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12 *Attorneys for Plaintiff Jonathan Shomroni*  
13 *And the Putative Class*

14 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**  
15 **COUNTY OF SAN FRANCISCO**

16 **JONATHAN SHOMRONI**, Individually and  
on behalf of others similarly situated,

17 Plaintiff,

18 v.

19 **FEI LABS INC.**, a Delaware Corporation,  
20 **JOSEPH SANTORO**, an Individual,  
21 **BRIANNA MONTGOMERY**, an Individual,  
**SEBASTIAN DELGADO**, an Individual, and  
22 **DOES 1-10**.

23 Defendants,

**Case No: CGC-22-598995**

*Assigned for all purposes to  
the Hon. Ethan P. Schulman, Dep't 304*

**CLASS ACTION**

**DECLARATION OF WILLIAM R. RESTIS  
IN SUPPORT OF (1) PLAINTIFF'S  
MOTION FOR FINAL APPROVAL OF  
CLASS ACTION SETTLEMENT AND (2)  
MOTION FOR FEE APPLICATION**

Date: October 27, 2023

Time: 10:00 a.m.

Dept: 304

Judge: Hon. Ethan P. Schulman

1 I, William R. Restis, hereby declare as follows:

2 1. I am the managing member of THE RESTIS LAW FIRM, P.C. (“RLF”), counsel for  
3 Plaintiff and proposed settlement class representative Jonathan Shomroni (“Plaintiff”), and the  
4 proposed Class Members<sup>1</sup> in the above captioned case. I have personal knowledge of the matters set  
5 forth herein, based on my active participation in all material aspects of this litigation. If called upon,  
6 I could and would testify competently to the facts herein based upon my personal involvement in  
7 this case. I submit this declaration in support of Plaintiff’s Motion for Final Approval of Class  
8 Action Settlement and in support of Plaintiff’s Motion for Attorneys’ Fees, Expenses and Service  
9 Award, filed concurrently herewith.

10 2. Plaintiff seeks final approval of a class action settlement with defendants Fei Labs  
11 Inc. (“Fei Labs”), Joseph Santoro, Sebastian Delgado, and Brianna Montgomery (collectively, the  
12 “Individual Defendants,” and together with Fei Labs, “Defendants”). A true and correct copy of the  
13 Amended Stipulation of Settlement (the “Stipulation”), dated March 30, 2023, is attached as Exhibit  
14 I to the 5/30/23 Restis Declaration.

15 **A. Initiation of Litigation and Defendants’ Demurrer**

16 3. Plaintiff filed his class action complaint on April 1, 2022. Defendants filed their  
17 demurrer to the Complaint on July 18, 2022. The Court overruled Defendants’ demurrer on  
18 September 16, 2022, and a corrected decision was issued on September 27, 2022.

19 **B. The “Final Redemption” Event**

20 4. In September 2022, in response to a proposal presented by Fei Labs, the TRIBE  
21 “DAO”<sup>2</sup> approved a proposal called the “Final Redemption,” under which assets controlled by the  
22 DAO are being returned to holders of FEI and TRIBE. Specifically, the Final Redemption allows all  
23 holders of FEI to tender their FEI tokens in exchange for an equivalent number of “DAI” stablecoins  
24 that are pegged 1:1 to the U.S. dollar. In addition, the Final Redemption provides that current holders

25 <sup>1</sup> Unless otherwise noted, defined terms used herein have the meaning ascribed to them in the May  
26 29, 2023 Amended Stipulation of Settlement, attached as Exhibit I to the May 30, 2023 Supplemental  
27 Declaration of William R. Restis in Support of Plaintiff’s Motion for Preliminary Approval (“5/30/23  
28 Restis Decl.”).

<sup>2</sup> A “DAO” is a “decentralized autonomous organization” controlled by the votes of token holders.

1 of TRIBE can tender their TRIBE tokens in exchange for Ethereum and other crypto tokens. The  
2 token basket that each TRIBE holder can receive constitutes the TRIBE holder's proportionate share  
3 of the sums held in the TRIBE "Protocol Controlled Value" (*i.e.*, all remaining assets from the  
4 amounts raised during the Genesis Event), after DAI is set aside for the redemption of FEI. The Final  
5 Redemption was structured in such a way that TRIBE and FEI holders can redeem their tokens at  
6 any point. Regardless of when they tender, every FEI holder shall receive one DAI (equivalent to  
7 one U.S. dollar) for each FEI, and every TRIBE holder shall receive a *pro rata* share of the remaining  
8 DAO-held tokens based on the same redemption exchange rate per TRIBE.

9 5. The above information related to the so-called Final Redemption is publicly available  
10 at <https://tribe.fei.money/t/tip-121-proposal-for-the-future-of-the-tribe-dao/4475/22> and  
11 <https://tribedao.xyz/governance>.

12 **C. Discovery and Settlement Negotiations**

13 6. On or around September 29, 2022, Plaintiff served special interrogatories on  
14 Defendants relating to their control of digital wallet addresses holding or controlling FEI and TRIBE.

15 7. On or around October 10, 2022, Plaintiff served requests for production of documents  
16 on Defendants relating to their promotion and control of the Genesis Event, their receipt of proceeds  
17 from the Genesis Event, the control and management of Fei Labs, the assets of Fei Labs, their  
18 marketing or promotion of the Genesis Event, their control of websites used to execute the Genesis  
19 Event, their control or operation of the TRIBE DAO, the identity of Class Members, and the scope  
20 of investments into Fei Labs by institutional backers.

21 8. On or around October 17, 2022, Plaintiff served additional special interrogatories  
22 relating to Defendants' crypto digital wallet addresses and other assets, as well as the Individual  
23 Defendants' positions within Fei Labs.

24 9. Defendants provided interrogatory responses addressing the roles of the Individual  
25 Defendants within Fei Labs, and relating to Defendants' crypto wallet addresses, the number of  
26 TRIBE tokens Defendants had the right to receive from the Genesis Event, and activities associated  
27 with the TRIBE DAO.  
28

1           10.     The parties began discussing the possibility of settlement in early October 2022, after  
2 the Court overruled Defendants’ demurrer to the Complaint, and as Plaintiff was preparing a motion  
3 for preliminary injunction against Defendants based on Plaintiff’s concerns about the potential  
4 dissipation of Class assets caused by the Final Redemption. The parties agreed that any settlement  
5 negotiations could be facilitated by an experienced mediator.

6           11.     On or around October 20, 2022, the parties agreed to select Michelle Yoshida of the  
7 preeminent mediation firm, Phillips ADR Enterprises, to be the mediator. A copy of Ms. Yoshida’s  
8 Curriculum Vitae is attached as Exhibit B to the Declaration of William R. Restis in Support of  
9 Plaintiff’s Motion for Preliminary Approval, filed April 21, 2023 (the “4/21/23 Restis Decl.”).

10          12.     In preparation for the mediation, the parties submitted two rounds of mediation briefs  
11 each in November and early December 2022. To facilitate an informed mediation session, the parties  
12 entered into a confidentiality agreement and protective order. During November and early December  
13 2022, the parties exchanged documents and data addressing issues such as class member  
14 transactions, damages, class member contact information, the scope and certifiability of any  
15 potential class, and statutes of limitations.

16          13.     In preparation for mediation, Plaintiff retained the blockchain analysis firm  
17 Blocktrace to estimate class-wide damages. This expert analysis took into account blockchain  
18 records, including the effective price of FEI and TRIBE, Class Member transfers of FEI and TRIBE  
19 obtained in the Genesis Event, trading volumes and prices on the secondary market for FEI and  
20 TRIBE, and statistics related to the Final Redemption.<sup>3</sup>

21          14.     Based on Blocktrace’s analysis, Plaintiff estimated that Class Members may have  
22 suffered approximately \$17 million of losses, based on an examination of the damages (or profits)  
23 with respect to TRIBE and FEI, as discussed further below.

24          15.     As confirmed by Ethereum blockchain records, in the Genesis Event, Class Members  
25

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26 <sup>3</sup> Blockchain records also memorialize other transactions by FEI and TRIBE holders, such as  
27 providing FEI and TRIBE into “liquidity pools” on decentralized exchanges that earn rewards for  
28 the FEI and TRIBE holders in a manner comparable to interest or dividends.

1 contributed 639,235.5924 ETH (Ethereum) tokens and received 1,302,613,195.3260 FEI tokens in  
2 return. This amounted to a gross price of \$1 per FEI. During this Genesis Event, Class Members  
3 elected to “pre-swap” 385,878,266.8869 FEI tokens for 119,248,244.5574 TRIBE Tokens. *See*  
4 Complaint ¶¶ 87-89 (discussing the pre-swap). This resulted in a gross price of \$3.23 per TRIBE.  
5 However, as noted in the Complaint, Defendants issued 100 million “bonus” TRIBE tokens to Class  
6 Members in the Genesis Event. *Id.* ¶ 85 and n. 11.

7 16. If the finder of fact were to take into account the “bonus” TRIBE, each Class Member  
8 would have paid an effective price of \$0.80 per FEI and \$2.59 per TRIBE. This is consistent with  
9 the trading prices of FEI and TRIBE. On April 3, 2021, when the FEI and TRIBE tokens were  
10 released to Class Members for trading, TRIBE’s opening price was approximately \$2.59 per token,  
11 and FEI’s price immediately dropped below the \$1 peg, and traded between approximately \$0.90  
12 and \$0.68 per token through approximately April 23, 2021.

13 17. Based on the above, Plaintiff first estimated the damages suffered with respect to  
14 Class Members’ holdings of TRIBE. Most of the Class Members’ estimated damages were  
15 associated with TRIBE. These damages consisted of approximately \$162.7 million in trading losses  
16 on TRIBE, another approximately \$8.3 million of losses on TRIBE that were not sold but held until  
17 the Final Redemption, and an additional \$0.6 million of losses on TRIBE tokens that were never  
18 claimed by Class Members as part of the Genesis Event. These losses total approximately \$171.6  
19 million.

20 18. Second, Plaintiff estimated what damages were suffered with respect to Class  
21 Members’ holdings of FEI. According to coinmarketcap.com records, FEI traded below its effective  
22 cost of \$0.80 per token only between April 6-20, 2021, and on April 23, 2021. Using trading volumes  
23 from coinmarketcap.com and blockchain transaction records, Blocktrace estimated that Class  
24 Members incurred trading losses on FEI tokens of approximately \$4.6 million.

25 19. On every other trading day since the completion of the Genesis Event on April 3,  
26 2021, FEI has traded continuously above \$0.80 per token. On most days, FEI traded near \$1 per  
27 token, reflecting its function as a stablecoin pegged 1:1 to the U.S. dollar. Approximately 87% of  
28

1 the 916.734 million FEI were *not* traded between April 6-20, 2021 or on April 23, 2021. These FEI  
2 either were sold by Class Members at or near \$1 per token, or were redeemable into the Final  
3 Redemption for other stable coins trading at \$1. This means that approximately 796.6 million FEI  
4 may have been sold or redeemable at or near a \$0.20 profit per token, totaling approximately \$159.3  
5 million, that may be required to be offset against other losses on FEI or TRIBE under the Securities  
6 Act.

7 20. Therefore, Plaintiff’s analysis produced a range for the damages suffered by the  
8 Class, depending on the assumptions used. If Plaintiff were required under the Securities Act to  
9 account for “bonus” TRIBE (in such a manner as to reduce the effective price paid for each FEI and  
10 TRIBE) and also to offset profits made on the sale of FEI tokens against any losses, Plaintiff would  
11 arrive at total potential damages for Class Members of approximately \$17 million. If there were no  
12 offset for profits, the Class’s damages could be as high as \$191 million.

13 21. On December 13, 2022, the Parties engaged in a ten hour in-person mediation before  
14 Mediator Michelle Yoshida of Phillips ADR Enterprises.

15 22. At or before the December 13, 2022 mediation, Defendants produced additional data  
16 and analysis in mediation briefs that helped to further inform Plaintiff’s damages estimates.

17 23. At the December 13, 2022 mediation, Ms. Yoshida informed Plaintiff’s Counsel that  
18 Defendants claimed to have assets less than Plaintiff’s best case estimated damages (excluding  
19 “bonus” TRIBE and potential profits on FEI). Defendants provided financial statements to Ms.  
20 Yoshida, which she represented to Plaintiff’s Counsel that she reviewed. Defendants made specific  
21 representations to Plaintiff’s Counsel about the assets derived from the Genesis Event, generated by  
22 Defendants from the FEI/TRIBE project, and liabilities associated with operating Fei Labs.

23 24. Given the disclosures about Defendants’ assets and liabilities, Plaintiff was  
24 confronted with the tradeoffs between continued litigation, under which funds would be quickly  
25 spent on top-tier defense counsel and experts, and preserving these assets for settlement.

26 25. The December 13, 2022 mediation was unsuccessful, but the Parties continued to  
27 engage in negotiations through Ms. Yoshida.

1           26.     On January 5, 2023, the Parties engaged in a second virtual mediation session with  
2 Ms. Yoshida. That mediation was also unsuccessful.

3           27.     Subsequent to the second mediation session, on January 17, 2023, Ms. Yoshida issued  
4 a mediator’s proposal for the Settlement Amount, which the parties accepted on January 18, 2023.  
5 Thereafter, on January 27, 2023, the Parties executed an enforceable and binding term sheet  
6 reflecting their agreement-in-principle to fully resolve the Litigation in exchange for a cash payment  
7 of \$17,850,000 for the benefit of the Class, subject to confirmatory discovery regarding Defendants’  
8 assets, the negotiation of the final Stipulation, and approval by the Court.

9           28.     The January 27, 2023 term sheet expressly conditioned the Settlement on Defendants  
10 providing Plaintiff with confirmatory discovery to substantiate the claims made by Defendants  
11 during mediation, or otherwise Plaintiff could withdraw from the Settlement.

12           29.     During the months of February and March 2023, Defendants produced several  
13 hundred pages of financial documentation confirming Fei Labs’s remaining proceeds from the FEI/  
14 TRIBE project including available cash, crypto assets, wallet addresses and balances, tax advice and  
15 current liabilities. Those disclosures revealed corporate assets held in cash, stablecoins, and crypto  
16 tokens of fluctuating value. Total assets for Fei Labs before accounting for liabilities was  
17 approximately \$37.3 million. Defendants’ disclosures also revealed that Fei Labs owed  
18 approximately \$16.6 million in current liabilities and anticipated taxes. Net of liabilities, Fei Labs  
19 had available assets of approximately \$20.7 million.

20           30.     Defendants’ disclosures also revealed that the Individual Defendants have  
21 approximately \$5.4 million in assets unrelated to the FEI/TRIBE project, held in mostly illiquid  
22 commercial real estate.

23           31.     Even after the Parties reached a settlement in principle, the adversarial process  
24 continued through two months of negotiations with respect to a final Stipulation. On March 30, 2023,  
25 the Parties signed the Stipulation. On May 29, 2023, the parties entered into the Amended  
26 Stipulation, which reflected changes made in response to the Court’s May 19, 2023 Order  
27 Continuing Plaintiff’s Motion for Preliminary Approval of Class Action Settlement (“May 19, 2023  
28

1 Order”). *See further infra*, ¶ 35.

2 32. As a result of the above due diligence review, Plaintiff’s Counsel were well informed,  
3 and have concluded that the proposed Settlement is “fair, reasonable, and adequate.”

4 **D. The Plan of Allocation**

5 33. To develop the Plan of Allocation, Plaintiff’s Counsel retained Chad Coffman at  
6 Global Economics Group. Plaintiff’s Counsel determined that Mr. Coffman would be ideally suited  
7 to determine such a plan due to his firm’s familiarity with damages calculations in crypto securities  
8 class actions such as the *In re Tezos Securities Litigation* in the Northern District of California.

9 34. A true and correct copy of the Plan of Allocation is attached as Exhibit J to the 5/30/23  
10 Restis Declaration.

11 **E. Preliminary Approval Order**

12 35. On April 21, 2023, Plaintiff filed a Motion for Preliminary Approval of Class Action  
13 Settlement (“Preliminary Approval Motion”). On May 19, 2023, the Court held a hearing on the  
14 Preliminary Approval Motion and issued the May 19, 2023 Order continuing the motion. On May  
15 30, 2023, Plaintiff filed supplemental submissions in accordance with the May 19, 2023 Order.

16 36. On June 22, 2023, the Court held another hearing on the Preliminary Approval  
17 Motion and issued an order continuing the motion (“June 22, 2023 Order”). On June 26, 2023,  
18 Plaintiff filed supplemental submissions in accordance with the Court’s June 22, 2023 Order.

19 37. On June 28, 2023, the Court granted Plaintiff’s Motion for Preliminary Approval of  
20 the Settlement (“Preliminary Approval Order”). In the Preliminary Approval Order, the Court,  
21 among other things:

- 22 a. certified the Class for the purposes of Settlement;
- 23 b. preliminarily appointed and designated Plaintiff as the Settlement class  
24 representative for the Class Members;
- 25 c. preliminarily appointed and designated The Restis Law Firm, P.C., AFN Law  
26 PLLC and HGT Law as Settlement Class Counsel for the Class Members;
- 27 d. authorized Plaintiff’s Counsel to retain Simpluris as the Claims Administrator;
- 28

- 1 e. authorized the Claims Administrator to retain Huntington Bank as the Escrow  
2 Agent to create and maintain the Escrow Account for receipt and administration  
3 of the Settlement Fund;
- 4 f. approved the Notice of the Settlement to the Class Members;
- 5 g. set forth procedures for exclusion from the Settlement and for making objections  
6 to the Settlement;
- 7 h. set forth a schedule for administering the Settlement; and
- 8 i. set a final Settlement Hearing to be held before the Court on October 27, 2023 at  
9 10:00 am.

10 **F. Settlement Notice Administration**

11 38. The Declaration of Simpluris in Support of Plaintiff's Motion for Final Approval of  
12 Class Action Settlement submitted herewith ("Simpluris Decl.") describes the steps taken to notify  
13 the Class of the Settlement

14 39. Although Class Members have until October 1, 2023 to file claims and make  
15 objections, the deadline for exclusion expired on September 6, 2023. Only one Class Member out of  
16 approximately 17,570 sought to exclude themselves from the Settlement. Simpluris Decl. ¶¶ 11. As  
17 of the date of this filing, no Class Members have objected to the Settlement.

18 **G. Fee and Expenses Application**

19 40. In light of the excellent Settlement achieved, Plaintiff's Counsel seeks an award of  
20 attorneys' fees in the amount of \$4,462,500 or 25% of the \$1,785,000 Settlement Amount. In  
21 addition, Plaintiff seeks a service award in the amount of \$10,000 for his efforts in bringing the  
22 Litigation and achieving the Settlement for the benefit of the Class, and for monitoring the Litigation  
23 from inception through settlement and approval.

24 41. The fee award of \$4,462,500 represents approximately a 2.4 multiplier of Plaintiff's  
25  
26  
27  
28

1 Counsel's lodestar. As set forth in the Fee Declarations,<sup>4</sup> Plaintiff's Counsel expended 2,235.4 hours  
2 of work on this Litigation through the date of this declaration, for a total lodestar amount of  
3 \$1,863,795.40. Specifically:

- 4 a. The Restis Law Firm expended 994.8 hours on the Litigation, for a lodestar of  
5 \$830,384.00 (*see* Restis Fee Decl. ¶ 4, Ex. A);
- 6 b. AFN Law PLLC expended 320.1 hours on the Litigation, for a lodestar of  
7 \$207,787.65 (*see* Ni Fee Decl. ¶ 4, Ex. A); and
- 8 c. HGT Law expended 920.5 hours on the Litigation, for a lodestar of \$825,623.75  
9 (Ta Fee Decl. ¶ 4, Ex. A).

10 42. Plaintiff's Counsel also seeks expenses in the amount of \$50,713.27 as set forth in  
11 the Fee Declarations:

- 12 a. The Restis Law Firm's expenses are \$6,436.96 (*see* Restis Fee Decl. ¶¶ 5-6, Ex.  
13 B);
- 14 b. AFN Law PLLC's expenses are \$564.13 (*see* Ni Fee Decl. ¶ 5, Ex. B); and
- 15 c. HGT Law's expenses are \$43,712.18 (*see* Ta Fee Decl. ¶¶ 5-6, Ex. B).

16 **H. Investment Of The Settlement Fund**

17 43. As authorized in the Preliminary Approval Order, the Settlement Fund was invested  
18 by Huntington Bank, as the Escrow Agent, in short-term treasuries of a duration of six months or  
19 less. Since the Court issued the Preliminary Approval Order, the Settlement Fund has grown to  
20 approximately \$18,082,169.90 as of September 21, 2023.

21 ///

22 ///

26 <sup>4</sup> "Fee Declarations" refers to: the Declaration of William R. Restis in Support of Fee Application  
27 ("Restis Fee Decl."), attached hereto as Exhibit 1; Declaration of Angus F. Ni in Support of Fee  
28 Application ("Ni Fee Decl."), attached hereto as Exhibit 2; and Declaration of Hung G. Ta in Support  
of Fee Application ("Ta Fee Decl."), attached hereto as Exhibit 3.

1 I declare under penalty of perjury under the laws of the State of California that the foregoing  
2 is true and correct.

3 Executed on September 21, 2023 in San Diego, California.

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5 \_\_\_\_\_  
6 William R. Restis

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# **Exhibit 1**

1 THE RESTIS LAW FIRM, P.C.  
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8 HGT LAW  
9 Hung G. Ta, Esq. (Cal. Bar No. 331458)  
Alex Hu, Esq. (Cal. Bar No. 279585)  
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11 (646) 453-7288  
hta@hgtlaw.com

12 *Attorneys for Plaintiff Jonathan Shomroni*  
13 *And the Class*

14 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**  
15 **COUNTY OF SAN FRANCISCO**

16 **JONATHAN SHOMRONI**, Individually and  
on behalf of others similarly situated,

17 Plaintiff,

18 v.

19 **FEI LABS INC.**, a Delaware Corporation,  
20 **JOSEPH SANTORO**, an Individual,  
21 **BRIANNA MONTGOMERY**, an Individual,  
**SEBASTIAN DELGADO**, an Individual, and  
22 **DOES 1-10**.

23 Defendants,

**Case No: CGC-22-598995**

*Assigned for all purposes to  
the Hon. Ethan P. Schulman, Dep't 304*

**CLASS ACTION**

**DECLARATION OF WILLIAM R. RESTIS  
IN SUPPORT OF FEE APPLICATION**

Date: October 27, 2023

Time: 10:00 a.m.

Dept: 304

Judge: Hon. Ethan P. Schulman

1 I, William R. Restis, declare as follows:

2 1. I am the principal of the law firm THE RESTIS LAW FIRM, P.C. (“RLF” or the  
3 “Firm”). I am submitting this declaration in support of the application for an award of attorneys’  
4 fees, expenses and charges (“expenses”) in connection with services rendered in the above-entitled  
5 action (the “Action” or the “Litigation”).

6 2. Together with the law firms AFN Law PLLC (“AFN”) and HGT Law (“HGT”), this  
7 Firm is counsel of record for plaintiff Jonathan Shomroni (“Plaintiff”) and the class herein.

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

18 4. The total number of hours spent on the Litigation by the Firm is **994.8 hours**.  
19 Attached as Exhibit A is a chart reflecting the time billed by each timekeeper in each of sixteen  
20 categories, and also reflects each timekeeper’s hourly rate, individual hours and lodestar at their  
21 current rate. **The total lodestar amount for attorney/paraprofessional time based on the Firm’s**  
22 **current rates is \$830,384.** The hourly rates shown in Exhibit A are the usual and customary rates  
23 set by the Firm for each individual. These hourly rates are consistent with hourly rates submitted  
24 by the Firm to state and federal courts, and approved in other securities and class action litigations.

25 5. The Firm seeks an award of **\$6,436.96 in expenses and charges** in connection with  
26 the prosecution of the Litigation. Those expenses and charges are summarized by category in the  
27 attached Exhibit B.



# **EXHIBIT A**

**EXHIBIT A**

*Shomroni v. Fei Labs Inc, et al.,*  
Case No. CGC-22-598995

**Firm: Restis Law Firm**

**Reporting Period: Inception through September 21, 2023**

**Categories**

- |   |  |                              |  |
|---|--|------------------------------|--|
| (1) Initial investigation and case strategy | (5) Opposition to demurrer                   | (9) Discovery                | (13) Settlement negotiations           |
| (2) Drafting complaint                      | (6) Other motions - e.g., pro hac vice       | (10) Document Review         | (14) Preliminary approval              |
| (3) Communication re: case strategy/status  | (7) Case management conferences and hearings | (11) Experts and consultants | (15) Supplemental preliminary approval |
| (4) Case administration                     | (8) Service of documents                     | (12) Damages calculation     | (16) Final approval of settlement      |

Name	Position	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	Hours	Rate	Lodestar
William R. Restis	P	20.5	104.2	14.6	1.3	159.1	45.5	13.5	3.6	51.9		2.9	39.1	181.2	253.2	24.6	56.4	971.6	\$ 850.00	\$ 825,860.00
Anne Donovan	PL		1.1	0.1	1.8	6.1	2.8	1.2	1.7	5.5					2.7		0.2	23.2	\$ 195.00	\$ 4,524.00
<b>TOTAL:</b>		20.5	105.3	14.7	3.1	165.2	48.3	14.7	5.3	57.4	0	2.9	39.1	181.2	255.9	24.6	56.6	994.8		<b>\$ 830,384.00</b>

(P) Partner

(PL) Paralegal

# **EXHIBIT B**

**EXHIBIT B**

*Shomroni v. Fei Labs Inc., et al.*,  
Case No. CGC-22-598995  
The Restis Law Firm, P.C.  
Expense Summary  
Inception through September 21, 2023

<b>CATEGORY</b>	<b>AMOUNT</b>
Filing and Other Fees	\$2,694.47
Transportation, Hotels & Meals	\$756.46
Service, Messenger and Delivery	\$1,499.69
Court Hearing Transcripts	\$1,277.59
Photocopies	\$208.75
<b>Total</b>	<b>\$6,436.96<sup>1</sup></b>

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<sup>1</sup> These costs exclude funds paid by RLF into a litigation fund escrowed by HGT Law. HGT Law paid expenses out of the litigation fund for such items as expert and mediation fees.

# **EXHIBIT C**



## William R. Restis

### EDUCATION

- ❖ *U. San Diego School of Law*, J.D., 2006
- ❖ *James Madison College*, Michigan State University, B.A. 2002 (*Dean's List*)

### BAR ADMISSIONS

- ❖ California 2006

### COURT ADMISSIONS

- ❖ Southern District of California
- ❖ Northern District of California
- ❖ Central District of California
- ❖ Eastern District of California
- ❖ Ninth Circuit Court of Appeals
- ❖ California Fourth District Court of Appeals
- ❖ California Supreme Court

Since 2006, William has been litigating complex, multi-district, and multi-party class actions. He has recovered over two hundred-seventy million dollars for class members and clients, and changed the law to help protect them.

He founded The Restis Law Firm, P.C. in late 2016. Prior to founding RLF, William represented investors and consumers at San Diego's oldest class action law firm, Finkelstein & Krinsk LLP.

In addition to class actions, William also practices other forms of complex litigation. This includes corporate governance and derivative claims, and representing whistleblowers before the Department of Justice and Securities and Exchange Commission.

William also served as general counsel for two technology start-ups, and is a longtime board member of a highly successful non-profit.

William is currently Lead Counsel or co-counsel to Lead Counsel in the following cases:

❖ *Kusada et al v. Jailin Niu et al.*, No. 20-2-03299-9 SEA (Wash. Sup. Ct.) (Mass action challenging "Golden Sun" Ponzi scheme. Preliminary injunction and two writ of attachment secured on \$40m+ of defendants' real property) (Co-Lead Counsel)

❖ *Hunichen v. Atonomi LLC et. al.*, No. 2:19-cv-00615-RAJ (W.D. Wash.) (\$6 million partial settlement in securities class action challenging whether "Initial Coin Offering" of cryptocurrency was illegal offer and sale of securities in violation of Washington State Securities Act. Class certified and case pending against remaining defendants) (Co-Lead Counsel)

Notable past class cases that William was either lead attorney or had significant involvement include:

❖ *In re Tezos Securities Litigation*, No. 3:17-cv-06779-RS (N.D. Cal.) (\$25 million settlement in class action challenging whether "Initial Coin Offering" of cryptocurrency was an illegal offer and sale of securities in violation of the Securities Act of 1933) (Co-Counsel to Court appointed Lead Counsel)

✚ *Greule v. Closets by Design, Inc.*, No. 2:19-cv-03881-JFW-AS (challenging fictitious discounts in violation of false advertising laws) (Lead Counsel)

✚ *Beck v. PLPCC et al.*, No. 37-2017-00037524-CU-BT-CTL (San Diego Sup. Ct.) (Final approval granted to class settlement redistributing medical marijuana cooperative profits to cooperative members) (Lead Class Counsel)

✚ *Faasse et al. v. Coinbase, Inc.*, No. 3:18-cv-01382-JD (N.D. Cal.) (challenging Coinbase's ability to keep Bitcoin that was sent from Coinbase users to third parties but was never claimed) (Lead Counsel)

✚ *Blevins v. Capital Alliance Group*, No. 2:18-cv-364-EAS-KAJ (S.D. Ohio) (won dismissal of TCPA class action within 4 months) (Lead Counsel for Defendant)

✚ *Northrup v. Capital Alliance Group*, No. 8:18-cv-23-JLS-DFM (C.D. Cal.) (won dismissal of TCPA class action within 8 months) (Lead Counsel for Defendant)

✚ *Hahn v. Massage Envy Franchising LLC*, No. 3:12-cv-000153 (S.D. Cal.) (nationwide settlement with 75% restitution of class members' lost prepaid massages valued by experts between \$179-\$225 million). In *Massage Envy*, William won every motion, and established complete liability to the class on *plaintiff's* motion for summary judgment. 2014 WL 5100220 (S.D. Cal. Sept. 25, 2014). In doing so, the Court adopted his proposed extension of California's doctrines on unconscionability, liquidated damages and franchisor liability that have since been relied upon by several courts.

✚ *Sanai v. BMW of North America*, No. 2:12-cv-06105 (D.N.J.) (nationwide settlement recovering lost warranty and 100% reimbursement of repair costs valued by expert at \$12.8 million)

✚ *Derry v. Jackson Nat'l Insurance Co.*, No. 4:12-cv-1380 (N.D. Cal.) (California settlement recovering \$11.2 million in annuity surrender charges, and reducing future surrender charges)

✚ *Klien v. Walgreen Company et al.*, No. GIC 795254 (S.D. Sup. Ct.) (California class settlement prohibiting pharmacies from using medical information for marketing)

✚ *Utility Consumers Action Network v. Albertsons, Inc. et al.*, No. GIC830069 (S.D. Sup. Ct.) (California class settlement prohibiting pharmacies from using medical information for marketing)

✚ *Scherer v. Tiffany and Company, Co.*, 3:11-cv-00532 (S.D. Cal.) (class action settlement providing free Tiffany's merchandise)

✚ *Austin v. Michaels Stores Inc.*, No. 37-2011-00085906 (S.D. Sup. Ct.) (class action settlement providing free merchandise)

✚ *Saratoga Advantage Trust v. ICG, Inc. et al.*, No. 2:08-cv-00011 (S.D.W. Va.) (\$1.4 million securities class action settlement)



## **Anne Donovan, Paralegal**

Anne Donovan is a paralegal who has worked in the legal field since 1995. She was a co-owner of a legal services company operating in Southern California from 1995 through 2004, running the operations of the company as well as doing field work. Since 2004 she has worked in the San Diego area performing paralegal and office administrator duties for various law firms working in the fields of securities, class actions, and patent litigation among others.



# **Exhibit 2**

1 THE RESTIS LAW FIRM, P.C.  
2 William R. Restis, Esq. (Cal Bar No. 246823)  
3 402 West Broadway, Suite 1520  
4 San Diego, California 92101  
5 +1.619.270.8383  
6 william@restislaw.com

7 AFN LAW PLLC  
8 Angus F. Ni, Esq. (Wash. Bar No. 53828)  
9 Admitted *pro hac vice*  
10 506 2nd Ave, Suite 1400  
11 Seattle, WA 98104  
12 646.453.7294  
13 angus@afnlegal.com

14 HGT LAW  
15 Hung G. Ta, Esq. (Cal. Bar No. 331458)  
16 Alex Hu, Esq. (Cal. Bar No. 279585)  
17 250 Park Avenue, 7<sup>th</sup> Floor  
18 New York, NY 10177  
19 (646) 453-7288  
20 hta@hgtlaw.com

21 *Attorneys for Plaintiff Jonathan Shomroni*  
22 *And the Class*

23 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**  
24 **COUNTY OF SAN FRANCISCO**

25 **JONATHAN SHOMRONI**, Individually and  
26 on behalf of others similarly situated,

27 Plaintiff,

28 v.

**FEI LABS INC.**, a Delaware Corporation,  
**JOSEPH SANTORO**, an Individual,  
**BRIANNA MONTGOMERY**, an Individual,  
**SEBASTIAN DELGADO**, an Individual, and  
**DOES 1-10**.

Defendants,

**Case No: CGC-22-598995**

*Assigned for all purposes to  
the Hon. Ethan P. Schulman, Dep't 304*

**CLASS ACTION**

**DECLARATION OF ANGUS F. NI IN  
SUPPORT OF FEE APPLICATION**

Date: October 27, 2023

Time: 10:00 a.m.

Dept: 304

Judge: Hon. Ethan P. Schulman

1 I, ANGUS F. NI, declare as follows:

2 1. I am the principal of the law firm AFN Law PLLC (“AFN” or the “Firm”). I am  
3 submitting this declaration in support of the application for an award of attorneys’ fees, expenses  
4 and charges (“expenses”) in connection with services rendered in the above-entitled action (the  
5 “Action” or the “Litigation”).

6 2. Together with the law firms The Restis Law Firm (“Restis Law”) and HGT Law  
7 (“HGT”), this Firm is counsel of record for plaintiff Jonathan Shomroni (“Plaintiff”) and the class  
8 herein.

9 3. The information in this declaration regarding the Firm’s time and expenses is taken  
10 from time and expense reports and supporting documentation prepared and/or maintained by the  
11 Firm in the ordinary course of business. I am the attorney who oversaw and/or conducted the day-  
12 to-day activities in the Litigation and I reviewed these reports (and backup documentation where  
13 necessary or appropriate) in connection with the preparation of this declaration. The purpose of this  
14 review was to confirm both the accuracy of the entries on the printouts as well as the necessity for,  
15 and reasonableness of, the time and expenses committed to the Litigation.

16 4. After conducting the review above and making no reductions to time spent, the total  
17 number of hours spent on the Litigation by the Firm is 320.1 hours. Attached as Exhibit A is a chart  
18 reflecting the time billed by each timekeeper across 16 categories, and also reflects each  
19 timekeeper’s hourly rate, individual hours and lodestar at their current and historical rates. The total  
20 lodestar amount for attorney time based on the Firm’s current rates is \$207,787.65. The hourly rates  
21 shown in Exhibit A are the usual and customary rates set by the Firm for each individual. These  
22 hourly rates are consistent with hourly rates submitted by the Firm to state and federal courts in  
23 other securities and class action litigations.

24 5. The Firm seeks an award of \$564.13 in expenses and charges in connection with the  
25 prosecution of the Litigation. Those expenses and charges are summarized by category in the  
26 attached Exhibit B. They reflect the pro hac vice fee paid to this court and the certificate of good  
27 standing order fee, also incurred in connection with my pro hac vice motion.  
28



# **EXHIBIT A**

**EXHIBIT A**

*Shomroni v. Fei Labs Inc, et al.,*

Case No. CGC-22-598995

**Firm: AFN Law PLLC**

**Reporting Period: Inception through September 20, 2023**

**Categories**

- |   |  |                              |  |
|---|--|------------------------------|--|
| (1) Initial investigation and case strategy | (5) Opposition to demurrer                       | (9) Discovery                | (13) Settlement negotiations           |
| (2) Drafting complaint                      | (6) Other motions - e.g., PHV, prelim injunction | (10) Document Review         | (14) Preliminary approval motion       |
| (3) Communication re: case strategy/status  | (7) Case management conferences and hearings     | (11) Experts and consultants | (15) Supplemental preliminary approval |
| (4) Case administration                     | (8) Service of documents                         | (12) Damages calculation     | (16) Final approval                    |

Name	Position	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	Hours	Rate	Lodestar
Angus F. Ni	P	27.5	63.46	12.38	4.37	35.71	26.67			12.68	23.64		11.26	65.2	26.74	6.28	4.21	320.1	550-650	\$189,571.05
Zhener Low	A			3.37			22.69			1.03				10.47				37.56	485	\$18,216.60
<b>TOTAL:</b>																		<b>357.66</b>		<b>\$207,787.65</b>

(P) Partner

(A) Associate

# **EXHIBIT B**

**EXHIBIT B**

*Shomroni v. Fei Labs Inc., et al.*,  
Case No. CGC-22-598995  
AFN Law PLLC  
Expense Summary  
Inception through September 20, 2023

<b>CATEGORY</b>	<b>AMOUNT</b>
Certificate of Good standing for Pro Hac Vice	\$27.56
Pro Hac Vice	\$536.57
<b>Total</b>	<b>\$564.13</b>

# **EXHIBIT C**

## CURRICULUM VITAE – SECURITIES AND CLASS ACTION LITIGATION

### Angus F. Ni – Attorney

Mr. Ni founded AFN after practicing commercial litigation and arbitration at Debevoise & Plimpton LLP, followed by securities class action litigation at Bernstein Litowitz Berger & Grossmann LLP—the top plaintiffs’ shareholder litigation firm in the country. Mr. Ni has handled complex litigation throughout his career, including over a dozen class actions with securities, commodities, and antitrust components for both plaintiffs and defendants, as well as numerous other commercial disputes.

### Education:

**The University of Chicago Law School**, J.D. with Honors.

**University of Toronto**, Trinity College, B.A. with High Distinction, College Scholar.

### Sampling of Securities Litigation And Class Action Experience

- Representing a U.S. listed Chinese education company in a securities class action alleging failure to disclose known regulatory risks in the wake of the Chinese government’s mid-2021 announcement of a new regulatory regime on the private education industry. (*Dagan Investments LLC v. First High-School Education Group Co., Ltd. et al* 1:22-cv-03831-JGK (S.D.N.Y.))
- Representing investors against a 2018 “Initial Coin Offering” Company in the first-ever Washington State Securities Act claim in the cyptocurrency space. (*Hunichen v. Atonomi LLC et al.* 2:19-cv-00615-RAJ (W.D.Wash.))
- Obtaining the voluntary dismissal of a shareholder litigation against NYSE-listed Chinese agricultural fertilizer manufacturer after filing motion to dismiss, and within 30 days of appearing in the action. (*Little v. China Green Agriculture, Inc. et al.*, Case No. 2:19-cv-01756-JCM-NJK (D.Nev.))
- Represented investors in a class action pursuant to the federal securities laws against a California-based cryptocurrency company that raised more than \$1 billion in an unregistered offering of cryptocurrency in 2017. (*In Re Tezos Securities Litigation*, Case No. 3:17-cv-06779. (N.D. Cal.))
- Defending a formerly NASDAQ-listed China-based cellphone contract design-and-manufacturing company in a securities class action alleging fraud pursuant to the PSLRA filed in the Eastern District of New York. (*Thomas v. China Techfaith Wireless*

## Complex Disputes

*Communication Technology Limited et al.*, Case No. 1:19-cv-00134-FB-CLP.  
(E.D.N.Y.)

- Defending a NYSE-listed Chinese fertilizer manufacturer in shareholder lawsuits before the Southern District of New York. (*Chen v. China Green Agriculture Inc.*, Case No. 1:20-cv-09232-MKV (S.D.N.Y.)).
- Represented a China-based private investment fund in a first-of-its kind Delaware Chancery Court action concerning the application of 8 *Del. C.* § 242(a)(4) to corporate charter amendments. (*Kala International Investment Co., Ltd. vs Centrexion Therapeutics Corporation*, Case No. 2019-0517-JTL (Del. Ct. Ch.)).
- Represented a German investment fund against Wells Fargo in a securities fraud action arising from Wells Fargo's fake accounts scandal. (*Hefler et al v. Wells Fargo & Company et al.* Case No. 4:16-cv-05479-JST (N.D.Cal.))
- Represented a U.S. pension fund against Pershing Square Capital Management and Valeant Pharmaceuticals in a first-of-its-kind Rule 14e-3 (Williams Act) insider trading class-action. (*Anthony Basile et al v. Valeant Pharmaceutical International, Inc. et al.* Case No. 8:14-cv-02004-DOC-KES (C.D.Cal.)).
- Represented a U.S. hedge fund against Salix pharmaceuticals in a PSLRA securities class action arising out of Salix's "channel stuffing" scheme. (*Woburn Retirement System v. Salix Pharmaceuticals, Ltd. et al.*, Case No. 1:14-cv-08925-KMW (S.D.N.Y.)).
- Represented a direct plaintiff in an opt-out action, opting out of the Luckin securities class action. (*Ye v. Luckin Coffee, Inc. et al.*, Case No. 1:21-cv-02020-JPC (S.D.N.Y.)).
- Representing investors from around the world in a class action under the Securities Act against GTV Media Group Inc. and several other individuals and entities who conducted a multi-hundred-million-dollar unregistered securities offering. (*Zhengjun Dong et al v. GTV Media Group, Inc. et al.* Index No. 652190/2021 (New York County Supreme Court)).

# **Exhibit 3**

1 THE RESTIS LAW FIRM, P.C.  
William R. Restis, Esq. (Cal Bar No. 246823)  
2 402 West Broadway, Suite 1520  
San Diego, California 92101  
3 +1.619.270.8383  
william@restislaw.com

4 AFN LAW PLLC  
5 Angus F. Ni, Esq. (Wash. Bar No. 53828)  
Admitted *pro hac vice*  
6 506 2nd Ave, Suite 1400  
Seattle, WA 98104  
7 646.453.7294  
angus@afnlegal.com

8 HGT LAW  
9 Hung G. Ta, Esq. (Cal. Bar No. 331458)  
Alex Hu, Esq. (Cal. Bar No. 279585)  
10 250 Park Avenue, 7<sup>th</sup> Floor  
New York, NY 10177  
11 (646) 453-7288  
hta@hgtlaw.com

12 *Attorneys for Plaintiff Jonathan Shomroni*  
13 *And the Class*

14 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**  
15 **COUNTY OF SAN FRANCISCO**

16 **JONATHAN SHOMRONI**, Individually and  
on behalf of others similarly situated,

17 Plaintiff,

18 v.

19 **FEI LABS INC.**, a Delaware Corporation,  
20 **JOSEPH SANTORO**, an Individual,  
21 **BRIANNA MONTGOMERY**, an Individual,  
**SEBASTIAN DELGADO**, an Individual, and  
22 **DOES 1-10**.

23 Defendants,

**Case No: CGC-22-598995**

*Assigned for all purposes to  
the Hon. Ethan P. Schulman, Dep't 304*

**CLASS ACTION**

**DECLARATION OF HUNG G. TA IN  
SUPPORT OF FEE APPLICATION**

Date: October 27, 2023

Time: 10:00 a.m.

Dept: 304

Judge: Hon. Ethan P. Schulman

1 I, Hung G. Ta, declare as follows:

2 1. I am the principal of the law firm HGT Law (“HGT” or the “Firm”). I am submitting  
3 this declaration in support of the application for an award of attorneys’ fees, expenses and charges  
4 (“expenses”) in connection with services rendered in the above-entitled action (the “Action” or the  
5 “Litigation”).

6 2. Together with the law firms The Restis Law Firm (“Restis Law”) and AFN Law  
7 PLLC (“AFN”), this Firm is counsel of record for plaintiff Jonathan Shomroni (“Plaintiff”) and the  
8 class herein.

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

19 4. The total number of hours spent on the Litigation by the Firm is 920.5 hours.  
20 Attached as Exhibit A is a chart reflecting the time billed by each timekeeper in each of the 16  
21 categories, and also reflects each timekeeper’s hourly rate, individual hours and lodestar at their  
22 current rate. The total lodestar amount for attorney/paraprofessional time based on the Firm’s  
23 current rates is \$825,623.75. The hourly rates shown in Exhibit A are the usual and customary rates  
24 set by the Firm for each individual. These hourly rates are consistent with hourly rates submitted  
25 by the Firm to state and federal courts in other securities and class action litigations.

1           5.       The Firm seeks an award of \$43,712.18 in expenses and charges in connection with  
2 the prosecution of the Litigation. Those expenses and charges are summarized by category in the  
3 attached Exhibit B.

4           6.       The following is additional information regarding certain of these expenses:

5           a.       Filing and Other Fees: \$1,487.13. These expenses have been paid to the  
6 Court for filing fees, and services such as File & ServeXpress, One Legal and DLS Discovery who  
7 either: (i) served process of the Complaint or other documents; or (ii) delivered courtesy copies to  
8 the Court.

9           b.       Messenger and Delivery Fees: \$259.74. These expenses are for mailing  
10 and/or delivery of the initial pleadings, mediation briefs and exhibits, and other papers.

11          c.       Court Hearing Transcripts: \$407.30. These expenses are for obtaining a copy  
12 of the September 12, 2022 oral argument on Defendants' demurrer.

13          d.       Expert - Blocktrace: \$21,375.00. This amount reflects the fees paid to the  
14 blockchain analysis firm Blocktrace, LLC, who Plaintiff retained to estimate class-wide damages.  
15 Blocktrace prepared a report analyzing account blockchain records, Class Members transfers of  
16 FEI and TRIBE, trading volumes and prices on the secondary market for FEI and TRIBE, and  
17 statistics related to the Final Redemption.

18          e.       Expert - Global Economics Group: \$7,662.50. This amount reflects the fees  
19 paid to Chad Coffman of Global Economics Group, who assisted in developing the Plan of  
20 Allocation.

21          f.       Photocopies: \$100.51. This amount reflects photocopying costs of the initial  
22 pleadings for service, mediation briefs and exhibits, and other court filings.

23          g.       Mediation Fees – Phillips ADR Enterprises: \$12,420.00. This amount  
24 reflects Plaintiff's portion of the fees paid to mediator Michelle Yoshida of Philips ADR  
25 Enterprises. Ms. Yoshida conducted an extensive in-person mediation session, a follow-up  
26 mediation session and further facilitated negotiations between the parties. Ultimately, Ms. Yoshida  
27

1 issued a mediator's proposal, which the parties accepted and resulted in the Settlement of the  
2 Litigation.

3 7. The expenses pertaining to this case are reflected in the books and records of the  
4 Firm. These books and records are prepared from receipts, expense vouchers, check records, and  
5 other documents and are an exact accounting of the actual expenses incurred in this Litigation.

6 8. The identification and background of my Firm is attached hereto as Exhibit C.

7 I declare under penalty of perjury under the laws of the State of California that the foregoing  
8 is true and correct.

9 Executed on this 21st day of September 2023 at Los Angeles, California

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Hung G. Ta

# **EXHIBIT A**

**EXHIBIT A**

*Shomroni v. Fei Labs Inc, et al.,*  
Case No. CGC-22-598995

**Firm: HGT Law**

**Reporting Period: Inception through September 20, 2023**

**Categories**

- |   |   |                              |  |
|---|---|------------------------------|--|
| (1) Initial investigation and case strategy | (5) Opposition to demurrer                            | (9) Discovery                | (13) Settlement negotiations           |
| (2) Drafting complaint                      | (6) Other motions - e.g., PHV, preliminary injunction | (10) Document Review         | (14) Preliminary approval motion       |
| (3) Communication re: case strategy/status  | (7) Case management conferences and hearings          | (11) Experts and consultants | (15) Supplemental preliminary approval |
| (4) Case administration                     | (8) Service of documents                              | (12) Damages calculation     | (16) Final approval                    |

Name	Position	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	Hours	Rate	Lodestar
Hung G. Ta	P	2.25	4.25	5.7	0.25	49.65	11.3	6.5	0.75	27.1			12.5	100.75	56.9	21.25	8.15	307.3	\$975.00	\$299,617.50
JooYun Kim	P	15	19.25	18	0.75	47.25	44.25	2.25	1.75	37.5		0.5	3	81.25	23	27.75	2.5	324	\$875.00	\$283,500.00
Alexander Hu	P	5.75	20.5	10.5	1.5	56.5	13.5	12.25	9	55.25		1		83.5	5.5			274.75	\$875.00	\$240,406.25
Tienhsia Tang	PL					11.5				2.5								14	\$150.00	\$2,100.00
<b>TOTAL:</b>																		<b>920.05</b>		<b>\$825,623.75</b>

(P) Partner  
(PL) Paralegal

# **EXHIBIT B**

**EXHIBIT B**

*Shomroni v. Fei Labs Inc., et al.*,  
Case No. CGC-22-598995  
HGT Law  
Expense Summary  
Inception through September 20, 2023

<b>CATEGORY</b>	<b>AMOUNT</b>
Filing and Other Fees	\$1,487.13
Messenger and Delivery	\$259.74
Court Hearing Transcripts	\$407.30
Expert (Blocktrace)	\$21,375.00
Expert (Global Economics)	\$7,662.50
Photocopies	\$100.51
Mediation Fees (Phillips ADR Enterprises)	\$12,420.00
<b>Total</b>	<b>\$43,712.18</b>

# **EXHIBIT C**



## Attorney and Law Firm Resume

## FIRM OVERVIEW

HGT Law is a boutique commercial litigation firm which serves the needs of U.S. and international clients, both institutions and individuals. The firm's practice focuses on assisting clients who have suffered losses arising from misconduct such as securities fraud and other violations of federal and state securities laws; breaches of fiduciary duty by corporate directors and officers; breach of contract; and business torts. Among other cases, HGT Law has litigated cases involving unregistered securities offerings; stock drop losses as a result of fraud by companies and their executive officers and directors; investment losses suffered by foreign investors in U.S. EB-5 investment projects; improper related party transactions between companies and their controlling shareholders; insider trading by company directors and officers; failure of oversight by directors and officers; and undisclosed and improper executive compensation, waste of corporate assets, and other corporate governance violations.

## REPRESENTATIVE CASES OF HGT LAW

- *City of Monroe Employees' Retirement System v. Murdoch, et al.*, C.A. No. 2017-0833-AGB (Del. Ch.): Reached a \$90 million settlement in a shareholder derivative lawsuit against certain directors and officers of Twenty-First Century Fox, Inc. for breaches of fiduciary duty in connection with sexual harassment and racial discrimination incidents at Fox News.
- *In re Tezos Securities Litigation*, No. 17-cv-06779 (N.D. Cal.): As court-appointed co-lead counsel, obtained settlement of a class action brought on behalf of investors in the July 2017 Tezos blockchain ICO against Dynamic Ledger Solutions, Inc., Tezos Stiftung, Kathleen Breitman and Arthur Breitman for failing to register the ICO with the SEC in violation of the Securities Act of 1933.
- *Shomroni v. Fei Labs Inc., et al.*, No. CGC-22-598995 (Cal. Super.): Commenced a purported class action on behalf of investors in the offer and sale of FEI and TRIBE digital tokenized assets against Fei Labs Inc., Joseph Santoro, Brianna Montgomery and Sebastian Delgado, for failing to register the offering with the SEC in violation of the Securities Act of 1933.
- *Dong, et al. v. GTV Media Group, Inc., et al.*, No. 652190/2021 (N.Y. Sup. Ct.): Commenced a purported class action on behalf of investors in the securities of GTV Media Group, Inc. against GTV, Saraca Media Group, Inc. and Wengui Guo, for failing to register the offering with the SEC in violation of the Securities Act of 1933.
- *Bölling, et al. v. Dendreon Corp., et al.*, No. 13-cv-00872 (W.D. Wash.): Secured settlement in an opt-out securities fraud lawsuit on behalf of a group of investors of Dendreon Corporation.
- *Aly, et al. v. Valeant Pharmaceuticals International, Inc., et al.*, No. 19-3326 (3d Cir.): On appeal to the Third Circuit, obtained reversal of the District Court of New Jersey's holding that *American Pipe* tolling does not apply to individual claims that are filed *before* a court issues a class certification decision, with the Third Circuit joining the Second, Ninth and Tenth Circuits on the issue.
- *Colonial First State Investments Limited, et al. v. Valeant Pharmaceuticals International, Inc., et al.*, No. 18-cv-00383 (D. N.J.): An opt-out securities fraud lawsuit brought on behalf of certain investment funds against Valeant Pharmaceuticals International, Inc. and its senior officers for allegedly perpetrating a fraudulent scheme to inflate the company's revenues and profits.
- *Rubenstein v. Adamany, et al.*, No. 21-905-cv (2d Cir.): On appeal to the Second Circuit, obtained an order vacating the Southern District of New York's dismissal of claims brought under Section 14(a) of the Securities Exchange Act of 1934 in a shareholder derivative lawsuit against certain directors and officers of Jefferies Financial Group Inc. (f/k/a Leucadia National Corporation).
- *In re: OSI Systems, Inc. Derivative Litigation*, 14-cv-02910 MWF (C.D. Cal.): Obtained settlement in a shareholder derivative lawsuit against certain directors and officers of OSI Systems, Inc. for breaches of fiduciary duty in connection with the company's use of unauthorized parts in security equipment for the government, a near total debarment from performing any work for the government and the cancellation of two separate federal government contracts.

- *Diep v. Sather, et al.*, C.A. No. 12760-VCL (Del. Ch.): Obtained settlement with certain defendants in a shareholder derivative lawsuit against directors, officers and controlling stockholders of El Pollo Loco Holdings, Inc. for breaches of fiduciary duties in connection with certain, alleged insider trading profits.
- *In re McKesson Corp. Derivative Litigation.*, No. 4:17-cv-01850-CW (N.D. Cal.): Obtained settlement in a shareholder derivative lawsuit against the board of directors and senior officers of McKesson Corporation in connection with breaches of fiduciary duty of oversight with respect to the company's sale of opioid drugs and controlled substances.
- *Reynolds v. Dow Chemical Co.*, C.A. No. 2017-0203-JRS (Del. Ch.): Obtained settlement in a shareholder investigation of improper reporting of significant amounts of personal expenses incurred by the CEO of Dow Chemical Co.
- *Kohl v. Trans High Corporation*, No. 655200/2016 (N.Y. Sup. Ct.): Obtained settlement after prevailing on summary judgment as to liability on behalf of the former CEO of Trans High Corporation against the company for breach of his employment agreement.
- *Tang v. American Everglow Regional Center, LLC, et al.*, No. CV RI 21 04400 (Cal. Super.): Commenced a derivative lawsuit against American Everglow Regional Center, LLC, Legend Investment Management, LLC, Glory Investment International Inc., Hua Guo and Steven Zhi Qin to recover losses on behalf of a partnership established under the federal EB-5 Immigration Investor Program, which sets aside EB-5 immigrant visas for participants who invest in commercial enterprises approved by the U.S. Citizenship and Immigration Services.
- *Beach Orangethorpe Hotel, LLC, et al.*, No. 30-2022-01252985-CU-BT-CJC (Cal. Super.): Commenced an action against Evertrust Bank, M&D Regional Center LLC and M+D Properties to recover plaintiff's loan investment in connection with the development of a hotel, which investment was made under the federal EB-5 Immigration Investor Program, which sets aside EB-5 immigrant visas for participants who invest in commercial enterprises approved by the U.S. Citizenship and Immigration Services.
- *Cuadrado, et al. v. Sun Hung Kai Strategic Capital Limited*, No. 4:22-cv-01623-YGR (N.D. Cal.): Represent Sun Hung Kai Strategic Capital Limited in a lawsuit arising from the alleged conversion of Social Finance, Inc. stock, which resulted from errors made by stockholder's adviser/broker and transfer agent.



## HUNG G. TA

### Founder and Managing Director

Hung G. Ta is the founder and managing director of HGT Law. Prior to starting the firm, Mr. Ta practiced as a litigation attorney for more than eleven years at the law firms of Milbank Tweed Hadley & McCloy LLP and Grant & Eisenhofer P.A. Before that, Mr. Ta clerked with the Honorable Justice Mary Gaudron of the High Court of Australia.

Mr. Ta's practice focuses on helping investors recover losses as a result of misconduct such as: securities fraud; breaches of fiduciary duty by corporate directors and officers and other corporate governance violations; breach of contract; and business torts.

Mr. Ta has litigated and settled many securities fraud and other securities litigation cases (both class actions and direct, opt-out actions), including *In re Shuffle Master, Inc. Sec. Litig.*; *In re Am. Dental Partners, Inc. Sec. Litig.*; *Bölling, et al. v. Dendreon Corp., et al.*; *Colonial First State Inv. Ltd. v. Valeant Pharm. Int'l, Inc., et al.*; *In re Tezos Securities Litigation*; *Dong v. TV Media Group, Inc.*; and *Shomroni v. Fei Labs Inc.*

In addition, Mr. Ta has litigated and settled significant cases alleging breaches of fiduciary duty by corporate directors and officers, such as *In re Del Monte Foods Co. Shareholder Litig.* (in which the Delaware Chancery Court issued a landmark opinion upholding the need for corporate advisors to disclose their conflicts of interest and for boards to oversee their advisors); *Kocen v. Chopra, et al.* and *Steinberg v. Bryant, et al.* (claims against boards of directors and officers for failure to discharge their duty of oversight); and *Reynolds v. Dow Chemical Co.* and *Burbrink v. Campbell, et al.* (shareholder derivative actions challenging related party transactions between companies and their controlling shareholders/ directors/ officers, and the failure by a company's board to adequately disclose executive perquisites).

Mr. Ta has represented clients in numerous other general commercial litigation contexts, including litigating claims of a former CEO against his company for breach of an employment contract (*Kohl v. Trans High Corporation*); litigating claims on behalf of a hedge fund for professional malpractice against a major accounting firm (*GoldenTree Asset Management LP v. BDO Seidman LLP*); and litigating claims for malpractice against a law firm in connection with a real estate transaction.

#### Bar Admissions:

State of New York  
State of California

#### Court Admissions:

Second Circuit Court of Appeals  
Third Circuit Court of Appeals  
Ninth Circuit Court of Appeals  
Southern District of New York  
Eastern District of New York  
Northern District of California  
Central District of California  
New South Wales, Australia

#### Education:

University of New South Wales,  
LL.B.  
University of New South Wales,  
B.Com.

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## **JOOYUN KIM**

### **Partner**

JooYun Kim is a partner and practices in general commercial litigation, securities litigation and corporate governance. Ms. Kim has litigated and settled cases on behalf of investors in opt-out securities fraud actions, and derivative actions for breaches of fiduciary duties. Ms. Kim has also represented clients in commercial disputes involving breaches of contract and fraud.

Ms. Kim previously was a senior litigation associate at Fox Horan & Camerini LLP where she represented international and U.S. clients in cases involving corporate governance under domestic and foreign law, breach of contract disputes, and corporate fraud. Before that, Ms. Kim was a litigation associate at Milbank Tweed Hadley & McCloy where she focused on securities fraud matters and other complex commercial litigation cases, including the representation of investment advisers, issuer companies, officers and directors, and an insurance company.

Among other matters, Ms. Kim has represented:

- a prominent international sports association in a breach of contract dispute with a major sponsor;
- a company against claims for civil RICO violations, in which a favorable opinion was obtained from the U.S. Supreme Court; British Virgin Islands companies seeking to establish their interests in a Latin American telecommunications conglomeration;
- various directors and officers against claims for breach of contract, fraud, breach of fiduciary duty and conversion;
- companies and individuals in bankruptcy-related adversarial proceedings and clawback actions; and
- a foreign attorney in successfully defending a legal malpractice action through a bench trial and appeal to the Second Circuit.

#### **Bar Admissions:**

State of New York  
State of New Jersey

#### **Court Admissions:**

Second Circuit Court of Appeals  
Third Circuit Court of Appeals  
Ninth Circuit Court of Appeals  
Southern District of New York  
Eastern District of New York  
District of New Jersey

#### **Education:**

New York University, J.D.  
Amherst College, B.A.

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## ALEX HU

### Partner

Alex Hu is a partner and practices in the areas of general commercial litigation, securities litigation, employment litigation, and intellectual property litigation. In addition, Mr. Hu has represented clients in co-founder/corporate control disputes. Mr. Hu has an engineering background, and has significant experience handling matters involving emerging technologies.

Prior to joining HGT Law, Mr. Hu was a litigation attorney at Quinn Emanuel Urquhart & Sullivan, Davis Polk & Wardwell, and LTL Attorneys LLP. Mr. Hu also clerked for the Honorable Charlene Honeywell of the Middle District of Florida.

Among other matters, Mr. Hu has:

- second-chaired a \$100 million breach of contract arbitration, obtaining entire initial demand, consequential damages, and attorneys' fees following six days of hearings;
- represented an individual in a \$5 million probate matter, second-chairing and obtaining a complete defense victory at trial, and briefing and arguing the appeal, resulting in complete affirmance of judgment;
- defended an electric scooter startup company in class action trespass and nuisance litigation, obtaining dismissal of class allegations and a favorable settlement;
- defended a multinational company in a \$170 million class action for alleged labor code violations, resulting in settlement of less than 1% of potential liability;
- defended a bet-the-company trademark infringement matter against a large, well-known cosmetics brand, obtaining a complete defense victory following a six-day jury trial, which was affirmed by the Ninth Circuit on appeal; and
- represented a co-founder concerning ownership of an Internet-based language tutoring startup in a dispute spanning California, Cayman Islands, and British Virgin Islands.

#### Bar Admissions:

State of California

#### Court Admissions:

Southern District of California

Central District of California

Northern District of California

Eastern District of California

#### Education:

Columbia Law School, J.D.

University of California,  
San Diego, M.S.

Cornell University, B.S.

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## NATALIA WILLIAMS

### Senior Counsel

Natalia Williams is a senior counsel and practices in the areas of general commercial litigation, securities litigation and corporate governance. Prior to joining the firm, Ms. Williams was a litigation associate at Grant & Eisenhofer P.A. where she worked on cases involving violations of the securities laws, corporate governance matters, and class action litigation. Ms. Williams was part of the litigation teams on a number of prominent cases including *In re Barnes & Noble Stockholders Derivative Litig.*; *In re Alstom SA Sec. Litig.*; and *In re Global Cash Access Holdings Sec. Litig.*

Ms. Williams began her career as an attorney at Legal Services of New York where she was a Senior Attorney in the Family Law division and handled trials in New York Supreme Court and Family Court.

Ms. Williams is admitted to practice law in the State of New York. She is also admitted to practice law in the Southern District of New York and the Eastern District of New York. Ms. Williams earned her J.D. from New York University School of Law and following graduation received a Legal Fellowship at the United Nations Development Programme. She received her B.A. from Grinnell College.

#### Bar Admissions:

State of New York

#### Court Admissions:

Southern District of New York

Eastern District of New York

#### Education:

New York University, J.D.

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