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12 [Additional counsel appear on signature page.]

13 SUPERIOR COURT OF THE STATE OF CALIFORNIA

14 COUNTY OF SANTA CLARA

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

18 vs.)

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

Lead Case No. 18CV329690
(Consolidated with No. 18CV332463 and
No. 18CV332644)
CLASS ACTION
PLAINTIFFS’ NOTICE OF NON-
OPPOSITION IN FURTHER SUPPORT OF
MOTIONS FOR: (1) FINAL APPROVAL OF
CLASS ACTION SETTLEMENT AND
APPROVAL OF PLAN OF ALLOCATION;
AND (2) AN AWARD OF ATTORNEYS’
FEES AND EXPENSES AND AWARDS TO
CLASS REPRESENTATIVES PURSUANT
TO 15 U.S.C. §77z-1(a)(4)

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

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PLAINTIFFS’ NOTICE OF NON-OPPOSITION IN FURTHER SUPPORT OF MOTIONS FOR: (1) FINAL
APPROVAL OF CLASS ACTION SETTLEMENT AND APPROVAL OF PLAN OF ALLOCATION; AND (2) AN
AWARD OF ATTORNEYS’ FEES AND EXPENSES AND AWARDS TO CLASS REPRESENTATIVES
PURSUANT TO 15 U.S.C. §77z-1(a)(4)

1 Plaintiffs and Class Representatives Iron Workers District Council of New England Pension
2 Fund and Construction Workers Pension Trust Fund – Lake County and Vicinity (“Class
3 Representatives”) respectfully submit this notice of non-opposition in further support of the motions
4 for: (1) final approval of class action settlement and for approval of the proposed plan allocation of
5 settlement proceeds (the “Plan of Allocation”); and (2) an award of attorneys’ fees and expenses and
6 awards to Class Representatives pursuant to 15 U.S.C. §77z-1(a)(4).¹

7 **I. INTRODUCTION**

8 On December 1, 2021, the Court preliminarily approved the proposed Settlement of the above-
9 captioned litigation and ordered the dissemination of notice (the “Preliminary Approval Order”). In
10 accordance with the Preliminary Approval Order, as of February 3, 2022, the Claims Administrator
11 (Gilardi & Co. LLC) had mailed 20,494 copies of the Court-approved Notice of Proposed Settlement of
12 Class Action (the “Notice”) and Proof of Claim and Release form (the “Proof of Claim”) (collectively,
13 the “Claim Package”) to potential Class Members and their nominees, which explained, *inter alia*, the
14 terms of the Settlement, the Plan of Allocation, and the requested attorneys’ fees, expenses and awards
15 to Class Representatives. Since February 3, 2022, Gilardi has mailed an additional 956 copies of the
16 Claim Package in response to requests from potential Class Members, brokers, and nominees and as a
17 result of mail returned as undeliverable for which new addresses were identified and re-mailed to those
18 new addresses. Therefore, as of April 13, 2022, Gilardi has mailed a total of 21,450 Claim Packages to
19 potential Class Members and nominees. *See* Supplemental Declaration of Ross D. Murray Regarding
20 Notice Dissemination, Requests for Exclusion to Date, Interim Claims Processing, and Administration
21 Fees and Expenses (“Supp. Murray Decl.”), ¶¶4-5, filed herewith. In addition, the Summary Notice
22 was published in *The Wall Street Journal* and over the *Business Wire*. *See* previously-filed Declaration
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26 ¹ Unless indicated otherwise, all capitalized terms shall have the same meaning as set forth in the
27 Amended Stipulation of Settlement dated November 30, 2021 (“Stipulation”).

1 of Ross D. Murray, ¶12. Relevant documents concerning the Settlement – including the Stipulation, the
2 Notice, the Proof of Claim, and the Preliminary Approval Order – were posted to the Settlement
3 website, www.VeecoSecuritiesSettlement.com, which was identified in both the Notice and Summary
4 Notice. *Id.*, ¶14.²

5
6 The Notice advised Class Members of the February 21, 2022 deadline for requesting exclusion
7 from the Class and for filing objections to the proposed Settlement, the Plan of Allocation, and/or the
8 requested attorneys’ fees and expenses, including awards to the Class Representatives. The deadline
9 has now passed, and only two requests for exclusion from the Class were received and no objections to
10 the Settlement, Plan of Allocation, or fee and expense request were filed. *See* Supp. Murray Decl., ¶7.³
11 The overwhelmingly favorable reaction of the members of the Class supports the reasonableness of the
12 Settlement, the Plan of Allocation, and counsel’s fee and expense requests. *See Nat’l Rural Telecomms.*
13 *Coop. v. DIRECTV, Inc.*, 221 F.R.D. 523, 529 (C.D. Cal. 2004) (absence of large number of objections
14 raises a strong presumption that settlement is fair to the class); *Hanlon v. Chrysler Corp.*, 150 F.3d
15 1011, 1026 (9th Cir. 1998) (“reaction of the class members to the proposed settlement” is a factor to be
16 considered in assessing the adequacy of the settlement).

17
18 Moreover, as explained in the accompanying Supp. Murray Declaration, a total of 3,113 Proofs
19 of Claim were submitted. Claims processing is ongoing and these claims are being reviewed by
20 analysts to approve valid claims and to resolve any errors in data entered on the claims and identify
21 claims with other types of deficiencies or issues such as duplicate submissions and claims which lack
22 the supporting documentation required. Supp. Murray Decl., ¶9. Furthermore, if a deficiency in a

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24 ² In addition, all briefs and declarations in support of these motions were posted to the Settlement
25 website – www.VeecoSecuritiesSettlement.com.

26 ³ Only one of the two opt-outs is valid; one does not provide the requisite information; *i.e.*, the
27 number of shares acquired in the Merger.

1 claim exists and it is not able to be resolved by an analyst, the claimant will be notified of that
2 deficiency and provided with an opportunity to respond with further information or documentation to
3 resolve the issue. *Id.* As these reviews and amendments to claims often impact the status and
4 recognized loss of the claim, the total number of valid claims, recognized loss of those claims, and
5 amount of average per share payment is not available until claims processing is complete. *Id.* Thus,
6 while processing of the claims continue, it is abundantly clear that a large number of Class Members
7 have chosen to participate in this Settlement.
8

9 **II. CONCLUSION**

10 As the Settlement has received overwhelming support from the Class, Class Representatives
11 respectfully request that: (1) the Motion for Final Approval of Class Action Settlement and Approval of
12 Plan of Allocation and the Motion for an Award of Attorneys' Fees and Expenses and Awards to Class
13 Representatives Pursuant to 15 U.S.C. §77z-1(a)(4) be granted; and (2) the Order and Final Judgment
14 and the proposed order awarding fees and expenses be entered.

15 DATED: April 14, 2022

Respectfully submitted,

16 ROBBINS GELLER RUDMAN
17 & DOWD LLP
18 ELLEN GUSIKOFF STEWART
19 JAMES I. JACONETTE



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Additional Counsel for Plaintiffs

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DECLARATION OF SERVICE BY EMAIL

I, Teresa Holindrake, am and was, at all times herein mentioned, a citizen of the United States and a resident of the County of San Diego, over the age of 18 years, and not a party to or interested party in the within action, and have a business address of 655 West Broadway, Suite 1900, San Diego, California 92101.

I hereby declare that on April 14, 2022, I caused to be served the attached Plaintiffs' Notice of Non-Opposition in Further Support of Motions for: (1) Final Approval of Class Action Settlement and Approval of Plan of Allocation; and (2) an Award of Attorneys' Fees and Expenses and Awards to Class Representatives Pursuant to 15 U.S.C. §77z-1(a)(4) on the parties in the within action by emailing a copy to the addresses below:

COUNSEL FOR PLAINTIFFS:

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1 **COUNSEL FOR DEFENDANTS:**

2

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7 I declare under penalty of perjury that the foregoing is true and correct. Executed on April 14,
8 2022, at San Diego, California.

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11 _____
12 TERESA HOLINDRAKE
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