Hicks**, No. 5732-VCS (Del. Ch.), which challenged the acquisition of Health Grades by affiliates of Vestar Capital Partners. Mr. Levi successfully demonstrated to the Court of Chancery that the defendants had likely breached their fiduciary duties to Health Grades' shareholders by failing to maximize shareholder value. This ruling was used to reach a favorable settlement where defendants agreed to a host of measures designed to increase the likelihood of superior bid. Vice Chancellor Strine "applaud[ed]" the litigation team for their preparation and the extraordinary high-quality of the briefing.

“ [The court] appreciated very much the quality of the argument..., the obvious preparation that went into it, and the ability of counsel...”

Justice Timothy S. Driscoll in *Grossman v. State Bancorp, Inc.*, Index No. 600469/2011 (N.Y. Sup. Ct. Nassau Cnty. Nov. 29, 2011)

JOSEPH E. LEVI

Managing Partner

EDUCATION

- Polytechnic University, B.S., Electrical Engineering, summa cum laude (1984); M.S. Systems Engineering (1986)
- Brooklyn Law School, J.D., magna cum laude (1995)

AWARDS



ADMISSIONS

- New York (1996)
- New Jersey (1996)
- United States Patent and Trademark Office (1997)
- United States District Court for the Southern District of New York (1997)
- United States District Court for the Eastern District of New York (1997)



LEVI&KORSINSKY
Shareholder Advocates

Our Attorneys

Partners

- **ADAM M. APTON**
- **DONALD J. ENRIGHT**
- **SHANNON L. HOPKINS**
- **GREGORY M. NESPOLE**
- **NICHOLAS I. PORRITT**
- **GREGORY M. POTREPKA**
- **MARK S. REICH**
- **DANIEL TEPPER**
- **ELIZABETH K. TRIPODI**

ADAM M. APTON

Partner



Adam M. Apton focuses his practice on investor protection. He represents institutional investors and high net worth individuals in securities fraud, corporate governance, and shareholder rights litigation. Prior to joining the firm, Mr. Apton defended corporate clients against complex mass tort, commercial, and products liability lawsuits. Thomson Reuters has selected Mr. Apton to the Super Lawyers "Rising Stars" list every year since 2016, a distinction given to only the top 2.5% of lawyers. He has also been awarded membership to the prestigious Lawyers of Distinction for his excellence in the practice of law and named to the "Lawdragon 500 X" list out of thousands of candidates in recognition of his place at the forefront of the legal profession.

Mr. Apton's past representations and successes include:

- **In re Tesla, Inc. Securities Litigation**, No. 3:18-cv-04865-EMC (N.D. Cal.) (trial counsel in class action representing Tesla investors who were harmed by Elon Musk's "funding secured" tweet from August 7, 2018)
- **In re Navient Corp. Securities Litigation**, No. 17-8373 (RBK/AMD) (D.N.J.) (lead counsel in class action against leading provider of student loans for alleged false and misleading statements about compliance with consumer protection laws)
- **In re Prothena Corporation Plc Securities Litigation**, No. 1:18-cv-06425-ALC (S.D.N.Y.) (\$15.75 million settlement fund against international drug company for false statements about development of lead biopharmaceutical product)
- **Martin v. Altisource Residential Corporation**, et al., No. 15-00024 (AET) (GWC) (D.V.I.) (\$15.5 million settlement fund against residential mortgage company for false statements about compliance with consumer regulations and corporate governance protocols)
- **Levin v. Resource Capital Corp., et al.**, No. 1:15-cv-07081-LLS (S.D.N.Y.) (\$9.5 million settlement in class action over fraudulent statements about toxic mezzanine loan assets)

ADAM M. APTON

Partner

- **Rux v. Meyer (Sirius XM Holdings Inc.)**, No. 11577 (Del. Ch.) (recovery of \$8.25 million against SiriusXM's Board of Directors for engaging in harmful related-party transactions with controlling stockholder, John. C. Malone and Liberty Media Corp.)

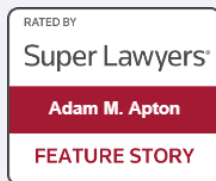
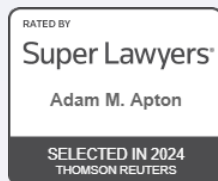
PUBLICATIONS

- "Pleading Section 11 Liability for Secondary Offerings" American Bar Association: Practice Points (Jan. 4, 2017)
- "Second Circuit Rules in Indiana Public Retirement System v. SAIC, Inc." American Bar Association: Practice Points (Apr. 4, 2016)
- "Second Circuit Applies Omnicare to Statements of Opinion in Sanofi" American Bar Association: Practice Points (Mar. 30, 2016)
- "Second Circuit Rules in Action AG v. China North" American Bar Association: Practice Points (Sept. 14, 2015)

EDUCATION

- New York Law School, J.D., cum laude (2009), where he served as Articles Editor of the New York Law School Law Review and interned for the New York State Supreme Court, Commercial Division
- University of Minnesota, B.A., Entrepreneurial Management & Psychology, With Distinction (2006)

AWARDS



ADMISSIONS

- New York (2010)
- United States District Court for the Southern District of New York (2010)
- United States District Court for the Eastern District of New York (2010)
- United States Court of Appeals for the Ninth Circuit (2015)
- United States Court of Appeals for the Second Circuit (2016)
- United States Court of Appeals for the Third Circuit (2016)
- California (2017)
- United States District Court for the Northern District of California (2017)
- United States District Court for the Central District of California (2017)
- United States District Court for the Southern District of California (2017)
- New Jersey (2020)
- United States District Court for the District of New Jersey (2020)

DONALD J. ENRIGHT

Partner



During his 28 years as a litigator and trial lawyer, Mr. Enright has handled matters in the fields of securities, commodities, consumer fraud and commercial litigation, with a particular emphasis on shareholder class action litigation. He has been named as one of the leading financial litigators in the nation by Lawdragon, as a Washington, DC “Super Lawyer” by Thomson Reuters, and as one of the city’s “Top Lawyers” by Washingtonian magazine. One jurist on the Delaware Court of Chancery recently remarked that Don’s advocacy skills were “a textbook of how oral arguments should be done.”

Mr. Enright has shown a track record of achieving victories in federal trials and appeals, including:

- **Nathenson v. Zonagen, Inc.**, 267 F. 3d 400, 413 (5th Cir. 2001)
- **SEC v. Butler**, 2005 U.S. Dist. LEXIS 7194 (W.D. Pa. April 18, 2005)
- **Belizan v. Hershon**, 434 F. 3d 579 (D.C. Cir. 2006)
- **Rensel v. Centra Tech Inc.**, 2 F. 4th 1359 (11th Cir. 2021)

Over the course of his career, Mr. Enright has recovered hundreds of millions of dollars for investors. Most recently, in **Karsan Value Fund v. Kostecki Brokerage Pty, Ltd. et al.**, Case No. C.A. No. 2021-0899-LW/W (Delaware Chancery), Mr. Enright was lead counsel for the class, and recovered a \$9.5 million common fund for the minority stockholders in connection with a controller buyout – a \$1.90 per share (75%) increase on top of the original merger consideration of \$2.55 per share. The Court of Chancery approved the settlement on April 4, 2024, and remarked that it was “strong” and a “great settlement.”

Similarly, in **In re Schuff International, Inc. Stockholders Litigation**, Case No. 10323-VCZ, Mr. Enright served as Co-Lead Counsel for the plaintiff class in achieving an aggregate recovery of more than \$22 million -- a gross increase from \$31.50 to \$67.45 in total consideration per share (a 114% increase) for tendering stockholders. This was one of the largest recoveries as a percentage of the underlying merger consideration in the history of Delaware M&A litigation.

DONALD J. ENRIGHT

Partner

As Co-Lead Counsel in **In re Bluegreen Corp. Shareholder Litigation**, Case No. 502011CA018111 (Cir. Ct. for Palm Beach Cnty., Fla.), Mr. Enright achieved a \$36.5 million common fund settlement in the wake of a majority shareholder buyout, representing a 25% increase in total consideration to the minority stockholders.

Mr. Enright has played a leadership role in numerous other shareholder class actions from inception to conclusion, producing multi-million-dollar recoveries involving such companies as:

- Allied Irish Banks PLC
- Iridium World Communications, Ltd.
- En Pointe Technologies, Inc.
- PriceSmart, Inc.
- Polk Audio, Inc.
- Meade Instruments Corp.
- Xicor, Inc.
- Streamlogic Corp.
- Interbank Funding Corp.
- Riggs National Corp.
- UTStarcom, Inc.
- Manugistics Group, Inc.
- Yongye International, Inc.
- CNX Gas Corp.
- Sauer-Danfoss, Inc.
- The Parking REIT, Inc.
- Akcea Therapeutics, Inc.
- Babcock & Wilcox Enterprises, Inc.
- ATI Physical Therapy, Inc.

Mr. Enright also has a successful track record of obtaining injunctive relief in connection with shareholder M&A litigation, having won injunctions in the cases of:

- **In re Portec Rail Products, Inc. S'holder Litig.**, G.D. 10-3547 (Ct. Com. Pleas Pa. 2010)
- **In re Craftmade International, Inc. S'holder Litig.**, C.A. No. 6950-VCL (Del. Ch. 2011)
- **Dias v. Purches**, C.A. No. 7199-VCG (Del. Ch. 2012)
- **In re Complete Genomics, Inc. S'holder Litig.**, C.A. No. 7888-VCL (Del. Ch. 2012)
- **In re Integrated Silicon Solution, Inc. Stockholder Litig.**, Lead Case No. 115CV279142 (Sup. Ct. Santa Clara, CA 2015)

DONALD J. ENRIGHT

Partner

Mr. Enright has also demonstrated considerable success in obtaining deal price increases for shareholders in M&A litigation. As Co-Lead Counsel in the matter of **In re Great Wolf Resorts, Inc. Shareholder Litigation**, C.A. No. 7328-VCN (Del. Ch. 2012), Mr. Enright was partially responsible for a \$93 million (57%) increase in merger consideration and waiver of several “don’t-ask-don’t-waive” standstill agreements. Similarly, Mr. Enright served as Co-Lead Counsel in the case of **Berger v. Life Sciences Research, Inc.**, No. SOM-C-12006-09 (NJ Sup. Ct. 2009), which caused a significant increase in the transaction price from \$7.50 to \$8.50 per share, representing additional consideration for shareholders of approximately \$11.5 million. Mr. Enright also served as Co-Lead Counsel in **Minerva Group, LP v. Keane**, Index No. 800621/2013 (NY Sup. Ct. of Erie Cnty.) and obtained an increased buyout price from \$8.40 to \$9.25 per share.

The courts have frequently recognized and praised the quality of Mr. Enright’s work:

- In **In re Interbank Funding Corp. Securities Litigation**, (D.D.C. 02-1490), Judge Bates of the United States District Court for the District of Columbia observed that Mr. Enright had “...skillfully, efficiently, and zealously represented the class, and... worked relentlessly throughout the course of the case.”
- In **Freeland v. Iridium World Communications, LTD**, (D.D.C. 99-1002), Judge Nanette Laughrey stated that Mr. Enright and his co-counsel had done “an outstanding job” in connection with the recovery of \$43.1 million for the shareholder class.
- In the matter of **Osieczanek v. Thomas Properties Group**, C.A. No. 9029-VCG (Del. Ch. 2013), Vice Chancellor Sam Glasscock of the Delaware Court of Chancery observed that “it’s always a pleasure to have counsel [like Mr. Enright] who are articulate and exuberant in presenting their position,” and that Mr. Enright’s prosecution of a merger case was “wholesome” and served as “a model of . . . plaintiffs’ litigation in the merger arena.”
- In the matter of **Adam Turnbull v. Adam Klein**, C.A. No. 1125-SG (Del. Ch. 2024), Vice Chancellor Sam Glasscock of the Delaware Court of Chancery stated in a hearing, “Mr. Enright, the way you laid out your argument ... is extraordinarily helpful to a Court, and it’s a textbook of how oral arguments should be done. That’s not taking anything away from what the defendants did. But that was, I thought, classic, and I’m glad my clerks and interns and Supreme Court clerks got to hear it.”

DONALD J. ENRIGHT

Partner

PUBLICATIONS

- “SEC Enforcement Actions and Investigations in Private and Public Offerings,” Securities: Public and Private Offerings, Second Edition, West Publishing 2007
- “Dura Pharmaceuticals: Loss Causation Redefined or Merely Clarified?” J.Tax’n & Reg. Fin. Inst. September/October 2007, Page 5

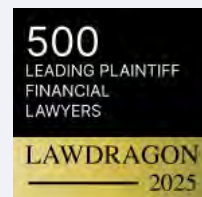
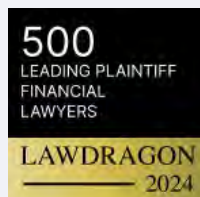
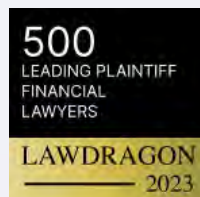
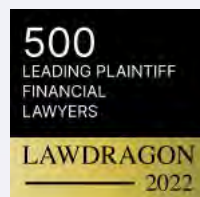
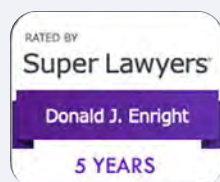
EDUCATION

- George Washington University School of Law, J.D. (1996), Member Editor of The George Washington University Journal of International Law and Economics
- Drew University, B.A. cum laude, Political Science and Economics (1993)

ADMISSIONS

- Maryland (1996)
- New Jersey (1996)
- District of Maryland (1997)
- District of New Jersey (1997)
- Washington, DC (1999)
- Fourth Circuit (1999)
- Fifth Circuit (1999)
- United States District Court for the District of Columbia (1999)
- United States Court of Appeals for the District of Columbia (2004)
- Second Circuit (2005)
- Third Circuit (2006)

AWARDS



SHANNON L. HOPKINS

Partner



Shannon L. Hopkins manages the Firm's Connecticut office. She was selected in 2013 as a New York "Super Lawyer" by Thomson Reuters. For more than two decades Ms. Hopkins has been prosecuting a wide range of complex class action matters in securities fraud, mergers and acquisitions, and consumer fraud litigation on behalf of individuals and large institutional clients. Ms. Hopkins has played a lead role in numerous shareholder securities fraud and merger and acquisition matters and has been involved in recovering multimillion-dollar settlements on behalf of shareholders, including:

- **Lokman v. Azure Power Global Ltd., et. al.**, No. 1:22-cv-7432-GHW (S.D.N.Y. 2025), \$23 million recovery for the shareholder class
- **In Re Grab Holdings Limited Sec. Litig.**, No. 1:22-cv-02189-JLR (S.D.N.Y.), \$80 million recovery for shareholder class
- **E-Trade Financial Corp. S'holder Litig.**, No. 07-CV-8538 (S. D.N.Y. 2007), \$79 million recovery for the shareholder class
- **In re U.S. Steel Consolidated Cases**, No. 17-559-CB (W.D. Pa.), \$40 million recovery for shareholder class
- **In re Nutanix, Inc. Securities Litigation**, No. 3:19-cv-01651-WHO (the "Stock Case"), \$71 million for shareholder class
- **Rougier v. Applied Optoelectronics, Inc.**, No. 17-CV-2399 (S.D. Tex.), \$15.5 million recovery for shareholder class
- **In Stein v. U.S. Xpress Enterprises, Inc.**, et al., No. 1:19-CV-98-TRM-CHS (E.D. Tenn.), \$14.3 million shareholder recover

SHANNON L. HOPKINS

Partner

“Plaintiffs’ selected Class Counsel, the law firm of Levi & Korsinsky, LLP, has demonstrated the zeal and competence required to adequately represent the interests of the Class. The attorneys at Levi & Korsinsky have experience in securities and class actions issues and have been appointed lead counsel in a significant number of securities class actions across the country.”

The Honorable Christina Bryan in *Rougier v. Applied Optoelectronics, Inc.*, No. 4:17-CV-02399 (S.D. Tex. Nov. 13, 2019)

In addition to her legal practice, Ms. Hopkins is a Certified Public Accountant (1998 Massachusetts). Prior to becoming an attorney, Ms. Hopkins was a senior auditor with PricewaterhouseCoopers LLP, where she led audit engagements for large publicly held companies in a variety of industries.

“In appointing the Firm Lead Counsel, the Honorable Gary Allen Feess noted our “significant prior experience in securities litigation and complex class actions.”

Zaghian v. THQ, Inc., No. 2:12-cv-05227-GAF-JEM (C.D. Cal. Sept. 14, 2012)

SHANNON L. HOPKINS

Partner

PUBLICATIONS

- “Cybercrime Convention: A Positive Beginning to a Long Road Ahead,” 2 J. High Tech. L. 101 (2003)

EDUCATION

- Suffolk University Law School, J.D., magna cum laude (2003), where she served on the Journal for High Technology and as Vice Magister of the Phi Delta Phi International Honors Fraternity
- Bryant University, B.S.B.A., Accounting and Finance, cum laude (1995), where she was elected to the Beta Gamma Sigma Honor Society

AWARDS



ADMISSIONS

- Massachusetts (2003)
- United States District Court for the District of Massachusetts (2004)
- New York (2004)
- United States District Court for the Southern District of New York (2004)
- United States District Court for the Eastern District of New York (2004)
- United States District Court for the District of Colorado (2004)
- United States Court of Appeals for the First Circuit (2008)
- United States Court of Appeals for the Third Circuit (2010)
- Connecticut (2013)
- United States Court of Appeals for the Ninth Circuit (2023)
- United States Court of Appeals for the Tenth Circuit (2025)
- United States District Court for the Eastern District of Michigan (2026)

GREGORY M. NESPOLE

Partner



Gregory Mark Nespole is a Partner of the Firm, having been previously a member of the management committee of one of the oldest firms in New York, as well as chair of that firm's investor protection practice. He specializes in complex class actions, derivative actions, and transactional litigation representing institutional investors such as public and labor pension funds, labor health and welfare benefit funds, and private institutions. Prior to practicing law, Mr. Nespole was a strategist on an arbitrage desk and an associate in a major international investment bank where he worked on structuring private placements and conducting transactional due diligence.

For over twenty years, Mr. Nespole has played a lead role in numerous shareholder securities fraud and merger and acquisition matters and has been involved in recovering multi-million-dollar settlements on behalf of shareholders, including:

- Served as co-chair of a Madoff Related Litigation Task Force that recovered over several hundred million dollars for wronged investors;
- Obtained a \$90 million award on behalf of a publicly listed company against a global bank arising out of fraudulently marketed auction rated securities;
- Successfully obtained multi-million-dollar securities litigation recoveries and/or corporate governance reforms from Cablevision, JP Morgan, American Pharmaceutical Partners, Sepracor, and MBIA, among many others.

Mr. Nespole holds membership in the Federal Bar Council and its Securities Litigation Committee, the New York City Bar Association and its Securities Litigation Committee, and the Federalist Society. He is also a member of the New York Athletic Club. Additionally, Mr. Nespole has been recognized by his peers as a "Super Lawyer" in the class action field annually since 2009, along with other notable awards.

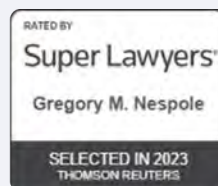
GREGORY M. NESPOLE

Partner

EDUCATION

- Brooklyn Law School, J.D. (1993)
- Bates College, B.A. (1989)

AWARDS



ADMISSIONS

- New York (1994)
- United States District Court for the Southern District of New York (1994)
- United States District Court for the Eastern District of New York (1994)
- United States Court of Appeals for the Second Circuit (1994)
- United States Court of Appeals for the Fourth Circuit (1994)
- United States Court of Appeals for the Fifth Circuit (1994)
- United States District Court for the Northern District of New York (2016)
- United States Court of Appeals for the Eighth Circuit (2019)
- United States Court of Appeals for the Third Circuit (2020)

NICHOLAS I. PORRITT

Partner



Nicholas Porritt prosecutes securities class actions, shareholder class actions, derivative actions, and mergers and acquisitions litigation. He has extensive experience representing plaintiffs and defendants in a wide variety of complex commercial litigation, including civil fraud, breach of contract, and professional malpractice, as well as defending SEC investigations and enforcement actions. Mr. Porritt has helped recover hundreds of millions of dollars on behalf of shareholders. He was one of the Lead Counsel in *In re Google Inc. Class C Shareholder Litigation*, No. 7469-CS (Del. Ch.), which resulted in a payment of \$522 million to shareholders and overall benefit of over \$3 billion to Google's minority shareholders. He is one of the very few attorneys to have tried a securities class action to a jury, acting as lead trial counsel in *In re Tesla, Inc. Securities Litigation*, No. 3:18-cv-04865-EMC (N.D. Cal.), which went to trial in January 2023. He is currently acting in *In re QuantumScape Securities Class Action Litigation*, No. 3:21-cv-00058-WHO (N.D. Cal) representing QuantumScape Corp. investors who were harmed by misrepresentations by management regarding its battery technology as well as lead counsel in *Ford v. TD Ameritrade*

Holding Corp., No. 14-cv-396 (D. Neb.), representing TD Ameritrade customers harmed by its improper routing of their orders. Both cases involve over \$1 billion in estimated damages.

Mr. Porritt speaks frequently on current topics relating to securities laws and derivative actions, including presentations on behalf of the Council for Institutional Investors, Nasdaq, and the Practising Law Institute, and has served as an expert in the areas of securities and derivative litigation.

NICHOLAS I. PORRITT

Partner

CASES PORRITT HAS WORKED ON:

- **Set Capital LLC v. Credit Suisse Group AG**, 2023 WL 2535175 (S.D.N.Y. 2023)
- **Voulgaris, v. Array Biopharma Inc.**, 60 F.4th 1259 (10th Cir. 2023)
- **In re Tesla, Inc. Sec. Litig.**, 2022 WL 7374936 (N.D. Cal. 2022)
- **Klein v. TD Ameritrade Holding Corp.**, 342 F.R.D. 252 (D. Neb. 2022)
- **In re Aphria, Inc. Sec. Litig.**, 342 F.R.D. 199 (S.D.N.Y. 2022)
- **In re Tesla, Inc. Sec. Litig.**, 2022 WL 1497559 (N.D. Cal. 2022)
- **In re QuantumScape Sec. Class Action Litig.**, 580 F. Supp. 3d 714 (N.D. Cal. 2022)
- **Set Capital LLC v. Credit Suisse Group AG**, 996 F.3d 64 (2d Cir. 2021)
- **In re Tesla, Inc. Sec. Litig.**, 477 F. Supp. 3d 903 (N.D. Cal.2020)
- **Voulgaris, v. Array Biopharma Inc.**, No. 17CV02789KLMCONSOLID, 2020 WL 8367829 (D. Colo.2020)
- **In Re Aphria, Inc. Sec. Litig.**, No. 18 CIV. 11376 (GBD), 2020 WL 5819548 (S.D.N.Y. 2020)
- **In re Clovis Oncology, Inc. Deriv. Litig.**, 2019 WL 4850188 (Del. Ch. 2019)
- **Martin v. Altisource Residential Corp.**, 2019 WL 2762923 (D.V.I. 2019)
- **In re Navient Corp. Sec. Litig.**, 2019 WL 7288881 (D.N.J.2019)
- **In re Bridgestone Inv. Corp.**, 789 Fed. App'x 13 (9th Cir. 2019)
- **Klein v. TD Ameritrade Holding Corp.**, 327 F.R.D. 283 (D. Neb. 2018)
- **Beezley v. Fenix Parts, Inc.**, 2018 WL 3454490 (N.D. Ill. 2018)
- **In re Illumina, Inc. Sec. Litig.**, 2018 WL 500990 (S.D. Cal. 2018)
- **In re PTC Therapeutics Sec. Litig.**, 2017 WL 3705801 (D.N.J. 2017)
- **Zaghian v. Farrell**, 675 Fed. Appx. 718, (9th Cir. 2017)
- **In re PTC Therapeutics Sec. Litig.**, 2017 WL 3705801 (D.N.J. Aug. 28, 2017)
- **Martin v. Altisource Residential Corp.**, 2017 WL 1068208 (D.V.I. 2017)
- **Gormley magicJack VocalTec Ltd.**, 220 F. Supp. 3d 510 (S.D.N.Y. 2016)
- **Carlton v. Cannon**, 184 F. Supp. 3d 428 (S.D. Tex. 2016)
- **Zola v. TD Ameritrade, Inc.**, 172 F. Supp. 3d 1055 (D. Neb. 2016)
- **In re Energy Recovery Sec. Litig.**, 2016 WL 324150 (N.D. Cal. Jan. 27, 2016)
- **In re EZCorp Inc. Consulting Agreement Deriv. Litig.**, 2016 WL 301245 (Del. Ch. Jan. 25, 2016)
- **In re Violin Memory Sec. Litig.**, 2014 WL 5525946 (N.D. Cal. Oct. 31, 2014)
- **Garnitschnig v. Horovitz**, 48 F. Supp. 3d 820 (D. Md. 2014)
- **SEC v. Cuban**, 620 F.3d 551 (5th Cir. 2010)
- **Cozzarelli v. Inspire Pharmaceuticals, Inc.**, 549 F.3d 618 (4th Cir. 2008)
- **Teachers' Retirement System of Louisiana v. Hunter**, 477 F.3d 162 (4th Cir. 2007)

NICHOLAS I. PORRITT

Partner

PUBLICATIONS

- “Current Trends in Securities Litigation: How Companies and Counsel Should Respond,” Inside the Minds. Recent Developments in Securities Law (Aspatore Press 2010)

EDUCATION

- University of Chicago Law School, J.D., With Honors (1996)
- University of Chicago Law School, LL.M. (1993)
- Victoria University of Wellington, LL.B. (Hons.), With First Class Honors, Senior Scholarship (1990)

AWARDS



ADMISSIONS

- New York (1997)
- District of Columbia (1998)
- United States District Court for the District of Columbia (1999)
- United States District Court for the Southern District of New York (2004)
- United States Court of Appeals for the Fourth Circuit (2004)
- United States Court of Appeals for the District of Columbia Circuit (2006)
- United States Supreme Court (2006)
- United States District Court for the District of Maryland (2007)
- United States District Court for the Eastern District of New York (2012)
- United States Court of Appeals for the Second Circuit (2014)
- United States Court of Appeals for the Ninth Circuit (2015)
- United States District Court for the District of Colorado (2015)
- United States Court of Appeals for the Tenth Circuit (2016)
- United States Court of Appeals for the Eleventh Circuit (2017)
- United States Court of Appeals for the Eighth Circuit (2019)
- United States Court of Appeals for the Third Circuit (2019)

GREGORY POTREPKA

Partner



Gregory M. Potrepka is a partner of the Firm in its Connecticut office. Mr. Potrepka's practice specializes in vindicating investor rights, including the interests of shareholders of publicly traded companies. Specifically, Mr. Potrepka has considerable experience prosecuting complex class actions, securities fraud matters, and similar commercial litigation. Mr. Potrepka's role in the Firm's securities litigation practice has significantly contributed to many of the Firm's successes, including the following representative matters:

- **In Re Grab Holdings Limited Sec. Litig.**, No. 1:22-cv-02189-JLR (S.D.N.Y.), \$80 million recovery for shareholder class
- **In re Nutanix, Inc. Sec. Litig.**, No. 3:19-01651-WHO (N.D. Cal.); **Norton v. Nutanix, Inc.**, 3:21-cv-04080-WHO (N.D. Cal.) (\$71 million recovery)
- **In re U.S. Steel Consolidated Cases**, No. 17-579 (W.D. Pa.) (\$40 million recovery)
- **Rougier v. Applied Optoelectronics, Inc.**, No. 4:17-cv-2399 (S.D. Tex.) (\$15.5 million recovery)
- **In re Helios and Matheson Analytics, Inc. Securities Litigation**, No. 1:18-cv-06965 (S.D.N.Y.) (\$8.25 million recovery)
- **In re Aqua Metals Securities Litigation**, No. 17-cv-07142-HSG (N.D. Cal.) (\$7 million recovery)

GREGORY POTREPKA

Partner

EDUCATION

- University of Connecticut School of Law, J.D. (2015)
- University of Connecticut Department of Public Policy, M.P.A. (2015)
- University of Connecticut, B.A., Political Science (2010)

AWARDS



ADMISSIONS

- Connecticut (2015)
- Mashantucket Pequot Tribal Court (2015)
- United States District Court for the District of Connecticut (2016)
- United States District Court for the Southern District of New York (2018)
- United States District Court for the Eastern District of New York (2018)
- United States Court of Appeals for the Third Circuit (2020)
- New York (2023)
- United States District of Colorado (2023)
- United States District Court for the District of Colorado (2023)
- United States Court of Appeals for the Ninth Circuit (2025)
- United States Court of Appeals for the Tenth Circuit (2025)
- United States District Court for the Eastern District of Michigan (2026)

MARK S. REICH

Partner



Mark Samuel Reich is a Partner of the Firm. Mark's practice focuses on consumer class actions, including cases involving privacy and data breach issues, deceptive and unfair trade practices, advertising injury, product defect, and antitrust violations. Mark, who has experience and success outside the consumer arena, also supports the Firm's securities and derivative practices.

Mark is attentive to clients' interests and fosters their activism on behalf of class members. Clients he has worked with consistently and enthusiastically endorse Mark's work:

“ Mark attentively guided me through each stage of the litigation, prepared me for my deposition, and ensured that I and other wronged consumers were compensated and that purchasers in the future could not be duped by the appliance manufacturer's misleading marketing tactics.”

Katherine Danielkiewicz, Michigan (S.D. Tex. Nov. 13, 2019)

“ After my experience working with Mark and his colleague, any hesitancy I may have had in the past about leading or participating in a class action has gone away. Mark expertly countered every roadblock that the corporate defendant tried using to dismiss our case and we ultimately reached a resolution that exceeded my expectations”

Barry Garfinkle, Pennsylvania

MARK S. REICH

Partner

Before joining Levi & Korsinsky, Mark practiced at the largest class action firm in the country for more than 15 years, including 8 years as a Partner. Prior to becoming a consumer and shareholder advocate, Mark practiced commercial litigation with an international law firm based in New York, where he defended litigations on behalf of a variety of corporate clients.

Mark has represented investors in securities litigation, devoted to protecting the rights of institutional and individual investors who were harmed by corporate misconduct. His case work involved **State Street Yield Plus Fund Litig.** (\$6.25 million recovery); **In re Doral Fin. Corp. Sec. Litig.**, SDNY (\$129 million recovery); **Lockheed Martin Corp. Sec. Litig.** (\$19.5 million recovery); **Tile Shop Holdings, Inc.** (\$9.5 million settlement); **Curran v. Freshpet Inc.** (\$10.1 million settlement); **In re Jakks Pacific, Inc.** (\$3,925,000 settlement); **Fidelity Ultra Short Bond Fund Litig.** (\$7.5 million recovery); and **Cha v. Kinross Gold Corp.** (\$33 million settlement).

“ Never having been involved in a class action, I was uninformed and apprehensive. Mark and his colleagues not only explained the complexities, but maintained extensive ongoing, communications, involved us fully in all phases of the process; provided appropriate professional counsel and guidance to each participant, and achieved results that satisfied the original goals of the litigation”

Fred Sharp, New York

“ It was a pleasure being represented by Mark. Above all he was patient throughout the tedious process of litigation. He is a good listener and a good communicator, which enhanced my participation and understanding of the process. He also provided excellent follow up throughout, making the process feel more like a team effort.”

Louise Miljenovic, New Jersey

MARK S. REICH

Partner

At his prior firm, Mark achieved notable success challenging unfair mergers and acquisitions in courts throughout the country. Among the M&A litigation that Mark handled or participated in, his notable cases include: **In re Aramark Corp. S'holders Litig.**, where he attained a \$222 million increase in consideration paid to shareholders of Aramark and a substantial reduction to management's voting power – from 37% to 3.5% – in connection with the approval of the going-private transaction; **In re Delphi Fin. Grp. S'holders Litig.**, resulting in a \$49 million post-merger settlement for Class A Delphi shareholders; **In re TD Banknorth S'holders Litig.**, where Mark played a significant role in raising the inadequacy of the \$3 million initial settlement, which the court rejected as wholly inadequate, and later resulted in a vastly increased \$50 million recovery. Mark has also been part of ERISA litigation teams that led to meaningful results, including **In re Gen. Elec. Co. ERISA Litig.**, which resulting in structural changes to company's 401(k) plan valued at over \$100 million, benefiting current and future plan participants.

“ We contacted Mark about our concerns about our oven's failure to perform as advertised. He worked with us to formulate a strategy that ultimately led to a settlement that achieved our and others' goals and specific needs.”

Candace Oliarny, Idaho

“ My wife and I never having been involved with a law firm or Class Action had no idea what to expect. Within the first few phone meetings with Mark, we became assured as Mark explained in detail how the process worked, Mark is a great communicator. Mr. Reich is a true professional, his integrity through the years he worked with us was impeccable. Working with Mark was a truly positive experience, and have no reservations if we ever had to call on his services again.”

Louise Miljenovic, New Jersey

MARK S. REICH

Partner

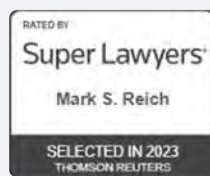
Before joining the Firm, Mark graduated with a Bachelor of Arts degree from Queens College in New York. He earned his Juris Doctor degree from Brooklyn Law School, where he served on the Moot Court Honor Society and The Journal of Law and Policy.

Mark regularly practices in federal and state courts throughout the country and is a member of the bar in New York. He has been recognized for his legal work by being named a New York Metro Super Lawyer by Super Lawyers Magazine every year since 2013. Mark is active in his local community and has been distinguished for his neighborhood support with a Certificate of Recognition by the Town of Hempstead.

EDUCATION

- Brooklyn Law School, J.D. (2000)
- Queens College, B.A., Psychology and Journalism (1997)

AWARDS



ADMISSIONS

- New York (2001)
- United States District Court for the Southern District of New York (2001)
- United States District Court for the Eastern District of New York (2001)
- United States District Court for the Northern District of New York (2005)
- United States District Court for the Eastern District of Michigan (2017)

DANIEL TEPPER

Partner



Daniel Tepper is a Partner of the Firm with extensive experience in shareholder derivative suits, class actions and complex commercial litigation. Before he joined Levi & Korsinsky, Mr. Tepper was a partner in one of the oldest law firms in New York. He is an active member of the CPLR Committee of the New York State Bar Association and was an early member of its Electronic Discovery Committee. Mr. Tepper has been selected as a New York "Super Lawyer" in 2016 – 2023.

Some of the notable matters where Mr. Tepper had a leading role include:

- **Siegmund v. Bian**, No. 16-62506 (S.D. Fla.), achieving an estimated recovery of \$29.93 per share on behalf of a class of public shareholders of Linkwell Corp. who were forced to sell their stock at \$0.88 per share.
- **In re Platinum-Beechwood Litigation**, No. 18-06658 (S.D.N.Y.), achieved dismissal on behalf of an individual investor in Platinum Partners-affiliated investment fund.
- **Lakatamia Shipping Co. Ltd. v. Nobu Su**, Index No. 654860/2016 (Sup. Ct., N.Y. Co. 2016), achieved dismissal on suit attempting to domesticate a \$40 million UK judgment in New York State.
- **Zelouf Int'l Corp. v. Zelouf**, No. 45 Misc.3d 1205(A) (Sup.Ct. N.Y. Co., 2014), representing the plaintiff in an appraisal proceeding triggered by freeze-out merger of closely-held corporation. Achieved a \$10 million verdict after eleven day trial, with the Court rejecting a discount for lack of marketability.
- **Sacher v. Beacon Assocs. Mgmt. Corp.**, No. 114 A.D.3d 655 (2d Dep't 2014), affirming denial of defendants' motion to dismiss shareholder derivative suit by Madoff feeder fund against fund's auditor for accounting malpractice.
- **In re Belzberg**, No. 95 A.D.3d 713 (1st Dep't 2012), compelling a non-signatory to arbitrate brokerage agreement dispute arising under doctrine of direct benefits estoppel.
- **Estate of DeLeo**, No. 353758/A (Surrog. Ct., Nassau Co. 2011), achieving a full plaintiff's verdict after a seven day trial which restored a multi-million dollar family business to its rightful owner.

DANIEL TEPPER

Partner

- **CMIA Partners Equity Ltd. v. O'Neill**, No. 2010 NY Slip Op 52068(U) (Sup. Ct. N.Y. Co., 2010). Representing the independent directors of a Cayman Islands investment fund, won a dismissal on the pleadings in the first New York State case examining shareholder derivative suits under Cayman Islands law.
- **Hecht v. Andover Assocs. Mgmt. Corp.**, No. 27 Misc 3d 1202(A) (Sup. Ct. Nassau Co., 2010), aff'd, 114 A.D.3d 638 (2d Dep't 2014). Participated in a \$213 million global settlement in the first Madoff related lawsuit in the country to defeat a motion to dismiss.

EDUCATION

- New York University School of Law, J.D. (2000)
- The University of Texas at Austin, B.A. with Honors (1997), National Merit Scholar

AWARDS



ADMISSIONS

- Massachusetts (2001)
- New York (2002)
- United States District Court for the Eastern District of New York (2004)
- United States District Court for the Southern District of New York (2010)
- United States District Court for the Western District of New York (2019)

ELIZABETH K. TRIPODI

Partner



Elizabeth K. Tripodi focuses her practice on shareholder protection, representing investors in litigation involving mergers, acquisitions, tender offers, and change-in-control transactions, securities fraud litigation, and corporate derivative litigation. Ms. Tripodi has been named as a Washington, D.C. “Super Lawyer” in the securities field and was selected as a “Rising Star” by Thomson Reuters for several consecutive years.

Ms. Tripodi’s trial experience includes:

- **In re Tesla, Inc. Securities Litigation**, No. 3:18-cv-04865-EMC (N.D. Cal.) (lead counsel in class action representing Tesla investors who were harmed by Elon Musk’s “funding secured” tweet from August 7, 2018)

Ms. Tripodi has played a lead role in obtaining monetary recoveries for shareholders in M&A litigation:

- In **Reith v. Lichtenstein, et al.**, Case NO. 2018-0277-MTZ, on behalf of the class and derivatively on behalf of Steel Connect, Inc. recovering a \$6 million fund to be distributed to common stockholders of Steel Connect, the majority of which going to the minority stockholders. The Court of Chancery approved the settlement on December 13, 2024, called the result an “excellent settlement.”
- In **Karsan Value Fund v. Kostecki Brokerage Pty, Ltd. et al.**, Case No. C.A. No. 2021-0899-LW/W (Delaware Chancery), on behalf of the class of former minority stockholders of Alloy Steel, and recovered a \$9.5 million common fund – a \$1.90 per share (75%) increase on top of the original merger consideration of \$2.55 per share. The Court of Chancery approved the settlement on April 4, 2024, and remarked that it was “strong” and a “great settlement.”

ELIZABETH K. TRIPODI

Partner

- **In re Schuff International, Inc. Stockholders Litigation**, Case No. 10323-VCZ, achieving the largest recovery as a percentage of the underlying transaction consideration in Delaware Chancery Court merger class action history, obtaining an aggregate recovery of more than \$22 million -- a gross increase from \$31.50 to \$67.45 in total consideration per share (a 114% increase) for tendering stockholders.
- **In re Bluegreen Corp. S'holder Litig.**, Case No. 502011CA018111 (Circuit Ct. for Palm Beach Cty., FL), creation of a \$36.5 million common fund settlement in the wake of a majority shareholder buyout, representing a 25% increase in total consideration to the minority stockholders
- **In re Cybex International S'holder Litig.**, Index No. 653794/2012 (N.Y. Sup. Ct. 2014), recovery of \$1.8 million common fund, which represented an 8% increase in stockholder consideration in connection with management-led cash-out merger
- **In re Great Wolf Resorts, Inc. S'holder Litig.**, C.A. No. 7328-VCN (Del. Ch. 2012), where there was a \$93 million (57%) increase in merger consideration
- **Minerva Group, LP v. Keane**, Index No. 800621/2013 (N.Y. Sup. Ct. 2013), settlement in which Defendants increased the price of an insider buyout from \$8.40 to \$9.25 per share • **Minerva Group, LP v. Keane**, Index No. 800621/2013 (N.Y. Sup. Ct. 2013), settlement in which Defendants increased the price of an insider buyout from \$8.40 to \$9.25 per share

Ms. Tripodi has played a key role in obtaining injunctive relief while representing shareholders in connection with M&A litigation, including obtaining preliminary injunctions or other injunctive relief in the following actions:

- **In re Portec Rail Products, Inc. S'holder Litig**, No. G.D. 10-3547 (Ct. Com. Pleas Pa. 2010)
- **In re Craftmade International, Inc. S'holder Litig**, No. 6950-VCL (Del. Ch. 2011) • **Dias v. Purches, et al.**, No. 7199-VCG (Del. Ch. 2012)
- **In re Complete Genomics, Inc. S'holder Litig**, No. 7888-VCL (Del. Ch. 2012)
- **In re Integrated Silicon Solution, Inc. Stockholder Litig.**, No. 115CV279142 (Sup. Ct. Santa Clara, CA 2015)

ELIZABETH K. TRIPODI

Partner

Prior to joining Levi & Korsinsky, Ms. Tripodi was a member of the litigation team that served as Lead Counsel in, and was responsible for, the successful prosecution of numerous class actions, including: ***Rudolph v. UTStarcom*** (stock option backdating litigation obtaining a \$9.5 million settlement); ***Grecian v. Meade Instruments*** (stock option backdating litigation obtaining a \$3.5 million settlement).

EDUCATION

- American University Washington College of Law, cum laude (2006), where she served as Co-Editor in Chief of the Business Law Journal (f/k/a Business Law Brief), was a member of the National Environmental Moot Court team, and interned for Environmental Enforcement Section at the Department of Justice
- Davidson College, B.A., Art History (2000)

ADMISSIONS

- Virginia (2006)
- United States District Court for the Eastern District of Virginia (2006)
- District of Columbia (2008)
- United States District Court for the District of Columbia (2010)
- United States Court of Appeals for the Seventh Circuit (2018)

AWARDS





LEVI&KORSINSKY
Shareholder Advocates

Our Attorneys

Counsel

- **ANDREW E. LENCYK**
- **BRIAN STEWART**

ANDREW E. LENCYK

Counsel



Andrew E. Lencyk is Counsel to the Firm. Prior to joining the Firm, Mr. Lencyk was a partner in an established boutique firm in New York specializing in securities litigation. He was graduated magna cum laude from Fordham College, New York, with a B.A. in Economics and History, where he was a member of the College's Honors Program, and was elected to Phi Beta Kappa. Mr. Lencyk received his J.D. from Fordham University School of Law, where he was a member of the Fordham Urban Law Journal. He was named to the 2013, 2014, 2015, 2016, 2017, 2018 and 2019 Super Lawyers®, New York Metro Edition.

Mr. Lencyk has co-authored the following articles for the Practicing Law Institute's Accountants' Liability Handbooks:

- *Liability in Forecast and Projection Engagements: Impact of Luce v. Edelstein*
 - *An Accountant's Duty to Disclose Internal Control Weaknesses*
 - *Whistle-blowing: An Accountants' Duty to Disclose A Client's Illegal Acts*
 - *Pleading Motions under the Private Securities Litigation Reform Act of 1995*
- *Discovery Issues in Cases Involving Auditors (co-authored and appeared in the 2002 PLI Handbook on Accountants' Liability After Enron.)*

In addition, he co-authored the following article for the Association of the Bar of the City of New York, Corporate & Securities Law Updates:

- *Safe Harbor Provisions for Forward-Looking Statements (co-authored and published by the Association of the Bar of the City of New York, Corporate & Securities Law Updates, Vol. II, May 12, 2000)*

ANDREW E. LENCYK

Counsel

Cases in which Mr. Lencyk actively represented plaintiffs include:

- **Kirkland et al. v. WideOpenWest, Inc.**, No. 653248/2018 (Sup. Ct, NY County) (substantially denying defendants' motion to dismiss Section 11 and 12(a)(2) claims)
- **In re Community Psychiatric Centers Securities Litigation**, No. SA CV-91-533-AHS (Eex) (C.D. Cal.) and **McGann v. Ernst & Young**, SA CV-93-0814-AHS (Eex) (C.D. Cal.) (recovery of \$54.5 million against company and its outside auditors)
- **In re Danskin Securities Litigation**, Master File No. 92 CIV. 8753 (JSM) (S.D.N.Y.);
- **In re JWP Securities Litigation**, Master File No. 92 Civ. 5815 (WCC) (S.D.N.Y.) (class recovery of approximately \$36 million)
- **In re Porta Systems Securities Litigation**, Master File No. 93 Civ. 1453 (TCP) (E.D.N.Y.);
- **In re Leslie Fay Cos. Securities Litigation**, No. 92 Civ. 8036 (S.D.N.Y.) (\$35 million recovery)
- **Berke v. Presstek, Inc.**, No. 96-347-M (MDL Docket No. 1140) (D.N.H.) (\$22 million recovery)
- **In re Micro Focus Securities Litigation**, No. C-01-01352-SBA-WDB (N.D. Cal.)
- **Dusek v. Mattel, Inc.**, et al., No. CV99-10864 MRP (C.D. Cal.) (\$122 million global settlement)
- **In re Sonus Networks, Inc. Securities Litigation-II**, No. 06-CV-10040 (MLW) (D. Mass.)
- **In re AIG ERISA Litigation**, No. 04 Civ. 9387 (JES) (S.D.N.Y.) (\$24.2 million recovery)
- **In re Mutual Funds Investment Litigation**, MDL No. 1586 (D. Md.)
- **In re Alger, Columbia, Janus, MFS, One Group, Putnam, Allianz Dresdner**, MDL No. 15863-JFM - Allianz Dresdner subtrack (D. Md.)
- **In re Alliance, Franklin/Templeton, Bank of America/Nations Funds and Pilgrim Baxter**, MDL No. 15862-AMD – Franklin/Templeton subtrack (D. Md.)
- **In re AIG ERISA Litigation II**, No. 08 Civ. 5722 (LTS) (S.D.N.Y.) (\$40 million recovery); and
- **Flynn v. Sientra, Inc.**, No. CV-15-07548 SJO (RAOx) (C.D. Cal.) (\$10.9 million recovery) (co-lead counsel) Court decisions in which Mr. Lencyk played an active role on behalf of plaintiffs include:
 - **Pub. Empls' Ret. Sys. of Miss. v. TreeHouse Foods**, No. 2018 U.S. Dist. LEXIS 22717 (N.D. Ill. Feb. 12, 2018) (denying defendants' motion to dismiss in its entirety)

ANDREW E. LENCYK

Counsel

- **Flynn v. Sientra, Inc.**, No. 2016 U.S. Dist. LEXIS 83409 (C.D. Cal. June 9, 2016) (denying in substantial part defendants' motions to dismiss Section 10(b), Section 11 and 12(b)(2) claims), motion for reconsideration denied, slip op. (C.D. Cal. Aug 12, 2016)
- **In re Principal U.S. Property Account ERISA Litigation**, No. 274 F.R.D. 649 (S.D. Iowa 2011) (denying defendants' motion to dismiss)
- **In re AIG ERISA Litigation II**, No. 08 Civ. 5722(LTS), 2011 U.S. Dist. LEXIS 35717 (S.D.N.Y. May 31, 2011) (denying in substantial part defendants' motions to dismiss), renewed motion to dismiss denied, slip op. (S.D.N.Y. June 26, 2014)
- **In re Mutual Funds Investment Litigation**, No. 384 F. Supp. 2d 845 (D. Md. 2005) (denying in substantial part defendants' motions to dismiss), *In re Alger, Columbia, Janus, MFS, One Group, Putnam, Allianz Dresdner*, MDL No. 15863-JFM - Allianz Dresdner subtrack (D. Md. Nov. 3, 2005) (denying in substantial part defendants' motions to dismiss), and *In re Alliance, Franklin/Templeton, Bank of America/Nations Funds and Pilgrim Baxter*, MDL No. 15862-AMD - Franklin/Templeton subtrack (D. Md. June 27, 2008) (same)
- **In re AIG ERISA Litigation**, No. 04 Civ. 9387 (JES) (S.D.N.Y. Dec. 12, 2006) (denying defendants' motions to dismiss in their entirety)
- **Dusek v. Mattel, Inc.**, et al., No. CV99-10864 MRP (C.D. Cal. Dec. 17, 2001) (denying defendants' motions to dismiss Section 14(a) complaint in their entirety)
- **In re Micro Focus Sec. Litig.**, Case No. C-00-20055 SW (N.D. Cal. Dec. 20, 2000) (denying motion to dismiss Section 11 complaint);
- **Zuckerman v. FoxMeyer Health Corp.**, No. 4 F. Supp.2d 618 (N.D. Tex. 1998) (denying defendants' motion to dismiss in its entirety in one of the first cases decided in the Fifth Circuit under the Private Securities Litigation Reform Act of 1995)
- **In re U.S. Liquids Securities Litigation**, Master File No. H-99-2785 (S.D. Tex. Jan. 23, 2001) (denying motion to dismiss Section 11 claims)
- **Sands Point Partners, L.P., et al. v. Pediatrix Medical Group, Inc.**, et al., No. 99-6181-CIV-Zloch (S.D. Fla. June 6, 2000) (denying defendants' motion to dismiss in its entirety)
- **Berke v. Presstek, Inc.**, No. 96-347-M (MDL Docket No. 1140) (D.N.H. Mar. 30, 1999) (denying defendants' motion to dismiss)

ANDREW E. LENCYK

Counsel

- **Chalverus v. Pegasystems, Inc.**, No. 59 F. Supp. 2d 226 (D. Mass. 1999) (denying defendants' motion to dismiss);
- **Danis v. USN Communications, Inc.**, No. 73 F. Supp. 2d 923 (N.D. Ill. 1999) (denying defendants' motion to

EDUCATION

- Fordham University School of Law, J.D. (1992)
- Fordham College, B.A. magna cum laude, 1988)

AWARDS



ADMISSIONS

- Connecticut (1992)
- New York (1993)
- United States District Court for the Southern District of New York (2004)
- United States District Court for the Eastern District of New York (2004)
- United States Court of Appeals for the Second Circuit (2015)

BRIAN STEWART

Counsel



Brian Stewart is Counsel to the Firm practicing in the Washington, D.C. office. Prior to joining the firm, Mr. Stewart was an associate at a small litigation firm in Washington D.C. and a regulatory analyst at the Financial Industry Regulatory Authority (FINRA). During law school, he interned for the Enforcement Divisions of the SEC and CFPB.

EDUCATION

- American University Washington College of Law, J.D. (2012)
- University of Washington, B.S., Economics and Mathematics (2008)

ADMISSIONS

- Maryland (2012)
- District of Columbia (2014)
- United States District Court for the District of Maryland (2017)
- United States District Court for the District of Colorado (2017)



LEVI&KORSINSKY
Shareholder Advocates

Our Attorneys

Senior Associates

- **JORDAN A. CAFRITZ**
- **MORGAN EMBLETON**
- **DAVID C. JAYNES**
- **CORREY A. SUK**

JORDAN A. CAFRITZ

Senior Associate



Jordan Cafritz is a Senior Associate with the Firm's Washington, D.C. office. While attending law school at American University he was an active member of the American University Business Law Review and worked as a Rule 16 attorney in the Criminal Justice Defense Clinic. After graduating from law school, Mr. Cafritz clerked for the Honorable Paul W. Grimm in the U.S. District Court for the District of Maryland.

Notable cases Mr. Cafritz has litigated include:

In *Karsan Value Fund v. Kostecki Brokerage Pty, Ltd. et al.*, C.A. No. 2021-0899-LWW (Delaware Chancery), Mr. Cafritz played a lead role in securing a \$9.5 million common fund for the minority stockholders in connection with a controller buyout – a \$1.90 per share (75%) increase on top of the original merger consideration of \$2.55 per share.

In *Jacobs v. Meghji, et al.*, C.A. No. 2019-1022-MTZ (Delaware Chancery), Mr. Cafritz played a lead role in challenging a series of unfair equity transactions imposed on Infrastructure Energy Alternatives Inc. The resulting settlement led to the issuance of new preferred stock that fundamentally revised the capital structure of the company and paved the way for a \$1.1bn acquisition of the company.

EDUCATION

- American University Washington College of Law, J.D. (2014)
- University of Wisconsin-Madison, B.A., Economics & History (2010)

ADMISSIONS

- Maryland (2014)
- District of Columbia (2018)

MORGAN EMBLETON

Senior Associate



Morgan M. Embleton is a senior associate in the Firm's Connecticut office. Since 2018, Ms. Embleton has focused her practice on federal securities class actions and protecting the interests of shareholders of publicly traded companies.

Prior to that, Ms. Embleton litigated matters arising under the False Claims Act, Jones Act, Longshore Harbor Workers' Compensation Act, Louisiana Whistleblower Act, and Louisiana Environmental Whistleblower Act, as well as pharmaceutical mass torts and products liability claims. Ms. Embleton has extensive experience prosecuting securities fraud matters, complex class actions, and multidistrict litigations.

Ms. Embleton received her J.D. and Environmental Law Certificate from Tulane University Law School in 2014. During her time in law school, Ms. Embleton was a student attorney in the Tulane Environmental Law Clinic, a member of the Journal of Technology and Intellectual Property, and the Assistant Director of Research and Development for the Durationator.

EDUCATION

- Tulane University Law School, J.D. and Environmental Law Certificate (2014)
- University of Colorado at Boulder, B.A., cum laude, Sociology (2010)

ADMISSIONS

- Louisiana (2014)
- United States District Court for the Eastern District of Louisiana (2015)
- United States District Court for the Middle District of Louisiana (2016)
- United States District Court for the Western District of Louisiana (2016)
- United States Court of Federal Claims (2016)
- United States Court of Appeals for the Fifth Circuit (2016)
- United States Court of Appeals for the Ninth Circuit (2017)
- United States District Court for the Eastern District of Michigan (2020)
- United States District Court for the District of Colorado (2025)

DAVID C. JAYNES

Senior Associate



David C. Jaynes focuses his practice on investor protection and securities fraud litigation. In addition to his law degree, Mr. Jaynes has graduate degrees in business administration and finance. Prior to joining the firm, David worked in the Enforcement Division of the U.S. Securities and Exchange Commission in the Salt Lake Regional Office as part of the Student Honors Program. Mr. Jaynes began his career as a prosecutor and has significant trial experience.

While at Levi & Korsinsky, Mr. Jaynes has actively represented plaintiffs in the following securities class actions:

- **In re U. S. Steel Consolidated Cases**, No. 17-579 (W.D. Pa.)
- **Stein v. U.S. Xpress Enterprises, Inc.**, et al., No. 1:19-cv-98-TRM-CHS (E.D. Tenn.)
- **John P. Norton, On Behalf Of The Norton Family Living Trust** UAD 11/15/2002 v. Nutanix, Inc. et al, No. 3:21-cv-04080 (N.D. Cal.)

Mr. Jaynes has also had a role in litigating the following securities actions:

- **Ferraro Family Foundation, Inc. v. Corcept Therapeutics Incorporated**, No.5:19-cv-1372-LHK (N.D. Cal.)
- **The Daniels Family 2001 Revocable Trust v. Las Vegas Sands Corp.**, et al., No. 1:20-cv-08062-JMF (D. Nev.)
- **Dan Kohl v. Loma Negra Compania Industrial Argentina Sociedad Anonima**, et al., Index No. 653114/2018 (Sup. Ct., County of New York)

DAVID C. JAYNES

Senior Associate

EDUCATION

- University of Utah, M.S., Finance (2020)
- University of Utah, M.B.A (2020)
- The George Washington University Law School, J.D. (2015)
- Brigham Young University, B.A., Middle East Studies and Arabic (2009)

ADMISSIONS

- Maryland (2015)
- Utah (2016)
- United States District Court for the District of Utah (2016)
- California (2021)
- United States District Court for the Northern District of California (2022)
- United States District Court for the Central District of California (2023)
- District of Colorado (2023)
- United States Court of Appeals for the Ninth Circuit (2025)
- United States Court of Appeals for the Tenth Circuit (2025)

CORREY A. SUK

Senior Associates



Correy A. Suk is an experienced litigator with a focus on shareholder derivative suits, class actions, and complex commercial litigation. Correy began her career with the Investor Protection Bureau of the Office of the New York State Attorney General and spent four years prosecuting shareholder derivative actions and securities fraud litigation at one of the oldest firms in the country. Prior to joining Levi & Korsinsky, Correy represented both individuals and corporations in complex business disputes at a New York litigation boutique. Correy's unflappable disposition and composure reflect a pragmatic approach to both litigation and negotiation. She thrives under pressure and serves as an aggressive advocate for her clients in the most high-stakes situations. Correy has been recognized as a Super Lawyers Rising Star every year since 2017.

PUBLICATIONS

- "Unsafe Sexting: The Dangerous New Trend and the Need for Comprehensive Legal Reform," 9 Ohio St. J. Crim. L. 405 (2011)

EDUCATION

- The Ohio State University Moritz College of Law, J.D. (2011)
- Georgetown University, B.S.B.A. (2008)

AWARDS



ADMISSIONS

- New Jersey (2011)
- New York (2012)
- United States District Court for the Southern District of New York (2015)
- United States District Court for the Eastern District of New York (2015)
- United States District Court for the District of New Jersey (2016)



Our Attorneys

Associates



LEVI&KORSINSKY
Shareholder Advocates

- CHRISTOPHER DEVIVO
- AMANDA FOLEY
- NOAH GEMMA
- DEVYN R. GLASS
- GARY ISHIMOTO
- TRAVIS JOHNSON
- JOSHUA KLUGER
- ALEXANDER KROT
- TYLER LITKE
- MELISSA MEYER
- CINAR ONEY
- DEVAN PAYNE
- MICHAEL POLLACK
- P. COLE VON RICHTHOFEN
- MAX WEISS
- TRENTON B. WEIS
- TYLER WINTERICH
- AZLYNE ZHENG

CHRISTOPHER DEVIVO

Associate



Christopher DeVivo is an Associate in the firm's New York office, specializing in consumer protection and data privacy matters. With a robust background in both law and business, Christopher offers a unique, well-rounded perspective on the complex legal challenges faced by consumers in the rapidly evolving technology landscape.

Prior to joining the firm, Mr. DeVivo was an Associate at a New York law firm where he represented plaintiffs in complex class actions involving violations of state and federal privacy and antitrust laws.

Christopher's unique perspective is further informed by his prior experience at American Express, where he held various roles in risk management, corporate governance, and financial planning.

While in law school, Christopher was a judicial intern to both the Honorable Lori S. Sattler of the New York County Supreme Court and the Honorable Linda S. Jamieson of the Westchester County Supreme Court.

EDUCATION

- New York Law (2021)
- New York University (2008)

ADMISSIONS

- New York (2022)
- United States District Court for the Southern District of New York (2023)

AMANDA FOLEY

Associate



Amanda Foley is an Associate in Levi & Korsinsky's Stamford office where she focuses her practice on federal securities litigation. Prior to joining Levi & Korsinsky, Amanda gained substantial experience at a boutique Boston firm where she was trained in securities and business litigation.

Amanda received her Juris Doctorate degree from Suffolk University Law School with an International Law concentration with Distinction and was selected to join the International Legal Honor Society of Phi Delta Phi. While in law school, Amanda focused her legal education on securities law & regulation, international investment law & arbitration, and business law.

EDUCATION

- Suffolk University Law School, J.D. (2021)
- Colorado State University, B.S. (2011)

ADMISSIONS

- Massachusetts (2021)
- United States District Court for the District of Massachusetts (2022)

NOAH GEMMA

Associate



Noah R. Gemma, Esq. is an associate for Levi & Korsinsky LLP's Washington, D.C. office.

Noah focuses on shareholder litigation, and his cases are often high-profile matters attracting national commentary. He has helped Levi & Korsinsky LLP return millions of dollars to wronged investors. Noah has experience with pre-case investigations, courtroom advocacy, discovery management, and depositions for complex actions. He also has assisted with the preparation of memoranda for civil bench trials, criminal forfeiture proceedings, and state and federal appeals.

Prior to joining Levi & Korsinsky in 2021, he worked as a summer associate at a boutique commercial litigation firm. There, Noah helped the firm win multiple motions to dismiss on behalf of a national bank and a national bonding company in federal court cases involving alleged fraud and other alleged improprieties. He also represented a national hauling company in a federal bankruptcy proceeding and helped the firm secure a favorable decision on behalf of a national bonding company before the state supreme court.

During law school, Noah served as a judicial intern at both the federal trial and appellate levels. He was an intern for the Honorable Judge Bruce M. Selya in the United States Court of Appeals for the First Circuit and for the Honorable Judge Virginia M. Hernandez Covington in the United States District Court for the Middle District of Florida.

EDUCATION

- Georgetown University Law Center, J.D., Editor for The Georgetown Law Journal (2021)
- Providence College, B.A., *summa cum laude*, President for the Debate Society (2018)

ADMISSIONS

- Rhode Island (2021)
- District of Columbia (2022)

DEVYN R. GLASS

Associate



Devyn R. Glass currently focuses her practice on representing investors in federal securities fraud litigation.

Prior to joining the firm, Ms. Glass gained substantial experience at a national boutique firm specializing in complex litigation across a variety of practice areas representing both plaintiffs and defendants. Since 2017, Ms. Glass has focused her practice on consumer and shareholder protection, litigating numerous class action lawsuits across the country that involved data privacy and data breach, deceptive and unfair trade practices, and securities fraud.

At her prior firms, Ms. Glass played a pivotal role in obtaining monetary recoveries and/or injunctive relief on behalf of shareholders and consumers. Notable cases include: *Lowry v. RTI Surgical Holdings, Inc. et al.*, (D. Ill.) (obtaining \$10.5 million on behalf of a shareholder class alleging violations of the federal securities laws); *In re Google Plus Profile Litigation*, (N.D. Cal.) (obtaining \$7.5 million on behalf of a consumer class exposed to a years-long data breach); and *Barrett v. Pioneer*

Natural Resources USA, Inc., (D. Colo.) (obtaining \$500,000 on behalf of more than 8,000 current and former 401(k) plan participants alleging violations of the Employee Retirement Income Security Act).

EDUCATION

- Loyola University College of Law, New Orleans, J.D., cum laude (2016), where she received a Certificate of Concentration in Law, Technology and Entrepreneurship, served as a member of the Loyola Journal of Public Interest Law, and interned for the Louisiana Second Circuit Court of Appeals
- Louisiana Tech University, B.A., cum laude (2013), Political Science, minor in English

ADMISSIONS

- New York (2017)
- District of Columbia (2017)
- United States District Court District of Columbia (2018)
- United States District Court District of Colorado (2018)
- United States Court of Appeals for the Ninth Circuit (2022)

GARY ISHIMOTO

Associate



Gary Ishimoto is an Associate working remotely with Levi and Korsinsky's Consumer Litigation Team. During law school, he worked at the Small Business Law Clinic helping to draft incorporation papers, non-compete clauses, IP assignments, board consent, and stock purchase agreements for start-up businesses. He also interned for the Rossi Law Group.

EDUCATION

- Pepperdine School of Law, J.D. (2020)
- California State University, Northridge, B.S. (2013)

ADMISSIONS

- Massachusetts (2021)
- United States District Court for the District of Massachusetts (2022)
- United States Court of Appeals for the Ninth Circuit (2024)

TRAVIS JOHNSON

Associate



Travis Johnson is an Associate in the firm's Washington D.C. office. Prior to joining Levi & Korsinsky, Travis worked at a small firm specializing in bad-faith insurance litigation. Travis served as a law clerk for the Honorable Milton C. Lee, Jr. in District of Columbia Superior Court. While in law school, Travis was a student attorney in the Barton Child Law and Policy Center where he worked on research-backed policy proposals submitted to the Georgia Legislature to protect the legal rights and interests of children involved with the justice system. Travis also competed and coached in the Kaufman Memorial Securities Law Moot Court Competition.

EDUCATION

- Emory University Law School (2022)
- Utah State University, B.A., Political Science and Constitutional Studies, with Honors (2015)

ADMISSIONS

- Georgia (2022)
- District of Columbia (pending)*

*Pending admission to the D.C. bar, practicing under the supervision of a D.C. licensed attorney

JOSHUA KLUGER

Associate



Joshua Kluger is an Associate in Levi & Korsinsky's Connecticut office, where he focuses his practice on federal securities litigation and investor protection. Joshua previously interned with the honorable Judge Amy Berman Jackson of the United States District Court for the District of Columbia, the United States Department of Labor's Division of Plan Benefit Security, and the Financial Industry Regulatory Authority (FINRA). While attending law school, Joshua served on the Business & Finance Law Review and the Moot Court Board. He also served as a Dean's Fellow and earned an award for his oral advocacy skills in the 75th Van Vleck Moot Court competition. Joshua graduated from The George Washington University Law School with a concentration in business & finance law.

EDUCATION

- The George Washington University Law School (2025)
- The College of William & Mary (2019)

ADMISSIONS

- New Jersey (2025)

ALEXANDER KROT

Associate



EDUCATION

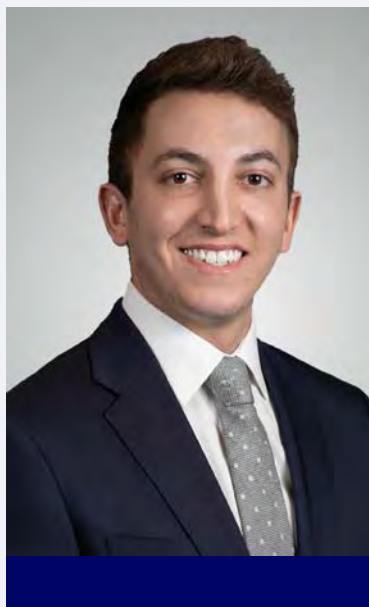
- American University, Kogod School of Business, M.B.A. (2012)
- Georgetown University Law Center, LL.M., Securities and Financial Regulation, With Distinction (2011)
- American University Washington College of Law, J.D. (2010)
- The George Washington University, B.B.A., concentrations in Finance and International Business (2003)

ADMISSIONS

- Maryland (2011)
- District of Columbia (2014)
- United States District Court for the District of Colorado (2015)
- United States Court of Appeals for the Tenth Circuit (2016)
- United States District Court for the Eastern District of Wisconsin (2017)
- United States Court of Appeals for the Third Circuit (2018)
- United States Court of Appeals for the Ninth Circuit (2020)

TYLER LITKE

Associate



Tyler Litke is an Associate in the Consumer Protection Group at Levi & Korsinsky, LLP, where he represents consumers in class actions and mass arbitrations for claims involving data breaches, false advertising, deceptive marketing, product defects, and unfair business practices.

Mr. Litke represents individuals who are willing to stand up against powerful corporations and institutions, not only for themselves but on behalf of others, to protect consumer rights and promote fair business practices.

Prior to joining Levi & Korsinsky, Mr. Litke represented both plaintiffs and defendants at national law firms in complex litigation and class action matters, including product liability, securities fraud, environmental and toxic torts, and consumer protection cases. He has handled all phases of litigation from inception through trial in state and federal courts. This experience on both sides of the courtroom provides him with strategic insight into defense tactics and enables him to develop effective litigation strategies for his clients.

Mr. Litke received his J.D. from Loyola University Chicago School of Law and his B.A. from the University of Texas at Austin. He is licensed to practice in New York and Illinois.

EDUCATION

- Loyola University Chicago School of Law, J.D., 2018
- University of Texas at Austin, B.A., 2014

ADMISSIONS

- Illinois (2018)
- New York (2019)
- U.S. District Court for the Northern District of Illinois (2020)
- U.S. District Court for the Southern District of Illinois (2020)
- U.S. District Court for the Eastern District of Michigan (2021)
- U.S. District Court for the Central District of Illinois (2022)
- U.S. District Court for the Western District of New York (2022)
- U.S. District Court for the Southern District of New York (2023)

MELISSA MEYER

Associate



Melissa Meyer is an Associate in Levi & Korsinsky's New York Office for the Consumer Litigation and Mass Arbitration Practice Group. Her practice is currently focused on protecting consumer rights in complex class actions with a focus on data privacy and products liability.

Prior to Melissa joining Levi & Korsinsky's Consumer Litigation Team, Melissa specialized in client services and retention for the firm's securities fraud litigation practice groups.

During law school, Melissa gained substantial experience in all aspects of complex class action litigation while being employed as a paralegal and law clerk in Levi & Korsinsky's New York office, working with each of the Firm's practice groups.

EDUCATION

- New York Law School, J.D., Dean's Scholar Award, member of the Dean's Leadership Council (2018)
- John Jay College of Criminal Justice, B.A. (2013), *magna cum laude*

ADMISSIONS

- New York (2019)
- United States District Court for the Southern District of New York (2020)
- United States District Court for the Eastern District of New York (2025)

CINAR ONEY

Associate



Cinar Oney is an Associate in Levi & Korsinsky's New York office. His practice focuses on investigation and analysis of various forms of corporate misconduct, including excessive compensation, insider trading, unfair self-dealing, and corporate waste. He develops litigation strategies through which shareholders can pursue recoveries.

Prior to joining Levi & Korsinsky, Mr. Oney practiced with top firms in Turkey, where he represented shareholders, corporations, and governmental entities in commercial disputes and transactional matters.

PUBLICATIONS

- *FinTech Industrial Banks and Beyond: How Banking Innovations Affect the Federal Safety Net*, 23 FORDHAM J. CORP. & FIN. L. 541 (2018)

EDUCATION

- Fordham University School of Law, J.D. (2019)
- International University College of Turin, LL.M. (2014)
- Istanbul University Faculty of Law, Undergraduate Degree in Law (2011)

ADMISSIONS

- New York (2020)

DEVAN PAYNE

Associate



Devan Payne is an associate with the Firm's Washington, D.C. office. While attending law school, she was a member of the Georgetown Journal of Legal Ethics and worked as a student attorney in the Juvenile Justice Clinic.

EDUCATION

- Georgetown University Law Center, J.D. (2025)
- Georgia State University, B.A. (2022)

ADMISSIONS

- District of Columbia (2025)

MICHAEL POLLACK

Associate



Michael Neal Pollack is an Associate in Levi & Korsinsky's New York Office in the Consumer Litigation and Mass Arbitration Practice Group. His practice focuses on protecting consumer privacy rights as well as prosecuting false advertising claims.

Michael served as a judicial extern in the Chambers of the Honorable Gerald Lebovits of the Supreme Court of the State of New York. Michael has experience in plaintiff side Employment litigation and in Trust and Estates litigation. He also worked to protect tenants facing evictions and in the New Jersey Attorney General's office doing appellate work in family law.

EDUCATION

- Fordham University School of Law, J.D. (2024), Online Editor of *Fordham Environmental Law Review*, Archibald R. Murray Public Service Award (*magna cum laude*), Francis J. Mulderig Award
- University of Maryland, College Park, B.A., (2020) Honors in Philosophy

ADMISSIONS

- New York (2025)
- United States District Court for the Southern District of New York (2025)
- United States District Court for the Eastern District of New York (2025)

P. COLE VON RICHTHOFEN

Associate



P. Cole von Richthofen is an Associate in Levi & Korsinsky's Connecticut office. As a law student, he interned with the honorable Judge Thomas Farrish in the District of Connecticut's Hartford courthouse with an emphasis on settlements. He has also interned with the Office of the Attorney General for the State of Connecticut in the Employment Rights Division. While attending law school, Cole served as an Executive Editor of the Connecticut Public Interest Law Journal and as a member of the Connecticut Moot Court Board.

EDUCATION

- University of Connecticut School of Law, J.D. (2022)
- University of Connecticut, B.S., Business & Marketing (2015)

ADMISSIONS

- Connecticut (2022)
- United States District Court for the District of Connecticut (2024)
- United States District Court for the Southern District of New York (2025)

MAX WEISS

Associate



Max Weiss focuses his practice on investor protection and securities fraud litigation. Max's efforts have helped result in the recovery of millions for investors, with notable cases such as **In re QuantumScape Securities Clas Action**, No. 3:21-cv-00058-WHO (N.D. Cal.), where he played a leading role on the team that attained a \$47.5 million recovery on behalf of a class of investors who sustained damages in connection with claims alleging that QuantumScape misled the public about its prototype battery during its December 8, 2020 Solid-State Battery Showcase and in subsequent public statements.

Max has substantial experience in all aspects of litigation, including investigating and drafting class-action complaints, briefing dispositive and other motions, managing discovery efforts, working closely with experts, and trial.

While in law school, Max gained experience helping *pro se* debtors prepare and file Chapter 7 and Chapter 13 petitions with the New York Legal Assistance Group (**NYLAG**) Bankruptcy Project and served as an intern to the Honorable Sean Lane of the Southern District of New York Bankruptcy Court.

EDUCATION

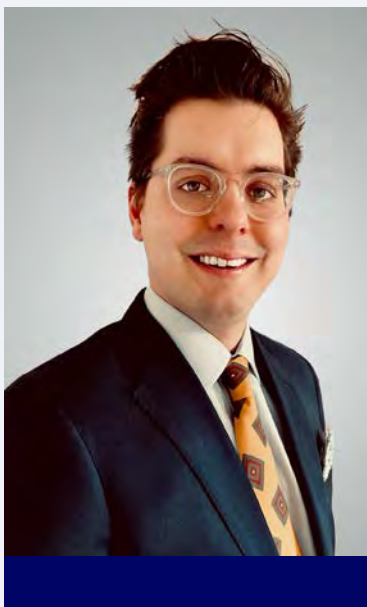
- St. John's School of Law, J.D. (2018), where he served as the Senior Executive Editor of the *Journal of Civil Rights & Economic Development*
- Colgate University, B.A., Political Science (2011)

ADMISSIONS

- New York (2019)
- United States District Court for the Southern District of New York (2019)
- United States District Court for the Eastern District of New York (2019)

TRENTON B. WEISS

Associate



Trenton B. Weiss is an Associate in the firm's New York Office in the Consumer Litigation and Mass Arbitration Practice Group. His practice is currently focused on consumer protection and data privacy matters with particular attention to the procedural and practical complexities involved in mass arbitrations.

Prior to joining Levi & Korsinsky, Trent worked with small business clients to design and manage entity structures, compliance protocols, and governance documents. While in law school, Trent was a student attorney in the Entrepreneurship & Nonprofit Clinic where he advised local and underprivileged businesses on an array of issues, including entity formation, contracts, and licensing agreements. Trent also served as a judicial intern for the Honorable L. Scott Coogler of the U.S. District Court for the Northern District of Alabama.

EDUCATION

- The University of Alabama School of Law, J.D. (2021), Associate Editor of the *Alabama Civil Rights and Civil Liberties Law Review*, President of Law & Economics Society
- Sewanee: The University of the South, B.A. in Economics (2017)

ADMISSIONS

- New York (2024)

TYLER WINTERICH

Associate



Tyler Winterich is an Associate in the Firm's Connecticut office.

Before working at the Firm, Mr. Winterich was an Attorney Advisor at the Department of Labor's Office of Administrative Law Judges where he drafted decisions and orders and performed legal research for matters pending before Administrative Law Judges Steven D. Bell and Jason A. Golden. Matters included benefits under the Black Lung Benefits Act, protections under various whistleblower statutes, as well as H-2A and H-2B visa applications arising under the Immigration and Nationality Act.

During law school, Mr. Winterich was the Executive Note Editor of the Review of Banking & Financial Law and participated in the Environmental Law Practicum. He also was a summer law clerk at the Institute for Policy Integrity at NYU School of Law and a summer associate at the Legal Aid Society of Cleveland.

Mr. Winterich also has experience in public accounting. He was a senior associate at PricewaterhouseCoopers LLP, where he drafted disclosures and assessed preliminary compliance for emerging sustainability disclosure frameworks. At Ernst & Young LLP, he was an associate in internal audit functions for publicly held companies across several industries.

EDUCATION

- Boston University School of Law, J.D. (2022)
- Boston University Fredrick S. Pardee School of Global Studies, M.A. in International Relations (2022)
- University of Michigan, B.B.A. with High Distinction (2017)

ADMISSIONS

- Ohio (2022)
- State of Massachusetts (2025)

AZLYNE ZHENG

Associate



Azlyne Zheng currently focuses her practice on representing investors in federal securities litigation.

Prior to joining the firm, Azlyne specialized in commercial litigation, representing both plaintiffs and defendants in New York and New Jersey. While in law school, she served as the Finance and Marketing Editor of The George Washington International Law Review and interned for the Honorable Vera M. Scanlon of the U.S. District Court for the Eastern District of New York. In that role, she gained experience across a broad range of legal areas, including commercial real estate, trusts and estates, intellectual property, and federal labor disputes.

EDUCATION

- The George Washington University Law School, JD (2023)
- St. Lawrence University, BS. (2020)

ADMISSIONS

- New York (2024)
- New Jersey (2024)

EXHIBIT 9

IN THE COURT OF CHANCERY IN THE STATE OF DELAWARE

IN RE GREENLIGHT BIO MERGER
STOCKHOLDER LITIGATION

Lead C.A. No. 2024-1020-KSJM

This Document Relates To:
ALL ACTIONS.

**AFFIDAVIT OF TIFFANY GEYER LYDON IN SUPPORT OF PROPOSED
SETTLEMENT AND AWARD OF ATTORNEYS' FEES**

STATE OF DELAWARE)
) ss.:
COUNTY OF NEW CASTLE)

Tiffany Geyer Lydon, having been duly sworn, deposes and says:

1. I am Senior Counsel at the law firm of Ashby & Geddes, P.A. (“A&G”) and a member in good standing of the bar of the Supreme Court of the State of Delaware. A&G served as counsel for plaintiffs Susan Serven and Lawrence Serven in the above-captioned action (the “Action”). I am familiar with the litigation.

2. I submit this affidavit in support of the proposed settlement and award of attorneys’ fees and expenses.

3. A&G undertook this litigation on an entirely contingent basis in conjunction with our co-counsel.

4. Based on the daily time records maintained by my firm, A&G attorneys recorded 27.90 hours from September 24, 2024 through November 25, 2025. These are normal rates that were charged by A&G for non-contingent and contingent

matters during those time periods. The breakdown of A&G's hours from September 24, 2024 through November 25, 2025 are as follows:

Timekeeper	Billing Rate	Total Hours	Total Amount
Of Counsel			
Stephen E. Jenkins	\$1,175	1.0	\$1,175.00
	\$1,225	2.6	\$3,185.00
Senior Counsel			
Tiffany Geyer Lydon	\$625	8.8	\$5,500.00
	\$650	8.0	\$5,200.00
Paralegal			
Nicole Starzi	\$300	4.2	\$1,260.00
	\$310	2.9	\$899.00
Legal Assistant			
Kelly Sibiski	\$250	0.1	\$25.00
	\$275	0.3	\$82.50
Totals		27.9	\$17,326.50

5. Based on records maintained by A&G, the total expenses incurred by A&G in connection with the Action from September 24, 2024 through November 25, 2025, which have not been reimbursed, are as follows:

Date	Description	Amount
09/30/24	DE Court of Chancery (Rule 3 (bb) \$2.00 per Page	\$4.00

	Filing Fees, Sept. 2024)	
09/30/24	DE Court of Chancery (On-Line Filing Fees/Service Charges/Document Retrieval Fees Sept. 2024)	\$21.95
10/31/24	DE Court of Chancery (Rule 3 (bb) \$2.00 per Page Filing Fees, Oct. 2024)	\$486.00
10/31/24	DE Court of Chancery (On-Line Filing Fees/Service Charges/Document Retrieval Fees Oct. 2024)	\$11.60
10/31/24	DE Court of Chancery (On-Line Filing Fees/Service Charges/Document Retrieval Fees Oct. 2024)	\$766.40
11/14/24	Costs Advanced (Register in Chancery – Additional Court Costs)	\$636.55
05/31/25	DE Court of Chancery (Rule 3 (bb) \$2.00 per Page Filing Fees, May 2025)	\$1,240.00
05/31/25	DE Court of Chancery (On-Line Filing Fees/Service Charges/Document Retrieval Fees May 2025)	\$391.60
06/11/25	Costs Advanced (Register in Chancery – Additional Court Costs)	\$300.00
11/25/25	Parcels Inc. - Delivery & Copy Service	\$854.28
11/25/25	Photocopies	\$506.80
	Total:	\$5,219.18

6. Based on the daily time records maintained by my firm, A&G attorneys recorded 3.9 hours from November 26, 2025 through Present. The breakdown of A&G's hours from November 26, 2025 through Present are as follows:

Timekeeper	Billing Rate	Total Hours	Total Amount
Of Counsel			
Stephen E. Jenkins	\$1,300	1.3	\$1,690.00

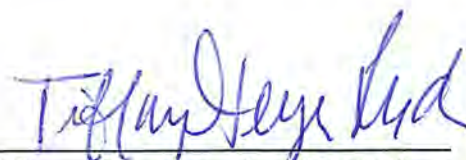
Senior Counsel			
Tiffany Geyer Lydon	\$675	2.3	\$1,552.50
Paralegal			
Nicole Starzi	\$320	0.3	\$96.00
Totals		3.9	\$3,338.50

7. Based on records maintained by A&G, the total expenses incurred by A&G in connection with the Action from November 26, 2025 through Present, which have not been reimbursed, are as follows:

Date	Description	Amount
4/30/26	DE Court of Chancery (Rule 3 (bb) \$2.00 per Page Filing Fees, April 2026)	\$4.00
4/30/26	DE Court of Chancery (On-Line Filing Fees/Service Charges/Document Retrieval Fees April 2026)	\$24.15
	Total:	\$28.15

I state under penalty of perjury under the laws of the State of Delaware that the foregoing is true and correct to the best of my knowledge.

Executed this 20th day of May, 2026.



 Tiffany Geyer Lydon (#3950)
 ASHBY & GEDDES, P.A.
 500 Delaware Ave., 8th Floor
 Wilmington, DE 19801
 (302) 654-1888

Sworn to and subscribed before me
this 28th day of May, 2026.

Angelina L. Thomas
Notary Public
My Commission Expires 4-25-28

