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11 *Class Counsel*

12 SUPERIOR COURT OF THE STATE OF CALIFORNIA
13 COUNTY OF SANTA CLARA

14 MATT WOLTHER, Individually and on)
15 Behalf of All Others Similarly Situated,)
16 Plaintiff,)

17 vs.)

18 SHUBHAM MAHESHWARI, et al.,)
19 Defendants.)

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

CLASS ACTION

DECLARATION OF FRANCIS A. BOTTINI,
JR. FILED ON BEHALF OF BOTTINI &
BOTTINI, INC. IN SUPPORT OF
APPLICATION FOR AWARD OF
ATTORNEYS' FEES AND EXPENSES

DATE: April 21, 2022
TIME: 1:30 p.m.
JUDGE: Hon. Sunil R. Kulkarni
DEPT: 1

Date Action Filed: June 8, 2018

**Electronically Filed
by Superior Court of CA,
County of Santa Clara,
on 2/7/2022 3:43 PM
Reviewed By: R. Walker
Case #18CV329690
Envelope: 8234886**

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1 1. I, Francis A. Bottini, Jr., declare as follows:

2 2. I am a member of the firm of Bottini & Bottini, Inc. (“Bottini & Bottini” or the
3 “Firm”). I am submitting this declaration in support of my firm’s application for an award of
4 attorneys’ fees and expenses in connection with services rendered in the above-entitled action.

5 3. This Firm is Co-Lead Counsel for Plaintiffs.

6 4. The information in this declaration regarding the Firm’s time and expenses is taken
7 from time and expense reports and supporting documentation prepared and/or maintained by the Firm
8 in the ordinary course of business. I am the partner who oversaw and/or conducted the day-to-day
9 activities in the litigation and I reviewed these reports (and backup documentation where necessary
10 or appropriate) in connection with the preparation of this declaration. The purpose of this review was
11 to confirm both the accuracy of the entries as well as the necessity for, and reasonableness of, the
12 time and expenses committed to the litigation. As a result of this review, reductions were made to
13 both time and expenses in the exercise of billing judgment. Based on this review and the adjustments
14 made, I believe that the time reflected in the Firm’s lodestar calculation and the expenses for which
15 payment is sought herein are reasonable and were necessary for the effective and efficient prosecution
16 and resolution of the litigation.

17 5. After the reductions referred to above, the number of hours spent on the litigation by
18 my Firm is 2,576.11. A breakdown of the lodestar is provided in Exhibit A. The lodestar amount for
19 attorney/paralegal (or attorney/paraprofessional) time based on the Firm’s 2021 rates is
20 \$1,640,071.15. The hourly rates shown in Exhibit A are consistent with hourly rates submitted by
21 the Firm during 2021 in other securities class action litigation. The Firm’s rates are set based on
22 periodic analysis of rates charged by firms performing comparable work both on the plaintiff and
23 defense side. For personnel who are no longer employed by the Firm, the “current rate” used for the
24 lodestar calculation is based upon the rate for that person in his or her final year of employment with
25 the Firm.

26 6. My Firm seeks an award of \$52,376.82 in expenses and charges in connection with
27 the prosecution of the litigation. Those expenses and charges are summarized by category in Exhibit
28 B.

1 7. The following is additional information regarding certain of these expenses:

2 (a) Filing, Witness and Other Fees: \$3,416.09. These expenses have been paid to
3 the Court for filing fees and to attorney service firms or individuals who either (i) served process of
4 the complaint or subpoenas; (ii) filed documents with the Court such as motions and CMC Statements;
5 and (iii) provided court services such as remote appearances at court hearings (*e.g.*, CourtCall). The
6 vendors who were paid for these services are set forth in Exhibit C.

7 (b) Transportation, Hotels & Meals: \$2,563.97. In connection with the
8 prosecution of this case, the Firm has paid for travel expenses to, among other things, attend court
9 hearings, meet with mediators and opposing counsel, and take or defend depositions. The date,
10 destination and purpose of each trip is set forth in Exhibit D.

11 (c) Court Hearing Transcripts and Deposition Reporting, Transcripts and
12 Videography: \$2,174.74. The vendors who were paid for hearing and deposition transcripts are listed
13 in Exhibit E.

14 (d) Photocopies: \$6,851.10. In connection with this case, the Firm made 45,674
15 in-house photocopies, charging \$0.15 per copy for a total of \$6,851.10. Each time an in-house copy
16 machine is used, our billing system requires that a case or administrative billing code be entered and
17 that is how the copies were identified as related to this case.

18 (e) Online Legal and Financial Research: \$20,255.93. This category includes
19 vendors such as Lexis and Bloomberg. These resources were used to obtain access to SEC filings,
20 factual databases, legal research and for cite-checking of briefs. This expense represents the expense
21 incurred by Bottini & Bottini for use of these services in connection with this litigation. The charges
22 for these vendors vary depending upon the type of services requested.

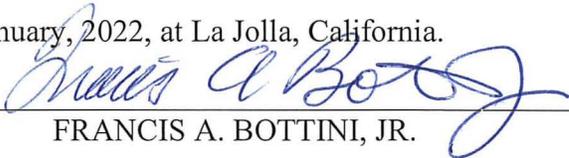
23 (f) Litigation Fund Contribution: My Firm made contributions totaling \$20,150
24 to a Litigation Expense Fund maintained by Robbins Geller Rudman & Dowd LLP to cover shared
25 litigation expenses. At the end of the case, we received a refund of unused funds from Robbins Geller
26 of \$4,848.20. Thus, the total net contribution by Bottini & Bottini to the Litigation Fund was
27 \$15,301.80. *See* Ex. B. A detailed breakdown of the expenses paid out of the Litigation Expense
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1 Fund is included in the Declaration of James I. Jaconette Filed on Behalf of Robbins Geller Rudman
2 & Dowd LLP in Support of Application for Award of Attorneys' Fees and Expenses.

3 8. The expenses pertaining to this case are reflected in the books and records of this Firm.
4 These books and records are prepared from receipts, expense vouchers, check records and other
5 documents and are an accurate record of the expenses.

6 9. The identification and background of my Firm and its partners is attached hereto as
7 Exhibit F.

8 I declare under penalty of perjury under the laws of the State of California, that the foregoing
9 is true and correct. Executed this 31st day of January, 2022, at La Jolla, California.

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11 _____
12 FRANCIS A. BOTTINI, JR.

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EXHIBIT A

EXHIBIT A

Wolther v. Maheshwari, et al., No. 18CV329690
Bottini & Bottini, Inc.
Inception through 12/31/2021

<i>NAME</i>		<i>HOURS</i>	<i>RATE</i>	<i>LODESTAR</i>
Francis A. Bottini, Jr.	(P)	536.21	\$965	\$517,442.65
Albert Y. Chang	(P)	142.10	\$840	\$119,364.00
Yury A. Kolesnikov	(A)	589.20	\$640	\$377,088.00
James Rudolph	(A)	354.90	\$575	\$204,067.50
Tera Gazallo	(A)	319.00	\$525	\$167,475.00
Stephanie Ammirati	(PL)	445.50	\$440	\$196,020.00
Amelia Ardito	(PL)	185.40	\$310	\$57,474.00
Antonia Smith	(PL)	3.80	\$300	\$1,140.00
<i>TOTAL</i>		2,576.11		\$1,640,071.15

(P) Partner
(A) Associate
(PL) Paralegal

EXHIBIT B

EXHIBIT B

Wolther v. Maheshwari, et al., No. 18CV329690
Bottini & Bottini, Inc.
Inception through 12/31/2021

<i>CATEGORY</i>	<i>AMOUNT</i>
Filing, Witness and Other Fees	\$3,416.09
Transportation, Hotels & Meals	\$2,563.97
Telephone, Facsimile	\$508.88
Postage	\$186.44
Messenger, Overnight Delivery	\$480.81
Court Hearing Transcripts and Deposition Reporting, Transcripts and Videography	\$2,174.74
Photocopies	
In-House: (45,674 copies at \$0.15 per page)	\$6,851.10
Online Legal and Financial Research	\$20,255.93
Litigation Fund Contribution	\$15,301.80
Miscellaneous	\$637.06
<i>TOTAL</i>	\$52,376.82

EXHIBIT C

EXHIBIT C

Wolther v. Maheshwari, et al., No. 18CV329690
Bottini & Bottini, Inc.

Filing, Witness and Other Fees: \$3,416.09

DATE	VENDOR	PURPOSE
6/22/2018	OneLegal	FILE COMPLAINT AND CASE INITIATING DOCUMENTS (\$466.42)
7/2/2018	OneLegal	FILE PROOF OF SERVICE OF CASE INITIATING DOCUMENTS ON COMPANY (\$15.67)
7/2/2018	Wheels of Justice	SERVICE OF PROCESS OF CASE INITIATING DOCUMENTS ON VEECO (\$75)
7/24/2018	OneLegal	PLAINTIFF'S NOTICE OF PAYMENT OF COMPLEX LITIGATION FEE (\$565.75)
7/26/2018	OneLegal	FILE NOTICE OF ENTRY OF ORDER DEEMING CASE COMPLEX (\$19.67)
8/22/2018	OneLegal	FILE NOTICE OF WAIVERS OF SERVICE (\$15.67)
10/16/2018	OneLegal	FILE/COURTESY COPIES DELIVERY OF MOTION FOR CONSOLIDATION/APPOINTMENT OF LEADERSHIP STRUCTURE (\$112.75)
11/09/2018	OneLegal	FILE AND COURTESY COPY DELIVERY OF REPLY IN SUPPORT OF MOTION TO APPOINT LEAD COUNSEL (\$51.67)
11/09/2018	OneLegal	FILE/COURTESY COPY DELIVERY OF JOINT CASE MANAGEMENT STATEMENT (\$51.67)
2/13/2019	OneLegal	FILE/COURTESY COPY DELIVERY OF OPPOSITION TO DEMURRER (\$313.17).
4/24/2019	OneLegal	CMC STATEMENT (\$32.50)
4/26/2019	OneLegal	CMC STATEMENT (\$19.67)
4/26/2019	OneLegal	STIPULATION AND PROTECTIVE ORDER (\$79.75)
8/9/2019	OneLegal	STIP TO CONTINUE CMC (\$77.25)
9/30/2019	OneLegal	JOINT CMC STATEMENT (\$57.17)
11/27/18	OneLegal	JOINT CMC STATEMENT (\$57.42)
12/3/2019	CourtCall	F. BOTTINI APPEARANCE AT 12/6/19 CMC (\$94.00)
5/26/2020	OneLegal	JOINT CMC STATEMENT (\$62.42)
5/27/2020	CourtCall	F. BOTTINI AND Y. KOLESNIKOV APPEARANCES AT 5/29/20 CMC (\$108)
8/28/2020	OneLegal	MOTION FOR CLASS CERTIFICATION (\$251.50)
9/17/2020	OneLegal	JOINT CMC STATEMENT (\$62.42)
9/22/2020	CourtCall	F. BOTTINI AND Y. KOLESNIKOV APPEARANCES AT 9/24/20 CMC (\$188)
12/16/2020	OneLegal	PLAINTIFFS' IDC BRIEF (\$62.42)

1/25/2021	OneLegal	NOTICE OF WITHDRAWAL FOR PLAINTIFF (\$66.47)
3/16/2021	OneLegal	REPLY ISO MOTION FOR CLASS CERT (\$93.22)
3/16/2021	OneLegal	JOINT CMC STATEMENT (\$67.22)
3/23/2021	CourtCall	F. BOTTINI AND Y. KOLESNIKOV APPEARANCES AT 3/25/21 MOTION HEARING & CMC (\$188)
3/25/2021	OneLegal	FILE RESPONSE TO OBJECTIONS (\$67.22)
11/17/2021	CourtCall	Y. KOLESNIKOV APPEARANCE AT 11/18/21 MOTION HEARING (\$94.00)

EXHIBIT D

EXHIBIT D

Wolther v. Maheshwari, et al., No. 18CV329690
Bottini & Bottini, Inc.

Transportation, Hotels & Meals: \$2,563.97

<i>NAME</i>	<i>DATE</i>	<i>DESTINATION</i>	<i>PURPOSE</i>
Francis A. Bottini, Jr.	11/26/2018	San Jose, CA	TRAVEL REIMBURSEMENT FOR F. BOTTINI TO ATTEND HEARING RE MOTION TO APPOINT LEAD COUNSEL AND CASE MANAGEMENT CONFERENCE IN SAN JOSE, CA ON 11/16/18 (\$813.56)
Yury A. Kolesnikov	5/1/2019	San Jose, CA	TRAVEL REIMBURSEMENT FOR Y. KOLESNIKOV TO ATTEND DEMURRER HEARING AND CASE MANAGEMENT CONFERENCE IN SAN JOSE, CA ON 4/26/19 (\$424.01)
Francis A. Bottini, Jr.	5/1/2019	San Jose, CA	TRAVEL REIMBURSEMENT FOR F. BOTTINI TO ATTEND DEMURRER HEARING AND CASE MANAGEMENT CONFERENCE IN SAN JOSE, CA ON 4/26/19 (\$516.40)
Francis A. Bottini, Jr.	12/10/21	San Jose, CA	Estimated expenses to attend final approval hearing in San Jose, CA (\$810.00)

EXHIBIT E

EXHIBIT E

Wolther v. Maheshwari, et al., No. 18CV329690
Bottini & Bottini, Inc.

Court Hearing Transcripts and Deposition Reporting, Transcripts and Videography: \$2,174.74

<i>DATE</i>	<i>VENDOR</i>	<i>PURPOSE</i>
2/28/2021	Veritext	DEPOSITION TRANSCRIPT (\$1,700.24)
4/29/2021	Veritext	CLASS CERT MOTION HEARING (\$474.50)

EXHIBIT F

BOTTINI & BOTTINI, INC.

FIRM RESUME

Bottini & Bottini, Inc. specializes in representing shareholders, consumers, businesses, and whistleblowers in high-stakes cases across the United States. The firm concentrates its practice in complex civil litigation, including the areas of securities class actions, shareholder derivative litigation, consumer privacy class action lawsuits, antitrust class action litigation, shareholder mergers and acquisitions litigation, *qui tam* litigation on behalf of whistleblowers under the False Claims Act, and class actions under the Employee Retirement Income Security Act of 1974 (“ERISA”).

The attorneys at Bottini & Bottini, Inc. have been appointed lead counsel, co-lead counsel, or played a significant role in hundreds of high-profile cases in state and federal courts across the country. The firm’s representative matters and the biographies of the firm’s professionals are set forth below.

Representative Matters

- *In re Alphabet Inc. Shareholder Derivative Litig.*, Lead Case No. 19CV341522 (Santa Clara Superior Court). Bottini & Bottini was appointed Co-Lead Counsel by the Hon. Brian C. Walsh after a heavily-contested lead counsel process. A groundbreaking settlement was reached in 2020 which resulted in Google’s commitment to eliminate the use of mandatory arbitration in cases alleging sexual harassment and discrimination, the establishment of a Diversity, Equity, & Inclusion Council including two members selected by Plaintiffs’ counsel, and an agreement by Google to spend \$310 million over ten years on workplace initiatives designed to eliminate sexual harassment and discrimination and initiatives that support diversity, equity, and inclusion. *See* “Alphabet Settles Shareholder Suits Over Sexual Harassment Claims,” THE NEW YORK TIMES, Sept. 25, 2020. The membership of the DEI Council will consist of both external experts and internal members, including, in its first year, Alphabet’s CEO (Sundar Pichai). The workplace initiatives and programs will focus on (1) expanding the pool of historically underrepresented technologists; (2) hiring, progression, and retention of historically underrepresented talent at Alphabet and, in particular, Google; (3) fostering respectful, equitable, and inclusive workplace cultures; and (4) helping historically underrepresented groups and individuals succeed with their businesses and in the digital economy and tech industry.
- *In re Yahoo! Inc. Shareholder Litig.*, Lead Case No. 17-CV-307054 (Superior Court for the State of California, County of Santa Clara). Bottini & Bottini was Co-Lead Counsel in this shareholder derivative litigation, which involved the largest corporate data breach in U.S. history. After engaging in expedited discovery, the Court granted in part Plaintiff’s motion for a preliminary injunction and ordered Yahoo! to provide additional information to the Company’s shareholders in a proxy statement filed with the SEC. Thereafter, after further substantial litigation, the derivative claims settled for a cash

payment by Defendants of \$29 million, representing the largest recovery ever in a shareholder derivative action involving a data breach.

By order dated January 4, 2019, Judge Brian C. Walsh of the Complex Litigation Department granted final approval to the settlement stating: “But I have to say that on both sides, the intelligence, the persistence, the professionalism was a joy to behold. You're a credit to your clients and I hope they appreciate the fine work you did for them, and a credit to your profession. It was a pleasure to work with you.”

The Yahoo shareholder derivative litigation has been described as a “milestone” by commentators for the significant cash recovery obtained for Yahoo, especially since past shareholder derivative cases involving data breaches had all been dismissed or not resulted in any cash recovery for the company. In describing the significant \$29 million cash recovery in Yahoo, one commentator stated that “the track record in prior data breach related derivative litigation makes the significant recovery in the Yahoo data breach-related derivative settlement all the more noteworthy.” See Kevin LaCroix, *The D&O Diary*, Jan. 21, 2019.

- *In re Tik Tok, Inc. Consumer Privacy Litigation*, MDL No. 2948 (N.D. Ill.) – In 2020, Bottini & Bottini was appointed to Plaintiffs’ Steering Committee by the Hon. John Z. Lee in this consumer privacy class action. Plaintiffs filed a Consolidated Amended Complaint on December 18, 2020. The complaint alleges that Defendants, through the TikTok app, collected, captured, obtained, stored and disclosed Illinois resident TikTok users’ biometric information in violation of the Illinois’ Biometric Information Privacy Act (“BIPA”), 740 ILCS §14/1, et seq.
- *In re Zoom Video Commc’ns, Inc. Privacy Litig., Master File No. 20-CV-02155 (N.D. Cal.) (Koh, J.)* -- Bottini & Bottini was appointed as a member of Plaintiffs’ Steering Committee by Order dated June 30, 2020. The case is currently in the discovery phase. By Order dated March 11, 2021, Judge Koh denied in substantial part Defendants’ motion to dismiss. By Order dated April 5, 2021, Judge Koh denied Zoom’s motion to stay discovery. The case was settled in 2021 for \$85 million. By Order dated October 21, 2021, Judge Koh granted preliminary approval to the settlement.
- *Gehrich v. Frederick Howe et al. (In re MedImpact Shareholder Litig.)*, Case No. 37-2018-00041295-CU-SL-CTL (San Diego Superior Court). Bottini & Bottini served as sole court-appointed Lead Counsel in this shareholder class action against the officers and directors of MedImpact Holdings, Inc., the largest privately-owned pharmacy benefit manager in the United States. After prevailing on a demurrer in which the Court upheld all the claims alleged by the Plaintiffs, and after extensive litigation and motion practice in the case, including discovery and the filing of three motions seeking declaratory and injunctive relief, the case was settled. As a result of Plaintiffs’ efforts, the price

offered to the Company's minority shareholders for their stock was increased by 75.12% (from \$21.70 to \$38.00), representing a recovery of over \$41 million. During the case, the Company also agreed to hold annual meetings of shareholders and disseminate annual reports to shareholders. By order dated December 20, 2019, the Hon. Kenneth J. Medel granted final approval to the settlement and entered final judgment.

- *Wolther v. Maheshwari et al. (In re Veeco Instruments Shareholder Litig.)*, Lead Case No. 18CV329690 (Superior Court for the State of California, County of Santa Clara). Bottini & Bottini, Inc. is serving as Lead Counsel in this shareholder class action brought under the Securities Act of 1933. By Order dated May 3, 2019, the Hon. Brian Walsh denied defendants' demurrers in their entirety. The case recently settled for \$15 million -- approximately 17% of the estimated damages -- and is pending court approval.
- *In re Eventbrite, Inc. Securities Litigation*, Lead Case No. 19CIV02798 (Superior Court for the State of California, County of San Mateo). By Order dated June 25, 2019, Judge Weiner appointed Bottini & Bottini and Cotchett Pitre & McCarthy Lead Counsel in this securities class action brought under the Securities Act of 1933, which seeks damages relating to Eventbrite's IPO. Bottini & Bottini successfully opposed Defendants' motion to stay the case, which the Court denied by Order dated August 20, 2019. The case recently settled for \$19.25 million -- approximately 27% of the estimated damages -- and is pending court approval.
- *Chicago Laborers Pension Fund v. Alibaba Group Holding Ltd.*, Case No. CIV535692 (Superior Court for the State of California, County of San Mateo). Bottini & Bottini was one of three firms (together with Robbins Geller Rudman & Dowd LLP and Cotchett, Pitre, & McCarthy LLP) that prosecuted a class action under the Securities Act of 1933 against Alibaba Group Holding Limited ("Alibaba") in the Superior Court of California, County of San Mateo, arising from Alibaba's September 2014 initial public offering ("IPO"). After three and a half years of hard-fought litigation that involved substantial discovery in both the United States and China, a cash settlement was reached in December 2018 of \$75,000,000 -- approximately 23.4% of the estimated maximum damages. The settlement was granted final approval by the Hon. Richard H. DuBois on May 17, 2019.
- *In re Snap, Inc. Securities Cases*, JCCP No. 4960 (Superior Court for the State of California, County of Los Angeles). Bottini & Bottini served as co-lead counsel in this shareholder class action relating to Snap's IPO. In January 2020, the case and a related action in federal court settled for a combined \$187.5 million, with \$32,812,500 representing the state court settlement. The Hon. Elihu M. Berle granted final approval of the settlement by Order dated March 9, 2021. The settlement represented the 97th largest securities class action settlement ever. See Sarah Jarvis, "Two Investor Settlements From 2021 Crack Top 100 List," Law360, Jan. 25, 2022 ("Robbins Geller, Kessler Topaz,

Bottini & Bottini and Block & Leviton led the two investor class action settlements from 2021 that broke into the top 100 largest such settlements of all time, according to a report released Tuesday . . . the \$187.5 million settlement involving social media giant Snap Inc. — led by Kessler Topaz Meltzer & Check LLP in the federal case and co-lead by Robbins Geller, Bottini & Bottini and Block & Leviton in a related state action — ranks 97th.”).

- *In re DRAM Antitrust Litigation*, MDL No. 1486 (N.D. Cal.). Mr. Bottini’s prior firm, Wolf Haldenstein Adler Freeman & Herz LLP, served as Co-Lead Counsel for the Class, and Mr. Bottini was one of two lead partners for his firm on the case. After five years of litigation, \$325,997,000 in settlements was obtained for the Class from nine defendants in one of the largest and most complex civil antitrust class actions in the country. Mr. Bottini was involved in all aspects of the case from the filing of the first complaint in 2002 to the final approval of the settlements which occurred in August 2007. Mr. Bottini was part of the trial team that was set to try the case against the two remaining defendants – Mosel Vitelic, Inc. and Nanya – when separate settlements with these last two defendants were reached on March 21, 2007, the day before oral argument was to be conducted on the motions in limine for trial. On August 15, 2007, the Honorable Phyllis J. Hamilton granted final approval to the settlements, stating:

I think I can conclude on the basis with my five years with you all, watching this litigation progress and seeing it wind to a conclusion, that the results are exceptional. The percentages, as you have outlined them, do put this [case] in one of the upper categories of results of this kind of [antitrust] class action. I am aware of the complexity . . . I thought that you all did an exceptionally good job of bringing to me only those matters that really required the Court’s attention. You did an exceptionally good job at organizing and managing the case, assisting me in management of the case. There was excellent coordination between all the various different plaintiffs’ counsel with your group and the other groups that are part of this litigation. . . . So my conclusion is the case was well litigated by both sides, well managed as well by both sides.

- *In re Brocade Communications Systems, Inc. Derivative Litigation*, No. 1:05cv41683 (Cal. Super. Ct., County of Santa Clara). Mr. Bottini was Co-Lead Counsel in one of the highest-profile cases in the country challenging the award of backdated stock options by executive officers of Brocade. The case was filed in May 2005 and, on August 8, 2008, Mr. Bottini was retained as co-counsel to Brocade by the Special Litigation Committee of the Board of Directors of Brocade to help litigate the company’s claims against ten former officers and directors of the company. An amended complaint was filed in federal court in San Francisco, and the case, *In re Brocade Communications Systems, Inc.*, No. 05-cv-2233 (N.D. Cal.), proceeded before the Honorable Charles R. Breyer in

the United States District Court for the Northern District of California. After litigation of the case for over five years, over \$24 million was recovered for Brocade through the litigation.

- *Hack v. Wright et al.*, Civil Action No. 4:14-CV-3442 (KPE) (United States District Court for the Southern District of Texas) (“*In re Conns Inc. Shareholder Deriv. Litig.*”). Bottini & Bottini serves as Lead Counsel in this shareholder derivative litigation that was filed in 2014. By order dated July 22, 2020, Judge Palermo denied defendants’ motion to dismiss with respect to Plaintiffs’ breach of fiduciary duty claims. See *Hack v. Wright*, 2020 U.S. Dist. LEXIS 179979 (July 22, 2020). The case was fully litigated through discovery, and trial was set for Nov. 29, 2022. Plaintiffs settled the case prior to trial for \$11 million. By Order dated Dec. 13, 2021, Judge Ellison granted preliminary approval of the settlement and set the final approval hearing for Feb. 17, 2022.
- *In re Tintri, Inc. Securities Litigation*, Lead Case No. 17-CIV-04321 (Superior Court for the State of California, County of San Mateo). Bottini & Bottini is Lead Counsel, along with Robbins Geller Rudman & Dowd, in this shareholder class action seeking damages relating to Tintri’s IPO.
- *Searles v. DeMartini et al.* (“Capital Bank”), C.A. No. 2020-0136-KSJM (Del. Ch. Court). Bottini & Bottini served as Plaintiffs’ counsel, along with Bernstein Litowitz Berger & Grossmann LLP, in this stockholder class action alleging aiding and abetting breach of fiduciary duties related to the acquisition of Capital Bank Financial Corp. by First Horizon. Plaintiff alleged that Capital Bank’s largest outside investor, Crestview Advisors, LLC, and its Board designee, Defendant Richard M. DeMartini (“DeMartini”), had not only initiated the sales process without Board approval, but had conflicts of interests in quickly closing a deal. By Order dated Jan. 20, 2021, Vice Chancellor McCormick denied in part the defendants’ motion to dismiss. After engaging in discovery, the case settled in 2021 for \$23 million.
- *Houser v. CenturyLink, Inc.*, Case No. 2018CV30556 (District Court, Boulder County, Colorado). Bottini & Bottini is Lead Counsel in this shareholder class action brought under the Securities Act of 1933.
- *Kuehl v. ElectroCore, Inc.*, Docket No.: SOM-L-000876-19 (Superior Court of New Jersey, County of Somerset). Bottini & Bottini is serving as Lead Counsel in this shareholder class action brought under the Securities Act of 1933 relating to ElectroCore’s IPO.
- *In re King Digital Entertainment plc Shareholder Litig.*, Case No. CGC15544770 (Superior Court for the State of California, County of San Francisco, Judge Curtis E.A. Karnow). Bottini & Bottini was a member of the Plaintiffs’ Executive Committee in the case, which was litigated in the Superior Court for the State of California, County of San Francisco. The case was brought under Sections 11 and 12 of the Securities Act of 1933 and alleged that the

Registration Statement and Prospectus for the Company's IPO were false and misleading. In 2016, the case settled for \$18.5 million. The court granted final approval of the settlement by order dated June 9, 2017.

- *In re Castlight Health Inc. Shareholder Litig.*, Case No. CIV533203 (Superior Court for the State of California, County of Santa Clara). Bottini & Bottini was a member of the Executive Committee in this shareholder class action asserting claims under Sections 11 and 12 of the Securities Act of 1933. The complaint alleged that the Registration Statement and Prospectus for the Company's March 14, 2014 IPO were false and misleading. The case settled for \$9.50 million. Judge Marie Seth Weiner, Chair of the Complex Litigation Department, approved the Settlement and entered Final Judgment on October 28, 2016.
- *In re McKesson Corp. Stockholder Deriv. Litig.*, C.A. No. 2017-0736-SG (Del. Ch.). Bottini & Bottini served as one of the plaintiffs' counsel in this shareholder derivative litigation for a cash payment of \$175 million, as well as significant corporate governance reforms designed to address the complaint's allegation that the Company had been damaged by regulatory fines and actions as a result of failure to properly comply with federal rules and regulations governing the sale of the company's prescription opioid products. Specifically, Plaintiff's complaint alleged that McKesson's directors failed properly to implement a Controlled Substance Monitoring Program (CSMP), as required by a settlement with the United States Department of Justice (DOJ) and Drug Enforcement Administration (DEA) in 2008. Plaintiffs' Delaware action was coordinated with a related action pending in the Northern District of California. The settlement was approved and final judgment was entered on January 20, 2020.
- *Plymouth County Retirement System v. Model N, Inc.*, Case No. CIV530291 (Superior Court for the State of California, County of Santa Clara). Bottini & Bottini was one of three counsel for Plaintiffs in the case, which was brought in Santa Clara, California and alleged claims under Sections 11 and 12 of the Securities Act of 1933. The complaint alleged that the Registration Statement and Prospectus for the Company's March 23, 2013 IPO were false and misleading. Recently, the case settled for \$8.55 million. Judge Marie Seth Weiner, Chair of the Complex Litigation Department, approved the Settlement and entered Final Judgment on April 4, 2016.
- *In re BOFI Holding Holding, Inc. Shareholder Deriv. Litig.*, Case No. 15CV2722-GPC-KSC (United States District Court for the Southern District of California). By Order dated June 9, 2016, the Hon. Gonzalo P. Curiel of the United States District Court for the Southern District of California appointed Bottini & Bottini as Lead Counsel over four related shareholder derivative actions brought on behalf of BofI Holding, Inc. Plaintiffs filed a Consolidated Amended Complaint on August 26, 2016. The Amended Complaint alleges that due to the misconduct of BofI's fiduciaries, BofI suffered from a myriad of

internal-control and risk-management problems during the Relevant Period. According to the internal audits conducted by a former employee turned whistleblower named Erhart, BofI was making substantial loans to foreign nationals, including politically-exposed persons such as foreign officials in war zones, in potential violation of anti-money-laundering laws and other banking regulations. Contrary to BofI's representations to the Office of the Comptroller of Currency ("OCC"), hundreds of BofI accounts lacked required tax-identification numbers ("TIN"). By order dated August 8, 2017, the Court denied Defendants' motion to dismiss, and held that Plaintiff had adequately alleged "demand futility" with great particularity. Later, the court granted a subsequent motion to dismiss. Plaintiffs appealed and prevailed in part in the Ninth Circuit -- *In re BofI Holding, Inc. S'holder Litig.*, 848 Fed. Appx. 234 (9th Cir. Feb. 25, 2021). The case was remanded to the district court where it continues to be litigated.

- *In re PG&E Corp. Shareholder Deriv. Litig.*, Case No. 3:16-cv-00973-SI (United States District Court for the Northern District of California). Bottini & Bottini was counsel for the Plaintiff in a shareholder derivative action involving Pacific Gas & Electric Corp in federal court in San Francisco. The case sought damages on PG&E's behalf and against current and former officers and directors of the Company due to the defendants' breaches of fiduciary duty related to pipeline safety at PG&E, including a deadly 2010 explosion in San Bruno, California. PG&E was ultimately indicted for obstruction of justice and violation of federal and state safety standards by the Department of Justice, and was later convicted on several counts. In addition to filing the shareholder derivative case, Bottini & Bottini filed a case in California state court to enforce a shareholder inspection demand which sought company documents such as board of director minutes, and which documents were related to the alleged wrongdoing by the Company's officers and directors. In late 2016 and early 2017, the case and several related lawsuits in California state court were settled on highly favorable terms, including the payment of \$90 million in cash by the defendants (and/or their insurance carriers) to PG&E, plus the enactment of very significant corporate governance reforms designed to avoid future harm to PG&E and its shareholders. On July 18, 2017, the California state court granted final approval to the settlement agreement.
- *Justice John Trotter (Ret.), Trustee of the PG&E Fire Victim Trust v. Williams et al.*, Lead Case No. CGC-17-562591 (Superior Court for the State of California, County of San Francisco). Bottini & Bottini was retained by Justice John Trotter to assert claims against various former officers and directors of PG&E Corporation. The suit seeks damages for breaches of fiduciary duty committed by such officers and directors in connection with wildfires caused by PG&E Corp. in Northern California, and any proceeds recovered in the case will be paid to the victims of wildfires. The lawsuit was originally filed as a shareholder derivative action. In 2020, Justice Trotter substituted into the case as the plaintiff and retained Bottini & Bottini and three other law firms. The case is currently in the discovery phase.

- *Cook v. McCullough (In re Career Education Shareholder Deriv. Litig.)*, No. 11 C 9119 (N.D. Ill.). Bottini & Bottini, Inc. was lead counsel for the plaintiff in this shareholder derivative action on behalf of Career Education Corporation against its officers and directors. By order dated August 13, 2012, the Hon. John W. Darrah denied Defendants' motion to dismiss on demand futility grounds. See 2012 U.S. Dist. LEXIS 114621 (N.D. Ill. Aug. 13, 2012). Bottini & Bottini, Inc. settled the case on October 25, 2013 for a cash payment of \$20 million and significant corporate governance reforms at Career Education. By Order dated Jan. 28, 2014, Judge Darrah granted final approval to the settlement.
- *In re Lumber Liquidators Holdings Sec. Litig.*, Master No. 4:13-cv-00157-AWA-DEM (United States District Court the Eastern District of Virginia). Bottini & Bottini served as one of the plaintiffs' counsel in these consolidated shareholder derivative actions alleging harm to Lumber Liquidators arising out of allegations that the company sold flooring with formaldehyde levels that exceeded federal regulations. The case was settled in exchange for a cash payment to Lumber Liquidators of \$26 million plus the enactment of significant corporate governance reforms, including changes to Lumber Liquidators' board composition and practices, changes to the Board's Regulatory Affairs Committee, reforms to the company's compensation policies, and improvements to the company's whistleblower policies. The court approved the settlement by order dated November 17, 2016.
- *In re FireEye Inc. Sec. Litig.*, Case No. 1-14-cv-266866 (Superior Court for the State of California, County of Santa Clara, the Hon. Peter H. Kirwan). Bottini & Bottini served as co-counsel in this securities class action which asserted claims under the Securities Act of 1933 against FireEye Inc., its board of directors, and the underwriters who conducted a Secondary Offering of company stock on March 6, 2014. After surviving multiple motions to dismiss, defeating defendants' appeals seeking appellate review, and engaging in three years of litigation and discovery, the case settled in 2017 for \$10.25 million. Judge Kirwan issued an order granting final approval to the settlement on August 10, 2017.
- *In re Facebook, Inc. Shareholder Derivative Privacy Litigation*, No. 4:18-CV-01792-HSG (N.D. Cal.). Bottini & Bottini is serving as a member of Plaintiffs' Executive Committee in this shareholder derivative litigation on behalf of Facebook, Inc. relating to allegations that personal information of at least 50 million Facebook users was improperly shared with Cambridge Analytica in a major data breach.
- *Hornung v. A10 Networks, Inc.*, Case No. 1-15-CV-282286 (Superior Court for the State of California, County of Santa Clara). Bottini & Bottini was Lead Counsel in this shareholder derivative action brought on behalf of A10 Networks, Inc. The complaint asserted claims under California and Delaware law for breach of fiduciary duty against the Company's officers and directors

relating to judgment against the Company for intellectual property violations and for claims relating to the Company's initial public offering. The case settled in exchange for the Company agreeing to enact substantial corporate governance changes. By order dated March 1, 2017, the Hon. Peter Kirwan, Chair of the Complex Litigation Department, granted final approval to the Settlement.

- *In re Southern California Gas Leak Cases*, JCCP No. 4861 (Superior Court for the State of California, County of Los Angeles). Bottini & Bottini is one of the counsel for plaintiffs in this shareholder derivative action on behalf of Sempra Energy relating to losses suffered by the Company in connection with a massive natural gas leak at the Company's Aliso Canyon, California underground storage well, which has been described as one of the most devastating environmental disasters in U.S. history.
- *In re Sanchez Energy Deriv. Litig.*, C.A. No. 9132-VCG (Delaware Chancery Court). Bottini & Bottini represented shareholders of Sanchez Energy Corp. in this shareholder derivative action, which alleged that the officers and directors of Sanchez Energy engaged in self-dealing and breached their fiduciary duties by engaging in transactions that benefitted themselves at the expense of the Company and its shareholders. The complaint alleged that the Company's insiders own and controlled a privately held company named Sanchez Resources. Eduardo Sanchez, the son of Sanchez Jr. and brother of Sanchez III, established and ran Sanchez Resources, while both Sanchez Jr. and Sanchez III maintained equity interests in it. In August 2013, Sanchez Energy, with the Board's approval, agreed to purchase working interests in the Tuscaloosa Marine Shale ("TMS") from Sanchez Resources (the "Transaction"). Sanchez Energy purchased these working interests at a price seventeen times higher than other oil and gas companies have paid for similar interests in the TMS. The beneficiaries of this over-priced purchase were the Sanchez family. On August 15, 2017, the parties announced that they reached a settlement which is worth approximately \$27.75 million. Under the terms of the Stipulation of Settlement, the directors of Sanchez Energy along with the directors of the company that sold it the mining interests will pay \$11.75 million to Sanchez Energy, and the equity of the seller in Sanchez Resources, valued at more than \$16 million, will be transferred to Sanchez Energy.
- *In re Tibco Software, Inc. Stockholders Litig.*, C.A. No. 10319-CB (Delaware Chancery Court). Bottini & Bottini was one of the counsels for plaintiffs in this shareholder class action lawsuit asserting claims for breach of fiduciary duty against Tibco's former officers and directors, and claims for aiding and abetting breach of fiduciary duty against Goldman Sachs, arising from the \$4.2 billion sale of Tibco to Vista Equity Partners in 2014. After hard-fought litigation, the case was settled in 2016 for \$30.4 million. On September 7, 2016, Chancellor Bouchard of Delaware Chancery Court approved the settlement, declaring it an "excellent outcome for the shareholders."

- *In re American Apparel Shareholder Deriv. Litig.*, Case No. BC443763 (Superior Court for the State of California, County of Los Angeles). Bottini & Bottini served as Plaintiffs' Lead Counsel in this shareholder derivative litigation on behalf of American Apparel and against its former officers and directors, including founder and CEO Dov Charney. After the company filed for bankruptcy, the Litigation Trustee appointed by the bankruptcy court hired Bottini & Bottini to continue to pursue the claims, including the claims against Dov Charney, the former CEO of the Company who is alleged to have committed egregious sexual harassment of female employees at the company. The case is still being litigated.
- *In re Sogou, Inc. Securities Litigation*, Lead Case No. 18CIV06699 (Superior Court for the State of California, County of San Mateo). Bottini & Bottini is serving as Lead Counsel in this shareholder class action relating to Sogou's IPO.
- *In re Pinduoduo Securities Litigation*, Case No. 18CIV04256 (Superior Court for the State of California, County of San Mateo). Bottini & Bottini is Co-Lead Counsel in this shareholder class action seeking damages under the Securities Act of 1933 relating to Pinduoduo's IPO.
- *In re PFF Bancorp, Inc. ERISA Litigation*, Master File No. 08-cv-1093 (C.D. Cal.). Mr. Bottini was one of the attorneys for plaintiffs in this ERISA class action, which alleged that defendants breached their fiduciary duties by continuing to allow plan participants to invest in the company's stock. The case settled for \$3 million, plus the allowance of a \$400,000 bankruptcy claim, after the company declared bankruptcy.
- *In re General Growth Properties, Inc. ERISA Litig.*, Master File No. 08-6680 (N.D. Ill.). Mr. Bottini and Mr. Chang were members of Plaintiffs' Executive Committee in this ERISA class action litigation, which alleged that defendants breached their fiduciary duties by continuing to allow plan participants to invest in the company's stock. The case settled for \$5.75 million in 2010. By Order dated December 9, 2010, the Hon. James B. Zagel of the United States District Court for the Northern District of Illinois granted final approval of the settlement.
- *In re Terex Corp. ERISA Litig.*, Master File No. 3:10-cv-00006-RNC (D. Conn.). Bottini & Bottini was one of Plaintiffs' counsel in this class action lawsuit under ERISA, which alleged that defendants breached their fiduciary duties by continuing to allow plan participants to invest in the company's stock. The case settled for \$2.5 million. Final approval of the settlement was entered by the Hon. Robert M. Chatigny of the United States District Court for the District of Connecticut on November 4, 2015.
- *Robinson v. Audience*, No. 12-cv-23227 (Santa Clara, California Superior Court). Bottini & Bottini was one of the counsels for plaintiffs in this securities class action alleging claims for strict liability under the Securities Act of 1933,

arising out of an allegedly false and misleading Registration Statement and Prospectus for Audience's IPO. By order dated September 3, 2013, Judge Kleinberg denied defendants' demurrer, denied defendants' motion to stay, and granted plaintiffs' motion to compel. Plaintiffs moved for class certification, which motion was granted by Order dated Jan. 16, 2015. The case was settled for \$6,050,000. By Order dated June 10, 2016, the Court granted final approval to the settlement.

- *Wiley v. Envivio, et al.*, No. CIV517185 (San Mateo, California Superior Court). Bottini & Bottini was one of the counsels for plaintiffs in this securities class action which asserted claims under the 1933 Act relating to Envivio's IPO. In March 2014, Judge Marie Seth Weiner overruled defendants' demurrer. Bottini & Bottini, Inc. assisted in procuring a settlement involving an \$8.5 million cash payment which was approved by Judge Weiner on June 22, 2015.
- *Snellink v. Gulf Resources, Inc.*, No. 11-cv-03722-ODW (C.D. Cal.). Bottini & Bottini, Inc. is co-lead counsel for the plaintiffs in this securities-fraud class action brought under the federal securities laws. By order dated May 15, 2012, the court denied Defendants' motion to dismiss. See 2012 U.S. Dist. LEXIS 67839 (C.D. Cal. May 15, 2012). Bottini & Bottini, Inc. procured a settlement involving a \$2.125 million cash payment which was approved by the Honorable Otis D. Wright II on January 18, 2014.
- *Diaz v. First American Home Buyers Protection Corp.*, Case No. 13cv1585 BAS (JLB) (S.D. Cal.). Bottini & Bottini was Co-Lead Counsel for the plaintiffs in this consumer class action case challenging the marketing and sale of home warranty plans by Defendant First American. After the case was dismissed by the district court, Plaintiffs appealed and obtained reversal by the Ninth Circuit Court of Appeals. See *Diaz v. First American Home Buyers Protection Corp.*, 732 F.3d 948 (9th Cir. 2013) (holding that an unaccepted offer of judgment pursuant to F.R.C.P. 68 for full amount of plaintiff's damages does not moot a plaintiff's case; 9th Circuit refused to follow other circuits which had held to the contrary).
- *In re General Growth Properties, Inc. ERISA Litigation*, No. 08 C 6791 (N.D. Ill.). Mr. Bottini and Mr. Chang were members of Plaintiffs' Executive Committee in this class action under ERISA seeking recovery of losses to General Growth Properties, Inc.'s employee retirement savings plans. Notwithstanding General Growth's filing for bankruptcy court protection, the Honorable James B. Zagel approved a settlement of \$5.75 million on December 9, 2010.
- *Great Pacific Securities v. Barclays, et al.*, No. SACV 14-01210 (C.D. Cal.). Bottini & Bottini is Co-Lead Counsel for plaintiff in this class action lawsuit, which is brought under California law and which seeks to recover losses suffered by Barclays' customers whose trades were submitted for execution on Barclays' LX dark pool exchange. The case was transferred to the Southern

District of New York in 2014, but in 2015 was transferred back to the Central District of California, where it is pending.

- *Schuh v. HCA Holdings, Inc.*, No. 3:11-cv-01033 (M.D. Tenn.). Bottini & Bottini was one of the counsels for the plaintiffs in this securities class action lawsuit seeking damages under the Securities Act of 1933 relating to HCA's IPO. By order dated May 28, 2013, the Court denied defendants' motion to dismiss. See *Schuh v. HCA Holdings, Inc.*, 947 F. Supp. 2d 882 (M.D. Tenn. 2013). By order dated September 22, 2014, the Court granted Plaintiffs' motion for class certification. See Fed. Sec. L. Rep. (CCH) ¶98,187; 2014 WL 4716231 (M.D. Tenn.). In November 2015, the case settled for \$215 million.
- *Karlin v. Alcatel*, No. SA CV 00-0214-DOC (C.D. Cal.). Mr. Bottini represented investors who received a tender offer for their shares from Alcatel S.A., a French telecommunications company. Mr. Bottini was the lead partner at his firm, Wolf Haldenstein Adler Freeman & Herz LLP, which served as Co-Lead Counsel for the Class. The case settled for \$10.5 million on the eve of trial. See 2001 WL 1301216 (C.D. Cal. Aug. 13, 2001) (denying defendants' motion for summary judgment).
- *In re Novastar Home Mortgage, Inc. Mortgage Lending Practices Litigation*, No. CV05-1677, MDL Docket No. 1677 (S.D. Ga.). Mr. Bottini was one of the lead attorneys in this class action litigation under the Real Estate Settlement Procedures Act of 1974 ("RESPA"). After three years of litigation, Chief Judge William T. Moore entered a Final Judgment on September 18, 2007 approving a nationwide class action settlement of Plaintiffs' RESPA claims in which approximately \$20 million in cash payments were made available to class members.
- *Reyes v. Zynga, Inc.*, Case No. CGC-12-522876 (San Francisco Superior Court). Bottini & Bottini was co-lead counsel in this class action alleging violations of the Securities Act of 1933 on behalf of a class of investors who bought Zynga stock in the company's Secondary Offering, which closed on April 3, 2012. Bottini & Bottini successfully had the case remanded to state court after being removed to federal court by defendants (see 2013 WL 5529754). In addition, by Order dated August 26, 2013, the Court denied defendants' demurrer on subject matter grounds and held that plaintiffs could bring their '33 Act federal claims in state court and that SLUSA did not eliminate concurrent jurisdiction in state and federal court for '33 Act claims. By order dated September 29, 2014, the Court denied defendants' demurrer as to the sufficiency of the complaint's allegations and denied defendants' motion to stay the action.
- *In re SunPower Corp. Shareholder Derivative Litigation*, Master File No. C-09-05731 (N.D. Cal.). Bottini & Bottini is Co-Lead Counsel in this shareholder derivative litigation pending in San Francisco, which involves alleged accounting fraud and the restatement of the financial statements of SunPower Corporation. In October 2013, the case was settled in exchange for Sunpower's

agreement to enact significant corporate governance reforms. By order dated August 22, 2014, the Court granted final approval to the settlement.

- *In re Pacific Capital Bancorp Derivative Litigation*, No. CIVRS1340306 (Cal. Super. Ct., County of Santa Barbara). Mr. Bottini and his prior firm, Chapin Fitzgerald Sullivan & Bottini LLP, were Lead Counsel in this shareholder derivative action which alleged breaches of fiduciary duties by certain officers and directors of Pacific Capital Bancorp. By Order dated October 8, 2010, the Court denied defendants' demurrer and held that Lead Plaintiff had adequately alleged demand futility under California law. After two years of litigation, in which over a million pages of documents were produced and reviewed and certain legal issues were litigated in the court of appeal, a substantial settlement was reached in which significant corporate governance changes were made to the Company, including changes to provide greater Board independence and accountability, strict internal financial controls, significant and substantial revisions to PCBC's credit policies (including the establishment of a new Credit Administration Group, the restriction of lending authority to specified senior loan officers, and enhanced new appraisal guidelines), new requirements obligating any individual desiring to serve on PCBC's board to own a minimum amount of stock in the Company, annual review of the Company's Code of Ethics, a new corporate governance training program for PCBC directors, new procedures to handle internal and external complaints from whistleblowers, annual review of all committee charters, and a vigorous insider trading policy. By Order dated January 19, 2012, the Court granted final approval of the settlement and entered a final judgment.
- *In re Herald, Primeo, and Thema Funds Securities Litigation*, No. 09 Civ. 0289 (RMB) (S.D.N.Y.). Bottini & Bottini, Inc. was Lead Counsel for the Thema Fund plaintiffs in this securities-fraud class action case under the PSLRA. The action was brought on behalf of all persons who invested in three Madoff "feeder funds" controlled by Bank Medici – the Herald, Primeo, and Thema funds. After a partial \$62.5 million settlement was obtained from one of numerous defendants, the Court dismissed the case on forum non conveniens grounds and denied preliminarily approval of the settlement.
- *In re Level 3 Communications, Inc. Securities Litigation*, No. 09-cv-00200-PAB-CBS (D. Colo.). Mr. Bottini and his prior firm, Johnson Bottini LLP, were Co-Lead Counsel in this securities-fraud class action asserting claims under Section 10(b) of the Securities Exchange Act of 1934.
- *In re UCBH Holdings, Inc. Deriv. Litig.*, No. CGC-09-492237 (San Francisco Superior Court). Mr. Bottini and his prior firm, Johnson Bottini LLP, were Lead Counsel in this shareholder derivative action. After the company declared bankruptcy, the Trustee asserted the claims contained in the lawsuit and eventually recovered \$4 million from the defendants.

- *In re Arena Resources, Inc. Shareholder Litigation*, No. CV10-01069 (Nev. Dist. Ct., County of Washoe). Mr. Bottini and his firm (Johnson Bottini LLP) served as one of the counsels for Plaintiffs in this shareholder class action challenging the acquisition of Arena Resources by SandRidge Energy, Inc. As a result of the prosecution of the action, SandRidge raised the cash portion of the merger consideration by \$2.00 per share, reduced the duration of the matching rights period, amended the terms of the non-solicitation clause in favor of Arena, reduced the amount of termination fees payable by a party from \$50 million to \$39 million, made additional material financial disclosures to Arena's shareholders and extended the date of the shareholder meeting to vote on the merger.
- *Bamboo Partners LLC v. The Robert Mondavi Corp.*, No. 26-27170 (Cal. Super. Ct., County of Napa). Mr. Bottini represented the plaintiff common shareholders of the Mondavi Corporation in connection with the acquisition of the company by Constellation Brands, Inc. Mondavi had a dual-class stock structure pursuant to which the common shareholders owned Class A shares and the Mondavi family members owned Class B shares. Plaintiffs alleged that the insider Class B Mondavi family members improperly received more consideration for their shares than the common Class A public shareholders. The case was settled when defendants agreed to pay an additional \$10.8 million to the Class A shareholder plaintiffs.
- *In re Dole Shareholder Litigation*, No. B281969 (Cal. Super. Ct., County of Los Angeles). In this mergers & acquisitions, going-private class action case, Mr. Bottini was one of two lead partners from his firm at the time (Wolf Haldenstein Adler Freeman & Herz LLP), which served as Co-Lead Counsel for the plaintiffs and was involved in all aspects of the litigation. A \$172 million settlement was obtained for the Class when the tender offer price was increased by \$4 per share.
- *In re Mentor Corp. Shareholder Litigation*, No. 1304537 (Superior Court for the State of California, County of Santa Barbara). Mr. Bottini's prior firm, Johnson Bottini, LLP was appointed Co-Lead Counsel (along with Robbins Geller Rudman & Dowd LLP) in this shareholder class action case which challenged the fairness of the tender offer submitted by Johnson & Johnson for all the public shares of Mentor Corporation.
- *In re Sepracor, Inc. Shareholders Litigation*, C.A. No. 4871-VCS (Del. Ch.). Mr. Bottini and his prior firm, Johnson Bottini, LLP, served as Co-Lead Counsel in this shareholder class action challenging a \$2.6 billion tender offer for all the outstanding shares of Sepracor, Inc. by Dainippon Sumitomo Pharma Co., Ltd. of Japan. After moving for a preliminary injunction and obtaining expedited discovery, the case was settled by defendants agreeing to disclose substantial additional disclosures to Sepracor's shareholders regarding the financial analyses performed by Sepracor's investment bankers.

The additional disclosures were filed via an Amendment No. 2 to the Schedule 14D-9 filed on October 2, 2009.

- *In re Heritage Bond Litigation*, No. 02-MDL-1475-DT (C.D. Cal.). In this class action bondholder litigation, which was ordered consolidated in Los Angeles by the Panel on Multidistrict Litigation, Mr. Bottini represented the outside director defendants. After obtaining dismissal of most of the claims against the outside directors, Mr. Bottini obtained dismissal of the remaining claims against the outside directors for a combined payment of \$102,500. The other defendants not represented by Mr. Bottini paid \$27 million to settle the case. See 2005 U.S. Dist. LEXIS 13627 (C.D. Cal. June 10, 2005).
- *In re Dell, Inc. Derivative Litigation*, No. 06-cv-0839 (W.D. Tex.). By order dated March 1, 2007, the Honorable Sam Sparks appointed Mr. Bottini's prior firm, Johnson Bottini, LLP, Co-Lead Counsel in this shareholder derivative action. After approximately two years of litigation, the case settled while on appeal.
- *In re Sunterra Corp. Shareholder Litigation*, No. A525433 (Nev. Dist. Ct., County of Clark). Mr. Bottini was Co-Lead Counsel in this shareholder action which challenged the fairness and disclosures made in SEC filings pertaining to a buyout offer for the company and certain actions by present and former officers and directors of Sunterra. The case was settled in 2007 when Sunterra agreed to file a supplemental filing with the United States Securities and Exchange Commission providing additional material information pertaining to the tender offer.
- *Deane v. Tombros (In re NPS Pharmaceuticals Securities Litigation)*, No. 60913838 (Utah Dist. Ct., Salt Lake City). Mr. Bottini and his firm, Johnson Bottini LLP, were Lead Counsel in this shareholder derivative action filed against current and former officers and directors of NPS Pharmaceuticals, Inc. This matter was settled on terms that required the implementation of significant corporate therapeutic changes at NPS.
- *In re American Express ERISA Litigation*, No. 08 Civ. 10834 (JGK) (S.D.N.Y.). Mr. Bottini served as one of the lawyers representing the plaintiffs, who asserted class action claims under ERISA on behalf of plan participants due to breaches of fiduciary duties by the defendants.
- *In re Heelys Inc. Derivative Litigation*, No. 07-cv-1682 (N.D. Tex.). Mr. Bottini's prior firm, Johnson Bottini, LLP, was Co-Lead Counsel in this shareholder derivative action filed against current and former officers and directors of Heelys Inc. After more than a year of litigation and multiple mediations, this matter was settled in 2010 on terms that required the implementation of significant corporate therapeutic changes.

Biographies of Attorneys

Francis A. Bottini, Jr.

Mr. Bottini practices in the areas of securities, consumer, and privacy class actions, mergers & acquisitions, antitrust, shareholder derivative litigation, and ERISA class action litigation. Prior to forming Bottini & Bottini, Inc., Mr. Bottini was a partner at several firms, including Chapin Fitzgerald & Bottini LLP, Johnson Bottini, LLP, and Wolf Haldenstein Adler Freeman & Herz LLP. Mr. Bottini has successfully achieved several multi-million dollar recoveries in securities, consumer, and antitrust class action cases throughout the country. Mr. Bottini served as an Adjunct Professor of Business Law at the University of San Diego from 1995 to 1997.

Mr. Bottini is a 1991 graduate of St. Louis University (B.A. *magna cum laude*), and the University of San Diego School of Law (J.D. *cum laude* 1994), where he was the Lead Articles Editor of the San Diego Law Review and received the American Jurisprudence Award in Property. Mr. Bottini is admitted to practice before the United States Supreme Court, all California state and federal courts, the United States Court of Appeals for the Second, Seventh, Eighth, Ninth, and Tenth Circuits, the United States District Court for Colorado, and the United States District Court for the Northern District of Illinois. He is AV-rated by Martindale-Hubbell.

The following are some examples of Mr. Bottini's reported cases:

- *Diaz v. First American Home Buyers Protection Corp.*, 732 F.3d 948 (9th Cir. 2013) (holding that an unaccepted offer of judgment pursuant to F.R.C.P. 68 for full amount of plaintiff's damages does not moot a plaintiff's case; 9th Circuit refused to follow other circuits which had held to the contrary).
- *Reyes v. Zynga, Inc.*, No. 12-05065 JSW, 2013 WL 5529754 (N.D. Cal. Jan. 23, 2013) (granting plaintiff's motion to remand claims brought under the Securities Act of 1933 to state court).
- *Cook v. McCullough*, No. 11 C 9119, 2012, U.S. Dist. LEXIS 114621, 2012 WL 3488442 (N.D. Ill. August 13, 2012) (denying motion to dismiss in shareholder derivative action brought on behalf of Career Education Corporation against its officers and directors for breach of fiduciary duty);
- *Snellink v. Gulf Resources, Inc.*, No. 11-cv-03722-ODW, 2012 U.S. Dist. LEXIS 67839 (C.D. Cal. May 15, 2012) (denying motion to dismiss in securities-fraud class action complaint);
- *Smith v. Apollo Group, Inc.*, No. CV-11-0722-PHX-PGR, 2012 U.S. Dist. LEXIS 3672 (D. Ariz. Jan. 11, 2012) (denying defendants' motion to stay shareholder derivative case pending completion of an internal investigation by a Special

Committee of the Board of Directors and also denying a stay of the case until resolution of a related securities-fraud class action case);

- *Ferguson v. Corinthian Colleges, Inc.*, No. SACV 11-0127 DOC (AJWx), 2012 U.S. Dist. LEXIS 1358 (C.D. Cal. Jan. 5, 2012) (denying defendants' motion to stay case pending interlocutory appeal of order denying motion to compel arbitration as to plaintiffs' claims for injunctive relief under California Business & Professions Code §17200 et seq.); 2011 U.S. Dist. LEXIS 119261 (C.D. Cal. Oct. 6, 2011) (denying in part a motion to compel arbitration);
- *Rosendahl v. Bridgepoint Education, Inc.*, No. 11cv0061 WQH (WVG), 2011 U.S. Dist. LEXIS 119735 (S.D. Cal. Oct. 17, 2011) (denying in part motion to dismiss consumer class action complaint alleging fraud and misrepresentation by for-profit college);
- *Bottini v. City of San Diego*, 27 Cal. App. 5th 281 (2018) (affirming trial court's grant of mandamus in action to set aside City Council resolution due to the improper use of baseline in California Environmental Quality Act ("CEQA") appeal; successfully arguing that prior California Supreme Court opinion was abrogated in light of subsequent U.S. Supreme Court precedent).
- *In re Coventry Healthcare, Inc. Securities Litigation*, No. 09-CV-2661-AW, 2011 U.S. Dist. LEXIS 34891 (D. Md. Mar. 31, 2011), reh'g denied, *Boyd v. Coventry Healthcare, Inc.*, 2011 U.S. Dist. LEXIS 135000 (D. Md. Nov. 18, 2011) (denying motion to dismiss in ERISA class action case);
- *Harrison v. XTO Energy, Inc.*, 705 F. Supp. 2d 572 (N.D. Tex. 2010) (denying defendants' motion to dismiss or stay action under Colorado River abstention doctrine);
- *In re Extreme Networks, Inc. Shareholder Derivative Litigation*, No. C-07-02268-RMW, 2009 U.S. Dist. LEXIS 111445 (N.D. Cal. Nov. 17, 2009), reconsideration denied by, 2010 U.S. Dist. LEXIS 32685 (N.D. Cal. Apr. 2, 2010) (denying motion to dismiss and upholding shareholder derivative complaint, finding that plaintiff had adequately alleged demand futility under Federal Rule of Civil Procedure 23.1);
- *In re Brocade Communications Systems, Inc. Derivative Litigation*, 615 F. Supp. 2d 1018 (N.D. Cal. 2009) (denying in part and granting in part motion to dismiss in shareholder derivative action, after Mr. Bottini was retained by the Company's Special Litigation Committee and an amended complaint was filed on behalf of the Company);
- *In re Dynamic Random Access Memory Antitrust Litigation*, No. M 02-1486, 2006 U.S. Dist. LEXIS 39841 (N.D. Cal. June 5, 2006) (granting motion for class certification in direct purchaser antitrust class action involving DRAM computer memory);

- *Karlin v. Alcatel*, No. SA CV 00-0214-DOC, 2001 WL 1301216 (C.D. Cal. Aug. 13, 2001) (denying defendants' motion for summary judgment);
- *In re Imperial Credit Industries, Inc. Securities Litigation*, No. CV 98-8842 SVW, 2000 WL 1049320 (C.D. Cal. Feb. 22, 2000) (denying defendants' motion to dismiss in a securities-fraud action under Section 10(b) of the Securities Exchange Act of 1934); and
- *In re USA Talks.com Securities Litigation*, No. 99-CV-0162-L(JA), 2000 WL 1887516 (S.D. Cal. Sept. 14, 2000) (denying defendants' motion to dismiss in 10b-5 case in one of the first reported cases after passage of the Private Securities Litigation Reform Act of 1995).

On April 18-20, 2005, Mr. Bottini gave a presentation on Securities Class Action Litigation at the 2nd Annual CFO Forum in Seoul, South Korea.

Albert Y. Chang

Mr. Chang specializes in representing shareholders and consumer in class actions. He also has extensive experience litigating privacy cases and *qui tam* cases, and has substantial experience handling appeals.

Before joining Bottini & Bottini, Inc. in 2009, Mr. Chang had over ten years of experience in federal litigation. He served as a judicial law clerk to United States District Judge Suzanne B. Conlon for the Northern District of Illinois and to United States District Judge Roger T. Benitez for the Southern District of California.

In addition to his judicial clerkships, Mr. Chang litigated complex cases on behalf of both plaintiffs and defendants. He prosecuted securities and ERISA class actions on behalf of shareholders. He also defended executives, energy companies, insurers, and trade associations for six years at the New York office of Dewey & LeBoeuf LLP, where he focused on litigating high-stakes cases and conducting corporate internal investigations.

A member of the New York and California bars, Mr. Chang is admitted to practice in numerous federal trial and appellate courts. He is a graduate of Beloit College (B.A. 1997) and Indiana University School of Law-Bloomington (J.D. 2001). He is fluent in Cantonese and Mandarin.

Michelle Ciccarelli Lerach

Ms. Lerach is a 1993 graduate of the University of Kentucky School of Law and is admitted to the Kentucky and California bars. Ms. Lerach has dedicated her life to fighting for those without enough voice, from fighting for immigrants' rights as a young law student to serving as partner/Of Counsel to the nation's largest plaintiff's firms, representing shareholders, workers, and consumers in a broad range of complex and class-action litigation for fraudulent business practices, human rights abuses, and labor and employment violations.

After graduating from the University of Kentucky College of Law, Ms. Lerach served as law clerk to the Honorable Sara Walter Combs, Kentucky Court of Appeals, and practiced law in Lexington (Newberry, Hargrove & Rambicure, PSC) and Louisville (Greenbaum, Doll & McDonald, LLP) before relocating to California in 1999.

In California, she joined Milberg Weiss and was a lead litigator in many cases, including *Does I v. The Gap, Inc.*, Case No. 01-0031 (D.N. Mariana Islands), a case on behalf of approximately 25,000 sweatshop workers against leading clothing manufacturers, which successfully concluded with a \$20 million settlement and a precedent-setting Monitoring Program to oversee labor and human rights practices in Saipan's garment factories. During her time at the firm and successor firms, she also worked on cases on behalf of the Sierra Club & the International Brotherhood of Teamsters (cross-border trucking), as well as a number of high-profile securities class actions such as Enron (\$7.3 billion recovered) and coordinated private actions like WorldCom. In 2008, she received the Consumer Attorneys of California, Women's Law Caucus Award as Outstanding Consumer Advocate.

Ms. Lerach's passion for law intersects with activism both in her pro bono work and in her teaching: she worked as a consultant to the Liberian Ministry of Gender & Development with respect to that country's proposed constitutional revisions, specifically as relates to gender neutrality; an outspoken critic of current GMO labeling policy, she was involved in the 2012 California ballot initiative to label GMOs (Prop 37), organizing university forums and debating opponents of the measure in San Diego, and served on the steering committee of Californians for GE Labeling, which spearheaded the renewed effort to achieve GMO labeling in California in 2016; and she is an advocate for sustainable farm internship programs, and was chosen as one of San Diego Magazine's 50 People to Watch 2011 for this work.

Ms. Lerach speaks regularly at a number of institutions, including previous presentations at the Buchmann Faculty of Law at Tel Aviv University (regarding the recently adopted Israeli class-action statute), Cornell University Law School (Joint JD/MBA Program), the University of Kentucky College of Law (Randall-Park Colloquium), and most recently the University of San Diego, moderating panels on Ethical Eating and Water Matters (in conjunction with the Changemaker Challenge) and the Future Thought Leaders series on behalf of the Berry Good Food Foundation on UCTV, for which she has received four San Diego Press Club Excellence in Journalism Awards. She was the author of "Improving Corporate Governance Through Litigation Settlements," *Corporate Governance Review*.

Ms. Lerach serves as the Vice Chair of the Board of the University of California Press Foundation, focused on progressive scholarship; a member of the Advisory Board of the Women Peacemakers Program at the Kroc Institute for Peace & Justice at the University of San Diego; an Advisor to Kiss the Ground, devoted to promoting regenerative agriculture, connecting sustainable agricultural practices to the larger issue of climate change, and Executive Producer to a documentary film of the same name slated for release 1/18; and Founder/President of the Berry Good Food Foundation.

Ms. Lerach is currently serving as one of the lead counsel in *Mayberry et al., Derivatively as members and Beneficiaries of Trust Funds on behalf of the Kentucky Retirement Systems v. Aldridge et al*, CASE No. 2019-CA-000043-OA (Circuit Court, Franklin, Kentucky), a derivative action seeking to recover billions of dollars in losses sustained by the Kentucky Retirement System due to wrongdoing committed by KKR, Blackstone, and various individual defendants.

Nina M. Bottini

Nina M. Bottini is a 2001 graduate of Heinrich-Heine-University School of Law, Dusseldorf, Germany, and received an LL.M. degree (Masters in Comparative Law) from California Western School of Law in 2006. Ms. Bottini specializes in securities class action litigation, ERISA class action litigation, antitrust, securities, and shareholder derivative actions.

Her representative cases include *In re DRAM Antitrust Litigation*, MDL No. 1486 (N.D. Cal.), and *In re Brocade Communications Systems, Inc. Derivative Litigation*, No. 1:05cv41683 (Cal. Super. Ct., County of Santa Clara).

Yury A. Kolesnikov

Mr. Kolesnikov practices complex shareholder class action and derivative litigation in state and federal courts. His practice also involves consumer class actions under California law. He has significant experience litigating at both trial-court and appellate level. He has personally briefed appeals and petitions before the U.S. Court of Appeals for the Ninth Circuit, Supreme Court of California, Supreme Court of Missouri, and California Courts of Appeal, among others. He has also argued dispositive motions and appeals, including before the U.S. Court of Appeals for the Ninth Circuit, Judicial Panel on Multidistrict Litigation, and California Courts of Appeal.

Prior to going into private practice, Mr. Kolesnikov served as a law clerk to the Honorable David R. Thompson (U.S. Court of Appeals for the Ninth Circuit), the Honorable Irma E. Gonzalez (Chief Judge for the U.S. District Court for the Southern District of California), and the Honorable Roger T. Benitez (U.S. District Court for the Southern District of California). Prior to that, he served as a research assistant to the Honorable Anthony M. Kennedy (Supreme Court of the United States) and as an extern to the Honorable Consuelo M. Callahan (U.S. Court of Appeals for the Ninth Circuit). As a result of the foregoing, he has an in-depth knowledge of the federal practice and procedure as well as the intricacies of the federal judicial system.

Mr. Kolesnikov graduated first in his class from the University of the Pacific, McGeorge School of Law. During law school, he served as a research assistant to Dean Elizabeth Rindskopf Parker, former General Counsel for the National Security Agency and the Central Intelligence Agency as well as former Principal Deputy Legal Adviser at the U.S. Department of State. His work with Dean Parker focused on judicial independence, civil liberties, and national security.

Anne Bottini Beste

Ms. Beste is of counsel to Bottini & Bottini, Inc. She practices complex civil litigation, with an emphasis in consumer, shareholder, and privacy class actions. She is a 1992 graduate of Northwestern University School of Law. She received her undergraduate degree in 1989 from Boston College, where she was Phi Beta Kappa and graduated *magna cum laude* with a B.A. in Economics. From 1996 to 2001, Ms. Beste practiced complex civil litigation at Swidler Berlin Shereff Freidman, LLP in Washington, D.C. Her practice at Swidler Berlin included employment litigation, environmental litigation, and trade secret litigation. Ms. Beste is admitted to practice in Washington, D.C., Missouri, Illinois, and California.

Tera Gazallo

Ms. Gazallo is a staff attorney at Bottini & Bottini, Inc. She practices in the field of shareholder class action and derivative actions. She is a 2009 graduate of University of the Pacific, McGeorge School of Law, and also received an LLM in Taxation from the University of San Diego School of Law in 2011. Ms. Gazallo has represented shareholders and pension funds in litigation related to various antitrust and securities claims, including but not limited to claims under the Securities Act of 1933 and the Securities Exchange Act of 1934. She also clerked for the California Department of Corporations in 2008.

James P. Rudolph

Mr. Rudolph works as a contract attorney at Bottini & Bottini, Inc. He is a 2005 graduate of California Western School of Law, and also received an LLM from University of San Diego School of Law. He also holds an undergraduate degree from University of California at Santa Barbara. He is a member of the California Bar, having being admitted in 2006.

Justus Benjamin III

Mr. Benjamin worked as a contract attorney at Bottini & Bottini, Inc. He is a 2008 graduate of Hofstra University in New York and a 2005 graduate of Washington University in St. Louis, and is a member of the California Bar.

Todd Hipper

Mr. Hipper worked as a contract attorney at Bottini & Bottini, Inc. He is a 2001 graduate of Georgetown University Law Center and a 1996 graduate of University of California at Berkeley, and is a member of the California Bar and New York Bar.

Amy Hsiao

Ms. Hsiao worked as a contract attorney at Bottini & Bottini, Inc. She is a 2008 graduate of California Western School of Law and was admitted to the California Bar in 2013.

Stephanie M. Ammirati

Ms. Ammirati is a paralegal specializing in complex civil litigation, consumer class actions, and shareholder derivative litigation. Before joining the firm in 2010, Ms. Ammirati developed a legal career as an attorney in both private practice and government service. She is a member of the Washington State Bar Association as well as the Idaho State Bar, and has an extensive range of experience in civil litigation.

Between 2006 and 2010 Ms. Ammirati served as a Deputy Attorney General at the Office of the Attorney General for the State of Idaho. Before her appointment as a Deputy Attorney General, Ms. Ammirati had nine years of experience in civil litigation while in private practice in Seattle. Additionally, she devoted time to volunteer work in the community by serving as a Court-Appointed Special Advocate (CASA) for many years. She also assisted domestic violence victims by providing pro bono legal services at the New Beginnings Family Law Clinic, and was a Board of Trustees Member of the FRIENDS of CASA.

Ms. Ammirati received her Juris Doctor from Loyola Law School where she graduated on the Dean's List and was the recipient of the Wiley W. Manuel Award for Pro Bono Legal Services. While in law school, she developed her legal skills through Loyola's externship programs, performing clinical work at the Civil Appellate Division of the Los Angeles City Attorney's Office, the Maynard Toll Pro Se Counseling Center, and the Alliance for Children's Rights. Ms. Ammirati received her Bachelor of Arts degree from Pepperdine University where she graduated *summa cum laude* and was awarded Valedictorian of her class.

Antonia Smith

Ms. Smith is a paralegal at Bottini & Bottini Inc. She holds a Bachelors Degree in Psychology from the University of Phoenix, a Master Degree in Legal Studies and Dispute Resolution from Pepperdine University, and a Paralegal Certificate from the University of San Diego.

Amelia Ardito

Ms. Ardito is a paralegal at Bottini & Bottini Inc. She graduated in 2016 from the University of Southern Maine and obtained her paralegal certificate from the University of California, San Diego.

Shelby Ramsey

Ms. Ramsey has ten years of experience as a complex litigation paralegal, primarily in plaintiffs' securities class actions, mergers and acquisitions, ERISA matters, shareholder derivative actions, and consumer and employee class action litigation.

Ms. Ramsey earned a Bachelor of Arts degree in Legal Studies, with a Minor in Speech Communications, in 2006 from Chapman University. She received her American Bar Association-approved Paralegal certificate from the University of San Diego in 2007.

1 **COUNSEL FOR DEFENDANTS:**

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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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11 MARIANNE MALONEY
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