

**Electronically Filed
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Case #18CV329690
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Class Counsel

SUPERIOR COURT OF THE STATE OF CALIFORNIA
COUNTY OF SANTA CLARA

MATT WOLTHER, Individually and on
Behalf of All Others Similarly Situated,

Plaintiff,

vs.

SHUBHAM MAHESHWARI, et al.,

Defendants.

) Lead Case No. 18CV329690
) (Consolidated with No. 18CV332463 and
) No. 18CV332644)

) CLASS ACTION

) DECLARATION OF ROSS D. MURRAY
) REGARDING NOTICE DISSEMINATION,
) PUBLICATION, AND REQUESTS FOR
) EXCLUSION RECEIVED TO DATE

DATE: April 21, 2022
TIME: 1:30 p.m.
JUDGE: Hon. Sunil R. Kulkarni
DEPT.: 1
Date Action Filed: June 8, 2018

1 I, ROSS D. MURRAY, declare and state as follows:

2 1. I am employed as a Vice President of Securities by Gilardi & Co. LLC
3 (“Gilardi”), located at 1 McInnis Parkway, Suite 250, San Rafael, California. The
4 following statements are based on my personal knowledge and information provided
5 to me by other Gilardi employees and if called to testify I could and would do so
6 competently.

7 2. Pursuant to this Court’s December 1, 2021 Order Preliminarily
8 Approving Settlement and Providing for Notice (“Notice Order”), Gilardi was
9 appointed to supervise and administer the notice procedure as well as the processing
10 of claims in connection with the proposed Settlement of the above-captioned action
11 (the “Action”). I oversaw the notice services that Gilardi provided in accordance
12 with the Notice Order.

13 3. I submit this declaration in order to provide the Court and the parties to
14 the Action with information regarding: (i) mailing of the Court-approved Notice of
15 Proposed Settlement of Class Action (the “Notice”) and Proof of Claim and Release
16 form (the “Proof of Claim”) (collectively, the “Claim Package,” attached hereto as
17 Exhibit A); (ii) publication of the Summary Notice of Proposed Settlement of Class
18 Action; (iii) establishment of the website and toll-free telephone number dedicated
19 to this Settlement; and (iv) the number of requests for exclusion from the Class
20 received to date by Gilardi.

21 **DISSEMINATION OF THE CLAIM PACKAGE**

22 4. Pursuant to the Notice Order, Gilardi is responsible for disseminating
23 the Claim Package to potential Class Members. The Class consists of all persons
24 who acquired Veeco common stock in exchange for Ultratech common stock
25 pursuant to the registration statement and prospectus issued in connection with
26 Veeco’s May 26, 2017 Merger with Ultratech. Excluded from the Class are
27 Defendants, the officers and directors of Veeco and Ultratech (at all relevant times),
28 members of their immediate families, and their legal representatives, heirs,

1 successors or assigns, and any entity in which any Defendant has a majority
2 ownership. Also excluded from the Class are those Persons who would otherwise
3 be Class Members but who timely and validly exclude themselves therefrom.

4 5. Gilardi received a file via email from Veeco's transfer agent, which
5 contained the names and addresses of potential Class Members. The list was
6 reviewed to identify and eliminate duplicate entries and incomplete data, resulting
7 in a usable mailing list of 164 unique names and addresses. Gilardi had the unique
8 name and address data printed on to Claim Packages, posted the Claim Packages for
9 First-Class Mail, postage prepaid, and delivered 164 Claim Packages on December
10 22, 2021, to the United States Post Office for mailing.

11 6. In addition, on December 22, 2021, as part of its normal mailing
12 procedures, Gilardi mailed, by First-Class Mail, Claim Packages and cover letters to
13 281 brokerages, custodial banks, and other institutions ("Nominee Holders") that
14 hold securities in "street name" as nominees for the benefit of their customers who
15 are the beneficial owners of the securities. The Nominee Holders also include a
16 group of filers/institutions who have requested notification of every securities case.
17 These Nominee Holders are included in a proprietary database created and
18 maintained by Gilardi. In Gilardi's experience, the Nominee Holders included in
19 this proprietary database represent a significant majority of the beneficial holders of
20 securities. The cover letter accompanying the Claim Packages advised the Nominee
21 Holders of the proposed Settlement and requested their cooperation in forwarding
22 the Claim Packages to potential Class Members. In the more than three decades that
23 Gilardi has been providing notice and claims administration services in securities
24 class actions, Gilardi has found the majority of potential class members hold their
25 securities in street name and are notified through the Nominee Holders. Gilardi also
26 mailed Claim Packages and cover letters to the 4,448 institutions included on the
27 U.S. Securities and Exchange Commission's ("SEC") list of active brokers and
28 dealers at the time of mailing. A sample of the cover letter mailed to Nominee

1 Holders and the institutions included on the SEC's list of active brokers and dealers
2 is attached hereto as Exhibit B.

3 7. On December 22, 2021, Gilardi also delivered electronic copies of the
4 Claim Package to 371 registered electronic filers who are qualified to submit
5 electronic claims. These filers are primarily institutions and third-party filers who
6 typically file numerous claims on behalf of beneficial owners for whom they act as
7 trustees or fiduciaries.

8 8. As part of the notice program for this Action, on December 22, 2021,
9 Gilardi also delivered electronic copies of the Claim Package via email to be
10 published by the Depository Trust Company ("DTC") on the DTC Legal Notice
11 System ("LENS"). LENS enables the participating bank and broker nominees to
12 review the Claim Package and contact Gilardi for copies of the Claim Package for
13 their beneficial holders.

14 9. Gilardi has acted as a repository for shareholder and nominee inquiries
15 and communications received in this Action. In this regard, Gilardi has forwarded
16 the Claim Package on request to nominees who held or acquired Veeco common
17 stock for the beneficial interest of other persons. Gilardi has also forwarded the
18 Claim Package directly to beneficial owners upon receipt of the names and addresses
19 from such beneficial owners or nominees.

20 10. Following the initial mailing, Gilardi received 15 responses to the
21 outreach efforts described above, which included computer files containing a total
22 of 5,326 names and addresses of potential Class Members. In addition, 25
23 institutions requested that Gilardi send them a total of 9,900 Claim Packages for
24 forwarding directly to their clients. Gilardi has also mailed 4 Claim Packages as a
25 result of returned mail for which new addresses were identified for re-mailing to
26 those potential Class Members. Each of these requests has been completed in a
27 timely manner.

1 11. As of February 3, 2022, Gilardi has mailed a total of 20,494 Claim
2 Packages to potential Class Members and nominees.

3 **PUBLICATION OF THE SUMMARY NOTICE**

4 12. In accordance with the Notice Order, on December 30, 2021, Gilardi
5 caused the Summary Notice to be published in *The Wall Street Journal* and to be
6 transmitted over *Business Wire*, as shown in the confirmations of publication
7 attached hereto as Exhibit C.

8 **TELEPHONE HELPLINE AND WEBSITE**

9 13. On December 22, 2021, in conjunction with the mailing of the Notice,
10 Gilardi established and continues to maintain a case-specific, toll-free telephone
11 helpline, 1-866-724-5049, to accommodate potential Class Member inquiries. The
12 toll-free number was set forth in the Notice and on the case website. Gilardi has
13 been and will continue to promptly respond to all inquiries to the toll-free telephone
14 helpline.

15 14. On December 22, 2021, Gilardi established and continues to maintain
16 a website dedicated to this Action (www.VeecoSecuritiesSettlement.com) to
17 provide additional information to Class Members and to provide answers to
18 frequently asked questions. The web address was set forth in the Claim Package and
19 the Summary Notice. The website includes information regarding the Action and
20 the Settlement, including the objection and claim filing deadlines, and the date, time,
21 and location of the Court's Settlement Hearing. Copies of the Notice, Proof of
22 Claim, Amended Stipulation of Settlement, and Notice Order are posted on the
23 website and are available for downloading. Class Members can also complete and
24 submit a Proof of Claim through the website.

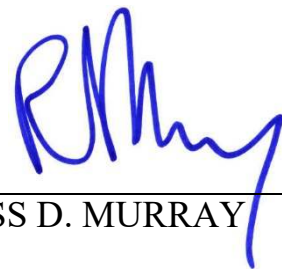
25 **REQUESTS FOR EXCLUSION RECEIVED TO DATE**

26 15. The Notice informs potential Class Members that written requests for
27 exclusion from the Class must be mailed to *Veeco Securities Settlement*, c/o Gilardi
28

1 & Co. LLC, EXCLUSIONS, 150 Royall Street, Suite 101, Canton, MA 02021, such
2 that they are postmarked no later than February 21, 2022.

3 16. The Notice also sets forth the information that must be included in each
4 request for exclusion. Gilardi has monitored and will continue to monitor all mail
5 delivered to this address. As of the date of this declaration, Gilardi has not received
6 any requests for exclusion.

7
8 I declare under penalty of perjury under the laws of the State of California that
9 the foregoing is true and correct and that this declaration was executed this 3rd day
10 of February, 2022, at San Rafael, California.

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ROSS D. MURRAY

EXHIBIT A

MATT WOLTHER, Individually and on Behalf)
of All Others Similarly Situated,)

Plaintiff,)

vs.)

SHUBHAM MAHESHWARI, et al.,)

Defendants.)

Lead Case No. 18CV329690
(Consolidated with No. 18CV332463 and
No. 18CV332644)

CLASS ACTION

making it very difficult for Veeco to compete in China, including in the MOCVD² market (e.g., increased pricing pressure and reduced margins); (3) Veeco was already in an acrimonious IP dispute with AMEC and its supplier, SGL; (4) the Chinese government's role in the China market made it very difficult for Veeco to retain market share; and (5) many risks that Veeco characterized as hypothetical had already materialized at the time of the Merger.

Defendants deny all of Plaintiffs' allegations and deny that there was any violation of the Securities Act.

THE COURT HAS NOT RULED AS TO WHETHER DEFENDANTS ARE LIABLE. THIS NOTICE IS NOT INTENDED TO BE AN EXPRESSION OF ANY OPINION BY THE COURT WITH RESPECT TO THE TRUTH OF THE ALLEGATIONS IN THIS ACTION OR THE MERITS OF THE CLAIMS OR DEFENSES ASSERTED. THIS NOTICE IS SOLELY TO ADVISE YOU OF THE PROPOSED SETTLEMENT OF THIS ACTION AND YOUR RIGHTS IN CONNECTION WITH THAT SETTLEMENT.

II. PROCEDURAL HISTORY

Commencing on June 8, 2018, three related actions were filed against Defendants in the Superior Court of the State of California for the County of Santa Clara ("Court").

On November 30, 2018, the Court consolidated the three actions and appointed Bottini & Bottini, Inc. and Robbins Geller Rudman & Dowd LLP as co-lead counsel for Plaintiffs. On December 11, 2018, Plaintiffs filed a consolidated complaint ("Complaint"). On January 10, 2019, Defendants filed a demurrer to the Complaint. By order dated May 3, 2019, the Court overruled the demurrer in its entirety.

On August 28, 2020, Plaintiffs filed a motion for class certification. Defendants took discovery in connection with that motion, including propounding interrogatories and requests for production of documents and deposing representatives of each of the Class Representatives. By order dated April 14, 2021, the Court granted the motion certifying the Class, appointing Plaintiffs Iron Workers District Council of New England Pension Fund and Construction Workers Pension Trust Fund – Lake County and Vicinity as co-Class Representatives and appointing Robbins Geller Rudman & Dowd LLP and Bottini & Bottini, Inc. as co-Class Counsel.

Following the resolution of the demurrer, the Parties have engaged in extensive discovery efforts. In response to Plaintiffs' discovery requests, Veeco has produced and Plaintiffs' Counsel have reviewed over 182,000 pages of documents. The Parties also engaged in numerous meet-and-confer conferences regarding discovery and several informal discovery conferences with the Court.

On May 27, 2020, the Parties participated in a Zoom mediation before the Honorable Jay C. Gandhi (Ret.) of JAMS. Prior to the mediation, the Parties prepared, exchanged and provided to Judge Gandhi detailed mediation statements and exhibits setting forth their respective positions on the merits and damages. Although the Parties negotiated in good faith, no settlement was reached and litigation continued. In June 2021, the Parties renewed their efforts to resolve the case. On June 23, 2021, the Parties attended a second full-day Zoom mediation with Judge Gandhi. The Parties exchanged and provided to Judge Gandhi updated mediation statements and exhibits prior to that mediation. Although no agreement was reached at the June 23, 2021 mediation session, negotiations continued through Judge Gandhi. Thereafter, Judge Gandhi presented a mediator's proposal for the monetary terms for a settlement of the Action on a class-wide basis. On July 7, 2021, the Parties accepted the mediator's proposal and thereafter engaged in negotiations regarding the complete terms of the Settlement, which are set forth in the Stipulation and which are subject to approval by the Court.

HOW DO I KNOW IF I AM A CLASS MEMBER?

If you acquired Veeco common stock in exchange for your Ultratech common stock in the Merger between the companies, you are a Class Member. As set forth in the Stipulation, excluded from the Class are: Defendants, the officers and directors of Veeco and Ultratech (at all relevant times), members of their immediate families, and their legal representatives, heirs, successors or assigns, and any entity in which any Defendant has a majority ownership. Also excluded from the Class are those Persons who would otherwise be Class Members but who timely and validly exclude themselves therefrom.

² "MOCVD" refers to metal organic chemical vapor deposition equipment.

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. If you are a Class Member and you wish to be eligible to participate in the distribution of proceeds from the Settlement, you are required to submit the Proof of Claim that is being distributed with this Notice and the required supporting documentation as set forth therein postmarked or submitted online on or before March 22, 2022.

WHAT IS THE MONETARY VALUE OF THE PROPOSED SETTLEMENT?

The Settlement, if approved, will result in the creation of a cash settlement fund of \$15,000,000 ("Settlement Fund"). The Settlement Fund, plus accrued interest and minus the costs of this Notice and all costs associated with the administration of the Settlement Fund, as well as attorneys' fees and expenses, and the payment to Class Representatives for representing the Class, as approved by the Court ("Net Settlement Fund"), will be distributed to eligible Class Members pursuant to the Plan of Allocation that is described in the next section of this Notice.

WHAT IS THE PROPOSED PLAN OF ALLOCATION?

The objective of the Plan of Allocation is to equitably distribute the Net Settlement Fund among Class Members based on their respective economic losses resulting from the alleged securities law violations set forth in the Complaint.

The Claims Administrator shall determine each Class Member's share of the Net Settlement Fund based upon the recognized loss formula ("Recognized Claim") described below. A Recognized Claim will be calculated for each share of Veeco common stock acquired in the Merger. The calculation of a Recognized Claim will depend upon several factors, including the number of shares acquired, whether the shares were ever sold, and, if so, when they were sold and for what amounts. The Recognized Claim is not intended to estimate the amount a Class Member might have been able to recover after a trial, nor to estimate the amount that will be paid to Class Members pursuant to the Settlement. The Recognized Claim is the basis upon which the Net Settlement Fund will be proportionately allocated to Class Members.

Your share of the Net Settlement Fund will depend on the number of valid Proofs of Claim that Class Members send in and how many shares of Veeco common stock you acquired in the Merger, and whether you sold any of those shares and when you sold them.

The calculation of claims below is not an estimate of the amount you will receive. It is a formula for allocating the Net Settlement Fund among all Authorized Claimants. Furthermore, if any of the formulas set forth below yield an amount less than \$0.00, the claim per share is \$0.00.

PLAN OF ALLOCATION

Claims for the May 26, 2017 Merger with Ultratech, Inc.

Veeco per share value: \$31.75 per share

Closing price on the date the lawsuit was filed:³ \$18.25 per share

For shares of Veeco common stock acquired in exchange for Ultratech common stock pursuant to the registration statement and prospectus issued in connection with Veeco's May 26, 2017 merger with Ultratech, and

- 1) sold prior to June 8, 2018, the claim per share is \$31.75 less the Sales Price.
- 2) retained on June 8, 2018, or sold on or after June 8, 2018, the claim per share is \$13.50 (\$31.75 minus \$18.25).

Any sale of Veeco common stock shall be deemed to have occurred on the "contract" or "trade" date as opposed to the "settlement" or "payment" date. All sale prices shall exclude any fees and commissions. The receipt or grant by gift, devise, or operation of law of Veeco common stock shall not be deemed an acquisition or sale of Veeco common stock for the calculation of a claimant's Recognized Claim nor shall it be deemed an assignment of any claim relating to the acquisition of such share unless specifically provided in the instrument

³ The initial Class Action Complaint was filed on June 8, 2018.

of gift or assignment. The receipt of Veeco common stock in exchange for securities of any corporation or entity other than Ultratech shall not be deemed an acquisition of Veeco common stock.

The total of all profits shall be subtracted from the total of all losses from transactions during the relevant period to determine if a Class Member has a Recognized Claim. Only if a Class Member had a net market loss, after all profits from transactions in Veeco common stock during the relevant period are subtracted from all losses, will such Class Member be eligible to receive a distribution from the Net Settlement Fund.

If an Authorized Claimant has an overall market gain, the Recognized Claim for that Authorized Claimant will be \$0.00. If an Authorized Claimant has an overall market loss, that Authorized Claimant's Recognized Claim will be limited to the amount of overall market loss. The Claims Administrator shall allocate to each Authorized Claimant a *pro rata* share of the Net Settlement Fund based on his, her, or its Recognized Claim as compared to the total Recognized Claims of all Authorized Claimants. No distribution shall be made to Authorized Claimants who would otherwise receive a distribution of less than \$10.00.

Distributions will be made to Authorized Claimants after all claims have been processed, after the Court has finally approved the Settlement, and after any appeals are resolved. If there is any balance remaining in the Net Settlement Fund after at least six (6) months from the initial date of distribution of the Net Settlement Fund (whether by reason of tax refunds, uncashed checks, or otherwise), the Claims Administrator shall, if feasible, reallocate such balance among Authorized Claimants in an equitable and economic fashion. These redistributions shall be repeated until the balance remaining in the Net Settlement Fund is no longer economically feasible to distribute to Class Members. Thereafter, subject to distribution to state entities, as required by California Code of Civil Procedure §384(b)(3), any balance that still remains in the Net Settlement Fund shall be donated to the Legal Aid Society of Santa Clara County.

Please contact the Claims Administrator or Class Counsel if you disagree with any determinations made by the Claims Administrator regarding your Proof of Claim. If you are dissatisfied with the determinations, you may ask Class Counsel to request that the Court, which retains jurisdiction over all Class Members and the claims administration process, decide the issue.

The Court has reserved jurisdiction to allow, disallow, or adjust the claim of any Class Member on equitable grounds.

Payment pursuant to the Plan of Allocation set forth above shall be conclusive against all Authorized Claimants. No Person shall have any claim against Class Representatives, Plaintiffs' Counsel, Claims Administrator, any other Person designated by Plaintiffs' Counsel, or any of the Released Parties or Defendants' Counsel based on the distributions made substantially in accordance with the Stipulation and the Settlement contained therein, the Plan of Allocation, or further orders of the Court. 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.

DO I NEED TO CONTACT PLAINTIFFS' COUNSEL IN ORDER TO PARTICIPATE IN DISTRIBUTION OF THE SETTLEMENT FUND?

No. If you have received this Notice and timely submit your Proof of Claim to the designated address, you need not contact Plaintiffs' Counsel. If your address changes, please contact the Claims Administrator at:

Veeco Securities Settlement
c/o Gilardi & Co. LLC
P.O. Box 43384
Providence, RI 02940-3384
Telephone: 1-866-724-5049
www.VeecoSecuritiesSettlement.com

THERE WILL BE NO PAYMENTS IF THE STIPULATION IS TERMINATED

The Stipulation may be terminated under several circumstances outlined in it. If the Stipulation is terminated, the Action will proceed as if the Stipulation had not been entered into.

WHAT ARE THE REASONS FOR SETTLEMENT?

The Settlement was reached after highly contested motion practice directed to the sufficiency of Class Representatives' claims and whether the proposed Class could be certified. The Parties conducted extensive document discovery. Nevertheless, the Court has not reached any final decisions in connection with Class Representatives' claims against Defendants. Instead, Class Representatives and Defendants have agreed to this Settlement, which was reached with the substantial assistance of Judge Jay C. Gandhi, a highly respected former judge with extensive experience in the mediation of complex class actions. In reaching the Settlement, the Parties have avoided the cost, delay and uncertainty of further litigation, as detailed below.

As in any litigation, Class Representatives and the proposed Class would face an uncertain outcome if they did not agree to the Settlement. The Parties expected that the case could continue for a lengthy period of time and that even if Class Representatives succeeded, Defendants would file appeals that would postpone final resolution of the case. Continuation of the Action against Defendants could also result in no recovery at all or a judgment that is less than the amount of the Settlement. Conversely, with regard to Defendants, continuing the case could result in a judgment in an amount greater than this Settlement. Accordingly, both Class Representatives and Defendants have determined that Settlement on the terms set forth in the Stipulation was in their best interests in light of the facts and procedural posture of the Action and the uncertainty of continued litigation.

Class Representatives and Plaintiffs' Counsel believe that the proposed Settlement is fair and reasonable to the members of the Class. They have reached this conclusion for several reasons. Specifically, if the Settlement is approved, the Class will receive a certain and immediate monetary recovery. Additionally, Plaintiffs' Counsel believe that the significant and immediate benefits of the Settlement, when weighed against the significant risk, delay and uncertainty of continued litigation, are a very favorable result for the Class.

WHO REPRESENTS THE CLASS?

The following attorneys are counsel for the Class:

Ellen Gusikoff Stewart
James I. Jaconette
ROBBINS GELLER RUDMAN &
DOWD LLP
655 West Broadway, Suite 1900
San Diego, CA 92101
Telephone: 1-800-449-4900

Francis A. Bottini, Jr.
Yury A. Kolesnikov
BOTTINI & BOTTINI, INC.
7817 Ivanhoe Avenue, Suite 102
La Jolla, CA 92037
Telephone: 1-858-914-2001

If you have any questions about the Action, or the Settlement, you may consult with Class Counsel by contacting counsel at the phone numbers listed above.

You may obtain a copy of the Stipulation by contacting the Claims Administrator at:

Veeco Securities Settlement
c/o Gilardi & Co. LLC
P.O. Box 43384
Providence, RI 02940-3384
Telephone: 1-866-724-5049
www.VeecoSecuritiesSettlement.com

HOW WILL THE PLAINTIFFS' LAWYERS BE PAID?

Class Counsel will file a motion for an award of attorneys' fees and expenses on behalf of all Plaintiffs' Counsel that will be considered at the Settlement Fairness Hearing. Class Counsel will apply for an attorneys' fee award for Plaintiffs' Counsel in the amount of up to 33-1/3% of the Settlement Fund (or \$5,000,000), plus payment of Plaintiffs' Counsel's expenses incurred in connection with this Action in an amount not to exceed \$175,000. In addition, Class Representatives may seek a payment of up to \$20,000 in the aggregate for their efforts in representing the Class, and Notice and Administration Expenses are estimated to be \$350,000. Such sums as may be approved by the Court will be paid from the Settlement Fund. Class Members are not personally liable for any such fees or expenses.

The attorneys' fees and expenses requested will be the only payment to Plaintiffs' Counsel for their efforts in achieving this Settlement and for their risk in undertaking this representation on a wholly contingent basis. The fees requested will compensate Plaintiffs' Counsel for their work in achieving the Settlement. The Court will decide what constitutes a reasonable fee award and may award less than the amount requested by Class Counsel.

CAN I EXCLUDE MYSELF (OPT OUT) FROM THE SETTLEMENT?

Yes. If you want to keep the right to sue or continue to sue Defendants on your own about the legal issues in this case, then you must take steps to get out of the Class. This is called excluding yourself from, or "opting out" of, the Class. If you are requesting exclusion because you want to bring your own lawsuit based on the matters alleged in this Action, you may want to consult an attorney and discuss whether any individual claim that you may wish to pursue would be time-barred by the applicable statutes of limitation or repose.

To exclude yourself from the Class, you must send a signed letter by mail saying that you want to be excluded from the Class in the following Action: *Wolther v. Maheshwari*, Lead Case No. 18CV329690 (Cal. Super. Ct., Cnty. of Santa Clara). Be sure to include your name, address, telephone number and the number of shares of Veeco common stock that you acquired in the Merger with Ultratech. Your exclusion request must be **postmarked no later than February 21, 2022**, and sent to the Claims Administrator at:

Veeco Securities Settlement
c/o Gilardi & Co. LLC
EXCLUSIONS
150 Royall Street, Suite 101
Canton, MA 02021

You cannot exclude yourself by phone or by email. If you make a proper request for exclusion, you will not receive a settlement payment, and you cannot object to the Settlement. If you make a proper request for exclusion, you will not be legally bound by anything that happens in this lawsuit.

CAN I OBJECT TO THE SETTLEMENT?

Yes. If you are a Class Member, you may object to any or all of the following: the terms of the Settlement, the requested attorneys' fees, costs and expenses, Class Representatives' request for payment for representing the Class and/or the Plan of Allocation. You can either submit a written objection or you can attend the Settlement Fairness Hearing to make an oral objection.

In order for any written objection to be considered, it must (a) clearly identify the case name and number (*Wolther v. Maheshwari*, Lead Case No. 18CV329690) and include proof of Class membership; (b) be submitted to the Court either by mailing the objection to: Clerk of the Court, Superior Court of California, County of Santa Clara, 191 North First Street, San Jose, CA 95113, or by filing in person at the same location; (c) also be mailed to Class Counsel and Defendants' Counsel listed below; and (d) be filed or postmarked **on or before February 21, 2022**.

Class Counsel's addresses are Robbins Geller Rudman & Dowd LLP, 655 West Broadway, Suite 1900, San Diego, CA 92101, c/o Ellen Gusikoff Stewart, and Bottini & Bottini, Inc., 7817 Ivanhoe Avenue, Suite 102, La Jolla, CA 92037, c/o Francis A. Bottini, Jr.; Defendants' Counsel's address is O'Melveny & Myers LLP, 400 South Hope Street, 18th Floor, Los Angeles, CA 90071, c/o Matthew W. Close.

If you submit a written objection, attendance at the Settlement Fairness Hearing is not necessary.

You can also make an oral objection by appearing at the Settlement Fairness Hearing. You do not have to file a written objection in order to appear at the Settlement Fairness Hearing for the purpose of presenting an oral objection.

WHAT IS THE DIFFERENCE BETWEEN OBJECTING AND EXCLUDING MYSELF FROM THE SETTLEMENT?

Objecting is telling the Court that you do not like something about the proposed Settlement, the Plan of Allocation, Plaintiffs' Counsel's request for an award of attorneys' fees and expenses, and/or Class Representatives' request for payment for representing the Class. You can object only if you stay in the Class. Excluding yourself is telling the Court that you do not want to be part of the Class. If you exclude yourself, you have no basis to object because the case no longer applies to you.

WHAT ARE MY RIGHTS AND OBLIGATIONS UNDER THE SETTLEMENT?

If you are a Class Member and you do not exclude yourself from the Class, you may receive the benefit of, and you will be bound by, the terms of the Settlement described in this Notice, upon approval by the Court.

HOW CAN I GET A PAYMENT?

In order to qualify for a payment, you must timely complete and return the Proof of Claim that accompanies this Notice. A Proof of Claim is enclosed with this Notice and also may be downloaded at www.VeecoSecuritiesSettlement.com. Read the instructions carefully; fill out the Proof of Claim; sign it; and mail or submit it online so that it is **postmarked (if mailed) or received (if submitted online) no later than March 22, 2022**. The Proof of Claim may be submitted online at www.VeecoSecuritiesSettlement.com. If you do not submit a timely Proof of Claim with all of the required information, you will not receive a payment from the Settlement Fund; however, unless you expressly exclude yourself from the Class as described above, you will still be bound in all other respects by the Settlement, the Judgment, and the release contained in them.

WHAT CLAIMS WILL BE RELEASED BY THE SETTLEMENT?

If the Settlement is approved by the Court, the Court will enter a Judgment. If the Judgment becomes Final pursuant to the terms of the Stipulation, all Class Members shall be deemed to have, and by operation of the Final Judgment shall have, fully, finally, and forever released, relinquished, and discharged any and all of the Released Parties from all Released Claims.

“Released Claims” means all claims, including “Unknown Claims” as defined in the Stipulation, that both (i) arise out of, are based upon, are connected to, or reasonably relate to any of the allegations, acts, transactions, facts, events, matters, occurrences, statements, representations, misrepresentations or omissions involved, set forth, alleged or referred to, in this Action, or which could have been alleged in, referred to or made part of this Action, and (ii) arise out of, are based upon, are connected to, or reasonably relate to the acquisition of Veeco common stock by Class Members pursuant or traceable to the Offering Documents issued in connection with Veeco’s May 26, 2017 Merger with Ultratech. “Released Claims” also includes any and all claims arising out of, relating to, or in connection with the Settlement or resolution of the Action against the Released Parties (including Unknown Claims), except claims to enforce any of the terms of the Stipulation. For the avoidance of doubt, “Released Claims” does not include any claims brought under the federal securities laws against Veeco that are unrelated to the allegations, acts, transactions, facts, events, matters, occurrences, statements, representations, misrepresentations, or omissions involved, set forth, alleged or referred to, in this Action, or which could have been alleged in, referred to or made part of this Action.

THE ABOVE DESCRIPTION OF THE PROPOSED SETTLEMENT AND RELEASES IS ONLY A SUMMARY. The complete terms, including the definitions of “Released Parties” and “Unknown Claims” as used in the preceding paragraph, are set forth in the Stipulation (including its exhibits), which may be obtained at www.VeecoSecuritiesSettlement.com, or by contacting Class Counsel listed on Page 5 above.

THE SETTLEMENT FAIRNESS HEARING

The Court will hold a Settlement Fairness Hearing on April 21, 2022, at 1:30 p.m., before the Honorable Sunil R. Kulkarni at the Superior Court of California, County of Santa Clara, Department 1, 191 North First Street, San Jose, CA 95113, for the purpose of determining whether: (1) the Settlement as set forth in the Stipulation should be approved by the Court as fair, reasonable and adequate; (2) Judgment as provided under the Stipulation should be entered; (3) to award Plaintiffs’ Counsel attorneys’ fees and expenses out of the Settlement Fund and, if so, in what amount; (4) to pay Class Representatives for their efforts in representing the Class out of the Settlement Fund and, if so, in what amount; and (5) the Plan of Allocation should be approved by the Court. The Court may adjourn or continue the Settlement Fairness Hearing without further notice to members of the Class.

Any Class Member may appear at the Settlement Fairness Hearing and be heard on any of the foregoing matters.

Unless otherwise directed by the Court, any Class Member who does not make his, her or its objection in the manner provided herein shall be deemed to have waived all objections to this Settlement and shall be foreclosed from raising (in this or any other proceeding or on any appeal) any objection and any untimely objection shall be barred.

You may (but are not required to) hire an attorney at your own expense to represent you for purposes of objecting. If you do, your attorney must serve a notice of appearance on counsel and file it with the Court, at the addresses listed on Page 6, by no later than April 7, 2022.

Hearings before the judge overseeing this case are again being conducted in person. However, remote appearances are still permitted, and are offered with the assistance of a third-party service provider, CourtCall. If that remains the case at the time of the Settlement Fairness Hearing, Class Members who wish to appear at the Settlement Fairness Hearing remotely should contact Class Counsel to arrange an appearance through CourtCall, at least three days before the hearing if possible. Any CourtCall fees for an appearance by an objecting Class Member shall be paid by Class Counsel.

HOW DO I OBTAIN ADDITIONAL INFORMATION?

This Notice contains only a summary of the terms of the proposed Settlement. For the precise terms and conditions of the Settlement, you are referred to the detailed Stipulation, which is on file with the Clerk of the Court. The pleadings and other records in this Action, including the Stipulation, may be examined (a) online on the Superior Court of California, County of Santa Clara's Electronic Filing and Service Website at www.sccscourt.org, or (b) in person at Records, Superior Court of California, County of Santa Clara, 191 North First Street, San Jose, CA 95113, between the hours of 8:30 a.m. and 4:00 p.m., Monday through Friday, excluding Court holidays and closures. In addition, all of the Settlement documents, including the Stipulation, this Notice, the Proof of Claim and proposed Judgment may be obtained by contacting the Claims Administrator at notifications@gilardi.com or:

Veeco Securities Settlement
c/o Gilardi & Co. LLC
P.O. Box 43384
Providence, RI 02940-3384

In addition, you may contact Rick Nelson, Shareholder Relations, Robbins Geller Rudman & Dowd LLP, 655 West Broadway, Suite 1900, San Diego, CA 92101, 1-800-449-4900, if you have any questions about the Action or the Settlement.

PLEASE DO NOT WRITE TO OR TELEPHONE THE COURT OR DEFENDANTS' COUNSEL FOR INFORMATION REGARDING THIS SETTLEMENT OR THE CLAIMS PROCESS.

SPECIAL NOTICE TO BANKS, BROKERS, AND OTHER NOMINEES

If you hold any Veeco common stock acquired in the Merger between Veeco and Ultratech, as a nominee for a beneficial owner, then, within fourteen (14) business days after you receive this Notice, you must either: (1) send a copy of this Notice by First-Class Mail to all such Persons; or (2) provide a list of the names and addresses of such Persons to the Claims Administrator at notifications@gilardi.com or:

Veeco Securities Settlement
c/o Gilardi & Co. LLC
P.O. Box 43384
Providence, RI 02940-3384

If you choose to mail the Notice and Proof of Claim yourself, you may obtain from the Claims Administrator (without cost to you) as many additional copies of these documents as you will need to complete the mailing.

Regardless of whether you choose to complete the mailing yourself or elect to have the mailing performed for you, you may obtain reimbursement for or advancement of reasonable administrative costs actually incurred or expected to be incurred in connection with forwarding the Notice and which would not have been incurred but for the obligation to forward the Notice, upon submission of appropriate documentation to the Claims Administrator.

DATED: December 1, 2021

BY ORDER OF THE SUPERIOR COURT OF
CALIFORNIA, COUNTY OF SANTA CLARA

MATT WOLTER, Individually and on Behalf) Lead Case No. 18CV329690
of All Others Similarly Situated,)
(Consolidated with No. 18CV332463 and
Plaintiff,) No. 18CV332644)
)
CLASS ACTION
vs.)
)
SHUBHAM MAHESHWARI, et al.,)
)
Defendants.)
)

I. GENERAL INSTRUCTIONS

Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

If you are acting in a representative capacity on behalf of a Class Member (for example as an executor, administrator, trustee, or other representative), you must submit evidence of your current authority to act on behalf of that Class Member. Such evidence would include, for example, letters testamentary, letters of administration, or a copy of the trust documents. By signing the Proof of Claim, you will be swearing that you are expressly authorized to act on behalf of the owner of the shares.

One claim should be submitted for each separate legal entity. Separate Proofs of Claim should be submitted for each separate legal entity (e.g., a claim from joint owners should not include separate transactions of just one of the joint owners, and an individual should not combine his or her IRA transactions with transactions made solely in the individual's name). Conversely, a single Proof of Claim should be submitted on behalf of one legal entity including all transactions made by that entity on one Proof of Claim, no matter how many separate accounts that entity has (e.g., a corporation with multiple brokerage accounts should include all transactions made in all accounts on one Proof of Claim).

III. CLAIM FORM

Use Part II of this form entitled "Schedule of Transactions in Veeco Common Stock" to supply all required details of your transaction(s). If you need more space or additional schedules, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.

On the schedules, provide all of the requested information with respect to **all** of your acquisitions of Veeco common stock that you received in the Merger and **all** of your sales of Veeco common stock on or after May 26, 2017, through June 8, 2018, whether such transactions resulted in a profit or a loss. You must also provide all of the requested information with respect to the number of shares of Veeco common stock you held at the close of trading on May 25, 2017 and June 8, 2018. Failure to report all such transactions may result in the rejection of your claim.

List each transaction separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day, and year of each transaction you list.

COPIES OF BROKER CONFIRMATIONS OR OTHER DOCUMENTATION OF YOUR TRANSACTIONS IN VEECO COMMON STOCK SHOULD BE ATTACHED TO YOUR CLAIM. FAILURE TO PROVIDE THIS DOCUMENTATION COULD DELAY VERIFICATION OF YOUR CLAIM OR RESULT IN REJECTION OF YOUR CLAIM.

PLEASE NOTE: As set forth in the Plan of Allocation, each Authorized Claimant shall receive his, her, or its *pro rata* share of the Net Settlement Fund. If the prorated payments to any Authorized Claimant calculates to less than \$10.00, it will not be included in the calculation and no distribution will be made to that Authorized Claimant.

If you have any questions concerning the Proof of Claim, or need additional copies of the Proof of Claim or the Notice, you may contact the Claims Administrator, Gilardi & Co. LLC, at the address on the first page on the Proof of Claim, by email at info@veecosecuritiessettlement.com, or by toll-free phone at 1-866-724-5049, or you can visit the website, www.VeecoSecuritiesSettlement.com, where copies of the Proof of Claim and Notice are available for downloading.

NOTICE REGARDING ELECTRONIC FILES: Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. All such claimants **MUST** also submit a manually signed paper Proof of Claim whether or not they also submit electronic copies. If you wish to submit your claim electronically, you must contact the Claims Administrator at edata@gilardi.com to obtain the required file layout. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the claimant a written acknowledgment of receipt and acceptance of electronically submitted data.

**Must Be Postmarked (if Mailed)
or Received (if Submitted Online)
No Later Than March 22, 2022**

Do NOT use Red Ink, Pencil, or Staples





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SALES									Total Sales Price (Excluding Commissions, Taxes and Fees). Please round off to the nearest whole dollar	Proof of Sales Enclosed?	
Trade Date(s) of Shares (List Chronologically)								Number of Shares Sold			
M	M	D	D	Y	Y	Y	Y				
1.			/			/			\$		● Y ● N
2.			/			/			\$		● Y ● N
3.			/			/			\$		● Y ● N
4.			/			/			\$		● Y ● N
5.			/			/			\$		● Y ● N

☐ Y ☐ N

IV. SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS

V. RELEASE

2. “Released Claims” means all claims, including “Unknown Claims” as defined in the Stipulation, that both (i) arise out of, are based upon, are connected to, or reasonably relate to any of the allegations, acts, transactions, facts, events, matters, occurrences, statements, representations, misrepresentations or omissions involved, set forth, alleged or referred to, in this Action,



or which could have been alleged in, referred to or made part of this Action, and (ii) arise out of, are based upon, are connected to, or reasonably relate to the acquisition of Veeco common stock by Class Members pursuant or traceable to the Offering Documents issued in connection with Veeco's May 26, 2017 Merger with Ultratech. "Released Claims" also includes any and all claims arising out of, relating to, or in connection with the Settlement or resolution of the Action against the Released Parties (including Unknown Claims), except claims to enforce any of the terms of the Stipulation. For the avoidance of doubt, "Released Claims" does not include any claims brought under the federal securities laws against Veeco that are unrelated to the allegations, acts, transactions, facts, events, matters, occurrences, statements, representations, misrepresentations or omissions involved, set forth, alleged or referred to, in this Action, or which were or could have been alleged, referred to or made part of this Action.

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

4. I (We) hereby warrant and represent that I (we) have included information about all of my (our) transactions in Veeco common stock that occurred during the relevant period as well as the number of shares held by me (us) at the close of trading on May 25, 2017 and June 8, 2018.

I (We) declare under penalty of perjury under the laws of the State of California that all of the foregoing information supplied on this Proof of Claim by the undersigned is true and correct.

Executed this _____ day of _____ in _____
(Month/Year) (City/State/Country)

(Sign your name here)

(Sign your name here)

(Type or print your name here)

(Type or print your name here)

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

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

**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME.
THANK YOU FOR YOUR PATIENCE.**

Reminder Checklist:

1. Please sign the above release and acknowledgment.
2. If this claim is being made on behalf of Joint Claimants, then both must sign.
3. Remember to attach copies of supporting documentation, if available.
4. **Do not send** originals of certificates or other documentation as they will not be returned.
5. Keep a copy of your Proof of Claim and all supporting documentation for your records.
6. If you desire an acknowledgment of receipt of your Proof of Claim, please send it Certified Mail, Return Receipt Requested.
7. If you move, please send your new address to the address below.
8. **Do not use red pen or highlighter** on the Proof of Claim or supporting documentation.

**THIS PROOF OF CLAIM MUST BE SUBMITTED ONLINE OR MAILED NO LATER THAN MARCH 22, 2022,
ADDRESSED AS FOLLOWS:**

Veeco Securities Settlement
c/o Gilardi & Co. LLC
P.O. Box 43384
Providence, RI 02940-3384

Online submissions:
www.VeecoSecuritiesSettlement.com



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EXHIBIT B



1 McInnis Parkway
Suite 250
San Rafael, CA 94903
P: (415) 458-3015

December 22, 2021

«FirstName» «LastName»
«Company»
«Addr1»
«Addr2»
South Bend, IN 46601
«FCountry»

Re: Veeco Securities Settlement

Dear «GENDER» «LastName»:

Please find enclosed the Notice of Proposed Settlement of Class Action and Proof of Claim and Release for the above referenced litigation. Please note the designated eligible securities described on page one of the Notice, specifically the inclusion of all persons who acquired Veeco Instruments, Inc. ("Veeco" or the "company") common stock in exchange for Ultratech, Inc. ("Ultratech") common stock pursuant to the registration statement and prospectus (the "Offering Documents") issued in connection with Veeco's May 26, 2017 merger with Ultratech (the "Merger"). In addition, **the Notice provides that the Exclusion Deadline is February 21, 2022, and the Claim Filing Deadline is March 22, 2022.**

Please pay particular attention to the "Special Notice to Banks, Brokers and Other Nominees" on page eight of the Notice which states, in part: "If you hold any Veeco common stock acquired in the Merger between Veeco and Ultratech, as a nominee for a beneficial owner, then, within fourteen (14) business days after you receive this Notice, you must either: (1) send a copy of this Notice by First-Class Mail to all such Persons; or (2) provide a list of the names and addresses of such Persons to the Claims Administrator at notifications@gilardi.com or: Veeco Securities Settlement, c/o Gilardi & Co. LLC, P.O. Box 43384, Providence, RI 02940-3384. If you choose to mail the Notice and Proof of Claim yourself, you may obtain from the Claims Administrator (without cost to you) as many additional copies of these documents as you will need to complete the mailing."

Please do not make your own copies of the Proof of Claim Form, as copies may not be accepted for processing. Additional copies of the appropriate documents may be requested by contacting us at the above address and/or phone number. If we conduct the necessary mailing on your behalf, please submit names and addresses either via email to Notifications@Gilardi.com, via CD Rom to the above address or contact us to obtain secure FTP transmission instructions. Mailing labels will be accepted, but you may be requested to provide an additional copy of the address information you send. Do not include any confidential information that should not appear on a mailing label.

The data provided must be in one of the following formats:

- ASCII Fixed Length file
- ASCII Tab Delimited file
- Microsoft Excel spreadsheet

Your request must also specify the case name and Control Total(s) (for example, the total number of name and address records provided) for each file submission.

If you have any questions, please call email Notifications@Gilardi.com.

Sincerely,

Gilardi and Co., LLC

EXHIBIT C

Declaration of Publication

I, Carla Peak, as Vice President, Legal Notification Services at Gilardi & Co. LLC, a KCC Class Action Services Company in San Rafael, California, hereby certify that I caused the attached notice to be printed in said publication on December 30, 2021:

Name of Publication: The Wall Street Journal

Address: 1211 Avenue of the Americas

City, State, Zip: New York, NY 10036

Phone #: 1-800-568-7625

State of: New York

I declare under penalty of perjury that the foregoing is true and correct. Executed on this 30th day of December 2021, at Sellersville, Pennsylvania.

A handwritten signature in black ink, appearing to read "Carla Peak", written over a horizontal line.

Carla Peak

Robbins Geller Rudman & Dowd LLP and Bottini & Bottini, Inc. Announce Proposed Settlement in the Veeco Instruments Securities Settlement

December 30, 2021 08:00 AM Eastern Standard Time

SAN DIEGO--([BUSINESS WIRE](#))--The following statement is being issued by Robbins Geller Rudman & Dowd LLP and Bottini & Bottini, Inc. regarding the Veeco Instruments Securities Settlement:

SUPERIOR COURT OF THE STATE OF CALIFORNIA
COUNTY OF SANTA CLARA

MATT WOLTER, Individually and on) Lead Case No. 18CV329690
Behalf of All Others Similarly Situated,) (Consolidated with No. 18CV332463 and
Plaintiff,) No. 18CV332644)
vs.) <u>CLASS ACTION</u>
SHUBHAM MAHESHWARI, et al.,)
Defendants.)
)
)

TO: ALL PERSONS WHO ACQUIRED VEECO INSTRUMENTS, INC. (“VEECO” OR THE “COMPANY”) COMMON STOCK IN EXCHANGE FOR ULTRATECH, INC. (“ULTRATECH”) COMMON STOCK PURSUANT TO THE REGISTRATION STATEMENT AND PROSPECTUS ISSUED IN CONNECTION WITH VEECO’S MAY 26, 2017 MERGER WITH ULTRATECH

THIS NOTICE WAS AUTHORIZED BY THE COURT. IT IS NOT A LAWYER SOLICITATION. PLEASE READ THIS NOTICE CAREFULLY AND IN ITS ENTIRETY.

YOU ARE HEREBY NOTIFIED that a hearing will be held on April 21, 2022, at 1:30 p.m., before the Honorable Sunil R. Kulkarni at the Superior Court of California, County of Santa Clara, Department 1, 191 North First Street, San Jose, CA 95113, to determine whether: (1) the proposed settlement (“Settlement”) of the above-captioned action as set forth in the Amended Stipulation of Settlement (“Stipulation”)¹ for \$15,000,000 in cash should be approved by the Court as fair, reasonable and adequate; (2) the Judgment as provided under the Stipulation should be entered; (3) to award Plaintiffs’ Counsel attorneys’ fees and expenses out of the Settlement

Fund (as defined in the Notice of Proposed Settlement of Class Action ("Notice"), which is discussed below) and, if so, in what amount; (4) to pay Class Representatives for representing the Class out of the Settlement Fund and, if so, in what amount; and (5) the Plan of Allocation should be approved by the Court as fair, reasonable, and adequate.

This Action is a consolidated securities class action brought on behalf of those persons who acquired Veeco common stock pursuant or traceable to the registration statement and prospectus issued in connection with Veeco's merger with Ultratech, against Veeco and certain of its officers and directors (collectively, "Defendants") for, among other things, allegedly misstating and omitting material facts from the registration statement and prospectus filed in connection with the Merger. Plaintiffs allege that these purportedly false and misleading statements resulted in damage to Class Members when the truth was revealed. Defendants deny all of Plaintiffs' allegations.

IF YOU ACQUIRED VEECO COMMON STOCK IN THE MERGER WITH ULTRATECH, YOUR RIGHTS MAY BE AFFECTED BY THE SETTLEMENT OF THIS ACTION.

To share in the distribution of the Settlement Fund, you must establish your rights by submitting a Proof of Claim and Release form ("Proof of Claim") by mail **(postmarked no later than March 22, 2022)** or electronically **(no later than March 22, 2022)**. Your failure to timely submit your Proof of Claim will subject your claim to rejection and preclude your receiving any of the recovery in connection with the Settlement of this Action. If you are a member of the Class and do not request exclusion therefrom, you will be bound by the Settlement and any judgment and release entered in the Action, whether or not you submit a Proof of Claim.

If you have not received a copy of the Notice, which more completely describes the Settlement and your rights thereunder (including your right to object to the Settlement), and a Proof of Claim, you may obtain these documents, as well as a copy of the Stipulation (which, among other things, contains definitions for the defined terms used in this Summary Notice) and other settlement documents, online at www.VeecoSecuritiesSettlement.com, or by writing to:

Veeco Securities Settlement
c/o Gilardi & Co. LLC
P.O. Box 43384
Providence, RI 02940-3384

Inquiries should NOT be directed to Defendants, the Court, or the Clerk of the Court.

Inquiries, other than requests for the Notice or for a Proof of Claim, may be made to Class Counsel:

ROBBINS GELLER RUDMAN & DOWD LLP
Ellen Gusikoff Stewart
655 West Broadway, Suite 1900
San Diego, CA 92101
Telephone: 1-800-449-4900

BOTTINI & BOTTINI, INC.
Francis A. Bottini Jr.
7817 Ivanhoe Avenue, Suite 102
La Jolla, CA 92037
Telephone: 1-858-914-2001

IF YOU DESIRE TO BE EXCLUDED FROM THE CLASS, YOU MUST SUBMIT A REQUEST FOR EXCLUSION SUCH THAT IT IS **POSTMARKED BY FEBRUARY 21, 2022**, IN THE MANNER AND FORM EXPLAINED IN THE NOTICE. ALL MEMBERS OF THE CLASS WHO HAVE NOT REQUESTED EXCLUSION FROM THE CLASS WILL BE BOUND BY THE SETTLEMENT EVEN IF THEY DO NOT SUBMIT A TIMELY PROOF OF CLAIM.

IF YOU ARE A CLASS MEMBER, YOU HAVE THE RIGHT TO OBJECT TO THE SETTLEMENT, THE PLAN OF ALLOCATION, THE REQUEST BY PLAINTIFFS' COUNSEL FOR AN AWARD OF ATTORNEYS' FEES OF 33 1/3% OF THE SETTLEMENT FUND (OR \$5,000,000) AND EXPENSES NOT TO EXCEED \$175,000, AND/OR THE PAYMENT TO CLASS REPRESENTATIVES NOT TO EXCEED \$20,000 IN THE AGGREGATE FOR REPRESENTING THE CLASS. ANY WRITTEN OBJECTIONS MUST BE FILED WITH THE COURT AND SENT TO CLASS COUNSEL AND DEFENDANTS' COUNSEL **BY FEBRUARY 21, 2022**, IN THE MANNER AND FORM EXPLAINED IN THE NOTICE. YOU MAY ALSO MAKE AN ORAL OBJECTION AT THE SETTLEMENT FAIRNESS HEARING WITHOUT SUBMITTING A WRITTEN OBJECTION.

DATED: December 1, 2021

BY ORDER OF THE SUPERIOR
COURT OF CALIFORNIA, COUNTY
OF SANTA CLARA

¹ The Stipulation can be viewed and/or obtained at www.VeecoSecuritiesSettlement.com.

Contacts

Media:

Robbins Geller Rudman & Dowd LLP

Shareholder Relations

Rick Nelson

1-619-231-1058

Declaration of Publication

I, Carla Peak, as Vice President, Legal Notification Services at Gilardi & Co. LLC, a KCC Class Action Services Company in San Rafael, California, hereby certify that I caused the attached notice to be published as a press release by the following wire service:

Name of Publication: BusinessWire

Address: 101 California Street 20th Floor

City, State, Zip San Francisco, CA 94111

Phone #: 415-986-4422

State of: California

The press release was distributed on December 30, 2021 to the following media circuits offered by the above-referenced wire service:

1. US1 National Newslne

I declare under penalty of perjury that the foregoing is true and correct. Executed on this 30th day of December 2021, at Sellersville, Pennsylvania.



Carla Peak

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I hereby declare that on February 7, 2022, I served the attached DECLARATION OF ROSS D. MURRAY REGARDING NOTICE DISSEMINATION, PUBLICATION, AND REQUESTS FOR EXCLUSION RECEIVED TO DATE on the parties in the within action by emailing a copy to the addresses below:

NAME	FIRM	EMAIL
James I. Jaconette Ellen Gusikoff Stewart	ROBBINS GELLER RUDMAN & DOWD LLP 655 West Broadway, Suite 1900 San Diego, CA 92101 Telephone: 619/231-1058 619/231-7423 (fax) <i>Co-Lead Counsel for Plaintiffs</i>	jamesj@rgrdlaw.com elleng@rgrdlaw.com
Francis A. Bottini, Jr. Yury A. Kolesnikov	BOTTINI & BOTTINI, INC. 7817 Ivanhoe Avenue, Suite 102 La Jolla, CA 92037 Telephone: 858/914-2001 858/914-2002 (fax) <i>Co-Lead Counsel for Plaintiffs</i>	fbottini@bottinilaw.com ykolesnikov@bottinilaw.com
David W. Hall	HEDIN HALL LLP Four Embarcadero Center, Suite 1400 San Francisco, CA 94104 Telephone: 415/766-3534 415/402-0058 (fax) <i>Additional Counsel for Plaintiffs</i>	dhall@hedinhall.com
Guillaume Buell	THORNTON LAW FIRM LLP 1 Lincoln Street Boston, MA 02111 Telephone: 617/720-1333 <i>Additional Counsel for Plaintiffs</i>	gbuell@tenlaw.com

1 **COUNSEL FOR DEFENDANTS:**

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NAME	FIRM	EMAIL
Matthew W. Close Jonathan B. Waxman	O'MELVENY & MYERS LLP 400 South Hope Street, 18th Floor Los Angeles, CA 90071 Telephone: 213/430-6000 213/430-6407 (fax) <i>Attorneys for Defendants</i>	mclose@omm.com jwaxman@omm.com

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7 I declare under penalty of perjury that the foregoing is true and correct. Executed on February
8 7, 2022, at San Diego, California.

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10 _____
11 MARIANNE MALONEY
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